

CLUMBER SPANIEL CLUB OF CANADA CONSTITUTION

1. NAME

The name of this club shall be the 'Clumber Spaniel Club of Canada', hereinafter referred to as the 'Club'.

2. AFFILIATION

The Club shall work in co-operation with and within the guidelines set by the Canadian Kennel Club.

3. OBJECTS

The objects of the club shall be to promote, advance and protect the interests of the pure-bred Clumber Spaniel in Canada and elsewhere by:

1. Disseminating knowledge concerning the Clumber Spaniel to club members and the public at large.
2. Supporting the breeding of the pure-bred Clumber Spaniel in accordance with the accepted Canadian Kennel Club standards.
3. Holding a National Specialty show, boosters and all forms of trials for the Clumber Spaniel.
4. Promoting the quality breeding of Clumber Spaniels and promoting the natural versatility of the Clumber Spaniel.
5. Publishing a Club newsletter.
6. Offering Club awards.
7. Sponsoring and supporting educational seminars and clinics.
8. Promoting a spirit of co-operation and camaraderie among breeders and owners of Clumber Spaniels.
9. Maintaining Archives to provide an ongoing history of the Clumber Spaniel Club of Canada.
10. Providing rescue and placement services for the ClumberSpaniel.

4. The Club shall be a non-profit organization.

5. AREA OF OPERATION

The area of operation of the Club shall be all of Canada.

CLUMBER SPANIEL CLUB OF CANADA BY-LAWS

ARTICLE 1 - MEMBERSHIP

1. Membership

Membership shall be open to any person interested in the Clumber Spaniel.

Membership shall be of three classes:

- a) Life (Honorary)
- b) Ordinary (Individual or Joint)
- c) Junior

The Life Member shall be any person so nominated by the Board of Directors, upon it's own recommendation or that of at least three (3) members in good standing and forwarded to the Club Secretary 60 days before the Annual General Meeting. The Secretary will forward the nominations to the general membership in ballot form at least one month prior to the Annual General Meeting. Ballots must be returned to the Secretary prior to the Annual General Meeting. If the nomination is endorsed by 51% of the general membership, Life Membership will be granted at the Annual General Meeting. A Life Membership shall be awarded in recognition of long and notable service to the breed or the Club. A Life Member shall have full voting privileges.

Ordinary Members shall be those person over 18 years of age, who have paid the annual membership fee. In the case of a joint membership, there shall be two votes allotted to the membership.

Junior Members shall be those persons under the age of 18, such members shall have no voting privileges.

An individual must be a member for one full year prior to be granted voting privileges. Unpaid membership dues shall constitute a denial of voting privileges. Only Ordinary and Life Members are entitled to vote.

2. APPLICATIONS

Applications for membership must be in writing and must be sponsored by one member in good standing of the Club. Such applications must be approved by the Board of Directors, who have the right to reject for good and sufficient cause. Any individual rejected for membership by the Club must be provided with a written explanation. Such rejections may be appealed to the Annual General Meeting, whose majority decision will be final.

3. FEES

Annual fees for membership shall be determined by the Board of Directors and presented for ratification at the Annual General Meeting. A majority of those present shall be required for approval. Fees shall be due and payable on January 1st of each year. All memberships not renewed by March 1st shall be deemed lapsed. Fees paid by a new member after September 15th of any year shall be applicable to the following calendar year.

4. ELIGIBILITY

Membership will not be granted or continued if the applicant/member is under suspension or expulsion from any or all of: The Canadian Kennel Club; The American Kennel Club; The Clumber Spaniel Club of America; or any other CKC or AKC recognized club.

5. SUSPENSION OF MEMBERSHIP

Membership privileges will be suspended for anyone charged with neglect or cruelty to animals.

6. TERMINATION OF MEMBERSHIP

By resignation:

Resignation of officers may be tendered verbally or in writing.

Resignations of Life or Ordinary members may be tendered verbally or in writing.

Members will be notified of resignations in the next official correspondence with the membership from the Secretary.

By Default:

Membership will be deemed terminated by default for non-payment of dues.

