

FRENCH BULLDOG CLUB OF WESTERN CANADA

CONSTITUTION

SECTION 1—NAME

The Club shall be known as the “French Bulldog Club of Western Canada” or “FBCWC”.

SECTION 2—AREA OF OPERATION & CLUB ZONES

This regional club’s area of operation shall be Western Canada, i.e. British Columbia, the Prairie provinces (Alberta, Saskatchewan, Manitoba) and Canada’s territories (the Yukon Territory, the Northwest Territories and Nunavut).

Club zones within the Western Canada regional club are defined as follows:

BC Southwest
BC Interior & Yukon
Alberta & NWT & Nunavut
Saskatchewan
Manitoba

SECTION 3—OPERATION OF THE CLUB

The Club shall not be conducted or operated for profit and no part of any profits or funds from shows, membership fees, donations, fund raising or any other source shall be to the benefit of any member or individual.

SECTION 4—OBJECTIVES

The objectives of the Club shall be:

- a) To advance, in all legitimate ways, the development and interests of French Bulldogs as pets, companions or show dogs
- b) To do all in its power to protect and advance the interest of the breed and to encourage sportsmanlike competition at the confirmation shows, obedience trials and performance events
- c) To encourage and promote quality in the breeding of purebred French Bulldogs
- d) To urge members and breeders to accept the standard of the breed as approved by the Canadian Kennel Club (CKC) as the premier standard of excellence
- e) To conduct sanctioned and approved events under CKC rules and to abide by the principles of the CKC Code of Ethics
- f) To develop education programs for members and the public at large.

SECTION 5—BYLAWS

In order to carry out the Constitution, the Club shall from time to time adopt and revise the necessary Bylaws.

No amendment to the constitution or bylaws shall be come effective until approved by the Canadian Kennel Club.

BYLAWS

FRENCH BULLDOG CLUB OF WESTERN CANADA

ARTICLE 1—MEMBERSHIP YEAR

The membership year commences January 1st and concludes December 31st.

ARTICLE 2—MEMBERSHIP ELIGIBILITY

- 2.1** Membership in the club shall be based on the calendar year.
- 2.2** Membership shall be open to all persons eighteen (18) years and older.
- 2.3** No person shall be accepted for membership who:
- a) is engaged in the breeding, buying or selling of dogs which are not purebred as defined in the Livestock Act of Canada
 - b) is engaged in selling or giving dogs to a pet store for resale
 - c) has been charged by laws of their area for cruelty to animals.

ARTICLE 3—DUES

Membership dues shall be payable by the 1st day of each year. During the month of December, the Secretary shall notify each member that the dues for the ensuing year are payable. Membership dues will be set at the Annual General Meeting and approved by the membership.

ARTICLE 4—MEMBERSHIP TYPES & APPROVAL OF MEMBERSHIP

- 4.1** The types of membership offered are:
- a) **Regular Membership** – Full membership benefits and privileges, entitling the holder to vote on all issues and to all membership benefits.
 - b) **Associate Membership** – a non-voting membership entitling the holder to participate, make suggestions, and receive any publications from the club. Associate Members cannot hold an elected club position.
 - c) **Interim Membership** – a temporary membership category for those who apply for membership *without a sponsor*. Interim memberships are valid for one year following date of acceptance by the executive. During the interim period, the member is entitled to all membership benefits

and may participate on committees and club activities—but may not vote or hold office.

4.2 Each applicant for membership shall apply on a form as approved by the Board of Directors. The applicant's signature on this form indicates his/her agreement to abide by the Constitution and Bylaws of the Club.

4.3 Procedures for approval of members by the Board are as follows:

a) *Approval of Regular and Associate Members:* The application shall state the name and address of the applicant and shall carry the endorsement of one member. The prospective member shall submit dues payment for the current year or the remaining portion thereof. After September, dues will be accepted as paid in full for the following year. Once approved, a 60-day grace period applies to regular and associate members before they can vote or run for office.

A 60-day grace period applies before newly approved Regular Members are eligible for voting privileges.

b) *For Interim Membership:* The application shall state the name and address of the applicant; no endorsement by another member is necessary. Payment terms are as above for regular and associate members. When the one-year interim period is completed, the interim member may apply for full membership under the same procedure as for regular and associate members, or cease to be a club member.

