



## **ONTARIO NOVA SCOTIA DUCK TOLLING RETRIEVER CLUB**

### **CONSTITUTION**

Revised 2003

#### **1. NAME**

- 1.1. The name of this association shall be the Ontario Nova Scotia Duck Tolling Retriever Club.
- 1.2. The area of operation is the province of Ontario.

#### **2. OBJECTIVES**

2.1. The objectives of the club shall be:

- a) To encourage and promote quality in the breeding of purebred Nova Scotia Duck Tolling Retrievers and to do all possible to bring their natural qualities to perfection;
- b) To urge members and breeders to accept the standard of the breed as approved by The Canadian Kennel Club as the premier standard of excellence;
- c) To do all in its power to protect and advance the interest of the breed and to encourage sportsmanlike competition at conformation shows, field trials and tests, obedience trials, and other activities which the Club may promote;
- d) To conduct sanctioned and approved events under the rules of The Canadian Kennel Club and to abide by the principles of the Canadian Kennel Club Code of Ethics;
- e) The club shall be operated on a non-profit basis. Any resulting surplus shall not be used to the benefit of any member of the club;
- f) The members of the Club shall adopt and may from time to time revise such by-laws as may be required to carry out these objects.

## BY-LAWS

### 1. MEMBERSHIP

#### 1.1. Membership year

Membership in the club shall be based on the calendar year.

#### 1.2 Eligibility

Membership shall be open to all persons eighteen years of age and older who are in good standing with The Canadian Kennel Club and who subscribe to the purpose of this club.

#### 1.3 Types of Membership There shall be three types of memberships as follows:

- a) Regular Member: an individual Canadian citizen residing in Ontario
- b) Family Member: same as Regular but also includes immediate family members who reside at the same address. Only one copy of ONToller will be mailed per household. Family members will be limited to no more than two votes per household.
- b) Non-Resident Member: same as Regular and Family except resides outside of Ontario or is not a Canadian citizen. Non residents cannot hold Club office or vote in Club elections or referenda.

#### 1.4 Dues

Membership dues shall be payable by the 1<sup>st</sup> day of each year. . The Secretary shall notify each member by means of a notice in the fall issue of ONToller that the dues are payable. The Executive shall set membership dues and notice of same shall be given to all members 60 days prior to the date the change goes into effect.

#### 1.5 Application for Membership

Each applicant for the membership shall apply on a form as approved by the Board of Directors and which shall provide that the applicant agrees to abide by this constitution and by-laws and the rules of The Canadian Kennel Club. Accompanying the application, the prospective member shall submit dues payment for the current year.

#### 1.6 Approval of Membership

Applicants will be elected by the general membership. A majority of affirmative votes of the general membership shall be required to elect an applicant.

#### 1.7 Rejection of Membership

Any applicant who has been rejected must be provided in writing with a reason for such rejection.

#### 1.8 Termination of Membership

- a) Membership may be terminated as follows:
  - 1) Resignation. Any member in good standing may resign from the Club upon providing written notice to the Secretary.
  - 2) Lapsing. A membership will be considered as lapsed and automatically terminated if such member's dues remain unpaid 60 days after the first day of the fiscal year.
  - 3) Expulsion. A membership may be terminated by expulsion as provided in Section 11 of the by-laws.

#### 1.9 Voting Privileges

An individual must be a member for one full year prior to being granted voting privileges. Unpaid membership dues shall constitute denial of voting privileges. Only regular members are entitled to vote, plus, in the case of "family memberships", votes are limited to 2 per household.

### 2. GENERAL MEETINGS

2.1. The Annual General meeting of the Club shall be held at a place, date, and hour designated by the Board of Directors. Written notice of the annual meeting shall be mailed by the Secretary to each member at least 60 days prior to the date of the meeting, or published in the appropriate issue of ONToller. The quorum for the annual meeting shall be 25 % of the total current Regular and eligible Family membership, all of whom must be in good standing with the club.

