



<b>INDEX</b>	<b>Page</b>
<b>Article I</b>	
<b>Name</b>	<b>1</b>
<b>Article II</b>	
<b>Borrowing Powers</b>	<b>1</b>
<b>Article III</b>	
<b>Dissolution</b>	<b>1,2</b>
<b>Article IV</b>	
<b>Office</b>	<b>2</b>
<b>Article V</b>	
<b>Seal</b>	<b>2</b>
<b>Article VI</b>	
<b>Affiliation</b>	<b>2</b>
<b>Article VII</b>	
<b>Membership</b>	<b>2,3,4,5</b>
<b>Article VIII</b>	
<b>Officers</b>	<b>5</b>
<b>Article IX</b>	
<b>Executive Committee</b>	<b>6</b>
<b>Article X</b>	
<b>General Meetings</b>	<b>7</b>
<b>Article XI</b>	
<b>Elections</b>	<b>8</b>
<b>Article XII</b>	
<b>Committees</b>	<b>9,10</b>
<b>Article XIII</b>	
<b>Finances</b>	<b>10,11</b>
<b>Article XIV</b>	
<b>Voting</b>	<b>11</b>
<b>Article XV</b>	
<b>Amendments</b>	<b>11</b>
<b>Article XVI</b>	
<b>Order of Business</b>	<b>12</b>



## **BY-LAWS**

### **Of the**

### **ALL TERRIER CLUB OF ALBERTA**

#### **ARTICLE I          NAME**

1.     The organization shall be called "***The All Terrier Club of Alberta***", herein after referred to as "***the Society***".
  - 1.2    Area of operation will be in Calgary Alberta and including a 50-mile radius starting at the city limits.

#### **ARTICLE II          BORROWING POWERS**

1.     The Society may borrow, raise, or secure money as it deems necessary to achieve its purposes (as per Article II).
2.     The Society may issue debentures to achieve its purposes (as per Article II).
3.     The borrowing of funds or issuing of debentures shall require a motion for such undertaking as a "Special Resolution" requiring that twenty-one days written notice is presented to every member of the Society.
4.     The passing of this Special Resolution shall require a three-fourths majority vote.

#### **ARTICLE III          DISSOLUTION**

1.     The dissolution of this Society shall require a motion for such undertaking as a "Special Resolution" requiring that twenty-one days written notice is presented to every member of the Society.
2.     The passing of this Special Resolution shall require a three-fourths majority vote.
3.     If the vote carries, the Executive Committee or a special committee of four members appointed by the meeting shall implement the decision. This will involve the liquidation of the assets of the Society, a complete

and final audit of the accounts of the Society, and provision for the safekeeping of records of the Society.

4. All funds or assets remaining after all debts have been paid shall be transferred to the Western College of Veterinary Medicine in Saskatoon, Saskatchewan for research and to the Calgary Food Bank for Dog Food. These assets shall be divided fifty percent to each organization.
5. The club may be dissolved any time by providing to The Canadian Kennel Club written documentation signed by at least 2/3 (two-thirds) of the members of that club who are in favour of this decision; proxies are not permitted.

#### **ARTICLE IV           OFFICE**

1. The main office of the Society shall be located in the City of Calgary, in the Province of Alberta, and at such place therein as determined from time to time by the Executive Committee.

#### **ARTICLE V           SEAL**

1. The Seal of the Society shall be maintained and kept in the possession of the Secretary.
2. Whenever the Seal is used, it shall be authenticated by the signature of the Secretary and another member of the Executive Committee.

#### **ARTICLE VI           AFFILIATION**

1. The Society may seek affiliation with other organizations that have similar purposes.
2. Affiliation with another organization, and any subsequent changes to the terms of such an agreement, shall require a two-thirds majority of votes cast at a general meeting for which proper notice of motion has been given.

