

## **Constitution**

As approved at the April 25/97 AGM, updated by membership vote 2004

### **ARTICLE I NAME**

The name of the Club shall be the Ottawa Valley Golden Retriever Club, hereinafter referred to as the Club.

### **ARTICLE II AREA OF OPERATION**

The Club operates within a 250 kilometer distance from the Peace Tower of the Federal Parliament buildings, extending as far as, but not into the United States.

### **ARTICLE III OBJECTIVES**

1. To promote and develop the interest of all fanciers of the Golden Retriever in the multiple purposes of the breed.
2. To encourage member breeders to develop by selective breeding, Golden Retrievers that possess soundness, temperament, natural ability and personality as reflected in the Canadian Kennel Club (CKC) breed standard.
3. To encourage member breeders to adhere to the Golden Retriever Club of Canada (GRCC) Code of Ethics.
4. As a member Club, to support and uphold the by-laws of the CKC and the GRCC.
5. To conduct events under the rules of the CKC. Such events include, but are not limited to: specialty shows, booster shows, sanctioned conformation matches, obedience trials, sanctioned obedience matches, working certificate tests, and hunt tests.
6. To promote and develop the interest of all fanciers of the Golden Retriever in activities such as conformation, field, obedience, tracking, etc.
7. To protect and advance the interest of the Golden Retriever by encouraging sportsman-like participation at all dog related activities.
8. To provide fanciers of the Golden Retriever with opportunities to increase their knowledge and enjoyment of the breed.
9. To promote in all other possible ways the Golden Retriever and all its dog-related activities.
10. To ensure that all Club revenues, funds and assets are directed to the above objectives.

### **ARTICLE IV MEMBERSHIP**

#### **Section 1 Term of Membership**

Membership term is January 1 st to December 31<sup>st</sup> of the same year.

#### **Section 2 Eligibility**

Membership in the Club shall be open to anyone who meets the following criteria:

1. Subscribes to the objectives of the Club
2. Pays the annual dues of the Club - except for those granted the status of life members
3. Is not under suspension or expulsion by the CKC or the GRCC
4. Is approved for membership by the Board

## **Section 2 Categories of membership**

There shall be three categories of membership.

1. Associate membership – All applicants that meet the criteria set out in Section 1 as determined by the Board.
2. Regular membership- Those who have been an Associate member in good standing for at least one year and have been voted in by the Board according to the above eligibility criteria.
3. Life Membership may be granted to anyone who is or has been an active regular member for at least ten years and who has made an outstanding contribution to the Club. Candidate life members may be presented to an Annual General Meeting by the Board and approved by a two-thirds majority of members present. Such life members shall be entitled to all privileges of the Club but shall be free from payment of membership dues.

## **Section 3 Termination of Membership**

Membership may be terminated as follows:

1. Resignation - any member who is not indebted to the Club may resign membership by notice in writing to the Secretary. A person ceasing to be a member of the Club shall have no right of claim to its property nor to have any part of membership dues for the current year returned.
2. Lapsing - any member failing to pay dues within ninety days of the due date shall cease to be a member of the Club.
3. Suspension under Article X.

## **Section 4 Membership dues**

The level and terms of dues shall be established by the Board.

## **Section 5 Application for membership**

Application for membership shall be made on a form prescribed by the Board.

# **ARTICLE V BOARD OF DIRECTORS AND OFFICERS OF THE CLUB**

## **Section 1 Numbers and Qualifications**

1. The affairs of the Club shall be managed and conducted by a Board of Directors, hereinafter referred to as the Board.
2. The Board shall consist of not fewer than six and not more than nine members who are regular or life members and who have been elected at an Annual General Meeting or appointed by the Board to fill a vacancy.
3. The members of the governing body, which includes the President, Vice-President, Secretary, Treasurer and all directors must be residents of Canada and CKC Regular Members in good standing.

## Section 2 **Terms of Office**

1. Directors shall hold office from their election until their successors are elected at the next Annual General Meeting.
2. A member may serve as President for no more than three consecutive years.

## Section 3 **Officers of the Club**

1. The Officers of the Club are those members of the Board holding the titles of President, Vice President, Secretary and Treasurer and up to five other Directors, all of whom, with the exception of the Past President, or those appointed by the Board to fill a vacancy, shall be elected at an Annual General Meeting.

