



LABRADOR RETRIEVER CLUB OF CANADA, Incorporated

CONSTITUTION and BY-LAWS

Revised 25 June 2017

Not-for-profit Corporation No. 439883-1

1. NAME

The name of this organization shall be The Labrador Retriever Club of Canada Incorporated ("LRCC, Inc. or Club"). The good name and reputation of the Club depends to a large extent upon every member taking personal responsibility for maintaining the Code of Ethics and Constitution of the Club.

2. AFFILIATION

The Club shall work in cooperation with the Canadian Kennel Club ("CKC") and affiliated Labrador Retriever Clubs who subscribe to the objectives, aims and code of ethics of the Club.

3. CODE OF ETHICS

Members must agree to:

- 1) Maintain the original purpose of the Labrador Retriever as a retriever, breeding only from sound dogs of good temperament who exemplify the breed standard and are able to represent the breed for conformation in the ring, in the field as a willing worker, and/or as a hunting companion.
- 2) Be courteous, co-operative, and responsible members of the LRCC Inc. respecting and not degrading another member's dog(s).

- 3) Breed only to or from stock that, except in a rigorously controlled test breeding, must be:
 - a) X-rayed clear of Hip Dysplasia and Elbow Dysplasia, and should be certified by the Ontario Veterinary College (“OVC”) or the Orthopedic Foundation for Animals (“OFA”), or Penn Hip.
 - b) Ophthalmologically examined and certified clear of hereditary eye diseases when possible. A blood test for PRA by Optigen is strongly recommended.
 - c) Dilute-free. Breeders will make all reasonable efforts, including dilute gene testing, to avoid purchasing, producing or allowing their stock to be used to produce dilute affected (dd) or dilute carrier (Dd) Labradors. Offspring of dilute-free (DD) parents will be considered clear by parentage.
- 4) Register all Labrador Retrievers with the C.K.C. and abide by their rules and regulations. Keep accurate records of mating’s, pedigrees, sales, and transfers and pass on only accurate records and pedigrees to purchasers of stock or services, and not in any circumstances knowingly be a part of, or contribute to, false registration.
- 5) Not sell, consign, transfer puppies or adults to pet shops, wholesale dealers, contest sponsors, lotteries, or anyone known to degrade the Labrador Retriever breed or pure-bred dogs, or to individuals breeding and/or selling to the aforementioned.
- 6) Sell all pets sold in Canada on non-breeding contracts, which can be removed only with hips and eye clearances provided they are sound in temperament and their quality is suitable for breeding.
- 7) Replace once any pup or dog sold by them which is certified OFA/OVC/Pennhip to have Hip Dysplasia/Elbow Dysplasia individual breeders’ restrictions.

4. **AIMS**

- 1) To promote the Labrador Retriever in all its many uses: i.e. hunting, field trials, show, obedience, tracking, carting, rescue, scent discrimination, etc.
- 2) To hold a Rotating Annual National Specialty Show for Labrador Retrievers that rotates adhering to regions in Article 3, Section 1.
 - 2a) Should the designated region forfeit its right to host the National Specialty, the next in rotation could apply.
- 3) To hold a sanctioned and Approved C.K.C Obedience Trial, and a sanctioned and Approved C.K.C. Working Certificate Test and/or Hunt Test in conjunction with the Annual National Specialty Show.

- 4) To hold an annual eye clinic after the National Specialty.
- 5) To correlate a breeder's handbook which will include information on the advantages and disadvantages of neutering; non-breeding contracts; tattooing; registering; and information necessary to go out with puppies and to owners of bitches after they have been bred.
- 6) To work towards the CKC recognizing that a Champion must have its 10 points and at least a sanctioned and approved Working Certificate/Hunt Test. Without a W.C. a dog will be designated as a Show Champion only.
- 7) To maintain and publish a list of Labrador Retriever tattoo number combinations to help get lost Labrador Retrievers back to their owners.