#### **ARTICLE VII           MEMBERSHIP**

1. The membership year will be from 1<sup>st</sup> of November to 31<sup>st</sup> of October.

## **Article VII (cont'd)**

2. Full membership in the Society is open to all persons who express an interest in pursuing the purposes of the Society and shall have 1 (one) vote.
3. Associate membership is open to those who do not meet the requirements for full membership or are unable to participate actively in the Society but nevertheless declare an intention to pursue the stated purposes of the Society. Associate members do not have voting rights in the Society.
4. Junior membership is open to those persons who have not reached the full age of fifteen years but nevertheless declare an intention to pursue the stated purposes of the Society. Junior members do not have voting rights in the Society.
5. Family membership is available to members of the same family. Family memberships receive the equivalent voting rights as one full member, which is 1 (one) vote.
6. Honorary membership is granted by vote of the membership to nationally or internationally recognized persons who have contributed to the furtherance of the purposes of the Society. Honorary members do not have voting rights in the Society.
7. Life Membership cannot be paid for but may be given to a member who has contributed to the furtherance of the purposes of the Society. Life members do not have to pay an annual membership fee. Life members shall have one (1) vote.
8. Applications for membership shall be forwarded to the Membership Committee chairperson on the official ATCA membership form. A 2/3 two-thirds majority of votes cast at a general meeting is required for acceptance for membership.
9. Any member may resign from the Society by giving written notice to the secretary. Fees for any unexpired term of the membership year are normally not refundable, but the Executive Committee may grant a request for such in extenuating circumstances.

## **Article VII (cont'd)**

10. Members in good standing shall be those admitted to membership and who have paid all required fees to the Society. Members whose annual fees are in arrears on the date of the Annual General Meeting shall not be permitted to vote, make nominations or hold office in the Society. The Membership Committee Chairperson shall inform those concerned of this suspension in writing. If the fees remain unpaid for a period of two months, the members shall be deemed to have resigned.

### **11. Complaints**

- a) Any member may lay a complaint against a member for alleged misconduct prejudicial to the best interest of the Club or the breeds. Written complaints containing details of the alleged misconduct must be filed in duplicate with the Secretary together with a deposit of \$100 which shall be forfeited if the defendant is found not 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 4 (four) 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, the President shall act in accordance with these by-laws.

### **12. 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 the 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.

### **13. 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. 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 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 favour of expulsion. Proxy voting is not permitted.
- c) Termination of membership may occur as result of deprivation, suspension, debarment, expulsion or termination of CKC membership as imposed by the CKC discipline committee.

### **ARTICLE VIII      OFFICERS**

1. There shall be four elected officers, these being, the President, the Vice-President, the Secretary, and the Treasurer, and ex officio the immediate Past-President.
2. The President is responsible for the overall supervision and administration of the affairs of the Society and ensures that all policies and actions approved by the general membership or by the Executive Committee are properly implemented. The President presides at general meetings of the Society and also chairs meetings of the Executive Committee.
3. The Vice-President fulfills the duties of the President when that person is temporarily absent or otherwise unable to perform the duties of the office. The Vice-President also performs specific duties assigned by the President, the Executive Committee, or the general membership.
4. The Past-President is available to undertake any specific duties assigned by the President or requested by the Executive Committee or the general membership.
5. Board of Directors shall serve in office until such time as their successors are elected.
6. The Secretary is responsible for general correspondence and for internal communication within the Society. The Secretary issues notices and agenda, and prepares, maintains, and distributes minutes for meetings of the general membership and of the Executive Committee. The Secretary also holds an up-to-date list of members in each of the various categories.

### **Article VIII (cont'd)**

7. The Treasurer is responsible for the care and custody of the funds and other financial assets of the Society and for making payments for all approved expenses incurred by the Society. The Treasurer maintains books of the accounts, which shall be made available for inspection by members at any reasonable time on request. At each Annual General Meeting the Treasurer shall present an audited account of the finances of the Society and a budget for the following fiscal year, which shall include any consequent recommendations for changes in the annual dues paid by members. The Treasurer also holds an up to date list of members in each of the various categories. These lists shall include a record of the dues paid by the members in order to establish those in good standing.
8. All officers and members of standing committees shall remain in office until their successors are elected or appointed, unless they resign, or are removed from office by a two-thirds vote of the body that elected them. Proper notice must be given of a motion to remove a person from office and the individual concerned shall be given an opportunity to speak before such a motion is put to a vote.