## Section 4 **Duties and Responsibilities**

1. The President of the Board is President of the Club and normally presides at all meetings of the Board and the Club. In the absence of the President either the Vice-President or another member of the Board delegated by the President will preside at meetings of the Board or the Club. The Secretary takes the minutes at all meetings and posts those minutes on the club website. The Secretary also deals with club correspondence. The Treasurer keeps the financial records for the club.
2. No Director shall miss more than three consecutive General Meetings and/or two consecutive Board Meetings without facing possible disciplinary action by the Board.
3. The Board may from time to time declare that vacancies in the Board have occurred. All vacancies which occur on the Board in the interval between Annual General Meetings, shall be filled by appointment by the Board for the balance of the year

4. The Board shall administer the affairs of the Club in all things and make or cause to be made for the Club, in its name, any kind of contract which may be lawfully entered into and generally may exercise all such powers and do all such other acts and things as the Club is by its Constitution authorized to exercise and do.

#### **Section 5 Meetings of the Board and Quorum**

1. Meetings of the Board shall be held at the call of the President, or any three Directors. A meeting of the Board shall be held within thirty days of the Annual General Meeting.
2. Fifty percent (50%) of the total number of Directors plus one shall constitute a quorum at any meeting of the Board. The findings and decisions of such a quorum shall be legal and binding on all members. The Chairman of any meeting of the Board shall not vote except in the case of a tie, in which case he/she shall have the deciding vote.

#### **Section 6 Committees of the Board and Assignment of Special Duties**

1. The Board may appoint committees and may delegate to such committees any powers which are deemed suitable, except the power to spend money without having previously obtained the approval of the Board.
2. The Board may make appointments for such special duties as the Board may prescribe and, at the discretion of the Board, such persons may attend Board meetings but may not vote.
3. The Board may terminate committees and/or their appointees.

### **ARTICLE VI FISCAL YEAR**

The fiscal year of the Club shall terminate on the 31st day of March of each year.

### **ARTICLE VII MEETINGS OF THE CLUB**

#### **Section 1 Annual General Meeting**

The Annual General Meeting of the Club shall be held within a month after the end of each fiscal year, at such time and place as the Board may determine and shall include the following agenda items:

- Identification of members
- Approval of minutes of previous Annual General Meeting
- Correspondence
- Presentation of financial statement and Auditors report thereon
- Reports of Chair, Directors, Committees
- Appointment of two regular or life members as Auditors for the coming year

- Election of Directors
- Any other Board approved items
- Adjournment

## Section 2 **General Meetings**

General meeting shall be held at least twice a year; which may include the Annual General Meeting; times, places and dates to be determined by the Board.

## Section 3 **Special General Meetings**

Regular or life members of the Club may request the call of a special meeting, by a signed submission in writing to the Secretary specifying the purpose for which the meeting is required and signed by at least ten members. The Secretary shall cause a special meeting to be held at which the business specified in such a request and published in the notice to the general membership may be conducted.

## Section 4 **Notice of Meetings, Quorum and Voting at Meetings**

1. Reasonable notice of the time, place and date of meetings shall be mailed to each member of the Club before the holding of such a meeting. Any accidental omission to give notice shall not invalidate any resolution passed or any proceedings taken at any meeting of the Club. Members are responsible for ensuring that the Secretary has their correct address.
2. Subject to Article X Section 3 c) only regular and life members may vote at General Meetings.
3. Voting at all meetings, unless herein provided, will be by majority.
4. Fifteen percent (15%) of voting members shall form a quorum for the transaction of business at any general meeting.

## **ARTICLE VIII ELECTIONS TO THE BOARD**

### Section 1 **Appointment of Nominating Committee**

Nominations of candidates for election to the Board shall be submitted to the Annual General Meeting by a nominating committee of three regular or life members to be appointed by the Board for such purpose. The nominating committee shall nominate the following: President, Vice-President, Secretary, Treasurer and a minimum of two Directors Further nominations shall be asked for from the floor at the Annual General Meeting. Should there be no nominations from the floor, the Board as nominated, shall be declared elected.

### Section 2 **Willingness to Serve**

No member shall be placed in nomination without that member having agreed to serve if elected.

### Section 3 **Elections**

Should there be more nominations than positions available the Board shall be elected by secret ballot, with members voting only for those positions on the Board for which there are two or more nominations. Proxy voting shall not be permitted. Two or more scrutineers, not standing for election, appointed by the Chairperson shall count the ballots and report the names of those elected to the Chairperson. Any tie will be broken by lot drawn privately by the scrutineers.

#### **Section 4 Disclosure of Successful Candidates**

The Chairperson shall disclose to the Annual General Meeting that the successful candidates have been elected. The new President, if present, will take the Chair. The ballots shall then be destroyed.

