

CONSTITUTION & BY-LAWS

North York Obedience Club, Inc.

**(Constitution Updated to A.G.M. Nov 14, 2006)
(Bylaws Updated to General Meeting Mar 14, 2006)**

Note : Dates (mm/yy) after each article number in the Constitution and after the main headings in the By-Laws represent the date of the last change made to that particular item.

Constitution

Incorporated under the laws of the Province of Ontario by letters patent dated April 10, 1975

Article I **Name** (05/92)

The Corporation shall be called "North York Obedience Club Inc."

Article II **Purpose** (05/92)

The purpose of this Corporation shall be to render education and stimulate interest in dog obedience training.

Article III **Objectives** (05/92)

The Corporation shall be of service to the community by offering, at a nominal charge, obedience classes for all breeds of dogs.

The Corporation may hold obedience trials under Canadian Kennel Club rules and it will abide by the By-laws of the Canadian Kennel Club.

Whenever possible, the corporation may contribute monies to organizations devoted to the betterment of canines, animal research, human needs or other worthwhile causes.

Article IV **Membership & Dues** (11/2006)

1. This Corporation was formed as a non-profit, volunteer organization. Any profit or other accretions shall be used in promoting the corporate objectives. No member, director, or officer shall receive remuneration from his position as such; provided that a director or officer may be paid reasonable expense incurred by him in the performance of his duties.
- 1.1 Notwithstanding Article IV 1 above, a Club member who holds the position of Trial Secretary may receive remuneration for that position providing that the following criteria is met:
 - (a) The Club would be required, in the normal course of holding its annual trial, to hire a professional Secretarial Service;
 - (b) The club member who receives remuneration as Trial Secretary is qualified to hold the position and has demonstrated extensive experience in the position in prior years; and
 - (c) The remuneration to the club member who holds the position of Trial Secretary will be at fair market rate.

2. Associate Member - Any person interested in becoming a member of the Corporation must first become an associate member for the period of at least one year. An associate member should actively participate in corporation activities.

Associate Members may not vote or be nominated for election to the Board of Directors. However, when no "Active" or "Life" member volunteers, an Associate Member may be appointed to fill a vacant position on the Board of Directors, by the President and a two thirds majority vote of the Membership present at a general meeting. Also, in such case, voting privileges shall be extended to the appointee.

3. Active Member - Any person who has served as an associate member for the period of at least one year and has been sponsored by two active members in good standing. All active members may vote and hold office. Before an application for active membership is submitted to the Board of Directors for their recommendation, the applicant must have participated in a combination of three (3) club events or meetings. The Board of Directors' recommendation will then be presented at the next General Meeting for voting. Acceptance is by a majority secret ballot.
4. Honorary Member – An Honorary Member shall be one who is not currently a member and whose name has been sponsored by two members in good standing. Acceptance is by a majority by secret ballot at any General Meeting. Such members may take part in club functions, but not in the management of the Corporation and shall not have a vote and are not eligible to hold office. An Honorary Member is not subject to annual membership dues.
5. Life Member – A Life Membership shall be conferred automatically on those members who have completed 30 years of uninterrupted membership in the club. Such members may take part in the management of the Corporation, shall have a vote and be eligible to hold office. A Life Member is not subject to annual membership dues.
6. Honorary Life Member – an Honorary Life Member shall be an existing member who has been sponsored by two members in good standing. Acceptance is by a majority vote by secret ballot at any general meeting. Such members may take part in the management of the corporation, shall have a vote and be eligible to hold office. An Honorary Life Member is not subject to annual membership dues.
7. Junior Member - Persons under the age of eighteen (18) years may apply for junior membership. The method of application and acceptance shall be the same as for an active member, except that they shall not be required to attend meetings. Such members shall be entitled to all privileges of the Corporation, except they shall not be eligible to vote or hold office.
8. Membership fees of this Corporation, or charges thereto, may be recommended by the Board of Directors, and shall be approved by a two-thirds membership present at the Annual General Meeting.

