

BY-LAWS FOR THE BASENJI CLUB OF CANADA

SECTION 1: MEMBERSHIP

ARTICLE 1 - Types of Memberships:

1. Regular Membership
 - a) Family
 - b) Single
2. Junior
3. Honorary
4. Lifetime

Regular:

Any person who has reached his/her 18th birthday shall be a regular member with full privileges from the date of membership. There shall be two classes of regular membership:

Family:

Consists of two adults, in the same household, plus any children residing there, only two votes per household. Others residing in this household, over the age of eighteen, must obtain individual memberships. A family membership shall be entitled to one subscription to the BCOC Newsletter

Single:

is defined as a regular member, not in conjunction with a family membership.

Junior: Any person under 18 years of age shall be classed as a junior member. Junior membership, not in conjunction with a regular membership, shall receive a subscription to the BCOC Newsletter. Junior members shall neither vote, nor hold office.

Honorary:

The BCOC may appoint honorary members in recognition of outstanding service to the breed. Such members may be nominated by means of a petition addressed to the Secretary, signed by five members, or by a majority vote of the Board. If the nominee accepts the nomination, and a 2:3 majority vote in favour by the BCOC members is received, then honorary membership shall be granted. Honorary members shall receive a subscription to the BCOC Newsletter but shall neither vote nor hold office.

Lifetime:

A lifetime membership can be granted to any member that has been a member for 20 years or more and has been nominated by means of a petition addressed to the Secretary, signed by five members in good standing with the BCOC or by majority vote of the board of directors. The candidate will be given the option of accepting or declining the offer. The life member is entitled to vote, and receive the BCOC newsletter but will not hold office or pay dues.

ARTICLE 2 Membership Dues:

- a) Membership dues shall be determined annually at the BCOC's Annual General Meeting.
- b) Regular and Junior dues shall lapse if dues are not renewed by March 1st in the membership year.
- c) Lapsed memberships can be reapplied for, to be effective, upon receipt until the end of the membership year in which they are received

ARTICLE 3 Termination of Membership;

Membership may be terminated by:

- a) Resignation or lapsing without return of dues; or
- b) Expulsion to be covered in Section 7

SECTION 2: BOARD OF DIRECTORS

ARTICLE 1 a)Board of Directors;

The Board shall consist of Club members in good standing, to be elected to the positions of President, Vice President, Secretary, Treasurer (these last two positions can be combined) and at least four Regional Directors (British Columbia, Prairie Provinces, Ontario, Quebec, Atlantic Provinces, Northwest Territories, Nunavut & Yukon) for a period of two years or to be re-elected for subsequent periods of two years. Election shall be by ballot solicited from the membership by mail or through the Newsletter prior to the BCOC's annual general meeting. Board members can serve until they resign or until they are no longer re-elected. General management of the BCOC's affairs is entrusted to the Board

ARTICLE 2 Duties:

- a) The **President** shall preside at all meetings of the Board and Club at which s/he can be present, and shall have the duties and powers normally appurtenant to the office of President in addition to those specified in the BCOC's By-laws. The President shall prepare an annual report of the activities of the Board, which shall be signed by those Board members present at the annual meeting. The report shall be published in the first convenient issue of the BCOC Newsletter following the meeting;
- b) The **Vice-President** shall have and exercise the responsibilities of the President in his/her absence, in addition to reasonable duties requested by the President;
- c) The **Secretary** shall keep a record of all meetings of the BCOC and of all votes taken by mail, and of all matters of which a record shall be ordered by the BCOC. The minutes of the annual meeting shall be published in the first convenient Club Newsletter. S/he shall have charge of the correspondence, notify members of meetings, notify Officers and Directors of their election to office, keep a roll of the members of the BCOC with their addresses, and carry out such other duties as are prescribed in these Bylaws;
- d) The **Treasurer** shall collect and receive all moneys due or belonging to the BCOC. S/he shall deposit the same in a bank approved by the Board, in the name of the BCOC. To withdraw moneys from the BCOC account, s/he and the President must jointly sign cheques. S/he shall report to the Board, at every meeting, the condition of the BCOC's finances and every item of receipt or payment not before reported; and at the annual meeting s/he shall render an account of all moneys received and expended during the previous year.
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Treasurer's report shall be available at least 21 days prior to the annual meeting. If, in the opinion of the Treasurer, any item in any bill to the BCOC is excessive, s/he shall immediately submit a question to the Board for its decision; and

- e) The **Directors** shall present to the Board any concerns/suggestions expressed by members of their geographical area, and to assist the Board wherever possible. Each Director is required to provide quarterly reports to the President and for publication in the newsletter.

ARTICLE 3 Vacancies:

Any vacancies occurring on the Board during the year shall be filled until the next annual election by a majority vote of all the then members of the Board, except that a vacancy in the Presidency will automatically be filled by the Vice President.

