



CONSTITUTION

North York Obedience Club Inc.

**(Updated at the A.G.M. Nov., 2014
Updated at the A.G.M. Nov., 2016)**

Constitution of North York Obedience Club Inc.

Being a corporation incorporated under the laws of the Province of Ontario by Letters Patent dated April 23, 1990.

Article I Name and Area of Operation

The Corporation shall be called **North York Obedience Club Inc.** (the “Corporation”). The Corporation will meet and offer training classes and obedience trials in the area of Toronto bordered by Steeles Avenue to the north, Lake Ontario to the south, Highway 427 to the west, and the Don Valley Parkway/ Highway 404 to the east (“Area of Operation”).

Article II Purpose

The purpose of the Corporation shall be to provide education and stimulate interest in dog obedience training.

Article III Objectives

The Corporation shall be of service to the Area of Operation by offering obedience classes for all breeds of dogs, including mixed breeds.

The Corporation may hold obedience trials under Canadian Kennel Club rules and will abide by the by-laws of the Canadian Kennel Club (“CKC”).

Whenever possible, the Corporation may contribute monies to organizations devoted to the betterment of canines.

Article IV Membership & Dues

1. This Corporation was formed as a not-for-profit, volunteer organization. Any profit or other accretions shall be used in promoting the Corporation’s objectives. No member of the Corporation, director, or officer shall receive remuneration from his or her position as such; provided that a member of the Corporation, director or officer may be repaid reasonable expenses incurred by him or her in the performance of his or her duties.
2. Notwithstanding, Article IV (1), a member of the Corporation who holds the position and performs the duties of Trial Secretary may receive remuneration for that position providing that the following

criteria are met:

- (a) The Corporation would have been required, in the normal course of holding its annual trial, to hire a professional secretarial service;
 - (b) The member of the Corporation who receives remuneration as Trial Secretary is qualified to hold the position and has demonstrated extensive experience in the position;
 - (c) The remuneration to the member of the Corporation who holds the position and performs the duties of Trial Secretary will be at fair market rate.
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3. Active Member – An Active Member is defined as any person who has been accepted by the Corporation, based on initial application with the recommendation of a member of the Corporation, and has paid membership fees as prescribed by the Corporation for the current year (“Active Member”). All Active Members may vote and hold office.
 4. Life Member – A Life Member is defined as any person who has completed thirty (30) years of uninterrupted membership in the Corporation (“Life Member”). Life Members may vote and hold office. Life Members are not subject to annual membership fees.
 5. Junior Member – A Junior Member is defined as any person who becomes a member of the Corporation and is under the age of eighteen (18) years (“Junior Member”). The method of application and acceptance for Junior Members shall be the same as for Active Members. Junior Members shall be entitled to all privileges of the Corporation, except they shall not be eligible to vote or hold office.
 6. Active Members, Life Members and Junior Members shall be singularly and/or collectively referred to as “Club Members”.
 7. Membership fees of the Corporation, or changes thereto, may be recommended by the Board of Directors, and such changes shall be voted on at the Annual General Meeting. Late fees may be imposed at the discretion of the board, and any Club Member whose fees are more than three (3) months’ overdue will be deemed to have interrupted his or her membership and will be required to re-apply for membership in the Corporation.
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Article V Discipline

1. Complaints against a Club Member for alleged misconduct (the “Defendant”) shall be made in writing and delivered to the Board of Directors which will deliver, within thirty (30) days of receipt of the complaint, copies and a notice of hearing to the Defendant and the complainant. The hearing date will be no later than ninety (90) days from receipt of the complaint. The hearing will be held by a minimum of four (4) members of the Board of Directors, who will 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 of Directors by a majority of those present may impose an appropriate penalty. The secretary shall notify each of the parties of the decision within thirty (30) days of the decision.

 2. Rejection of Membership. Any applicant who has been rejected for membership will be provided with a written explanation for such rejection within thirty (30) days.

 3. Termination of membership may occur as a result of:
 - (a) resignation or verbal notice at a Corporate meeting or in writing to the secretary;
 - (b) failure to renew annual membership by paying membership fees;
 - (c) expulsion by the Corporation as a result of action taken under Article IV Membership & Dues, item 7;
 - (d) deprivation, suspension, debarkment, expulsion or termination of Canadian Kennel Club Membership as imposed by the CKC’s Discipline Committee.
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Article VI Officers

The Officers of the Corporation shall be:

- President
- Vice President
- Secretary
- Treasurer

The duties of the Officers shall be:

President

- (a) Preside at all meetings of the Corporation;
- (c) Be familiar with and ensure that all rules and regulations of the Corporation are followed.

Vice President

- (a) Perform the duties of the president in his or her absence;
- (b) Assist the president in all Corporation matters.

Secretary

- (a) Record, prepare and keep the minutes of each Board of Directors and Annual General Meeting;
- (b) Document approvals of all minutes;
- (c) Handle all correspondence;
- (d) Keep all records and maintain files;
- (e) Inform the Canadian Kennel Club and the appropriate provincial ministry of changes to the Board of Directors, and any other required notifications.