4.4 The Board will approve applicants. If an application is rejected, a written explanation will be provided to both the applicant and his/her sponsor.

ARTICLE 5—TERMINATION OF MEMBERSHIP

Memberships may be terminated for the following reasons:

1. *Resignation* Any member may resign from the club upon providing a written notice to the Secretary. Membership dues for the remainder of the year will not be refunded.

2. *Lapsing* A membership will be considered as lapsed and automatically terminated if such member's dues remain unpaid 60 days after the first day of the fiscal/calendar year.
3. *Expulsion* A membership may be terminated by expulsion as provided in Article 13 of these Bylaws.

ARTICLE 6—GENERAL MEETINGS

6.1 Annual General Meetings

- a) The Annual General Meeting of the Club shall be held electronically in the month of October, or at a place, date and hour designated by the Board of Directors. The Secretary shall mail, email or provide written notice to each member at least 60 days prior to the date of the annual general meeting.
- b) The quorum for the Annual General Meeting shall be a minimum of eight (8) regular members or ten percent (10%) of the total membership whichever number is larger, all of whom must be in good standing with the Club.

6.2 Special General Meetings

- a) The Board may call a Special General Meeting at any time by providing such notice to the membership.
- b) The Board is obligated to call a Special General Meeting upon the Secretary receiving a formal request. Such request must be signed by at least 51% of the regular members.
- c) Such meetings shall be held at such place, date and time as may be designated by the Board of Directors. Written notice of such meeting shall be mailed by the Secretary 30 days prior to the meeting. The notice of the meeting shall state the purpose of the meeting and no other club business may be transacted. The quorum of such a meeting shall be 51% of regular members in good standing.

ARTICLE 7—BOARD MEETINGS

The first meeting of the Board shall be held electronically within 60 days following the election of a Board of Directors. Other meetings of the Board shall be held at such times as are agreed to by a majority vote of the Board. The Secretary shall email or mail written notice of such meetings to each member of the Board at least 14 days prior to the date of the meeting.

- a) The quorum of a Board Meeting shall be four (4) Board Members, at least two of whom shall reside in locations other than the province of B.C.
- b) The Board may conduct its business by electronic means.
- c) The Board may, at its discretion, include the chairpersons of standing and ad hoc committees as well as other regular members at its meetings. Voting at board meetings, however, remains restricted to board members only.
- d) The approved minutes of Board Meetings will be shared with the general membership by mail or electronically.

ARTICLE 8—BOARD OF DIRECTORS

The Board of Directors shall be comprised of:

- its Executive i.e. the President, Vice-President, Secretary and Treasurer, as well as
- five (5) Directors, including one from each club zone, i.e.
 1. BC Southwest
 2. BC Interior & Yukon
 3. Alberta, the NWT & Nunavut
 4. Saskatchewan and
 5. Manitoba.

All shall be residents of Western Canada and members in good standing with the Club. All executive officers (President, Vice-President, Secretary and Treasurer) must also be members in good standing of the Canadian Kennel Club. When no club members exist in a club zone, the director position may be left vacant, as long as there are a minimum of two directors (one of which must be from outside B.C.) to represent the club.

All board members—executive officers and regional directors--shall be elected for a term of two years in length, and shall serve until December 31st of the year their successors are elected. General management of the Club's affairs shall be entrusted to the Board of Directors.

No person can hold two positions simultaneously (e.g. a member cannot be an executive officer as well as a director, or hold two executive positions).

8.1 Officers

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

All must be residents of Western Canada and members in good standing of the Canadian Kennel Club.