9. Complaints against a member for alleged misconduct shall be made in writing and delivered to the Executive who will deliver, within 30 days of receipt of the complaint, copies and a notice of hearing to the defendant, the complainant and the Board. The hearing date will be no later than 90 days from receipt of the complaint. The hearing will be held by a minimum of five members of the Board, who will ensure that both the complainant and the defendant are treated fairly and in accordance with the rules of natural justice. Should the complaint be sustained after hearing all the evidence and testimony presented by the complainant and defendant, the Board members may by a majority of those present impose an appropriate penalty. The Secretary shall notify each of the parties of the decision within 30 days of the decision.
 10. Rejection of membership. Any applicant who has been rejected for membership by the Club will be provided with a written explanation for such rejection.
 11. Termination of membership may occur as a result of:
 - a. resignation or verbal notice at a club meeting or in writing to a Club officer,
 - b. failure to renew membership as stipulated in the Bylaws, Membership Fees, Item C Payment and Item D Reinstatement of cancelled membership,
 - c. expulsion by the Club as a result of action taken under Article IV Membership & Dues, item 8, or
 - d. deprivation, suspension, debarkment, expulsion or termination of Canadian Kennel Club Membership as imposed by the CKC's Discipline Committee.
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Article V Officers (05/92)

The Officers of the Corporation shall be:

President
Vice President
Secretary
Treasurer
Two (2) Directors
Past President

The duties of the Officers shall be

President

- (a) Preside at all meetings of the Corporation
- (b) Preside at all meetings of the Board of Directors
- (c) Ensure that all rules and regulations of the Corporation are followed.

Vice President

- (a) Perform the duties of the President in his absence
- (b) Assist the President in all Corporate matters

Secretary

- (a) Prepare and keep the minutes of each corporate meeting.
- (b) Prepare and keep the minutes for each Board of Directors meeting.
- (c) Handle all correspondence.
- (d) Keep all records and maintain files.
- (e) Read the minutes of each meeting.
- (f) Inform the Canadian Kennel Club of any changes in the Board of Directors.
- (g) Outgoing Secretary to prepare and type, in a timely fashion, the minutes of the last meeting at which he/she presides as Secretary, including the general meeting and Annual General meeting before handing the Minute Books to the incoming Secretary.

Treasurer

- (a) Keep full and accurate accounts of all receipts and disbursements.
- (b) Deposit all money in the name of and to the credit of the Corporation in a bank as may be approved by the Board of Directors.
- (c) Submit a written report of the Corporation's financial status at all corporate meetings.
- (d) Submit an audited statement at the first Board of Directors' meeting in the new fiscal year.

Directors

- (a) The two Directors will assist the Board of Directors when required.

Past President

- (a) To serve in an advisory capacity.
- (b) Immediate past president shall serve on the Board of Directors.

The Officers shall be elected at the Annual General Meeting. The newly elected officers shall assume their responsibilities 24 hours after the election.

Any vacancy in an office occurring during the year shall be filled by appointment by the Board of Directors for the remainder of the unexpired term.

Article VI Board of Directors (11/98)

- (1) The Board of Directors shall consist of nine members
 - (a) Immediate Past President
 - (b) President
 - (c) Vice President
 - (d) Secretary
 - (e) Treasurer
 - (f) Two Directors
 - (g) Trial Chairman
 - (h) Training Director
- (2) The Board of Directors shall be the governing body of this Corporation.
- (3) A majority of the members of the Board of Directors will constitute a quorum for a Board of Directors' Meeting.

