

# Canadian Mastiff Club

## CONSTITUTION

### Preamble

The name of the club shall be the Canadian Mastiff Club.

The area of operation of the Canadian Mastiff Club shall be Canada.

The Canadian Mastiff Club shall work in co-operation with the Canadian Kennel Club, and shall act as the National Parent Club for the breed in Canada, and may further affiliate itself with any and all local and regional Mastiff clubs, Working Group and Working/Herding Group clubs operating in Canada.

The purpose and objectives of the Canadian Mastiff Club shall be, the development, promotion and improvement of purebred Mastiffs, by:

1. Educating the breed's fanciers, the general public and those persons licensed to judge the breed in conformation.
2. Encouraging and promoting sound breeding practices, responsible ownership and proper care and maintenance of the breed.
3. The Canadian Mastiff Club may hold only one national event per year. If an annual National Specialty event is held, it may not be held in the same region on consecutive years, unless no other region wishes to hold the event. The regions being B.C., Prairies, Ontario, Quebec, Atlantic Provinces, Yukon/N.W.T. and Nunavut.
4. Publishing a Canadian Mastiff Club Newsletter a minimum of four times yearly – around March, June, September and December.

Every member of this Club agrees that he/she shall be subject to disciplinary action for any conduct that constitutes a violation of his/her duties and obligations as stated in the Constitution and Code of Ethics. No person shall be absolved from the effect of the Constitution or Code of Ethics on any allegation of not having received them, or of ignorance of their contents or meaning.

### BY-LAWS

#### ARTICLE I – MEMBERSHIP

**Section 1** – Membership in the Canadian Mastiff Club shall be based on the calendar year. Any new member joining after Oct. 1<sup>st</sup> will have a valid membership for the balance of that year and the next. All Members are encouraged to join the Canadian Mastiff Club's Yahoo group receiving at least "digest" as an e-mail option. All Club announcements will be disseminated via this group. Many decisions, except Board elections, shall be done through e-mail voting.

**Section 2 – ELIGIBILITY** – Membership shall be open to all individuals who have not been deprived, suspended, debarred, expelled, or whose membership has been terminated by the CKC discipline committee, or if any similar action has been taken by any other recognized registering body or their recognized Clubs.

#### **Section 3 - TYPES OF MEMBERSHIP**

There shall be 6 types of memberships as follows:

3.1 - Regular Member - available to all Canadian Mastiff fanciers, 18 years and older; who have been a member for 1 full year or more. Full voting and office-holding privileges are extended.

3.2 – Non-Resident Member – Open to all individuals who do not maintain a permanent residence in Canada. Non-residents shall be entitled to all benefits of Regular members, except office-holding privileges.

3.3 - Associate Member - All new members will be considered Associate members for one full year from the time their application is accepted. They shall have rights, privileges and obligations, EXCEPT a vote and office-holding privileges.

3.4 – Junior Member – shall be under 18 years of age. They may attend all meetings but shall not vote and shall not hold office. They will be eligible for all Canadian Mastiff Club awards.

3.5 –Life Member, Resident – shall be elected by the membership for outstanding contributions to the Canadian Mastiff Club. No fees will be required; and they shall retain full-speaking privileges, voting privileges and office holding privileges. Five regular members

may propose nominations in writing. The proposal will be published in the first issue of the Newsletter for the membership year. Membership will vote by secret ballot and approval will require a 75% majority vote of the votes received. The candidate does not need to be a Canadian citizen. Resident members of 25 years and over shall be awarded Honorary, resident membership.

3.6 –Life Member, Non-Resident – shall be elected by the membership for outstanding contributions to the Canadian Mastiff Club. No fees will be required; and they shall retain full-speaking privileges, and voting privileges. They shall not hold office. Five regular members may propose nominations in writing. The proposal will be published in the first issue of the Newsletter for the membership year. Membership will vote by secret ballot and approval will require a 75% majority vote of the votes received. Non-resident members of 25 years and over shall be awarded Honorary, non-resident membership.