- a) The *President* shall chair all Board, General Meetings and Special General Meeting of the Club and shall have such duties and responsibilities as specified in these bylaws.
- b) The *Vice-President* shall assume the duties and exercise the responsibilities of the President upon the direction of the President or in such case, as the President is unable to carry out the duties and responsibilities of the President.
- c) The *Secretary* shall keep a record of all Board, General Meetings and Special General Meetings of the Club and of all votes taken in the order of business. The Secretary shall:
 - receive and send correspondence on behalf of the club;
 - notify members of meetings;
 - notify Officers and Directors of their election to office;
 - keep a roll of the current members of the club complete with addresses, telephone numbers and email addresses.
 - and carry out other specific duties as prescribed in these bylaws.
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- d) The *Treasurer* shall collect and receive all revenues of the club and shall deposit same in a club bank account as approved by the Board, in the name of the club. The books of the club shall be open to

inspection by the Board at any time and a financial report shall be provided at every meeting of the Board and every annual general meeting of the club. The financial records of the club shall be the property of the club. All cheques drawn from the club account must have the signature of the President (or the Vice President in absence of the President), as well as the Treasurer's. The term of the Treasurer shall be limited to a maximum of two consecutive terms.

- e) The *Directors* for each club zone will represent their respective region to the Board of Directors and will encourage, organize and implement activities in their respective regions. Directors must reside in the region they represent and are elected by the members of their region only. CKC membership is desirable for regional directors, but is an optional requirement.

8.3 Vacancies

Should a *vacancy occur on the Board*, the Board may, by a majority vote of all Officers and Directors, appoint a regular club member in good standing to fill the vacancy.

Should a *vacancy occur in the office of President*, such vacancy shall be filled automatically by the Vice-President and the *resulting vacancy in the office of Vice-President* shall be filled by a majority vote of the Board.

8.4 Terms of Office

The term of office shall be for two years.

The elected Officers and Directors shall take office on December 31st of the year of the election. Each of the former Board members shall turn over to his successor in office all properties and records relating to that office by January 1st of the new term.

ARTICLE 9—CLUB FISCAL YEAR

The Club's fiscal year shall begin on the 1st day of January and end on the 31st day of December.

ARTICLE 10—VOTING

Regular members in good standing (who have completed the 60-day grace period) are eligible to vote at Annual General Meetings and Special General Meetings, elections for the Board of Directors, Bylaw Amendments and any other matters deemed as requiring general membership approval.

Associate members and interim members are not eligible to vote.

10.1 Voting by Ballot

Balloting shall be conducted using the *dual-envelope ballot procedure* as described in Article 11.2e).

Balloting shall be used shall be followed for:

- a) club elections for Officers and Directors of the Board
- b) Membership voting regarding amendments to the Constitution and Bylaws
- c) the Board of Directors may from time to time decide to submit other specific questions for decision of the regular members by written ballot.

10.2 Voting at General Meetings

At the Annual General Meeting or any Special General Meetings of the club, voting shall be limited to those regular members in good standing who are present at the meeting. Voting by proxy shall not be permitted.

ARTICLE 11—ELECTIONS

11.1 Ballots

The *Election of Officers and Directors of the Board* shall be conducted by confidential ballot. To be valid, ballots must be received by the Secretary or an independent individual or firm designated by the Board by October 21st. Ballots shall be counted before the Annual General Meeting by two inspectors of election who are regular members in good standing, neither of whom are members of the current Board or candidates on the ballot and shall be chosen in advance by the Board. The person receiving the largest number of votes from each position shall be declared elected at the Annual General Meeting. If

any nominee is unable to serve for any reason, such nominee shall not be elected and the new Board of Directors shall fill the vacancy so created in the manner provided by Section 8.3.

- a) *Officers* The regular members of the club shall elect the officers of the club
- b) *Directors* Club Directors shall reside in the region which they represent and shall be elected by the regular members residing in that region only.

11.2 Nominations

- a) No person may be a candidate in a club election who was not nominated in accordance with these bylaws. The Board of Directors shall choose a Nominating Committee before June 1st in the year of an election. The Committee shall consist of three regular members from different areas of Western Canada and two alternates, all regular members in good standing, and no more than one of whom may be a member of the current Board of Directors. The Board shall name a chair for the Committee. The Nominating Committee may conduct its business by mail or electronically.
- b) The Nominating Committee shall nominate from among the eligible regular members of the club one candidate for each office and for each other position on the Board of Directors and shall procure the acceptance of each nominee so chosen. Candidates shall not be nominated for more than one office or position. The Committee shall then submit its slate of candidates to the Secretary who shall mail the list, including the full name of each candidate and the name of the province and region in which he/she resides to each regular member of the Club on or before August 1, so that additional nominations may be made by the members if they so desire.
- c) Additional nomination of eligible regular members may be made by written petition addressed to the Secretary and received at his/her regular address on or before September 15th, signed by two regular members and accompanied by the written acceptance of each such additional nominee signifying his willingness to be a candidate.