- (4) The Treasurer, President and Vice President shall have the signing authority for all cheques issued by the Treasurer. Any two of the above officers may co-sign cheques issued in the Corporation name. Any one of the above officers with one of the Secretary, Trial Chairman, or Training Director shall have signing authority to co-sign cheques issued by the Treasurer in the Corporation name. The two necessary signing authorities shall not be related by blood or by marriage and shall not inhabit the same dwelling.
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Article VII Committees (01/05)

- (1) The President, on taking office, shall present for the Board's approval at the first Executive meeting following the Annual General Meeting such standing committees as are deemed necessary.
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Article VIII Meetings (11/98)

- (1) The Annual General Meeting shall take place in November.
 - (2) Meetings of the General Membership and Board of Directors will take place as outlined in the by-laws.
 - (3) Special meetings may be called by the President, with the approval of the Board of Directors.
 - (4) All members must be notified in writing at least seven days prior to any General Meeting of the Corporation.
 - (5) A quorum for general, special and annual meetings shall consist of at least two members of the Board of Directors and at least five other active members. A quorum for a Board of Directors meeting shall consist of at least five members of the Board.
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Article IX Constitution (01/05)

- (1) The constitution may be amended at the Annual General Meeting.
 - (2) All notices of motion for amendment to the Constitution must be in writing and in the hands of the Secretary at the General Meeting prior to the Annual Meeting.
 - (3) A copy of the proposed amendment shall be inserted in the notice, calling the meeting at which the amendment is to be voted upon.
 - (4) A two-thirds majority vote of all eligible members in attendance at the Annual General Meeting shall be required to effect the amendment.
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Article X By-laws (05/92)

- (1) By-laws may be adopted or amended at any general meeting provided all of the following take place:
 - (a) A notice of said by-law or amendment is presented to the Secretary at the prior general meeting.
 - (b) A copy of the proposed by-law or amendment is inserted in the notice calling the meeting at which time said by-law or amendment is to be voted upon.
 - (2) A majority vote of the members present shall be required to effect a by-law or amendment.
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Article XI Procedure (05/92)

All meetings shall be conducted in accordance with Robert's Rules.

Article XII Dissolution (01/05)

Upon dissolution of the Corporation and after the payment of all debts and liabilities, the remaining property of the Corporation shall be distributed or disposed of to charitable organizations which carry on their work solely in Ontario. Written documentation in favour of dissolution of the Club, signed by at least two-thirds of Club members who are eligible to vote, just be provided to the CKC; proxies are not allowed.

Article XIII Order of Business (11/98)

General Meeting

1. Call to order
2. Introduction of guests
3. Approval of published minutes
4. Business requiring approval of general Membership
5. Announcements
6. Adjournment
7. Refreshments
8. Educational Programme

Annual General Meeting

1. Call to order
2. Introduction of guests
3. Approval of published minutes
4. Treasurer's Report
5. Reports of Committee Heads
6. Business requiring approval of general Membership
7. Election of Officers and Directors
8. Adjournment
9. Refreshments

Board of Directors' Meeting

1. Call to Order
 2. Introduction of Guests
 3. Treasurer's Report
 4. Correspondence
 5. Reports of Committee Heads
 6. Unfinished Business
 7. New Business
 8. Setting of date and location for next meeting of Board of Directors
 9. Adjournment
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Article XIV Fiscal Year End (05/97)

The fiscal year end of the Corporation is July 31.

Article XV Voting, Nominations & Elections (01/05)

- (1) Proxy voting is not allowed.
- (2) Past President shall chair the Nominating Committee and appoint two other Regular or Life members to serve on the Committee. They will prepare a slate of nominees for election, to be presented at the September General meeting.

Article XVI Removal of an elected officer (11/04)

Removal of an elected officer from their current position for "non-performance or non-fulfillment of their job which affects the functioning of the club is to be discussed and voted upon by the executive board at an executive meeting and decided upon by secret ballot with majority rule.

The board will notify the officer of the decision in writing.