## 2.2 Special General Club Meetings

- a) The Board may call a special general meeting of the club at any time by providing such notice to the membership.
- b) The Board is obligated to call a special general meeting, upon the Secretary receiving formal request. Such request must be signed by at least 10 % of the members in good standing.
- b) Such meeting shall be held at such a place, date and hour as may be designated by the Board of Directors. Written or electronic notice of such meeting shall be sent by the Secretary at least 30 days and not more than 45 days prior to the meeting. The notice of the meeting shall state the purpose of the meeting and no other club business may be transacted. The quorum for such a meeting shall be 25 % of the eligible members in good standing.

## 2.3 Board Meetings

The first meeting of the Board shall be held within 10 days following the election of the Board. Other meetings of the Board of Directors shall be held at such times and places as are agreed to by a majority vote of the Board. The Secretary shall mail written or electronic notice of such meetings to each member of the Board at least 30 days prior to the date of the meeting.

- a) The quorum for a Board meeting shall be a majority of the Board voting in person or by mail/electronic means.
- b) The Board of Directors may conduct its business by mail or electronics means. The Secretary shall conduct such meetings.

## 3. BOARD OF DIRECTORS

3.1 The Board of Directors shall be comprised of the Officers (President, Vice-President, Secretary and Treasurer (or combined Secretary-Treasurer) and Zone Directors , all of whom shall be residents of Canada and members in good standing with the Club and The Canadian Kennel Club. They shall be elected for 2 year terms as provided and shall serve until their successors are elected. General management of the Club's affairs shall be entrusted to the Board of Directors.

### 3.2 Officers

The officers of the club shall be the President, Vice-President, Secretary and Treasurer ( or combined Secretary-Treasurer ). All must be residents of Canada and members in good standing of The Canadian Kennel Club.

a) The President shall:

- (1) Uphold and defend the Constitution and By-laws of the Club;
- (2) Act as representative of the Club, except as specifically outlined in the By-Laws;
- (3) Have the power to call special meeting or referenda
- (4) Co-ordinate the activities of the club in meeting its objectives
- (5) Appoint ad hoc committee to aid or advise the board in responding to various issues not specifically set forth within the club Constitution or By-Laws as they arise;
- (6) Shall exercise general supervision and control of the affairs of the Club;
- (7) Be an ex-officio member of all committees of the club;
- (8) The President shall chair all Board and General meetings of the Club and shall have such other duties and responsibilities as specified in these by-laws.

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(b) The Vice-President shall:

- (1) Assume the duties and exercise the responsibilities of the President upon the direction of President or in such case, if the President is unable to carry out the duties and responsibilities of the President.
- (2) Provide liaison between the zone directors and the executive.

- (3) Assume the duties of a zone director in the event of a vacancy until a zone director is appointed or elected as Outlined in 2(b) 1b of the by-laws.
  - (4) Assume chairmanship of the board of those sections of meeting of the board when disciplinary matters come before it, except as noted in 3(B) 1 of the by-laws.
  - (5) Review and report on the club Annual Financial Audit
- (c) The Secretary shall:
- (1) Keep an accurate record of all Executive, Board and general meetings of the club.
  - (2) Accept all resignations of Club members.
  - (3) Handle the preparation, distribution, and report the result of club ballots.
  - (4) Accept all suggestions and complaints regarding the Club, maintain the original in a file, and forward copies to the Executive within fourteen (14) days.
  - (5) Accept and respond to all requests for information on the club, and the Breed, or forward it to the appropriate committee or appointed position.
  - (6) Maintain such records and contact with the CKC as are necessary to maintain official CKC recognition of the Club.
  - (7) Accept and respond to all official Club correspondence or forward the correspondence to the appropriate member of the Executive within fourteen (14) days.
  - (8) Compile and maintain an accurate, comprehensive, up-to-date list of Toller Breeders for distribution to interested parties.
- (d) The Treasurer shall:
- (1) Collect and receive all revenues of the Club and deposit them in a club bank account as approved by the Board, in the name of the Club.
  - (2) Ensure that the books of the club shall be open to inspection by the Board at any time and a financial report shall be provided for every meeting of the Board, each issue of ONToller and every annual general meeting of the club. The financial records of the club shall be the property of the club.
  - (3) Pay the bills of the Club when they are due, and maintain accurate records. All cheques drawn from the Club account must be signed by two members of the Executive, those being the President and Treasurer.
- (e) The Zone Directors shall:
- (1) Co-ordinate activities between the club and persons and/or clubs in their zone.
  - (2) Act as spokesperson for the Club members they represent and report on meetings held in their zone
  - (3) Encourage and help organize membership drives in their zones
  - (4) Promote the interest of the Toller whenever possible
  - (5) Receive and forward items to the Executive from members in the zone.