- d) If the Secretary receives no valid additional nominations on or before September 30th, the Nominating Committee's slate shall be declared elected and no balloting will be required.
- e) *Dual-envelope ballot procedure:* If one or more valid additional nominations are received by the Secretary on or before September 15th, he/she (or an independent individual or firm designated by the Board) shall, on or before September 30th mail to each regular member in good standing a ballot listing all of the nominees for each position in alphabetical order, with the names of the province or region in which they reside, together with a blank envelope and a return envelope addressed to the Secretary (or an independent individual or firm designated by the Board)marked 'Ballot' and bearing the name of the member to whom it was sent. So that ballots may remain secret, each voter, after making his ballot, shall seal it in the blank envelope which in turn shall be placed in the second envelope addressed to the Secretary (or an independent individual or firm designated by the Board). The inspectors of election (or independent individual or firm designated by the Board) shall check the returns against the list of regular members whose dues are paid for the current year prior to opening the outer envelopes and removing the blank envelope, and shall certify the eligibility of the voters as well as the results of the voting which shall be announced by written notification to all members.
- f) Nominations cannot be made at the Annual General Meeting or in any manner other than provided above.

ARTICLE 12—COMMITTEES

12.1 Standing and Ad Hoc Committees

The Board may each year appoint *standing committees* to advance the work of the Club in such matters as conformation shows, obedience trials, trophies, annual prizes, membership, rescue and other fields which may well be serviced by committees. Such committees shall always be subject to the final authority of the Board. *Ad hoc committees* may from time to time be appointed by the Board to aid with specific projects.

12.2 Committee & Other Non-Board Appointments

Appointment to any committee or other club position such as Newsletter Editor and Membership Liaison is by majority vote of Board Members. Any committee member 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 13—COMPLAINT RESOLUTION & DISCIPLINE

13.1 Canadian Kennel Club Suspension.

Any Club member who is suspended, debarred, expelled or deprived of privileges from the Canadian Kennel Club shall automatically be suspended from the privileges of the Club for a like period.

13.2 Complaint Procedure

- a) Any member may lay a complaint against a member for alleged misconduct prejudicial to the best interests of the Club or the breed. Written complaints containing details of the alleged misconduct must be filed in duplicate with the Secretary together with a deposit of twenty dollars (\$20) which shall be forfeited if charges are not sustained by the Board or a Committee following a hearing.
- b) Complaints will be heard by either the members of the Board, or an appointed committee of no less than three (3) members in good standing, whichever is most convenient for all parties involved, and whichever complies with the principles of *natural justice* regarding unbiased decisions.
- c) The Secretary upon receiving such a complaint shall within 30 days forward a copy of the complaint along with a notice of hearing to the defendant, the complainant and each member of the Board or the appointed committee, whichever is selected for each particular case.
- d) The defendant will then be given the opportunity to respond in writing within three weeks of receiving the complaint, with copies

sent to the complainant as well as the Board or the appointed committee, whichever is applicable.

- e) The hearing date shall be set no later than 60 days from date of receipt of the complaint by the Secretary. Whether the hearing is held by the Board or an appointed committee, a minimum of three member must be present.
- f) Should a complaint be laid against the Secretary, then the President shall act in accordance with these bylaws.

13.3 Complaint Hearing

- a) The Board or appointed committee conducting the hearing shall ensure that both the complainant and the defendant are treated fairly and in accordance with the rules of *natural justice*. The decision shall be reached within two weeks of the conclusion of the hearing.
- b) Should the complaint be sustained after hearing all the evidence and testimony presented by the complainant and defendant, the Board may by a majority vote of those present, impose an appropriate penalty. In cases where hearings are held by an appointed committee, the Board can not overrule its verdict, but final penalties are determined by the Board alone. The Board may issue a reprimand, suspend the defendant from all Club privileges for a stated period, or recommend expulsion to the membership
- c) Immediately after the Board has reached its decision, its findings shall be put in written form and filed with the Secretary, who shall in turn immediately notify both parties by sending a copy of the Board's written decision, including any penalties.