SECTION 3: THE BCOC YEAR, VOTING, NOMINATIONS, ELECTIONS

ARTICLE 1 Club Year:

The BCOC's fiscal and official year shall begin on January 1 and end December 31. The elected Board shall take office on January 1. Each retiring Board member shall turn over to his/her successor in office, all properties and records relating to that office within 30 days after the year begins.

ARTICLE 2 Voting:

At the annual meeting or at a special meeting of the BCOC, voting shall be limited to those members in good standing, who are present at the meeting, except for the election of Officers and Directors and amendments to the Constitution and Bylaws and the standard for the breed, which shall be decided by written ballot cast by mail or email. The Board of Directors may decide to submit other specific questions for decision of the members by written ballot cast by mail or email. Should e-mail be used then acknowledgement of receipt shall be made by the person/ persons receiving the ballot

The electoral time period for the Board of Directors shall commence the beginning of October of the second year of the term of office. The Secretary shall at this time solicit from the membership nominations for board positions.

ARTICLE 3 Nominations:

Normally, nominations for vacant positions on the Board of Directors shall be solicited from the Regular members at the beginning of the electoral time period by the Secretary either by mail, email or through the Newsletter.

Nominations submitted to the Secretary shall include advice that the nominee agrees to serve if elected.

ARTICLE 4 Voting for the Board of Directors:

The Nominating Committee shall mail a "Request for Nominations" to the membership or have it included in the newsletter. The committee will name a date for the close of nominations to coincide with a Fall Election.

After the nominations are completed and received, the Nominating Committee shall mail ballots to eligible members or have them included in the newsletter in sufficient time for returns

to be made to the Nomination Committee. The Nomination Committee shall arrange the voting as follows:

a) Included with the ballots shall be a list of the vacant positions as well as a list of Directors willing to stand for re-election and all nominees for specific vacant positions. Personal information on each nominee may also be included if it has been provided. A deadline for the close of voting must also be included.

b) When the ballots are returned, the nominee receiving the greatest number of votes for a particular position shall be declared elected.

c) Ballots may be returned by mail or by email, with an acknowledgement of receipt being sent from the Nomination Committee member(s).

c) The Nominating Committee shall name a "Tally Committee" to be manned by persons not up for office.

SECTION 4: MEETINGS

ARTICLE 1 Annual Meeting:

The annual meeting of the BCOC shall normally be held in conjunction with the National Specialty at a place, date and time specified by the National Show Committee. Written notice of the annual meeting shall be mailed by the Secretary to each member at least 30 days prior to the date of the meeting. The quorum for the annual meeting shall be ten percent of the members eligible to vote. Should for some unforeseen reason difficulties, such as weather or lack of membership should make it impossible to hold the AGM at the National then another time and place shall be determined by the membership. If necessary efforts will be made to use other methods such as conference calls which would be scheduled to include members from all the time zones.

ARTICLE 2 Special General Club Meetings:

Special general Club meetings may be called by the President on his/her own initiative, by three members of the Board or by ten percent of members in good standing. In the latter case, the request shall be made to the Secretary who shall arrange the meeting as soon and as expeditiously as possible.

ARTICLE 3 Board Meetings:

A meeting of the Board should be held promptly following the conclusion of the election, when feasible, in person, via special chat line e-mail or by phone conference, if necessary.

Other meetings of the Board of Directors may be held at such times and places as are designated by a majority vote of the entire Board. The quorum for a Board meeting shall be a majority of the Board members. The Board of Directors may conduct its business by mail through the Secretary.

SECTION 5: AMENDMENTS TO THE CONSTITUTION

ARTICLE 1 Proposing an Amendment:

Amendments to the Constitution and Bylaws and standard of the breed may be proposed at any time to members of the BCOC by the Board of Directors or be made by written request to the Secretary by five members in good standing. A request by members shall be presented to the BCOC membership with the recommendations of the Board of Directors.

ARTICLE 2 Method of Approving an Amendment:

The Constitution, Bylaws and standard for the breed may be amended at any time provided a copy of the proposed amendment has been mailed by the Tally Committee to each member accompanied by a ballot on which s/he may indicate his/her choice for or against the action to be taken. The notice must specify a date not less than 30 days after the date of mailing by which date the ballots must be returned to the Tally Committee to be counted. The Tally Committee shall consist of the Tally Officer and two other members in good standing appointed by the Tally Officer. The favourable vote of 2:3 of the members in good standing who return ballots within the time limit shall be required to effect any such amendment. No amendment adopted by the BCOC shall become effective until it is approved by the Board of Directors of the CKC.

SECTION 6: DISCIPLINE

ARTICLE 1 CKC or BCOC Suspension:

A member who is suspended from privileges in the CKC shall also be suspended from Club privileges in the BCOC for a like period.