By-laws

Membership Fees (03/06)

- A. Amount**
Fees for Adult Associate and Active Members shall be \$25.00 (Fifteen Dollars) per Year. The family rate is \$35 for all family members living at the same residence. Fees for Junior Members shall be \$2.00 (Two dollars) per year. There shall be no fee for Honorary Members nor for Life Members.
- B. Initiation Fees**
There shall be an initial fee of \$20.00 (Twenty Dollars) for new Associate Adult Members and of \$5.00 (Five Dollars) for new Junior Members.
- C. Payment**
Membership fees are due and payable January 1st each year or at the January General Meeting. If fees are not paid by February 1st, membership shall be automatically cancelled.
- D. Reinstatement of Cancelled Membership**
Memberships that have been cancelled in (C) above, may be reinstated for an additional fee of \$5.00 (Five Dollars), provided said reinstatement is made prior to the end of that calendar year. Persons who have not reinstated their membership within the above parameters shall apply for new membership as described in Article IV of the Constitution.

Appointment of Training Director and Term (11.99)

- A.** The Training Staff shall agree upon a nominee for Training Director whom they shall recommend to the Board of Directors at the April meeting.
- B.** The term of the Training Director shall be for one year starting July 1st.

Appointment of Trial Chairman and Term (11/99)

- A.** The Trial chairman shall be appointed by the Board of Directors at the May meeting. The term of the Trial Chair will begin on September 1st.

Appointment of Trial Secretary (01/06)

- A.** The Secretary is to be proposed by the Trial Chair. The appointment is to be approved by the Executive.

General Meetings and Board Meetings (05/97)

- A. General meetings shall be held in;
 - January
 - March
 - May
 - September

- B. A Meeting of the Board of Directors shall be held prior to each General meeting
Minutes of this meeting will be published in advance of the General meeting

Executive Spending Approval Limitations (05/94)

The Board directors may approve previously budgeted expenditures of up to \$2000. (Two Thousand Dollars) and unbudgeted expenditures of up to \$1000. (One Thousand Dollars). Any expenditures over these limits must be approved by the General Membership.

Eligibility to Vote at Annual General Meeting (05/92) (01/2001)

Only those members who qualify as follows will be eligible to vote at the Annual General Meeting.

- A. Have paid their membership fees, and hold a classification of membership which permits a vote.

- B. Have, within the past twelve months, either served on:
 - a. Board of Directors (as defined in Article VI of the Constitution)
 - b. Training Staff (as Secretary, Instructor or Assistant)
 - c. Trial Committee (as Secretary, Chief Ring Steward or Trophy Chairman)
 - d. Demonstration Team
 - e. One of NYOC's Standing Committees (Barker Editor, Good and Welfare, Awards, etc.)

Or have performed at least two of the following:

- f. Attended a General membership meeting
- g. Worked as Ring Steward at an NYOC Obedience Trial or Match

Responsibility for keeping track of who has performed work making them eligible would be as follows:

Secretary: Board of Directors, Standing Committees, attendance at General meetings

Training Director: members of Training Staff

Trial Chairman: members of Trial Committee and record of Ring Stewards

Demonstration Team Chairman: members of Demonstration Team

Executive Membership in the Canadian kennel Club (03/06)

- A.** The Canadian Kennel Club requires that the members of the Board of Directors of all recognized clubs and those seeking official recognition must be residents of Canada and Canadian Kennel Club members in good standing. The names and offices held by these members must be reported to the Canadian Kennel Club annually when renewing club recognition together with a copy of any changes to the current Constitution/By-laws of the club.

- B.** For as long as the Canadian Kennel Club requires that the Board of Directors positions (see NYOC Constitution, Article VI (1)) be filled only by C.K.C. members, North York Obedience Club Inc. will pay the annual C.K.C. membership for the current incumbents of each position.

Area of Operation (03/01)

The North York Obedience Club Inc. has an area of operation within the Toronto Area bound by Lake Ontario to the south, Steeles Avenue to the north , Highway 404 to the east and Highway 427 to the west.