### **ARTICLE IX FINANCING AND AUTHORIZING SIGNATURES**

The Board shall maintain prudent procedures for the handling and recording of Club funds and assets and shall establish a bank account or accounts in the name of the Club. The Board shall designate up to three but not less than two Directors to sign bank instruments on behalf of the Club. All cheques must be signed by the Treasurer and the President or Vice-President.

### **ARTICLE X CONDUCT AND RELATED MATTERS**

The Board's responsibilities shall include matters relating to the conduct of members where it is considered that a member has acted in a manner prejudicial to the objectives of the Club, the CKC or the GRCC.

#### **Section 1 Action directly by the Board**

The Board shall have the power to reprimand a member or to suspend the membership of a member who, in the opinion of the Board, has committed an act prejudicial to the objectives of the Club, after a full hearing has been held and the defendant has been found guilty.

#### **Section 2 Action in response to a Complaint**

1. The Board shall, in accordance with the following provisions, consider complaints brought against a member or members. The Board will set a date for a hearing. The complainant and defendant will be present at a closed hearing to present their cases. If the defendant is found guilty, then the Board will determine if a reprimand or suspension of membership for a period from the Club is appropriate.
2. Any member who has information or reasonable belief that another member has acted in a manner prejudicial to the objectives of the Club may submit a complaint to the Secretary.
3. A deposit of \$25.00 must accompany any such complaint against any Club member. The deposit in full will be returned if such complaint is sustained. When such complaint fails to be substantiated the deposit is forfeited and placed in Club Funds.

#### **Section 3 Reprimand or Suspension**

1. The Board, when considering whether it is appropriate to reprimand or suspend any member for cause, shall notify the member in advance of the possibility of such action and such member shall have the right to appear at the meeting of the Board to present reasons why he/she should not be reprimanded or suspended. Decisions of the Board shall be by majority and shall be binding unless there is an appeal.
2. Any member who has been reprimanded or suspended shall have the right to appeal to an Appeal Committee. A request for an appeal shall be made to the Secretary who shall cause a Special General Meeting to be held for the purpose of selecting an Appeal Committee. This Committee shall consist of three regular or life members exclusive of Board members. The appeal shall be heard within 30 days of the formation of the Appeal Committee. A representative of the Board and the appealing member (or his/her representative) shall be entitled to attend the appeal meeting to present arguments. The Appeal Committee shall review the case and by majority vote confirm, deny or amend the decision of the Board. The decision of the Appeal Committee is final.
3. Any person who has been suspended from membership in the Club, and has not been reinstated shall not be permitted to participate in any Club activity.
4. The period of suspension shall be determined by the Board unless altered by the Appeal Committee.
5. Procedures for expulsion of a club member shall follow the By-Laws established by the Canadian Kennel Club.
6. Any member of the club who is suspended, debarred, deprived, expelled, or whose membership has been terminated by The Canadian Kennel Club's Disciplinary Committee, shall be suspended from the privileges of the club for a like period.

#### **ARTICLE XI AMENDMENTS TO THE CONSTITUTION**

1. May be submitted directly by the Board to a General Meeting.
2. May be proposed by a regular or life member in writing to the Secretary. Such proposed amendments shall be considered promptly by the Board and must then be submitted by the Secretary with any recommendations of the Board to the next General Meeting.
3. Amendments to be considered at a General Meeting shall be mailed to each member of the Club at least ten days prior to such meeting together with notice of intention to consider such amendment.
4. Amendment must be approved by a two-thirds majority vote of all eligible voting members at a meeting properly constituted in accordance with (3) of Article XI.
5. Changes to the constitution must be reported to the CKC before or upon

annual renewal of club recognition.

## **ARTICLE XII DISSOLUTION**

The Club may be dissolved at any time by providing to The Canadian Kennel Club written documentation signed by at least two-thirds of the members of the club who are in favour of this decision; proxies are not permitted. In the event of dissolution of the Club, whether voluntary, 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 member or members of the Club; after payment of the debts of the Club, its property and assets shall be given to a non-profit organization to be decided by the Board.

