

GOLDEN RETRIEVER CLUB OF QUEBEC

CONSTITUTION AND BY-LAWS

1. DESIGNATION

1.1. NAME

This association is known under the name of the Golden Retriever Club of Quebec hereinafter referred to as the "GRCQ" or "the club".

1.2. AREA OF OPERATION

The area of operation for GRCQ is the Province of Quebec. (CKC Zone 4)

2. OBJECTIVES

2.1 THE OBJECTIVES OF THE CLUB ARE THE FOLLOWING :

- a) To encourage and promote quality in the breeding of the pure bred Golden Retriever and to do everything we can to perfect their natural qualities;
- b) To consolidate Golden Retriever enthusiasts by enabling them to get together to exchange their points of view and to exchange and enhance their knowledge of the raising, acquisition and care of the Golden Retriever;
- c) Ensure that the members and breeders accept the breed standard as defined by the Canadian Kennel Club as being in accordance with the highest standards possible;
- d) Make every effort to protect and advance the interests of the breed and to encourage sportsmanship in conformation shows (competitions and field trials) and obedience competitions;
- e) Hold events sanctioned and approved in accordance with the Canadian Club rules and in compliance with the code of conduct of the Canadian Kennel Club;
- f) The club must be operated on a not-for-profit basis. Any resulting surplus cannot be used for the benefit of club members;
- g) Encourage youth involvement and interest in the Golden Retriever;
- h) Members of the club must adopt these bylaws to help them achieve the present objectives and to revise them as needed.

3. MEMBERSHIP

3.1. MEMBERSHIP YEAR

The club membership year corresponds to the calendar year.

3.2. ELIGIBILITY

Any person aged 18 years of age or older, who is in good faith, is in accordance with the goals of the club, and is not subject to expulsion or suspension from the Canadian Kennel Club or another club recognized by the CKC is eligible.

3.3. CATEGORIES OF MEMBERS

There are two categories of members :

a) Regular member: after one year as a provisional member, any person can become a regular member, if they comply with all requirements for registration imposed by resolution of the Board of Directors, in accordance with the provisions of the present regulations related to the suspension, expulsion and resignation of members.

b) Honorary member: it will be open to the Board of Directors by resolution, to designate any person as a club member emeritus, provided that the total number of members in office is not more than ten percent (10%) of the total number of regular members in good standing. Honorary members have no annual contribution to pay. They are entitled to attend all general or special member meetings but without voting rights. They are not eligible to be a member of the Board of Directors or officers of the club.

3.4 MEMBERSHIP FEES

Membership fees are due the first day of each year. During the month of December, the Secretary shall notify each member that the fees for the following year are due. Membership fees must be paid no later than January 31 of each year. Any member who has not renewed his membership by February 1st each year is considered to be resigned.

3.5 MEMBERSHIP APPLICATIONS

Each candidate must complete an application form designated by the Board of Directors wherein it is expected that the applicant agree to comply with the bylaws and pay the membership fees. The application shall indicate the name and address of the candidate and be submitted by the Secretary to the Board of Directors to the Assembly following the receipt of the request. The Council will then decide on the eligibility of the candidate. The Secretary will then send the successful candidate their membership card, as well as a copy of the general regulations of the club.

3.6 MEMBERSHIP CARD

The Board of Directors are free to issue membership cards to any regular member in good standing. In order to be valid, the card must have the signatures of the Secretary and the President.

3.7 MEMBERSHIP REFUSAL

Any candidate who has been denied membership must receive a written explanation as to the reasons for their refusal.

3.8 TYPE OF MEMBERSHIP

- a) Individual: for a person 18 years and over;
- b) Family: for the member, the joint signatory member and children. Only the member and the joint signatory member are permitted to vote.

3.9 TERMINATION OF MEMBERSHIP

Membership may be terminated as follows:

- a) Resignation of a member in good standing by way of giving written notice to the club Secretary;
- b) Expiry of membership: a membership is deemed expired and automatically terminated if club membership fees remain unpaid 30 days following the first day of the fiscal year;
- c) Expulsion: a membership may be terminated by expulsion pursuant to Article 11 of the Bylaws.

