

1. Name of Club - Poodle Club of Canada.

1.1 a Area of Operation-Canada

1.2 The rules contained in the current edition of the Roberts Rules of Order shall govern The Poodle Club of Canada in all cases to which they are applicable and in which they are not inconsistent with the Constitution.

2. Objects (aims)

2.1 The Objects (aims) of the Club are:

A) to create and promote interest in the poodle by encouraging quality in the breeding of the purebred poodle and to do all possible to encourage their standard of perfection;

B) to encourage the exhibition of Poodles at conformation and specialty shows, obedience trials and other performance events;

C) to encourage the introduction of poodles into as many fields as possible

D) to urge members and breeders to accept the standard of the breed as approved by The Canadian Kennel Club as the premier standard of excellence;

E) to encourage the organization of independent local Poodle Specialty Clubs in those localities where there are sufficient fanciers of the Poodle to meet the requirements of the Canadian Kennel Club;

F) to do all in its power to protect and advance the interest of the breed and encourage sportsman like competition at conformation show and all other performance events in which the Poodle can participate;

G) to conduct sanctioned and approved events under the rules of the Canadian Kennel Club and to abide by the Canadian Kennel Club code of ethics;

H) The Poodle Club shall be operated on a nonprofit basis. Any surplus shall not be used to the benefit of any member of the Club;

I) the members of the Poodle Club shall adopt and may from time to time revise these by-laws as may be required to carry out these objects (aims).

3. MEMBERSHIP

3.1 Membership year

Membership in the Poodle Club shall be based on the calendar year.

3.2 Eligibility

The Poodle Club shall consist of members, the number of whom shall be unlimited. A list of the names and addresses of such members shall be kept by the Corresponding Secretary and shall be open for inspection. Members must be in good standing with the Canadian Kennel Club.

3.3 Types of Membership

There shall be three types of membership, they are as follows:

- A) Regular member
- B) Family membership. Voting limited to two (2) designated adults.
- C) Junior member (nonvoting)

3.4 Fees

The annual subscription is due and payable on January 1st. The yearly fee for single (regular) and family membership will be set by the executive and all members will be informed in the minutes of the October meeting of the fees for the following year. A member cannot speak or vote at any meeting until their dues are paid, Dues not paid by February 28th indicates automatic cancellation of membership. The Treasurer shall notify members who dues are two (2) months in arrears by email or post. Those whose dues are not paid within two (2) months thereafter shall be automatically dropped from membership in the Club. Members who pay by April 30th will be reinstated. Nonvoting junior membership to the age of 16 years shall be one-quarter of the regular membership fee.

3.5 Application for Membership

Applications for membership shall be made to the Membership Chair, in writing on the prescribed form. The candidate for membership shall be proposed by two members of the Club in good standing. Election shall be vested in the membership.

3.6 Approval of Membership

The applications shall be presented at the meeting following application. The names and addresses of the applicants shall be recorded in the minutes for comments of the full membership. All comments must be signed. At the following meeting a vote will be taken by secret ballot by the members present. Any member not present may vote in advance of the meeting by mail, fax or e-mail. Communications must have the voters name attached. No phone votes accepted. A 75% majority vote via Internet or at a regular meeting shall elect an applicant to membership. Applicants attending the meeting will be asked to vacate the room while the application and vote are being processed.

3.7 Rejection of Membership

Any applicant who is rejected must be provided with a reason in writing for the rejection.

3.8 Termination of Membership

A) Memberships maybe terminated as follows:

- 1) Resignation - any member in good standing, may resign from the Club by providing written notice to the Corresponding Secretary
- 2) Lapsing - a membership will be considered lapsed and automatically terminated if such member's dues remain unpaid 60 days after the first day of the fiscal year
- 3) Expulsion - a membership may be terminated as provided in section 10 of these bylaws

3.9 Voting Privileges

Unpaid membership dues shall constitute denial of voting privileges.

4. GENERAL MEETINGS

4.1 Meetings of the Club will be held on a day and time agreed upon by the members. Notice for any Special meeting and the Annual General Meeting shall be sent by email or post to each member of the Club at least seven (7) days prior to the date of the meeting. There shall be a minimum of four (4) General meetings.