### **ARTICLE IX EXECUTIVE COMMITTEE**

1. The Executive Committee shall be composed of the four elected officers, the Past-President ex officio, and two elected members at large.
2. The Executive Committee shall take the initiative in preparing policies and actions for consideration and possible action by the general membership. This committee is also responsible for the implementation of all resolutions passed at general meetings of the membership and for the management of the affairs of the Society between general meetings.
3. Meetings of the Executive Committee are called by the President; who is also responsible for the preparation of the agenda. The Executive Committee shall also meet at the request of at least two of its members.
4. A quorum of the Executive Committee shall be a majority of its eligible voting members.

## **ARTICLE X            GENERAL MEETINGS**

1.     The general membership shall retain all powers of the Society except those delegated in these By-Laws to the Executive Committee.
2.     The President or the Secretary may call an ordinary general meeting at any time by giving at least eight days' notice of the time and place either by telephoning every member or by appointing a member to telephone the membership.
3.     In addition to the Annual General Meeting, there shall be eight to ten general monthly meetings in each fiscal year. The Annual General Meeting shall be held in the month of November each year. Notice of all meetings shall appear in the Society's newsletter, which shall be sent to every member at least four times per year.
4.     The Executive Committee may call a special general meeting by giving at least eight days' notice of the time and place of the meeting and the specific items to be considered. No additional items may be added to the agenda for a special general meeting.
5.     The President or Secretary shall call a special general meeting within fourteen days of receiving a written petition signed by at least ten full members, or one-third of the full membership, and stating the purpose of the meeting.
6.     The general meeting may, from time to time, appoint a member to serve in the role of:
  - a)     Monitor, to assist the chair with the timing of the agenda;
  - b)     Recorder, to assist the chair with the organization, presentation, and recording of ideas.
7.     A quorum for all general meetings and special meetings shall be one-third of the membership, or at least ten full members.
8.     Motions from members may be included in the agenda for a general meeting, if the President receives them at least four days before the meeting.

## **ARTICLE XI**

## **ELECTIONS**

1. The election of officers and of members at large on the Executive Committee shall take place by written vote at, or prior to, the Annual General Meeting. Chairs of standing committees are elected by and from the respective committees.
2. Only full members in the Society are eligible to serve as officers.
3. Casual vacancies of the Executive Committee that occur during the year shall be filled by conducting a written vote at a general meeting.
4. At least six weeks before the Annual General Meeting the Executive Committee shall appoint a Nominating Committee composed of at least two full members. If written ballot is to be held before the Annual General Meeting, scrutinizers to count the votes shall be appointed.
5. At least four weeks before the Annual General Meeting, the Nominating Committee shall:
  - a) Inform the membership of all vacant positions for officers;
  - b) Invite nominations for members to stand for election to these positions.
6. The Nominating Committee shall check that those who have been nominated are willing to serve if elected to office, and shall ensure that at least one name is put forward for each vacant position, by making its own nominations for any positions for which no names have been received by the announced closing date. Nominations received by the committee shall not be kept secret and any candidate shall be free to withdraw in favour of another.
7. The report from the Nominating Committee shall be attached to the agenda circulated for the Annual General Meeting and shall contain the names of all persons nominated and willing to serve. Further nominations may be moved from the floor of the Annual General Meeting. Two scrutinizers shall conduct the ballot. The results shall be reported to the Meeting, through the Chair, and shall be recorded in the minutes.
8. Elections will be conducted by secret ballot and voting by proxy is not permitted.