3.10 VOTING RIGHTS

An individual must be a member before being entitled to vote. Non-payment of the membership fee leads to the denial of the right to vote. Only regular members have the right to vote.

4. GENERAL ASSEMBLY

4.1. ANNUAL GENERAL ASSEMBLY

The annual general meeting of the club will be held on the date that the Board of Directors sets each year, usually during a major activity of the club. The Board of Directors will determine the place, date and time.

The Secretary shall mail a written notice announcing the annual general meeting to each member at least thirty (30) days before the meeting date. The presence of 25% of all members in good standing of the club shall constitute a quorum of the annual general meeting.

4.2. SPECIAL GENERAL ASSEMBLY

- a) The Board of Directors has the power to convene a special general assembly at any time provided they give notice to all members.

b) The Board of Directors has the obligation to convene a special general meeting as soon as the Secretary receives a formal request. Such a request must be signed by at least five members in good standing.

c) Such a meeting shall be held at the place, date and time set by the Board of Directors. The Secretary shall mail a written notice of such meeting at least ten (10) days before the meeting. The notice must indicate the purpose of the meeting and no other affair of the club is to be discussed. The presence of 10% of the members in good standing shall constitute a quorum for such meeting.

4.3. BOARD MEETINGS

The first meeting of the Board of Directors will be held in the month following the election of the Board of Directors. Other meetings of the Board of Directors will take place on the dates and locations that the governing council have agreed upon, at least once every three months. The Secretary shall notify members of such meetings at least ten (10) days before the date of the meeting.

a) The majority (50% + 1) of the members of the Board of Directors voting in person or by mail shall constitute a quorum;

b) The Board of Directors may conduct business by mail or electronic means.

5. BOARD OF DIRECTORS

5.1. BOARD OF DIRECTORS

The Board of Directors is composed of members of the club executive (President, Vice-President, Secretary, Treasurer) and two administrators (as required by the general regulations of the club) who are all residents of Canada and members in good standing of the Canadian Kennel Club. They are elected for a term of three (3) years as specified in the present general regulations and their mandate continues until their successor is elected. The general management of the affairs of the club are entrusted to the Board of Directors.

5.2 MEMBERS OF EXECUTIVE : Members of the executive are the President, Vice-President, the Secretary and the Treasurer. They must be residents of Canada, and be members in good standing of the Canadian Kennel Club.

a) The President presides over all meetings of the Board of Directors and the general meetings of the club and has duties and responsibilities specified in these By-laws.

b) The Vice-President takes the functions of president and performs all responsibilities under the direction of the President or, in such cases, at times when the President is unable to perform the responsibilities of the President;

c) The Secretary drafts the minutes of all meetings of the Board of Directors and the general meetings of the club, and saves all ballots cast at the meetings. The Secretary receives and sends correspondence on behalf of the club to give notice of meetings to members, to advise

the new candidates that they have been elected as members of the executive, and the Board of Directors on their election to a post. The Secretary maintains a registry of current members of the club with the address and phone number, and performs all other duties prescribed by these Bylaws;

(d) The Treasurer collects and receives all the income from the club and makes bank deposits to the club bank account as approved by the Board of Directors, on behalf of the club.

The books of the club are put at the disposal of the Board of Directors for review at any time, and a balance sheet is presented at each meeting of the Board of Directors and at each annual general meeting of the club. The financial records of the club are club property.

5.3. POST VACANCIES

If there is a vacated post on the Board of Directors the President may appoint a member of the club to fill the position. If the post of the President becomes vacant, it should automatically be filled by the Vice-President and the post of Vice-President must be filled by a majority vote (50% + 1) of the Board of Directors.

5.4. DURATION OF FUNCTIONS

The elected executive and the Board of Directors shall take office on January 1st of the year following the election. Each former member of the Board of Directors shall transfer to his successor in the post all property and records relating to this post no later than January 1st of the new mandate.

