




T.K. SPARKS

BY-LAWS

Definitions:

"Member(s)" shall refer to any Club that is a member club in good standing at present.

"good standing" means a member that has fully paid their dues and has not resigned or been expelled.

"Board" or "Member of the Board" shall refer to the Board of Directors or individual Directors of the B.C Association of Retriever Trial Clubs.

"In writing" shall include electronic communication such as email.

A "term" shall coincide with the Annual Meeting of Members.

"CKC" refers to the Canadian Kennel Club.

1. MEMBERSHIP

Membership in The B.C. Association of Retriever Trial Clubs (hereafter the Association) shall be open to any Club operating primarily within the Province of British Columbia and states an intention to conduct Canadian Kennel Club Sanctioned or Approved Retriever Trials and/or Hunt Tests as a part of its normal annual activities. Membership is available upon application and payment of initiation dues as set out below plus first annual membership dues.

2. TERMINATION OF MEMBERSHIP

Membership may be terminated:

- 2.1.** By resignation in writing after payment of all current obligations to the Association.
- 2.2.** By any obligations to the Association being in arrears for over ninety (90) days after Notice in writing.
- 2.3.** By expulsion by a vote of two—thirds (2/3rds) of members of the Association present and voting at any Annual or General Meeting; and upon the occurrence of any of the above a member ceases to be a member in good standing.

3. DUES

- 3.1.** Initiation dues shall be Twenty—five dollars (\$25.00) or such sum as may be set from time to time by a two—thirds (2/3rds) vote of all members present or represented at any Annual General meeting. Dues shall be payable at the time of initiation.
- 3.2.** Annual Membership Dues shall be set from time to time by a two—thirds (2/3rds) vote of all members present or represented at any Annual General meeting. Dues shall be payable on November 1 each year.
- 3.3.** Running dog fees shall be set from time to time by a two—thirds (2/3rds) vote of all members present or represented at any Annual General meeting. The Running Dog Fee shall be paid by each member for each entry in licensed stakes at field trials or hunt tests. The fee shall be payable within sixty (60) days following the date of the event.

4. OFFICERS AND BOARD OF DIRECTORS

The Officers and Directors of the Association shall consist of the following:

- President
- Vice-President – Interior
- Vice-President – Vancouver Island
- Vice-President – Lower Mainland
- Secretary
- Treasurer

The "Board of Directors" (also referred to as "the Board") shall consist of these Officers, plus the immediate Past President.

4.1. Vacancies occurring mid-year in the Officers or Board of Directors may be filled by a majority vote of the remaining members of the Board. Any person appointed shall serve until the next Annual General Meeting at which time an election to fill the position shall be held.

4.2. The Board shall be responsible for and shall carry on the day to day operations of the Association subject only to any overall directions given by the members at Annual or General Meetings.

4.3. Committees: The Board from time to time, may appoint a committee of either one or more of its members and/or any other persons who may be willing to organize or coordinate an activity or responsibility of the Association (i.e. to organize the supply of birds to members; to arrange judge clinics; to provide a bulletin to publicize Association activities; etc.). Members should then be notified of the name, and responsibility of such person(s).

5. ELECTION OF OFFICERS

All Officers are to be elected at an Annual General Meeting of the Association and shall serve for a term of two (2) years following the date of the election. Notwithstanding the foregoing, it may be decided by a majority vote at any annual meeting to elect one or more of the Officers for terms of either one (1) or three (3) years to prevent the replacement of all Officers of the Association in the same year.

The President, Secretary and Treasurer shall be elected by the members at or represented at the Annual Meeting. The Vice Presidents of each Region shall be elected by the members from the respective regions represented at the Annual Meeting. In the absence of any representatives of any members in a Region the Vice—President for that Region shall be elected by all members represented at the meeting. Except with the unanimous consent of all members in the region and represented at the Annual Meeting, the offices of Vice President—Interior and Vice President—Vancouver Island shall, on alternating two (2) year terms, be filled by a person from each member in the region to the intent that each regions shall in turn be entitled to have a person residing in the area of the majority of their memberships as a Vice—President of the Association.

6. DUTIES OF OFFICERS

6.1. DUTIES OF PRESIDENT AND VICE-PRESIDENT

The President, or in their absence, one of the Vice—Presidents (as determined by agreement among the Vice—Presidents present, or failing such agreement as determined by a majority of those present at the meeting and eligible to vote), shall preside at all meetings of the Association and the Board of Directors and should prepare an agenda for each meeting for circulation by the Secretary. The President shall also be responsible for ensuring that the activities of the Association are carried out in accordance with the Association's bylaws, the BC Societies Act, the CKC, and any direction from its members.