## **ARTICLE XII**

## **COMMITTEES**

1. The following standing committees shall be established to facilitate the achievement of the purposes of the Society:
  - a) Membership Committee;
  - b) Finance Committee;
  - c) Program Committee;
  - d) Newsletter Committee;
  - e) Specialty Show Committee
2. Terms of reference for standing committees shall be prepared by the Executive Committee and put before the membership for approval at a general meeting. These terms of reference may be amended by approval of an appropriate motion at any subsequent general meeting.
3. Ad hoc committees may be established by approval of a motion at a general meeting or a meeting of the Executive Committee. Motions to establish ad hoc committees shall contain appropriate terms of reference.
4. A quorum for all committee meetings shall be a majority of the voting members of the committee.
5. Terms of reference for all committees shall include the following:
  - a) The status of the committee (standing or ad hoc);
  - b) The type of committee (discussion, working, task force, etc.);
  - c) The overall purpose;
  - d) Any specific directives defining goals or tasks;
  - e) The relationship to any other overlapping activities of the Society;
  - f) The composition, including statements on any designated observers, whether officers are appointed as full or associate members and any authority granted to the chair to co-opt other members;
  - g) The assignment of any staff as associate members;
  - h) Any special mode of operation (such as meetings to be held only by telephone);
  - i) An upper limit of expenses the committee can incur;
  - j) The preferred time and method of reporting; for standing committees.
  - j) The terms of office for members and whether successive terms are permitted;
  - k) The method for the election of new members and for filling casual vacancies;
  - l) The method of election or appointment of the chair.

### **Article XII (cont'd)**

6. 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.

### **ARTICLE XIII FINANCES**

1. The financial year of the Society shall be from the first (1<sup>st</sup>) day of November to the thirty-first (31<sup>st</sup>) day of October.
2. Any changes in membership fees recommended in the annual report of the Treasurer shall be voted upon as a separate motion at the Annual General Meeting.
3. Reduced fees for group memberships, with or without a reduction in voting rights, may be recommended by the Executive Committee and approved at a general meeting, provided that notice of such a motion is included in the agenda circulated for the meeting.
4. All expenditures for items in excess of One Hundred Dollars Canadian (Cdn \$100.00) that are not included in the budget for the current fiscal year shall require approval by a motion passed at a general meeting.
5. Cheques to disburse the funds of the Society shall bear the signatures of the President and the Treasurer.
6. The club will have a separate and independent bank account in the name of the club.
7. The Society shall not incur debts by borrowing money unless prior approval for such an action has been obtained by passage of a motion by two-thirds majority of votes cast at a general meeting, provided that notice of this motion is included in the agenda circulated for the meeting.
8. The financial records of the Society shall be audited by a qualified accountant or by at least two members of the Society appointed for such a purpose at a general meeting.

### **Article XIII(cont'd)**

9. No officer or member of a committee shall receive any remuneration for duties performed on behalf of the Society, but these persons may be reimbursed for reasonable expenses incurred while performing these duties.
10. A reduced fee may be charged to members who are absent from the locality for more than one year, in order to maintain rights and continuity of membership. Members forfeit their right to vote while paying reduced fees.
11. The financial accounts and other books of the Society shall be made available for inspection by members during normal working hours, or at other times upon reasonable request.

### **ARTICLE XIV                      VOTING**

1. Each full member shall have a vote at general meetings and in all elections and other ballots.
2. The officers and members at large shall also have a vote at meetings of the Executive Committee.
3. The Chair may only cast a vote at a general meeting or at a meeting of the Executive Committee in order to break a tied vote. The chair of a committee votes at the same time as other members and does not vote a second time in order to break a tied vote.
4. Approval of all motions shall require a majority of votes cast, unless otherwise stated in these By-Laws or in the Rules of Order.

### **ARTICLE XV                      AMENDMENTS**

1. These By-Laws may be amended by approval of a "Special Resolution" by a three-fourths majority of votes cast at an Annual General Meeting, provided that at least three weeks' written notice is given for such a motion for a Special Resolution. Proxies are not permitted.

## **ARTICLE XVI**

## **ORDER OF BUSINESS**

### **General Meeting**

Call to order  
Introduction of new members  
Minutes of last meeting  
Business arising from the minutes  
Correspondence  
Treasurer's report  
Committee reports  
Old Business  
New Business  
Election of Officers and Board (at the Annual Meeting)  
Adjournment

### **Meeting of the Board**

Reading of the minutes of last meeting  
Business arising from the minutes  
Correspondence  
Treasures report  
Old business  
New business  
Adjournment