#### **Section 4 - MEMBERSHIP APPLICATION**

4.1 - Dues - Members shall be notified via the Dec. newsletter that dues for the upcoming year are payable. Non-payment of dues by February 28<sup>th</sup> shall require payment of a late penalty of \$5.00 in addition to the membership fee. When a change in membership fees and/or late penalty is proposed by the Executive it shall be put to the membership for an on-line vote. The new fees will be implemented January 01<sup>st</sup> of the following year. For people living in the same household, all additional memberships shall be ½ the price of the first membership.

4.2 - Application for Membership – Each applicant for 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, By-Laws, Code of Ethics and the rules of The Canadian Kennel Club. Accompanying the application, the prospective member shall submit dues payment for the current year.

4.3 - Approval of Membership - Applications for membership shall be published in the upcoming bulletin for comment. If, by the time of the following Board meeting, no negative response has been received by the Secretary, the applicant shall be automatically accepted as an Associate Member. Each member must have a copy of the Club Code of Ethics, by-laws and Constitution, whether by internet from the web site, or by mailing from the membership chairperson. If a negative response is received about an applicant, copies shall be sent to the Board and the applicant who can defend themselves with an explanation and/or documentation. A copy of the defence is to be sent to the complainant for a final rebuttal. All documentation shall be sent to all Board members, who then have a final vote. A simple majority vote decides the application.

4.4. - Rejection of Membership – Any applicant who has been rejected must be provided in writing with a reason for such rejection. The applicant's money shall be returned.

#### **4.5- Termination of Membership**

Membership may be terminated as follows:

- a) Resignation: Any member in good standing may resign from the Canadian Mastiff Club upon providing written notice to the Secretary.
- b) Lapsing: A membership shall be considered as lapsed and automatically terminated if such member's dues remain unpaid 60 days after the first day of the fiscal year.
- c) Expulsion: A membership may be terminated by expulsion as provided in Article 7, Section 4 of these By-Laws.

In all cases of termination of membership, all outstanding debts and property of the Club shall be paid and/or returned within 30 days.

### **ARTICLE II – MEETINGS**

#### **Section 1 – ANNUAL GENERAL MEETING**

An Annual General Meeting will be held in March of every year, on-line.

Quorum: The quorum for the Annual General Meeting shall consist of 75% of the Board members 10% of the members in good standing.

#### **Section 2 –BOARD MEETINGS**

There shall be 5 on-line Board meetings, open to the general membership. All members may participate, but only Board members will have a vote. These shall take place on or about January, May, July, September and November. Other Board Meetings to discuss urgent business may be called at any time at the discretion of the President, or a question put to the Board for a vote.

Quorum: shall consist of 50% of the Executive.

### **Section 3 – SPECIAL GENERAL CLUB MEETINGS**

A special issue may be brought to the attention of the membership by a majority vote of the Board, or by a petition signed by 10% of the members, setting forth the reasons for the meeting. A meeting to discuss this issue will be announced, not less than 15 days prior to the meeting. Both the announcement and the meeting shall take place on-line.

## **ARTICLE III – ORDER OF BUSINESS**

### **Section I - MEETINGS**

- Call to Order
- Roll Call
- Consideration of Agenda
- Minutes
- Correspondence
- Treasurer's Report
- Committee Reports
- Old Business
- New Business
- Adjournment

Meetings will be governed by the common law of procedures of Canada and Robert's Rules of Order.

## **ARTICLE IV – THE EXECUTIVE**

### **Section 1 – OFFICERS**

The Officers of the Association must be members of the CKC in good standing, and shall include:

- a) President
- b) Vice-President
- c) Secretary/Treasurer

The Board must include a minimum of four (4) Directors (and up to 6) representing 4 of the 6 Regions of Canada (being the Atlantic Provinces, Quebec, Ontario, Prairie Provinces, British Columbia and the Yukon/N.W.T./Nunavut. Directors must live in the area they represent.

### **Section 2 - TERM OF OFFICE**

- a) The Executive shall hold office for a period of two years commencing January 01 and ending December 31 of the second year.
- b) The Executive shall appoint a member to fill any vacancy occurring between elections. The only office this does not apply to, is that of the President, which is automatically assumed by the Vice President, whose position is in turn appointed by the Board. The Secretary shall advise the CKC of any change of Board within 30 days.