5. **AREA OF OPERATION**

The area of operation of the Club shall generally be the Dominion of Canada but nothing herein written shall be deemed to delimit the area in which the members may seek to achieve their purposes nor limit the acceptance of associate non-voting memberships only from outside the Dominion of Canada.

6. **REVISION OF CONSTITUTION**

Amendments to the constitution may be moved by any member. Each proposed amendment shall be submitted to the secretary in writing and must be co-signed by four members in good standing. Amendments should be considered promptly by the board and be submitted to the members with the board's recommendations, by the Secretary within three months of when the petition was received by the secretary. The constitution may be amended at the annual general meeting provided the proposed amendments have been mailed by the Secretary to each member in good standing on the date of mailing accompanied by a ballot on which they may indicate their choice for or against the amendment. The notice shall specify a date (no earlier than the next AGM) when the proposed amendment shall take effect if passed. It shall also specify the date, no less than 30 days from date of mailing, by which date the ballots must be returned to the Secretary to be counted by three members in good standing. A favourable vote of 2/3 of the members in good standing who return valid ballots within the time limit shall be required to effect such an amendment.

BY-LAWS

DEFINITIONS: Club hereafter shall refer to the Labrador Retriever Club of Canada, Incorporated. Executive hereafter shall refer to the Chairperson, Vice Chairperson, Secretary and Treasurer. Board of Directors hereafter shall refer to the executive officers and regional directors.

ARTICLE 1. MEMBERSHIP

Section 1. Eligibility. There shall be four types of membership:

- 1) Voting membership open to individuals over 18 years of age who are Canadian residents and who subscribe to the objectives, aims, and code of ethics of the Club.
- 2) Family membership open to Canadian residents and their dependents living in the same household who subscribe to the objectives, aims, and code of ethics of the Club.
- 3) Associate membership open to individuals who are not residents of Canada, but who subscribe to the objectives, aims, and code of ethics of the Club.
- 4) Club memberships open to Labrador Retriever clubs within Canada who wish to be affiliated with the Labrador Retriever Club of Canada Incorporated, and who subscribe to the objectives, aims, and code of ethics of the Club. Clubs to submit a copy of their constitution at the time of application for membership.
- 5) Life Membership will be awarded after 25 years of continuous membership.

Section 2. Fees. Membership fees shall be payable on January 1st of each year, and before April 1st of each year. No member may vote who is a not a paid-up member for the current year.

- 1) Individual/family, resident, voting member: - \$35.00. In the case of a family membership, the voting member to be designated at the time of application for membership.
- 2) Associate, non-resident, non-voting member: - \$40.00
- 3) Regional Club, allowing the club one vote and delegate to attend general meetings: \$35.00
- 4) Life Membership: no fees

Section 3. Election to membership. Each applicant shall apply on a membership application form as approved by the Executive, which shall provide that the applicant agrees in writing to abide by the Constitution, the Code of Ethics, the Aims, and the By-laws of the Club, and by the By-laws and Rules of the C.K.C.

Membership must be nominated by two members in good standing, not living in the same household and applicants may be elected at any meeting of the Executive, or by written vote of the executive by mail/electronic device, 2/3 majority vote in the affirmative is required of the entire executive to elect an applicant.

Membership fees, payable to the Labrador Retriever Club of Canada Incorporated, must accompany all membership applications. All membership applications should be mailed to the Secretary.

Any individual rejected for membership by the club must be provided with a written explanation.

Section 4. Termination of membership.

Memberships may be terminated by:

- 1) Resignation in writing provided there are no outstanding debts to the club.
- 2) Failure to Renew. Membership will be considered lapsed and automatically cancelled if a member's dues remain unpaid on April 1st of each year.
- 3) Expulsion. Membership may be terminated by a 2/3 vote of the Board of Directors, if a member contravenes the objectives, aims, or code of ethics of the club.
- 4) Any member of the club who is suspended, debarred, deprived, expelled, or whose membership has been terminated by the Canadian Kennel Club's Discipline Committee, shall be suspended from the privileges of the club for a like period.