Quorum: A quorum shall consist of at least two officers of the Club plus at least three other members in good standing in the Club.

4.2 SPECIAL GENERAL CLUB METING

Any special meeting will be called in the same manner as the annual meeting.

4.3 BOARD MEETINGS

Will be called in the same manner as a special meeting.

5. BOARD OF DIRECTORS

5.1 The Board:

The Board of Directors of the Poodle Club shall consist of the President, two Vice-Presidents, Recording Secretary, Corresponding Secretary, Past President, Treasurer and four (4) Directors who are residents of Canada. There must be four (4) of the six (6) regions covered across Canada by Board members. Directors must reside in the area that they represent. In the case of a tie vote the President will make the decision.

5.2 Officers:

Officers of the Club shall be the President, Vice-President, Second Vice-President, Recording Secretary, Corresponding Secretary, Past President, Treasurer and a minimum of four Directors. All must be residents of Canada and in good standing in The Canadian Kennel Club.

- A) The President shall chair all Board and General Meetings of the Poodle Club and shall have such duties as specified in these by-law
- B) The Vice-President shall assume the duties and exercise the responsibilities of the President or in such case as the President is unable to carry out the duties as President
- C) The Recording Secretary shall keep a record of all meetings of the Poodle Club and record the minutes at these meetings. Provide minutes to all the members.
- D) The Corresponding Secretary shall receive and send all correspondence and notify new members of their election to membership, notify members of the meetings, notify Officers and Directors of the Club of their election to office, keep a roll of all current members complete with addresses and phone numbers and carry out other such duties as prescribed by the Poodle Club. Assistants to the Corresponding Secretary may be appointed yearly as required.

E) Committees

(i) Standing Committees

- 1) Amendment Committee (3 appointed members)
To carry out amendments to the Constitution
- 2) Library Committee
- 3) Good & Welfare Committee
- 4) Newsletter Committee

- 5) Education Committee
- 6) Show Chairperson
- 7) Top Producer Committee
- 8) Performance Committee (Versatility, Obedience, Field)
- 11) Health Committee
 - 11A) Health Officer
 - 11B) Health Clinic
- 12) Website Committee
- 13) Membership Committee

(ii) Special Committees

The members of any meeting of the Club may appoint from the Membership, special committees, and in all cases, shall name the presiding officer.

The duties of each such committee shall be as may be delegated to it by the members, at any meeting of the Club, but the actions of any such special committee shall be subject to the approval of the members at any meeting of the Club.

The members of any meeting of the Club may remove from or appoint members to any special committee. The members of any meeting of the Club may terminate any special committee, upon determination that the purpose for which the committee was formed has been fulfilled.

(iii) Executive Committee:

To consist of the Clubs Executive.

(President, Vice-President, Second Vice-President, Recording Secretary, Corresponding Secretary, Treasurer) The Executive Committee shall be given the power to run the daily business of the Club between Regular meetings.

Any changes to Club policy or procedures must be decided by the membership at a Regular meeting.

The Executive Committee shall be accountable to the membership for its decisions.

5.3 Vacancies

Should a vacancy occur on the Board, the Board may appoint a member of the Club to fill the vacancy. Should a vacancy occur in the office of President, such an office would be filled automatically by the Vice-President. The resulting vacancy in the office of Vice-President shall be filled by the 2nd Vice-President. The resulting vacancy in the office of 2nd Vice-President shall be filled by a Director selected by a majority vote of the Board. Another Director shall then be appointed by the Board. All changes are only until the end of the current term of office.

5.4 Terms of Office

The term of the office for all Officers and Directors of the Club shall be for two (2) years.

These shall retire biannually but remain eligible for re-election and re-appointment.

Officers of the Club must be members in good standing in the Club for more than one year at the date of nomination except for the office of President, who shall be a member in good standing for two (2) years or more. The time limitation for this position shall be two years at the date of nomination.

All Officers and Directors of the Club must be members in good standing of The Canadian Kennel Club.