**The following Directors are elected but have no voting privileges at Board Meetings:**

- (f) The Trial and Show Director shall:
- (1) assist Club members in putting on Trial and Shows and provide liaison with board by:
    - (a) applying to the CKC for specific dates and permission to hold events
    - (b) preparing a checklist for distribution to those Club members who would be organizing the event
    - (c) receive all documents as required by the CKC within seven (7) days completion of the event for forwarding to the CKC within fourteen (14) days of its receipt
    - (d) ensure that all accounts relating to the event are reconciled
  - (2) make an annual report to the club summarizing the past years activities
- (f) The Membership Director shall:
- (1) Manage the annual membership billing and renewal process.
  - (2) Compile and maintain an accurate, current master Club membership list for distribution to, and use by, the Executive, Editor, and the club's general members.
  - (3) Mail a copy of the Constitution, By-Laws, Code of Ethics and Toller Breed standard to all new Club members
- (g) The Editor shall:
- (1) keep a current list of members and their addresses
  - (2) be responsible for the preparation and quarterly distribution of ONToller to Club members
  - (3) distribute copies of ONToller to the CKC Library
  - (4) maintain archive copies of ONToller for future club use

(5) Be solely responsible for the content of ONToller adhering to the Club Code of Ethics.

(h) The Past President is neither an elected nor voting office and he/she shall:

- (1) Serve as Club parliamentarian.
- (2) Advise the Executive or board, as needed,
- (3) In the absence of the President and Vice President, serve as acting President.
- (4) Chair the nomination committee.

(i) The Public Relations Officer shall:

- (1) Promote the natural abilities of the Toller by organizing participation of club members and their Tollers in various Sporting shows and demonstrations.
- (2) Maintain and update brochures and materials for handouts and provide copies to the Membership Director and Secretary
- (3) Ensure that all materials and handouts clearly identify only the Ontario Toller Club.
- (4) Promote Tollers and the Ontario Toller Club by all practical means.

### 3.3 Vacancies

Should a vacancy occur on the Board, the Board may appoint a member of the club to fill the vacancy. Should a vacancy occur in the office of President, such vacancy shall be filled automatically by the Vice-President and the resulting vacancy in the office of Vice-President shall be filled by a majority vote of the board.

### 3.4 Terms of Office

The elected Officers and Directors shall take office on January 1<sup>st</sup> of the year following the election. Each of the former Board members shall turn over to his successor in office, all properties and records relating to that office by January 1<sup>st</sup> of the new term.

## 4. CLUB YEAR

The Club's fiscal year shall begin on the 1<sup>st</sup> day of January and end on the 31<sup>st</sup> day of December.

## 5. VOTING

At the Annual General meeting or at a Special General meeting of the Club voting shall be limited to those members in good standing who are present at the meeting, except for the biannual election of the Officers and Directors and amendments to the constitution and by-laws (and standard for breed) which shall be decided by written ballot. Voting by proxy shall not be permitted. The Board of Directors may decide to submit other specific questions for decision of the members by written ballot. Non-residents are ineligible to vote.