6.2. DUTIES OF VICE-PRESIDENT(S)

In addition to the duties set out in the preceding paragraph the Vice—Presidents for each region shall be responsible for knowing and transmitting concerns particular to their respective regions to the Board and putting forward views of their respective regions at meetings of the Board.

6.3. DUTIES OF SECRETARY

The Secretary shall record the minutes of all meetings of the Association, including committee meetings, oversee the maintenance of membership roll, Officers & Board lists, provide for the safe keeping of all official contracts and records of the organization, receive and respond to correspondence, and publish notices of scheduled meetings or announcements as required in these Bylaws or as directed by the Board. The Secretary shall:

6.3.1. Within forty—five (45) days of each General Meeting send copies of the minutes of the meeting to each member and the Board

6.3.2. Within thirty (30) days of the completion of each Meeting of the Board send copies of the minutes to each member and Board; and

6.3.3. Within thirty (30) days of the completion of any mail or electronic ballot notify each member of the results.



6.4. DUTIES OF TREASURER

The Treasurer shall be responsible for: banking, bookkeeping, and financial record keeping and reporting the financial position of the Association by preparing financial statements in accordance with the Canadian Accounting Standards for Not For Profits. Reports will be prepared for the Board and members as requested and not less than for the Annual General Meeting. Annual financial statements will be prepared within ninety (90) days following the fiscal year end.

6.4.1 The Association's financial records shall be open for inspection by the Board or auditor (if any) at any time and made available to any member upon request.

6.4.2 The fiscal year—end of the Association shall be October 31st or such other date as may be set by two—thirds (2/3rds) vote at any meeting and consented to by the current Treasurer.

7. REMUNERATION OF OFFICERS

There shall be no remuneration of Officers or Directors.

8. REMOVAL OF OFFICERS

An Officer or Director of the Association may be removed from office at any time by a special resolution approved by not less than two—thirds (2/3) of the members.

9. AUDITOR

An Auditor, if required may be appointed at the Annual General Meeting. The role of the auditor is to obtain reasonable assurance and report to the Association if the accompanying financial statements present fairly, in all material respects, the financial position of the Association for the period under review.

10. MEETINGS OF MEMBERS

Meetings may be held in person or permit attendance by telephone or electronic means such as video or audio conferencing. The medium used must be such that all members can view or hear the dialogue simultaneously.

10.1. ANNUAL MEETING OF MEMBER

There shall be an Annual Meeting of the Association members and Board which shall be at the call of the President or any three (3) members of the Board and shall be held within forty—five (45) days of the fiscal year end. The Annual Meeting shall be called not less than thirty (30) days' notice in writing to the members.

10.2 GENERAL MEETINGS OF MEMBERS

General Meetings (other than Annual Meetings) shall be at the call of the President or any three (3) members of the Board. It is recommended that at least one (1) general meeting be called in each calendar year. General Meetings shall be called upon not less than fourteen (14) days' notice in writing to each member.

10.3. QUORUM AT ANNUAL AND GENERAL MEETING

The quorum required Annual or General Meetings of the Association shall be representatives of not less than one—half (1/2) of the members, and in any event not less than three (3).

10.4. VOTING AT ANNUAL AND GENERAL MEETINGS OF MEMBERS

Each member in good standing may be represented by up to two (2) representatives who may express their own and their Club's views on all issues (subject always to rulings of the Chairperson). Each member, however, is entitled to one (1) vote only and shall name one (1) of its representatives as "Voting Delegate". In the event of any dispute among those present at any Annual or General Meeting as to who represents any member or as to who is the voting delegate, such dispute shall be resolved by notice of appointment by the President or Secretary of the Club or in their absence, the decision of the Chairperson of the meeting shall be final and binding.

10.4.1. An ordinary resolution is passed by receiving a simple majority of votes cast by present voting members.

10.4.2. A special resolution is passed by receiving 2/3 of the votes cast by present voting members.

11. MEETINGS OF THE BOARD OF DIRECTORS

Meetings of the Board of Directors shall be convened at the call of the President or of any three (3) other members of the Board. Notice of meetings should be in writing or electronic means directly with each member of the Board. In either event, there shall be not less than seven (7) days' notice given.

11.1. QUORUM AT MEETINGS OF THE BOARD OF DIRECTORS

The Quorum at Meetings of the Board shall be not less than one—half (1/2) of the members of the Board.