By Expulsion:

Termination of membership may occur as a result of expulsion by the Club, or as a result of deprivation, suspension, debarment, expulsion or termination of Canadian Kennel Club membership as imposed by the Canadian Kennel Club's discipline Committee.

ARTICLE II - ORGANIZATION

1. OFFICERS

The officers of the Club shall be the President, Vice-President, Secretary and Treasurer.

2. BOARD OF DIRECTORS

The Board of Directors, hereinafter referred to as the Board, shall be composed of the Officers, the Past President, plus a minimum of four regional Directors representing a minimum of four of the six regions across Canada; the six regions being: British Columbia, the Prairie Provinces (Alberta, Manitoba, Saskatchewan) Ontario, Quebec, Atlantic Provinces, and the Yukon and Northwest Territories. No more than three Directors may be elected from any one region and Directors must reside in the region they represent. This division is subject to change upon election with no one province to be top heavy with Executive positions. ie. In 2000 there are two executive positions in Ontario. There is no director from that province. That position is presently in Alberta.

Appointments of Committee Chairs (non Board positions) may be made for such duties as Bulletin Editor, Publicity Chairman, Trophy Chairman and/or for any other position the Board sees is needed to run the club. Committee members shall be appointed by the Board and any vacancies must be filled immediately. Committees shall be disbanded by a majority vote of the Board when their mandate has been fulfilled.

3. TERMS OF OFFICE

The Officers and Directors shall be elected for a period of two years, with the exception of the Secretary and Treasurer who are elected for three years. In the event of a vacancy, the remaining members of the Board shall elect from the general membership a replacement who will serve the balance of the term. Officers and Directors must be regular members in good standing with the Canadian Kennel club

Officers may not hold a position for more than two consecutive terms, with the exception of the Secretary, and Treasurer. No stipulation on the number of consecutive terms for the Secretary, Treasurer, and Directors.

4. DUTIES

The Club's Officers, which consist of the President, Vice-President, Secretary and Treasurer, shall serve in their respective capacities both with regard to the Club and its meetings and the Board and its meetings.

The President shall preside at all meetings of the Club and of the Board and shall

have duties and powers normally appurtenant to the office of the President in addition to those particularly specified in the by-laws.

The Vice-President shall have the duties and exercise the powers of the President in case of the President's death, absence, or incapacity.

The Secretary shall keep a record of all meetings of the Club and the Board of Directors and of all the votes taken by mail and all matters of which a record shall be ordered by the Club. He/she shall have charge of correspondence, notify members of meetings, notify new members of their election to membership, notify Officers and Directors of their election to office, and keep a role of members of the Club along with their addresses.

The Treasurer shall collect and receive all monies due or belonging to the Club, except that the person designated as the Show Treasurer shall collect all monies connected with that event and turn over said funds to the Treasurer within 90 days after the event. He or she shall deposit all monies in a bank approved by the Club. His or her books shall at all times be open to inspection by the Board and he/she shall report to them at every meeting of the condition of the Club's finances and of every item of receipt or payment not before reported; and at the Annual Meeting he or she shall render an account of all monies received and expended during the previous fiscal year. The Treasurer shall be bondable.

The Directors have the responsibility of informing the rest of the membership as to the happenings of the Club. They will be kept informed of the Club's business by means of the Secretary.

ARTICLE III - MEETINGS

1. ANNUAL MEETINGS

The Annual General Meeting will be held at a time and place chosen by the Board at the previous year's Annual Meeting. Wherever possible, such meeting will be held in conjunction with the Annual National Specialty Show. Suggestions and invitations for such locale may be submitted by members to the Board via the Secretary. If a quorum cannot be achieved at the National Specialty, the Annual General Meeting will then be held by mail, email, or other electronic means as may be available

2. BOARD MEETINGS

There should be a minimum of one meeting of the Board held per year in conjunction with the Annual General Meeting. Other meetings may be achieved through the use of a conference call, mail, email, or other electronic means, if necessary.

3. QUORUM

A quorum of the Board shall consist of four members of the Board, of whom at least two shall be Directors.