### **Section 3 –DUTIES OF THE OFFICERS**

- a) President:
  - 1. Shall preside at all meetings of the Canadian Mastiff Club and Executive.
  - 2. Shall supervise the officers in the execution of their duties.
  - 3. Shall automatically be a member of all committees.
- b) Vice-President:
  - 1. Shall carry out the duties of the President in his/her absence.
- c) Secretary/Treasurer
  - 1. Shall keep financial records of all accounts pertaining to the Club.
  - 2. Shall render financial statements to the Board and membership at each Board Meeting, and when required.
  - 3. Shall deposit Canadian Mastiff Club funds in a financial institution in the name of the Canadian Mastiff Club. The signing officers empowered to make authorized withdrawals of funds shall be the Secretary/Treasurer and either the President or Vice-President.

4. Shall maintain a record of current members and their status, as well as dates of when they joined.
5. Shall provide a list of regular, voting members to the President at each meeting for voting privileges.
6. Shall handle correspondence pertaining to new members.
7. Shall handle all matters relating to payment of dues, membership applications and renewals.
8. An audit by an outside party shall be done whenever this position changes hands; or every two years; or when asked by a majority vote of the Board; or when a petition to do so is signed by 10% of the membership.
9. Shall handle all correspondence.
10. Shall keep minutes of all meetings and forward to the newsletter for publication.
11. Shall maintain all records.
12. All books and monies shall be transferred to the new Treasurer as soon as all outstanding bills are paid.
13. A financial statement shall be published in the newsletter at the end of each fiscal year.

- d) Regional Directors  
Shall make recommendations to the Canadian Mastiff Club as directed by their members.

#### **Section 4 –REMUNERATION**

Unless authorized at any meeting, no officer or member of the Canadian Mastiff Club shall receive remuneration for his or her services.

#### **ARTICLE V – FINANCIAL OBLIGATIONS**

- a) The fiscal year of the Canadian Mastiff Club shall be January 1 through December 31.
- b) The Canadian Mastiff Club must have a separate and independent bank account in the name of the Canadian Mastiff Club and all cheques drawn from the Canadian Mastiff Club account must have the signature of a minimum of two (2) officers.
- c) The books and records of the Canadian Mastiff Club shall be open to inspection by the members.
- d) The books must be reviewed by an outside party, with adequate knowledge and approved by the Board, every two years or upon the resignation/termination of the current Secretary/Treasurer.
- e) Each committee shall submit a proposed budget to the board at the January meeting. The Board shall then prepare and present a complete budget to the membership via the e-mail group for comment. Upon release of these pre-approved funds; each committee head shall submit a quarterly statement, along with receipts, to the Secretary/Treasurer. Any costs, above what was budgeted for, are subject to Board approval; as would be any new expenses not provided for in the budget.

#### **ARTICLE VI – ELECTIONS**

##### **Section 1 –VOTING, CANDIDATES, NOMINATIONS AND ELECTIONS**

##### **NOMINATION/ELECTION COMMITTEE**

- a) Each year, the Board shall appoint a nomination/election chairperson.
- b) The Chair shall appoint at least one, and up to two other Club members to assist on the committee.
- c) No member of the committee may be on the current Board or on the election slate.
- d) There shall be a call for nominations, and a nominations form, in the June newsletter of an election year. The whole Board shall go through the election process at the same time.
- e) Nominations shall close by Aug. 15, of the election year.
- f) Voting will be conducted by secret ballot, mailed to all voting members in good standing, by the Nomination/election committee, on Sept. 15, of the election year, to be returned by Oct. 30. Publication of the results shall be in the last newsletter of the calendar year. And sent immediately to all current Board members as well as all members on the election slate.
- g) The nomination/election committee shall be convened any time that the Board requires a vote by secret ballot. There shall be a minimum turn-around time for mailed votes, of 3 weeks (21 days.)
- h) The nomination/election committee shall be responsible for arranging for the tabulation of any voting that requires a vote by secret ballot.
- i) The nomination/election committee shall ensure that ballots sent to voting members shall have the correct Regional Directors running in their Region.
- j) All Board nominees must be members in good standing with the Canadian Kennel Club, and be eligible to stand as according to these by-laws.