11.2. VOTING AT MEETINGS OF THE BOARD OF DIRECTORS

At meetings of the Board of Directors each member of the Board present shall have one (1) vote, and a simple majority shall govern. The President or Chairperson shall not have a second or casting vote. Any resolution shall be deemed passed and the decision deemed made if approved by five (5) or more members of the Board.

12. MAIL OR ELECTRONIC BALLOT BY MEMBERS In addition to resolutions and decisions made at Annual and General Meetings, the Board may instruct the Secretary to poll the members by mail, email, or electronic poll and any ordinary resolution so passed by 2/3 of the voting members shall have the same effect as a resolution passed at an Annual Meeting or General Meeting. Special resolutions may be passed if agreed to in writing by all the voting members in the Association .

12.1. Ballots, whether distributed by mail or electronic means will be delivered to each member, giving not less than fourteen (14) days from the date of such mailing in which to reply.

13. PROXY NOT ALLOWED

Neither Directors nor Members may vote by proxy (other than as permitted in thes Bylaws).

14. AGENDA

In the case of all meetings, whether Annual, General, or of the Board, an agenda setting out the business to be discussed should be sent with the Notice of the Meeting. A typical agenda should include:

- Approval of Minutes of previous meetings.
- Business arising out of the Minutes.
- Secretary's Report
- Treasurer's Report.
- Report of any Committees.
- Correspondence.
- Unfinished Business.
- Election of Officers.
- New Business.
- Adjournment.

The order of business may be changed by a majority vote of the members present at a meeting.

15. AMENDMENT OF BY-LAW OR CONSTITUTION

The By—Laws and Constitution of the Association may be amended by special resolution and a three—fourths (3/4ths) vote of the members present at the Annual Meeting. Due notice of the proposed amendment will be given in writing to all members at least fourteen (14) days prior to the meeting and include the proposed amendment or amendments. Notice of any Motion to amend Bylaws



or Constitution shall be delivered in writing to the Secretary of the Association not less than 30 days prior to the Annual Meeting.

16. BANKING ARRANGEMENTS AND SIGNING AUTHORITY

16.1. BANKING ARRANGEMENTS

The banking business of the Association shall be transacted at such bank, or other corporation carrying on banking business in Canada as the Board of Directors may designate from time to time by resolution. The banking business or any part, shall be transacted by any two of the Treasurer, President, or Secretary of the Association.

16.2. SIGNING AUTHORITY

A contract or record of the Association must be signed on behalf of the Society:

16.2.1. by the president, together with one other director,

16.2.2. if the president is unable to provide a signature, then the vice-president together with one other director.

16.2.3. in any case, the Board of Directors by way of resolution, may authorize any two of the Treasurer, President, or Secretary to carry out disbursements by means of electronic banking or by cheque for all expenditures approved in the annual budget at the Annual Meeting, subject to any restrictions or directives by the members. Extraordinary expenditures will be approved by the Board of Directors on a case-by-case basis. The extraordinary expenditure must be approved by five (5) or more members of the Board.

17. BORROWING POWERS

The Association shall not have the power to borrow money.

18. SEAL PROVISIONS

The Association shall have a seal which shall be in the custody of the Secretary and shall be affixed only by authority of a Resolution of the Board. Unless otherwise specified by Resolution of the Board the seal shall be affixed in the presence of any two (2) of the President, one or more of the Vice—Presidents, Treasurer or Secretary of the Association.

19. MINUTES AND BOOKS OF RECORD

The Minutes, books and records of the Association may be perused by a representative of any member at any Regular Meeting of the Association or upon request in writing to the Secretary who, upon receipt of such request, shall within five (5) days notify the applicant of the time and place where such Minutes, books and records may be perused (or shall forward copies of the minutes or books upon payment in advance of the cost of copying and forwarding the same, such cost not to exceed Fifty Cents (\$.50) per page).

20. NOTICE

Any Notice, or other communication required to be sent or delivered to any member, shall for all purposes be deemed to have been received five (5) days after mailing by ordinary prepaid post to the Secretary of the member club, Notice or other communication required to be sent by electronic means shall be deemed to have been received two (2) days after distribution. The certification of the Secretary or other appropriate officer of the Association as to the sending of the Notice and as to the contents of the records of the Association shall be final and binding on all concerned.

21. NON-PROFIT

No part of the assets or income of the Association may be distributed or paid to or otherwise be used for the personal benefit of any member thereof. Any assets or income of the Association remaining on dissolution shall be paid or distributed to such non—profit or charitable institutions as may be designated by the Board.