ARTICLE 2. MEETINGS

Section 1. Annual Meeting the Annual Meeting ("AGM") of the Club shall be held in conjunction with the National Specialty Show, at a place, date and location as determined by the Board of Directors. 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 meeting shall be 10% of the voting members in good standing. Voting by proxy shall not be permitted.

Section 2. Semi Annual Meeting a semi-annual ("SAGM") meeting may only be held in conjunction with another Club activity, approximately midway between the Annual General meetings, in a different province than the venue of the last or next General Meeting. Written notice of the meeting shall be

mailed by the Secretary to each member at least 30 days prior to the meeting. A quorum for the meeting is 10% of the voting members in good standing. Voting by proxy shall not be permitted.

Section 3. A Special General Meeting (“SGM”) must be called by the Secretary on the written request of 5 members in good standing who specify the business to be dealt with at that meeting. No other business may be done at this meeting. Written notice of this meeting shall be mailed by the Secretary to each member at least 30 days prior to the meeting. A quorum for this meeting is 10% of the voting members in good standing. Voting by proxy shall not be permitted.

Section 4. Board of Directors meetings may be held when necessary, but no more than four times a year. Notice of such meetings shall be sent to all members of the Board of Directors at least 30 days prior to the meeting. A quorum for a Board of Directors meeting shall be a majority of the Board of Directors voting by teleconference/electronic device if all members agree. Written resolution may be used in place of Board of Directors meetings where 100% of all directors agree.

Section 5. Executive meetings may be held when necessary, either in person, by teleconference call/electronic device, as agreed by all Executive members. Notice of such meetings shall be sent to all executive members at least 7 days prior to the meeting. A quorum for an executive meeting shall be a majority of the executive.

ARTICLE 3. OFFICERS

Section 1. The executive officers and regional directors shall be elected for a three-year term, at the annual general meeting of each election year, and shall serve for a maximum of 2 consecutive terms. The position of chairperson, vice chairperson, and treasurer will all be elected from any geographic region of Canada – Atlantic Provinces, Ontario, Quebec, British Columbia/Yukon, Alberta/NWT/Nunavut, Saskatchewan/Manitoba. The Secretary shall be appointed as a voting member of the executive by a majority vote of the executive for a corresponding three-year term. All Executive Officers and Regional Directors must be voting members in good standing with the Club, and shall be residents of Canada and members in good standing of the Canadian Kennel Club.

Section 2. The executive of the Club shall be: Chairperson, Vice Chairperson, Treasurer and Secretary. The executive of the Club shall have the authority to handle the ongoing routine business of the Club, but may not:

- Approve expenditures exceeding \$300.00
- Award the National Specialty
- Lobby the C.K.C. on breed issues
- Revise the Breed Standard
- Expel members

- Fill vacancies on the executive
- Handle matters relative to incorporation

Section 3. The Board of Directors of the club shall consist of the four executive officers and the regional directors elected from the six regions. The Board of Directors shall have the authority to make all major decisions concerning the business of the Club. Should a question occur as to whether an issue is a major issue, that issue will be considered a major issue. The duties of these officers shall be:

- Chairperson: Shall preside at all meetings, and shall have the duties and powers normal to the office of chairperson.
- Vice Chairperson: Shall have the duties and powers of the Chairperson in the event of the Chairperson's absence.
- Treasurer: Shall collect and receive all monies belonging to the Club and shall keep records of all financial transactions of the Club. A financial report shall be presented at each executive meeting, or mailed to each member of the executive quarterly if no meetings are held, and an audited financial statement shall be presented at the Annual General Meeting.
- Secretary: Shall be responsible for keeping minutes of all board and general meetings, and for looking after incoming and outgoing mail. The offices of Secretary and Treasurer may be held by the same person, but if so, the position must be filled by election not appointment. All secretarial files of the LRCC shall be forwarded to and kept by the current secretary.
- Regional Directors: Shall reside within the area for which they are directors, and shall in general be the Club's representative in that area, and shall forward information on that area to the Secretary as required. There shall be one Regional Director for each of the following regions
 - British Columbia/Yukon
 - Alberta/NWT & Nunavut
 - Saskatchewan/Manitoba
 - Ontario
 - Quebec
 - Atlantic Provinces