ARTICLE 2 Charges:

A member may prefer charges against another member for alleged misconduct against the BCOC or the breed. Such charges shall be in writing, shall be filed in duplicate with the BCOC Secretary and shall be accompanied by a deposit of \$10 which shall be forfeited if the charges are not sustained by the Board or a committee following a hearing. The Secretary shall promptly send a copy of the charges to each member of the Board or present them at a Board meeting. The Board shall first consider whether the actions alleged in the charges, if proven, can constitute conduct to the prejudice of the best interest of the BCOC or breed. If the Board decides that the charges do not allege conduct prejudicial to the BCOC or breed, it may refuse to entertain jurisdiction. If the Board entertains jurisdiction of the charges, it shall fix a date for a hearing by the Board or a committee of not less than three members of the Board, not less than three or more than six weeks thereafter. The Secretary shall promptly send a copy of the charges to the accused member by registered mail, together with a notice of the hearing and an assurance that the accused can appear in his/her own defence accompanied by witness(es), if wanted.

ARTICLE 3 Board Hearing:

The Board or committee shall have the authority to decide whether counsel may attend the hearing, but both complainant and defendant shall be treated uniformly in this regard. Should the charges be sustained after hearing all the evidence and testimony presented by the complainant and defendant, the Board or committee may, by a majority vote of those present, suspend the defendant from all Club privileges for not more than six months from the date of the hearing or until the next annual meeting if that will occur after six months; and if it deems that punishment insufficient, it may also recommend to the membership that the penalty be expulsion. In such cases, the suspension shall not restrict the defendant's right to appear before his/her fellow members at the ensuing Club meeting which considers the recommendation of the Board or committee. Immediately after the Board or committee has reached a decision, its findings shall be put in written form and filed with the Secretary. The Secretary, in turn, shall notify each of the parties of the decision and penalty, if any.

ARTICLE 4 Expulsion:

Expulsion of a member from the BCOC may be accomplished only at the annual meeting of the Club following a hearing and upon the recommendation of the Board or its committee as provided for in Article 3 of this Section. The defendant shall have the privilege of appearing on his/her own behalf though no evidence shall be heard at this meeting. The President shall read the charges, findings and recommendations and shall invite the defendant, if present, to speak. The meeting shall then vote by secret written ballot on the proposed expulsion. A 2:3 majority vote of those present and voting shall be necessary for expulsion. If expulsion is not approved, the suspension can stand.

SECTION 7; DISSOLUTION

ARTICLE 1 Procedures for Dissolution:

The BCOC may be dissolved at any time by written consent of not less than 2:3 of the members. In the event of dissolution of the BCOC, none of the property of the BCOC, nor any proceeds thereof, nor any assets of the BCOC shall be distributed to any members of the BCOC, but after payment of the debts of the BCOC, its property and assets shall be given to a charitable organization for the benefit of dogs, selected by the Board of Directors.

SECTION 8: ORDER OF BUSINESS

ARTICLE 1 Order of Business:

At meetings of the Board, the order of business, unless otherwise directed by a majority vote of those present, shall be:

1. Minutes of last meeting;
2. Report of Secretary;
3. Report of Treasurer;
4. Unfinished business;
5. Election of new members;
6. New business;
7. Adjournment.

At meetings of the BCOC, the following items may be added:

1. Roll call;
2. Report of President.

CONSTITUTION OF THE BASENJI CLUB OF CANADA

ARTICLE 1 Name:

The name of the Club shall be "The Basenji Club of Canada", hereafter referred to as the "BCOC".

ARTICLE 2 Terms of Reference:

The BCOC will maintain recognition with the CKC and has jurisdiction as well as an area of operation that represents the breed throughout Canada.

ARTICLE 3 Objectives:

a) To accept the Breed Standard, as approved by the CKC, as the official standard by which the breed shall be judged

b) To encourage BCOC members to promote the natural qualities of the Basenji to the greatest extent possible;

c) To advance the interest of the breed by encouraging good sportsmanship by members and the participation of members in conformation, performance and educational events

d) To educate members of the general public in the characteristics and care of the Basenji including, but not limited, to breed specific health concerns

e) To operate the BCOC without profit and to ensure that no residue of BCOC assets inures to the benefit of any individual and);

f) To assist any Basenji in distress.

ARTICLE 4 Board of Directors

a). The Board of Directors shall consist of club members in good standing, and will include a Past President, and the elected positions of President, Vice President, Secretary, Treasurer (these last two positions can be combined) and at least four Regional Directors (any four (4) of British Columbia, Prairie Provinces, Ontario, Quebec, Atlantic Provinces and Nunavut, Yukon and Northwest Territories

c) General management of the BCOC's affairs is entrusted to the Board. The Board of Directors shall serve from their election until January 31 after their second year.

ARTICLE 5 Membership

a) The membership year shall be from January 1 to December 31 and is open to all persons who subscribe to the purposes of this club

b) Members are in good standing with a national governing body. Applicants for new membership shall have two sponsors who are members in good standing, who do not reside in the same household, and be approved by the board of directors.

c) Members will refrain from engaging in malicious comments or repeat hearsay regarding other members and breeders as this reflects badly on the club as a whole.