Treasurer

- (a) Draft annual budget for approval by the Board of Directors and presentation to Club Members for their information;
- (b) Keep full and accurate accounts of all receipts and disbursements;
- (c) Deposit all money in the name of and to the credit of the Corporation in the Corporation's bank account as may be approved by the Board of Directors;
- (d) Report on the Corporation's financial status at all Board of Directors' meetings;
- (e) Prepare financial statements for the year ended for internal audit review by at least two members of the Board of Directors;
- (f) Present financial statements at the Annual General Meeting for approval by the Club Members.

The Officers shall be elected at the Annual General Meeting.

Any vacancy in an office occurring during the year shall be filled by appointment by the Board of Directors for the remainder of the unexpired term.

Article VII Board of Directors

- (1) The Board of Directors shall consist of six members each serving one year terms:

- President
- Vice President
- Secretary
- Treasurer
- Trial Chair
- Training Director

The Trial Chair and Training Director will be appointed to the Board of Directors by the officers with one-year (1-year) terms effective July 1st of each year.

- (2) The Board of Directors shall be the governing body of this Corporation.
 - (3) A majority of the members of the Board of Directors will constitute a quorum for meetings of the Board of Directors. If one person holds more than one position (e.g. vice president and training director concurrently, he/she is entitled to one vote only.)
 - (4) The Treasurer, President, Vice President, Training Director, and Trial Chair shall have the signing authority for all cheques issued by the Treasurer. Any two of the officers, or any one officer and one of Training Director or Trial Chair may co-sign cheques issued by the Corporation on the Corporation's bank account. The two necessary signing authorities shall not be related by blood or by marriage and shall not inhabit the same dwelling.
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Article VIII Committees

The President, on taking office, shall present for approval by the Board of Directors at the first meeting of the Board of Directors following the Annual General Meeting such standing committees as are deemed necessary.

Article 1X Meetings

- (1) The Annual General Meeting shall take place in November of each year.
- (2) Meetings of the Club Members for the purposes of educational programs and information exchange shall occur a minimum of three (3) times per year.
- (3) The Board of Directors shall meet at least four (4) times per year. Meetings of the Board of Directors are open to Club Members, with the exception of discussions concerning issues that may compromise the personal privacy of any Club Member, at which point the Board of Directors shall move in camera.
- (4) Special meetings may be called by the President, with the approval of the Board of Directors. All Club Members must be notified at least seven days prior to any special meeting of the Corporation.

- (5) A quorum for special and Annual General Meetings shall consist of at least two members of the Board of Directors and at least 10% of active Club Members who are not members of the Board of Directors.
 - (6) Club Members may be notified of meetings by e-mail or regular mail.
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Article X Constitution of North York Obedience Club Inc. (the “Constitution”)

- (1) The Constitution may be amended at the Annual General Meeting.
 - (2) All notices of motion for amendment to the Constitution must be in writing and presented to the secretary at least thirty (30) days prior to the Annual General Meeting.
 - (3) A copy of the proposed amendment shall be inserted in the notice of the Annual General Meeting provided to Club Members.
 - (4) A two-thirds majority vote of all Active Members and Life Members in attendance at the Annual General Meeting shall be required to effect the amendment.
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Article XI Procedure

All Board of Directors’ meetings, special meetings and Annual General Meetings shall be conducted in accordance with Robert’s Rules of Conduct.

Article XII Dissolution

Upon dissolution of the Corporation and after the payment of all debts and liabilities, the remaining property of the Corporation shall be distributed or disposed of to charitable organizations with similar objects to the Corporation which carry on their work solely in Ontario. Written documentation in favour of dissolution of the Club, signed by at least two-thirds of Active Members and Life Members who are eligible to vote, must be provided to the CKC; proxies are not allowed.

Article XIII Fiscal Year

The fiscal year of the Corporation is August 1 to July 31.

Article XIV Voting, Nominations & Elections

- (1) Proxy voting is not allowed.
 - (2) The Past President shall be requested to chair a nominating committee with one or two other Club Members (collectively, the “Nominating Committee”). The Nominating Committee will prepare a slate of nominees for election, to be presented at the Annual General Meeting. Should the Past President be unavailable, two Active Members or Life Members will be requested to take on the role
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Article XV Removal of an Elected Officer

Removal of an elected officer from his or her position for non-performance or non-fulfillment of the job which affects the functioning of the Corporation is to be discussed at a meeting of the Board of Directors and decided upon by secret ballot with majority rule.

The Board of Directors will notify the officer of the decision in writing.

Article XVI Officer Membership in the Canadian Kennel Club

- A. The Canadian Kennel Club requires that the members of the Board of Directors of all recognized clubs and those seeking official recognition must be residents of Canada and Canadian Kennel Club Members in good standing. The names and offices held by the Board of Directors must be reported to the Canadian Kennel Club annually when renewing the Corporation’s recognition together with a copy of any changes to the current Constitution/By-laws of the Corporation.
 - B. For as long as the Canadian Kennel Club requires that the officer positions (see NYOC Constitution, Article V) be filled only by C.K.C. members, the Corporation will pay the annual C.K.C. membership fees for the current incumbents of each position.
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