13.4 Expulsion

Expulsion of a member from the Club shall be accomplished at a Special General Meeting of the Club or at its Annual General Meeting following a proper hearing and upon the recommendation of the Board as stated in Section 13.2. The President shall read the complaint and report the findings and recommendation of the Board or appointed committee, and

shall invite the defendant, if present, to speak on his own behalf. The meeting shall then vote by secret written ballot on the proposed expulsion. A two-third (2/3) vote of those regular members present shall be necessary for expulsion.

At the discretion of the Board, expulsion may also take place by a confidential mail-in vote consisting of a two-third (2/3) majority of all eligible voting members in favour of expulsion. Proxy voting is not permitted.

ARTICLE 14—REGIONAL SPECIALTY SHOW

The club will make every effort to hold a Regional Specialty Show every other year, and a Booster in alternate years. Whenever possible the Club shall rotate locations of its Regional Specialty Show every two years within different club regions.

ARTICLE 15—AMENDMENTS

15.1 Proposal for Amendments

Amendments to the constitution or the bylaws may be proposed by the Board of Directors or by written petition addressed to the Secretary signed by fifty percent (50%) of the regular members in good standing. Amendments proposed by such petition shall be considered by the Board of Directors at the next regular board meeting and must subsequently be presented to the Board within ninety (90) days of the date when the Secretary received the petition.

15.2 Amendment by Vote

The constitution and bylaws may be amended at any time provided a copy of the proposed amendment has been mailed by the Secretary to each regular 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. Dual-envelope procedures shall be followed in handling such ballots, to assure confidentiality of the vote.

Notice with such ballot shall specify a date not less than 30 days after the date of mailing by which date the ballots must be returned to the Secretary to be counted. A two-third (2/3) majority of the returned votes of all eligible voting (regular) members is required to approve the proposed amendment.

15.3 The Canadian Kennel Club Approval

No amendment to the constitution or bylaws shall become effective until the Canadian Kennel Club has approved it.

ARTICLE 16—DISSOLUTION

The Club may be dissolved at any time by providing to the CKC written documentation signed by at least two-thirds (2/3) of the members of that club who are in favour of this decision. Proxies are not permitted.

In the event of the dissolution of the Club other than for the purposes of 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. After payment of the debts of the Club, its remaining property and assets shall be given to organizations for the benefit of dogs, as selected by the Board of Directors.

ARTICLE 17—ORDER OF BUSINESS

17.1 *At Club Meetings:* the order of business so far as the character and nature of the meeting may permit shall be:

- Roll Call
- Minutes of last meeting
- Report of the President
- Report of the Secretary
- Report of the Treasurer
- Reports of Committees
- Unfinished Business
- Election of Officers and Board

Election of New Members
New Business
Adjournment

17.2 At *Board Meetings*: the order of business unless otherwise directed by majority vote of those present shall be as follows:

Reading of minutes of last meeting
Report of President
Report of Secretary
Report of Treasurer
Reports of Committees
Unfinished Business
Election of New Members
New Business
Adjournment

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NATURAL JUSTICE definition, as referred to in Article 13.3:

Natural justice includes the notion of procedural fairness and may incorporate the following guidelines:

- A person accused of a **crime**, or at risk of some form of loss, should be given adequate notice about the proceedings (including any **charges**).
- A person making a decision should declare any personal interest they may have in the proceedings.
- A person who makes a decision should be **unbiased** and act in **good faith**. He therefore can not be one of the parties in the case, or have an interest in the outcome. This is expressed in the Latin maxim, ***nemo iudex in causa sua***: "no man is permitted to be judge in his own cause".
- Proceedings should be conducted so they are fair to all the parties - expressed in the Latin maxim ***audi alteram partem***: "let the other side be heard."
- Each party to a proceeding is entitled to ask questions and contradict the evidence of the opposing party.
- A decision-maker should take into account relevant considerations and extenuating circumstances, and ignore irrelevant considerations.

Justice should be seen to be done.