6. Nominations and Elections:

6.1 Nominations, Elections and balloting shall be vested in the membership of good standing on April 30th.

6.2 Nominations for officers for the ensuing year shall be made at the May meeting of the membership. All nominations must have prior approval of the person being nominated.

6.3 Postal ballots will be sent to the membership and shall be returned sealed, prior to the Annual General meeting being called to order. Elections must be conducted by secret ballot and proxy voting is not allowed.

6.4 At the Annual meeting all the sealed ballots will be opened and counted by two members selected by the membership. Ballots will be destroyed.

7. The Annual General Meeting

7.1 The Annual General meeting of the Poodle Club of Canada will be held in the month of September of each year. Notice of the meeting will be sent by email or post to each member of the Club at least seven (7) days prior to the meeting

7.2 A Quorum shall consist of at least four (4) officers of the Club plus four (4) other members.

8. Amendments

8.1 The Constitution may be amended by at least a two-thirds (2/3) affirmative vote of all eligible voting members by ballot.

All amendments so passed shall become effective immediately.

8.2 Notice of all proposed amendments shall be in writing and must be mailed or delivered to the Amendments Committee on or before May 1st.

8.3 The Amendments Committee shall submit the ballot, including the voting of the amendments committee, to the Corresponding Secretary for inclusion in the mailing of the ballots for the election of Officers.

8.4 The ballots will indicate sufficient information to enable members to complete the ballot and return to the Corresponding Secretary.

8.5 All members of the Club in good standing shall not be denied any of the Club's privileges.

9 Financial Statements

9.1 The Financial year of the Club shall be open on the 1st day of January and close on the 31st of December.

9.2 The financial books of the Club shall be audited annually by a certified public accountant or auditor, and the statement submitted at the February meeting.

9.3 An Annual statement of accounts, duly audited shall be emailed or posted to all members of the Club.

10 Discipline

10.1 Any member of the Club who is suspended, debarred, deprived, expelled or whose membership has been terminated by the CKC's Discipline committee shall be suspended from the privileges of the Club for a like period.

10.2 If the conduct of any member shall, in the opinion of the membership, be injurious or likely to be injurious to the character or interest of the Club, the membership may at a meeting, determine if a Special General Meeting of the Club shall be called for the purpose of considering what action is necessary. Notice of these meeting shall be sent to the accused member, giving the particulars of the complaint and advising the member of the time, place and hour of the meeting so that the accused member may offer an explanation. If at the Special General Meeting, a resolution to expel the member is passed by a two-thirds majority of members present and voting by secret, written ballot, the member shall cease for all purposes to be a member of the Club. The Member may within two calendar

months appeal upon and subject to such conditions as the Club may impose. Consequences may include; apology, restitution, suspension or expulsion.

11 Duties of Officers

11.1 The President shall preside at all meetings of the Club but shall have no vote, except where an equal tie of votes is deadlocked. In the President's absence, the First Vice-President shall take the chair.

11.2 The Recording Secretary shall keep a complete record of all meetings of the Club, and will Maintain a Policy and Procedures Manual for use at all Meetings of the Club.

11.3 The Corresponding Secretary shall have charge of all correspondence relating to the Club. On election of a member, the Corresponding Secretary shall send him written notice of his election and a copy of the Constitution. The Corresponding Secretary shall notify in writing Officers of their Election. The files and records of the Corresponding Secretary shall be open to inspection at all times.

11.3 The Treasurer shall collect and receive all revenues of the Club and deposit same in the Club bank account as approved by the Board, in the name of the Poodle 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 quarterly general meetings of the Board and at every Annual General Meeting of the Club. The financial records of the Poodle Club are the property of the Club. The treasurer shall pay all orders authorized by an affirmative vote of the members as recorded in the minutes. Checks are to be signed for payment by two of the three following officers: the President, the Corresponding Secretary and the Treasurer. The Treasurer and Corresponding Secretary to be the preferred signing officers. The Treasurer shall be authorized to transfer funds from the current account to the savings account and vice versa as necessary. Any funds in excess of \$500.00 advanced to any member of the Club for any purpose must be deposited in a chartered bank in the name of the Club, having a signature in trust, the person to whom the funds were advanced. A receipt shall be given acknowledging the funds and stating the purpose to which the money will be used. The person receiving the funds shall accept responsibility for a year end accounting of receipts and disbursements or such as required by the Treasurer. The Executive Committee shall have the power to authorize the Treasurer to pay such bills as are required for the running of the Club. A copy of the statement of each separate account shall be provided to the Treasurer on request.