### **NOTE:**

For ready reference, the following sections of the Golden Retriever Club of Canada (GRCCC) Constitution & Bylaws as revised in 1995 are appended:

- Constitution 3 Purpose & Objectives
- By-Laws Article VII Code of Ethics
- By-Laws Article I Membership, Section 7 Discipline/Expulsion of Members

*Bold underlined text used within sections replicates highlighting used in GRCCC's published copy.*

## **CONSTITUTION 3 PURPOSE & OBJECTIVES**

*(excerpt from GRCCC Constitution as revised in 1995)*

The purpose and objectives of the Club shall be as follows:

1. To develop and bring to the highest standards possible the breed known as the GOLDEN RETRIEVER, the ultimate standard of conformation being that standard as laid down by the Canadian Kennel Club;
2. To promote and develop the interest of all owners and/or fanciers of the Golden Retriever in the prime activities of the breed - field trials, hunting tests, obedience trials, conformation shows, and tracking tests;
3. To ensure that the breeder-members of the Club maintain the highest standards possible at all times with strict adherence to the Code of Ethics as published by the Golden Retriever Club of Canada and incorporated into this document as By-Laws - Article VII;
4. Through positive public relations and educational programmes, to encourage all owners and/or fanciers of Golden Retrievers to become members of the Golden Retriever Club of Canada so that the highest standards possible will be upgraded and maintained to bring the natural qualities of the Golden Retriever to perfection;
5. To promote the interests of, and uphold the, By-Laws of the Canadian Kennel



Club;

6. To ensure that the Golden Retriever Club of Canada will not be conducted or operated for profit and any operating surplus or remainder or residue from dues, donations, etc., to the Club shall not enure to the benefit of any one member or individual.

## **ARTICLE VII - CODE OF ETHICS**

*(excerpt from GRCCC Bylaws as revised in 1995)*

This code is presented for members of the G.R.C.C. who are breeders or owners of Golden Retrievers. This code embodies two of the foremost aims of the G.R.C.C.; namely, the welfare and improvement of the breed, and the promotion of the interest of the Golden Retriever Club of Canada.

An ethical breeder is constantly aware of the underlying responsibilities to the breed and conducts all related activities as follows:

### **Section 1- Community Relations**

Members should ensure that their dogs are not a nuisance to their neighbours or the community in general and that they are properly controlled, inoculated, licensed and supervised at all times. Members should try to do all they can to foster good relations between dogs, their owners and the community.

### **Section 2 - Breeding Practices**

1. Before deciding to produce a litter, the breeder considers the possibility of properly placing the puppies which cannot be kept by the breeder.
2. **Health**  
The breeder keeps all stock under sanitary conditions and gives maximum health protection through worming, inoculations, and annual veterinary examinations.
3. **Breeding management**  
The breeder spaces the litters of any bitch by allowing a maximum of two (2) consecutive litters **and** a maximum of three (3) litters within five (5) heats.
4. **Selection of Breeding Stock:**
  1. The breeder must ensure that all breeding is carried out with the Canadian Kennel Club breed standard in mind.
  2. The breeder uses only healthy adult dogs and bitches of at least 18 months of age that are of sound temperament.
  3. In consideration of the aim of the overall improvement of the breed, the breeder must decline any breeding when the presence of any undesirable or potentially debilitating or behavioural trait is known or suspected in either the sire or the dam. As a **minimum** requirement, all breeding stock **must** hold:

A certificate of examination from the Ontario Veterinary College (OVC) indicating no evidence of hip dysplasia at a minimum age of 18 months

OR

A certificate of examination from the Orthopedic Foundation for Animals (OFA) indicating no evidence of hip dysplasia at a minimum age of 18 months.

A current annual certificate of examination from a Diplomate of the American College of Veterinary Ophthalmology (DACVO) indicating no evidence of inherited eye disease or functional abnormalities of the eye

OR

A current annual certificate of examination from a member of the Canadian Association of Veterinary Ophthalmologists (CAVO) indicating no evidence of inherited eye disease or functional abnormalities of the eye.

In addition, all breeding stock **should** hold:

A certificate of examination from a Diplomate of the American College of Veterinary Internal Medicine-Cardiology (DACVIM-C) indicating no physical signs of cardiovascular disease

OR

Where a DACVIM-C is unavailable, a certificate of examination from a Doctor of Veterinary Medicine (DVM) indicating no physical signs of cardiovascular disease.

### Section 3 - **Registration**

The breeder registers all Golden Retrievers born in Canada with the Canadian Kennel Club and keeps accurate records as required by the Canadian Kennel Club, including records of all breedings, whelpings and pedigrees.