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## 6. ELECTIONS

### 6.1 Ballots

The Election of the Officers and Directors shall be conducted by secret ballot. Ballots to be valid must be received by an independent individual or firm designated by the Board. The person receiving the largest number of votes from each position shall be declared elected. If any nominee is unable to serve for any reason, such nominee shall not be elected and the new Board of Directors shall fill the vacancy so created in the manner provided by Section 5.3.

a) Officers – The officers of the club shall be elected by the members of the club;

- b) Zone Directors – The Zone Directors of the club shall reside in the region that they are representing and shall be elected by the members residing in that region. The Zones shall have the same geographic boundaries as are used by the Canadian Kennel Club in the Province of Ontario
- c) Club Officers and Directors shall hold office for a period of two years. All elections shall be held in odd-numbered calendar years, with terms of office beginning on January 1<sup>st</sup> of the even-numbered calendar year following the election.
- d) Only one person per family shall be eligible to hold any position on the Executive or Board at any one time.

## 6.2 Nominations

- a) No person may be a candidate in a club election who has not been nominated in accordance with these by-laws. The Board of Directors shall choose a Nominating Committee before July 15<sup>th</sup> of an odd-numbered year. The Committee shall consist of three members from different areas of Ontario, and two alternates, all members in good standing, no more than one of whom may be a member of the current Board of Directors. The Past President shall act as Chairperson for the Committee. The Nominating Committee may conduct its business by mail, electronic means or telephone.
- b) The Nominating Committee shall nominate from among the eligible members of the Club, one candidate for each office and for each other position on the Board of Directors and Directors at large, and shall procure the acceptance of each nominee so chosen. Candidates shall not be nominated for more than one office or position. The Committee shall then submit its slate of candidates to the Secretary who shall mail the list, including the full name of each candidate and the name of the region in which he/she resides, to each member of the Club on or before August /15<sup>th</sup>, so that additional nomination may be made by the members if they so desire.
- c) Additional nomination of eligible members may be made by written petition addressed to the Secretary and received at his/her regular address on or before September 15<sup>th</sup>, signed by 2 members and accompanied by written acceptance of each additional nominee signifying his/her willingness to be a candidate.
- d) If the Secretary on or before September 15th receives no valid additional nominations, the Nominating Committee's slate shall be declared elected and no balloting will be required.
- e) If one or more valid additional nominations are received by the Secretary on or before September 15<sup>th</sup>, he/she shall, on or before October 1<sup>st</sup>, mail to each member in good standing a ballot listing all of the nominees for each position in alphabetical order, with the names of the region in which they reside, together with a blank envelope and a return envelope addressed to the independent individual designated by the Board, marked "Ballot" and bearing the name of the member to whom it was sent. So that the ballot may remain secret, each voter, after marking his ballot, shall seal it in the blank envelope, which in turn shall be placed in the second envelope addressed to independent individual designated by the Board. Ballots must be returned before December 15<sup>th</sup>. The independent individual shall check the returns against the list of members whose dues are paid for the current year prior to opening the outer envelopes and removing the blank envelope, and shall certify the eligibility of the voters as well as the results of the voting which shall be announced by written notification to all members in the next edition of ONToller.
- f) Nominations cannot be made at the Annual Meeting or in any manner other than as provided above.

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## 7. COMMITTEES

### 7.1 Standing Committees

The Board may each year appoint standing committees to advance the work of the club in such matters as Conformation shows, agility trials, obedience trials, trophies, annual prizes, and other fields which may well be served by committees. Such committees shall always be subject to the final authority of the Board. Ad hoc Committees may from time to time be appointed by the Board to aid the Board with specific projects.

### 7.2 Committee Appointments

Any committee appointment may be terminated by a majority vote of the Board upon written notice being sent to the appointee, and the Board may appoint a successor to the person whose services have been terminated.

## **8. DISCIPLINE**

### **8.1 Canadian Kennel Club Suspension**

Any member who is suspended, debarred, expelled or deprived of privileges of the Canadian Kennel Club automatically shall be suspended from the privileges of this Club for a like period.

### **8.2 Complaints**

a) Any member may lay a complaint against a member for alleged misconduct prejudicial to the best interests of the Club or the breed. Written complaints containing details of the alleged misconduct must be filed in duplicate with the Secretary together with a deposit of \$50. which shall be forfeited if the defendant is found guilty at a hearing of the Board or of a committee duly appointed for this purpose.