12 Order of Business

12.1 Call the meeting to order

12.2 Reading of the minutes

12.3 Order of the Day

12.4 Applications for membership

12.5 Treasurer's report

12.6 Good and Welfare

12.7 Reports of Standing Committees

12.8 Reports of Special Committees

12.9 Communications and accounts

12.10 Unfinished business

12.11 New business

12.12 Under this heading are included remarks and debates to promote the interest of the Club and breeds in general

12.13 Braggart's corner

12.14 Adjournment

13 Regional Divisions:

Minimum requirements are 20 memberships (family memberships count as one.) within a distinct geographical region. Junior memberships may count, but may not be a majority of the memberships. Application to form a Regional Division shall be signed by all members within the proposed region and submitted to the Corresponding Secretary, including a description of the geographical boundaries and the proposed division name. Acceptance shall be the responsibility of the Board of Directors. Regional Divisions shall commit to holding one CKC-approved event annually, and shall hold at least one regional general meeting at least one month in advance of the Club's AGM. The Regional Division shall use the Club's logo, and will add the name of the region underneath on all advertising and correspondence, and will include the Club's President and Corresponding Secretary on all letterhead.

The Aims of the Regional Division shall be the aims of the Club.

The Purposes of the Regional Division shall be:

- to allow efficient holding of regional events;
- to foster a sense of belonging in members who are unlikely to attend the Club's AGM;
- within the overall framework of the Club's aims and policies, to allow for regional variation.

Officers: Election for Regional Division Chair shall also be election for the Region's Director to the Board of Directors. Combining these officers into one should allow for efficient liason of the Region with the Board and Executive. Duties as Chair shall include calling regional meetings, acting as Chair during the meetings, conveying the results of said meetings to the Board of Directors and Executive, and representing the Region at the AGM.

Election for Regional Secretary/Treasurer shall be held at the same time as election for the Regional Chair/Director. Length of office shall be 2 years. Besides the normal duties of recording the minutes of the regional meetings, regional correspondence, and recording and maintaining the financial records for the Regional Division, the Secretary-Treasurer shall forward a complete and accurate copy of all regional minutes to the Club's Recording Secretary annually and a complete and accurate copy of the Regional Division's financial records to the Club's Treasurer annually, both to be received at least two weeks before the Club's AGM. If workload warrants it, the Regional Division may choose to divide this office into Regional Secretary and Regional Treasurer. A Regional division may retain both financial and property assets as long as it exists, but for valuation purposes, these assets shall be considered to belong to the Club as a whole.

Dissolution of Regional Division: If a Regional Division fails to fulfill the minimum requirements for a Regional Division for two years in succession, or if the Regional Division incurs losses which must be paid by the Club Treasurer two years in succession, fails to keep or forward minutes or financial records, or if the Regional Division espouses policies which are counter to the Club's Aims or which have been rejected by the Club at the AGM, The Board of Directors shall ask the Corresponding Secretary to inform the Regional Director and Secretary/Treasurer by registered mail that the Regional Division will be dissolved at the end of 6 months if conditions do not change. These letters will outline the steps which must be taken to maintain the Regional Division. If the mandated corrections are not made by the end of 6 months, the Regional Division shall be dissolved and the Region's bank accounts and property assets shall be transferred to the Club Treasurer. Once a

Region has been dissolved, no further application for a Regional Division containing any part of the dissolved region shall be accepted for the following 5 years.

14. Dissolution

The Club may be dissolved at anytime by providing to the CKC, written documentation signed by at least 2/3 of the members who are in favor of this decision. Proxy votes are not permitted. In the event of dissolution of the Club, other than for 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 payments of the debts of the Club, its property and assets shall be given to a charitable organization for the benefit of dogs as selected by the Club Executive.

Date September 10, 2008

This version of the Constitution of The Poodle Club of Canada supersedes all previous versions.