### Section 4 - **Advertising**

1. All advertising is factual. It is not worded so as to be misleading or misrepresentative, to attract undesirable buyers or to encourage the raising of Golden Retrievers merely as a money-making scheme.
2. The Club shall not accept any advertising or information to be printed in a Club publication regarding future breedings, upcoming or existing litters, stud services, that indicates the existence of a certificate of examination for hip dysplasia, eye, heart, blood, or other conditions, unless a copy of the certificate of examination, indicated in the advertisement or information, is provided at the time of submission.

### Section 5 - **Sales**

#### 1. **General**

The breeder does not supply puppies (12 months of age or less) or adult dogs to pet stores, commercial dealers, for raffles, give-away prizes, or other such projects. The breeder sells Golden Retrievers, permits stud service and leases

studs or bitches only to individuals who give satisfactory evidence that they will give them proper care and attention, and who are in accord with this Code of Ethics.

## 2. **Contracts**

The breeder sells Golden Retrievers, permits stud services and leases studs or bitches with a written contract which outlines the obligations and responsibilities of both seller and purchaser regarding the purchase arrangements, fees, financial arrangements, breeding/non-breeding conditions of the sale, replacement or refund warranties, health warranties co-ownership terms, and conditions for removal of the C.K.C. non-breeding agreement. The written contract must clearly state the maximum time limit for all terms and conditions of the contract and/or warranty.

Conditions of acceptance of deposits on puppies or stud services and terms of full or partial refunds or forfeiture of deposits must also be clearly stated in writing.

## 3. **Sale of Puppies**

1. The breeder provides buyers with written details of feeding, general care, dates of worming and a certificate of all inoculations given. The breeder will provide buyers with a four generation pedigree and the results of any hip, eye, heart and blood examination carried out on the dog being purchased and on its sire and dam.
2. All puppies leaving the breeders' possession are at least seven (7) weeks old, with the exception of puppies shipped as potential guides for the blind, which may be released between six (6) and seven (7) weeks of age.

## 4. **Non-Breeding Agreement**

1. All Golden Retrievers, sold in Canada, must be sold on the Canadian Kennel Club Non-Breeding Agreement. The agreement must not be canceled unless the adult dog obtains the minimum requirements for breeding stock as defined in section (b) (iv), **Selection of Breeding Stock**, or unless the breeder has proof the dog has been spayed or neutered.

Exceptions to this clause may be made only in cases where breeders are selling Golden Retrievers to foreign countries or to individuals wishing to exhibit in a foreign country such as the United States. In such cases, a private purchase agreement **must** be executed between the breeder and purchaser which is in keeping with the principles of the use of the Canadian Kennel Club Non-Breeding Agreement and this Code of Ethics.

2. The breeder shall not charge the buyer a fee to cancel the C.K.C. Non-Breeding Agreement, except for reimbursement of the applicable C.K.C. Fees.

## Section 6 - **Conduct**

1. The breeder makes available to the novice the benefit of his knowledge, experience, advice and service.
2. At all times, members conduct themselves in a manner which reflects credit upon themselves, the Club, and the breed. When confronted by a situation not covered by the Code of Ethics, the actions of the Club member reflect the treatment the Club member would expect under similar circumstances.

## **ARTICLE I - MEMBERSHIP**

*Excerpt from GRCCC Bylaws as revised in 1995. (Sections 1-6 omitted)*

### **Section 7 - Discipline/Expulsion of Members**

1. The Board of Directors shall have the power to suspend, expel, or reprimand any member if, in the opinion of the Board, he/she/it has violated:
  - The Club Constitution
  - The Code of Ethics as published by the GRCC
  - The By-laws of the Canadian Kennel Club.
1. The Board of Directors shall have the power to suspend or terminate the membership of a member who, in the opinion of the Board, has committed an act which is considered prejudicial to the objectives and aims of the Club, the Canadian Kennel Club or the interests of its members or their dogs.
1. Any person suspended or expelled shall have the right to appeal the decision of the Board to the general membership via the club newsletter within two (2) months of such a decision. Notice of a Special General Meeting to hear the appeal will be published at the same time.
1. Expulsion, when imposed, shall terminate membership for all time. Suspension, when imposed, automatically deprives the member of the privileges of the Club for the period ordered.
1. No penalty of any kind shall be imposed until such penalty has been agreed upon by unanimous vote of the Board.
1. Any accusations, complaints, and/or charges against a Club member must be submitted to the Board of Directors via registered mail care of the Club secretary for consideration by the Board of Directors ONLY. A deposit of \$25 must accompany such complaint or charge against any Club member. The deposit, in full, will be returned if such complaint or charge is substantiated. When such complaint or charge fails to be substantiated, the deposit is forfeited and placed into Club funds.