A quorum at the Annual General Meeting or any regular meeting shall consist of the above, plus at least three regular voting members.

4. PARLIAMENTARY AUTHORITY

All meetings and parliamentary procedures shall be conducted in accordance with the latest edition of "Robert's Rules of Order", unless this is in conflict with the requirements of this Constitution and By-Laws, in which case the Constitution and By-Laws shall take precedence.

ARTICLE IV - FINANCE

1. FINANCIAL YEAR

The Financial Year of the Club shall Be January 1st to December 31st, at which time a statement must be prepared and submitted to the Board by the Treasurer. The preparation of such statement by an Independent Auditor may be required at the discretion of the Board.

Such statements shall be distributed to all members by mail before April 1st of the following year.

2. BANKING

The Treasurer shall open and maintain a bank account in the name of the Club. All cheques shall require the signature of the Treasurer and that of one other member as designated by the Board.

3. AUTHORIZATION OF EXPENDITURES

Any expenditures committed to on behalf of the Club must be approved by the Board.

4. DISBURSEMENT OF FUNDS AT DISSOLUTION OF THE CLUB

The Club may be dissolved at any time by providing to the Canadian Kennel Club written documentation signed by at least two-thirds (2/3) of the members of the Club who are in favour of this decision: proxies not permitted. In the event of the dissolution of the Club, other than for 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. On dissolution of the Club by members, all assets will be converted to cash and transferred by way of cheque to a charity benefitting dogs as selected by the current members.

ARTICLE V - ELECTIONS

1. NOMINATION FORMS

By August 7th, in each election year, the Secretary shall forward by mail to all members, a list of all persons who are members in good standing as of August 1st of that year, together with a nomination form indicating those positions available.

2. NOMINATION

Nominations shall be returned to the Secretary by August 28th. Such nominations shall be signed by the nominator who shall certify that he/she has secured the agreement of the nominee to permit his/her name to appear on the ballot.

3. BALLOTS

Ballots, showing the names of the nominees shall be prepared by the Secretary and forwarded to the members by September 10th. Voting for elections shall be conducted by secret ballot.

4. VOTING

Ballots shall be returned to an independent auditor by October 10th. The ballots shall be counted and the results announced at either the Annual General Meeting if held after October 10th, or posted in the Clumber Crier, if the Annual General Meeting is held in conjunction with a National Specialty and held prior to October 10th. Voting by proxy shall not be permitted.

5. UNFILLED POSITIONS

Any position not filled by the time the nominations close shall remain vacant until the Annual General Meeting. These positions will then be filled by nomination and vote of the membership. If any positions are still unfilled after the Annual General Meeting, the new Board will appoint someone to the position.

ARTICLE VI - AMENDMENTS TO THE CONSTITUTION AND BY-LAWS

Amendments to the Constitution and By-Laws may be made only at the time of the Annual General Meeting of the Club. All proposed amendments must be forwarded in writing to the Secretary. The Club Secretary will then forward all proposed amendments, in ballot form, to the members at least one month prior to the Annual General Meeting for voting. Ballots will be returned to the Secretary for tabulation. Amendments to the Constitution and By-Laws must have a two-thirds (2/3) vote of all eligible members. The results will be announced at the Annual General Meeting.

ARTICLE VII - DISCIPLINE

Complaints against any member must be submitted in writing to the President, copy to the Secretary. Such complaints must be signed by two members in good standing of the Club and be supported by concrete evidence. Such member shall be given an opportunity to answer the complaint to the Board who shall decide what action, if any, should be taken. The complaint must be resolved within 60 days of receiving the submission. Any disciplinary action may be appealed to the Annual General Meeting.

The complaint must be accompanied by a fee of \$50.00 which shall be returned to the complainant(s) if the complaint is upheld.

Any member of the Club who is suspended, debarred, deprived, expelled, or whose membership has been terminated by the Canadian Kennel Club's Discipline Committee, shall be suspended from the privileges of the Club for a like period.

Amended:

December, 1996

December, 1997

December, 1998

December, 1999

October, 2000

September, 2005