(b)

The Secretary upon receiving such a complaint within 30 days shall forward a copy of the complaint, along with a notice of hearing to the defendant, the complainant and each member of the Board or appointed committee.

c) The hearing date shall be set no later than 90 days from date of receipt of the complaint. If the Board holds the hearing, a minimum of four (4) members of the Board must be present. In the event that a committee holds the hearing, at least a majority of the appointed committee shall be present. Should a complaint be laid against the Secretary, then the President shall act in accordance with these by-laws.

### **8.3 Hearing**

The Board or appointed Committee shall 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 or Committee may by a majority vote of those present, impose an appropriate penalty. The Secretary shall then notify each of the parties of the decision within 30 days of the decision.

### **8.4 Expulsion**

a) Expulsion of a member from the Club shall be accomplished at an Annual General Meeting of the Club following a proper hearing and upon the recommendation of the Board or Committee being provided as stated in section 3 of this Article. The President shall read the complaint and report the findings and recommendations of the Board or appointed committee, and shall invite the defendant, if present, to speak on his own behalf. The meeting shall then vote by secret written ballot on the proposed expulsion. A 2/3 vote of those present shall be necessary for expulsion.

b) At the discretion of the Board, expulsion may also take place by mail-in vote consisting of a 2/3 majority of all eligible voting members in favor of expulsion. Proxy voting is not permitted.

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## **9 AMENDMENTS**

### **9.1 Proposal for Amendments**

Amendments to the constitution, the by-laws and Code of Ethics may be proposed by the Board of Directors or by written petition addressed to the Secretary signed by ten members in good standing. Amendments proposed by such petition shall be considered by the Board of Directors at the next regular meeting and must be presented to the Board within ninety days (90) of the date when the Secretary received the petition.

### **9.2 Amendment by Vote**

The constitution, by-laws, and Code of Ethics may be amended at any time provided a copy of the proposed amendment has been mailed by the Secretary to each member in good standing on the date of mailing, accompanied by a ballot on which he may indicate his choice for or against the action to be taken. Dual-Envelope procedures shall be followed in handling such ballots, to assure secrecy of the vote. Notice with such ballot shall specify a date not less than 30 days after the date of mailing by which date the ballots must be returned to the Secretary to be counted. For constitutions and by-laws a two-thirds (2/3)-majority vote of all eligible voting members is required. For Provincial, and Regional clubs, voting must be by mail-in ballot.

Proxies are not permitted for any club votes.

- 9.3 Canadian Kennel Club Approval  
No amendment to the constitution, by-laws, breed standard shall become effective until The Canadian Kennel Club has approved it.

## **10 DISSOLUTION**

The Club may be dissolved at any time by providing to the CKC, written documentation signed by at least 2/3 of the members of that club who are in favor of this decision. Proxies are not permitted. In the event of the dissolution of the Club, other than for the purposes of reorganization, whether voluntary or involuntary or by operation of law, none of the property of the Club, nor any proceeds thereof, nor any assets of the Club shall be distributed to any members of the Club but after payment of the debts of the Club, its property and assets shall be given to a charitable organization for the benefit of the dogs, such organization being selected by the Board of Directors.

## **11 ORDER OF BUSINESS**

- 11.1 At meetings of the Club, the order of business, so far as the character and nature of the meeting may permit, shall be as follows.

- Roll Call
- Minutes of last meeting
- Report of President
- Report of Secretary
- Report of Treasurer
- Reports of Committees
- Election of Officers and Board (at annual meeting)
- Election of new members
- Unfinished business
- New business
- Adjournment

- 11.2 At meetings of the Board, the order of business, unless otherwise directed by majority vote those present, shall be as follows:

- Reading of minutes of last meeting
- Report of Secretary
- Report of Treasurer
- Reports of Committees
- Unfinished business
- Election of new members
- New business
- Adjournment