6. CLUB YEAR

6. The club year commences on the 1st of January and ends the 31st day of December.

7. FINANCES

7.1. BANK ACCOUNT

A club must hold a separate bank account which is separate, independent and in the name of the club. Furthermore, all cheques drawn on the account of the club must bear the signature of the Treasurer and President or Secretary.

7.2. CONTRACTS

Contracts and other documents requiring a signature must be approved in advance by the Board of Directors and on such approval shall be signed by the President, the Secretary or the Treasurer.

8. VOTE

During an annual general meeting or a special general meeting of the club, the vote is reserved for members in good standing who are present at the meeting. Proxies are not allowed. The

Board of Directors may submit by means of written ballot, other matters specific to the decision of the members.

9. ELECTIONS

9.1. BALLOTS

Election of members of the executive and Board of Directors is made by secret ballot or by show of hands. The counting of the ballots or the counting of the votes by show of hands must be made at the meeting by two members in good standing who will serve as President and Secretary of the election. The individual who has received a greater number of votes for each of the positions will be declared elected. If for any reason a candidate cannot accept such position, the vacancy will be filled by the new Board of Directors in the manner provided in article 9.2.

9.2. NOMINATION OF CANDIDATES

Nomination of a candidate will be accepted in the club elections if nomination has been made in accordance with the present regulations.

10. COMMITTEE

10.1. PERMANENT

The Board of Directors may appoint standing committees each year in order to advance the work of the club relating to areas such as national and regional specialities in conformation and obedience. Committees of this kind are always governed by the final authority of the Board of Directors. The Board of Directors may from time to time appoint ad hoc committees for specific projects.

11. DISCIPLINE

11.1. SUSPENSION FROM CANADIAN CANINE CLUB

Any member who has been suspended, is expelled or deprived of the privileges of the Canadian Kennel Club will automatically be suspended from the privileges of the club for a similar period.

11.2. EXPULSION

Any club member can be asked to leave the club by way of a two thirds decision at the Board of Directors meeting. An excluded member has the right to appeal the decision to the General Assembly.

12. AMENDMENT

12.1. PROPOSAL FOR AMENDMENTS

Proposal for amendments to the Constitution and Bylaws may be proposed either by the Board of Directors, or by a written petition addressed to the Secretary, signed by ten members in good standing.

The changes proposed by such a petition must be examined by the Board of Directors within a period of ninety (90) days from the date of receipt of the petition by the Secretary. A vote by a majority of two-thirds (2/3) of eligible voting members is required to approve changes in the Constitution and Bylaws. The vote will be held at the annual general meeting.

12.2. APPROVAL BY THE CANADIAN CANINE CLUB

No modifications to the Constitution and to the By-laws can be put into force until they are approved by the Canadian Kennel Club.

13. DISSOLUTION

The Club may be dissolved at any time by providing the Canadian Kennel Club a written document signed by at least two-thirds (2/3) of the membership of the club who are in favour of this decision. In the event of dissolution of the club, except for the purposes of reorganization, either voluntarily, involuntarily or by invocation of a law, none of the property of the club, or any revenue from the sale of the property, or any part of the assets of the club will be distributed to the members of the club. After payment of the debts of the club, the property and assets are to be offered to a non-profit organization chosen by the Board of Directors.

14. USE OF NAME OR THE ABBREVIATION OF CLUB

No club member has the right to use the name or acronym of the GOLDEN RETRIEVER CLUB OF QUEBEC, in its advertising or verbally, to promote its breeding or any other trade under penalty of expulsion from the club. However, it is permissible to mention to interested persons that they are members in good standing of the GOLDEN RETRIEVER CLUB OF QUEBEC.

15. CODE MORIN

For all matters not provided for in the present Bylaws, it is the procedure laid down in the CODE MORIN (procedures of the deliberative assembly) that applies.

16. CODE OF ETHICS

Appendix 1 or "code of ethics" is an integral part of the present regulations of the GOLDEN RETRIEVER CLUB OF QUEBEC.

SCHEDULE 1.

ANNEXE 1