## **Section 2 - ELECTION OF REGIONAL DIRECTORS**

- a) There shall be a minimum of 4 (and up to 6) Regional Directors from at least 4 of the 6 regions of Canada – B.C., Prairies, Ontario, Quebec, Atlantic, and Yukon/N.W.T./Nunavut.
- b) A Director may be nominated by any member in good standing.
- c) Voting is restricted to those members who reside in their own region, and who are eligible to vote as according to these by-laws.
- d) A Director must reside in the region which they represent.
- e) In the event there is more than one person running in a Region, then the individual with the most votes shall win.

## **Section 3 – COMMITTEES**

- a) Each year the Board shall set up committees to advance the objects of the Club. These committees shall always be subject to the final authority of the Board.
- b) 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.
- c) The CKC requires that each Club undertake doing educational and/or community involvement work, and supply a statement of such with each annual renewal. This is a mandatory committee, and reports must be submitted to the Treasurer.
- d) The CKC requires that National Breed Clubs shall provide to the public, a pamphlet about the breed that is available to any interested parties.

## **ARTICLE VII – DISCIPLINE**

### **Section 1 – SUSPENSION**

Any member who is suspended, expelled, debarred or deprived, of privileges of the Canadian Kennel Club, or whose membership has been terminated by the CKC discipline committee, or if any similar action has been taken by any other recognized registering body, or their recognized clubs, shall automatically be suspended from the privileges of the Canadian Mastiff Club for a like period.

### **Section 2 - COMPLAINTS**

- a) Any person may lay a complaint against a member for alleged misconduct prejudicial to the best interests of the Canadian Mastiff Club or the breed. Written complaints containing details of the alleged misconduct must be filed in duplicate with the Secretary together with a fee set by the Board, from time to time, which shall be forfeited if the complaint is not justified by 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 the date of receipt of the complaint. If the Board holds the hearing, a minimum of four (4) members of the Board must be present either electronically or by phone conference call or in person. 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
- d) Anyone using any one of the Club mediums and breaking the Code of Ethics in the process shall be subject to disciplinary action by the Canadian Mastiff Club as according to these by-laws.
- e) Any member using any one of the Club mediums, and accusing another member of breaking the Code of Ethics, without following the Club by-laws shall be subject to disciplinary action by the Canadian Mastiff Club as according to these bylaws.

### **Section 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, either electronically or by phone conference call or in person. impose an appropriate penalty. The Secretary shall then notify each of the parties of the decision within 30 days of the decision.

### **Section 4 – EXPULSION**

Expulsion of a member from the Canadian Mastiff Club shall be accomplished at the Annual General Meeting of the Canadian Mastiff 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/her own behalf. Afterwards, an e-mail vote conducted by the election committee consisting of 2/3 majority of all eligible voting members in favour of expulsion. Voting by proxy is not permitted.

## **ARTICLE VIII – AMENDMENTS**

### **Section 1 – PROPOSAL FOR AMENDMENTS**

Amendments to the Constitution, the By-Laws, Code of Ethics and Breed Standard may be proposed by the Board 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 at the next Board meeting.

### **Section 2 – AMENDMENT BY VOTE**

The Constitution, By-Laws, Code of Ethics and Breed Standard may be amended at any time provided a copy of the proposed amendment has been e-mailed by the Elections Chair to each member in good standing on the date of mailing, accompanied by a ballot on which he/she may indicate his/her choice for or against the action to be taken. Notice with such ballot shall specify a date not more than 2 weeks after the date of mailing by which date the ballots must be returned via e-mail to the Elections Committee to be counted. A two-thirds (2/3) majority vote of those eligible voting members who have voted is required. Voting by proxy is not permitted.

No amendment to the Constitution, By-Laws and Breed Standard shall become effective until the Canadian Kennel Club has approved it.

## **ARTICLE IX – DISSOLUTION**

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

## **ARTICLE X – BORROWING POWERS**

The Canadian Mastiff Club shall have no borrowing powers.

Revised: October 30, 2007