Section 4. Vacancies in the Board of Directors occurring during the year shall be appointed until the next Annual General Meeting by a majority vote of all the remaining members of the Board of Directors, except that a vacancy in the office of the Chairperson shall be automatically filled by the Vice Chairperson and the resulting vacancy for Vice Chairperson shall be filled by the Board of Directors.

Section 5. Remuneration shall not be paid to any executive officer, regional director, or committee member.

Section 6. Removal from office of an executive officer, regional director, or committee member may take place by a vote of 2/3's of the membership.

ARTICLE 4. CLUB YEAR, VOTING, ELECTIONS

Section 1. Club Year: The Club's fiscal year shall begin on the 1st of January and end on December 31st of each year. The Club's official year shall begin immediately on the conclusion of the Annual General Meeting, which shall take place in conjunction with the Annual National Specialty Show. The elected officers shall take office immediately and each retiring officer shall turn over to his successor in office, all properties and records relating to that office within 30 days of the election and the Annual General Meeting.

Section 2. Voting. Voting by proxy shall not be permitted at Annual General Meetings, semiannual general meetings and special general meetings except for the annual election of officers and directors and amendments to the Constitution or by-laws which shall be decided by written mail ballot except where otherwise required by the Canada Corporation Act.

- 1) Each member shall be entitled to receive notice of, attend and vote at all meetings of the members of the Corporation.

Section 3. Election of Officers. At the Annual General Meeting of an election year, the election of officers and directors must be conducted by secret ballot. Ballots to be valid must be received by the Secretary before the opening of the meeting. Ballots shall be opened and counted by three inspectors of election who are members in good standing and who are neither members of the current Board of Directors nor running for office on that ballot. The person receiving the largest number of votes shall be declared elected.

Section 4. Nominations and ballots. A nomination committee of 3 members and 2 alternates shall be chosen by the executive from different areas of Canada. No more than one can be a member of the current executive, and all must be members in good standing. The executive shall name a Chairperson for the committee, and the nominating committee may conduct its business by mail/electronic device.

- 1) The nominations committee shall nominate from the eligible members of the Club, one candidate for each office open that year, and shall procure the acceptance of each nominee. The committee shall then submit its slate of candidates to the Secretary not less than 90 days prior to the annual general meeting who shall immediately mail the list, including the person's full name and home address, to each member of the Club, so that additional nominations may be made by members of the Club.
- 2) Additional nominations of eligible persons may be made by written petition addressed to the Secretary and received not less than 60 days prior to the Annual General Meeting, signed by five members and accompanied by written acceptance of each nominee. No person shall be a

candidate for more than one position, and the additional nominations should be from members outside the nominating committee.

- 3) If no valid additional nominations are received by the Secretary 60 days prior to the Annual General Meeting the Nominating Committee's slate shall be declared elected at the Annual General Meeting.
- 4) If one or more valid nominations are received by the Secretary, the Secretary shall mail a ballot to each member in good standing at least 30 days prior to the Annual General Meeting. The ballot shall list all nominees for each position in alphabetical order with the name of the provinces in which they live, together with a blank envelope and a return envelope addressed to the Secretary marked BALLOT and bearing the name of the member to whom it was sent.

Each voter shall, after marking his ballot, seal it in the blank envelope which in turn is placed inside the second enveloped pre-addressed to the Secretary. The inspectors of the election shall check the returns against the list of members prior to opening the outer envelopes and removing the blank envelopes. The blank envelopes shall all be put together and opened only after all the names have been checked against the membership list.

- 5) Nominations cannot be made from the floor at the A.G.M.
- 6) Directors may only be voted on by members in their region.

ARTICLE 5. COMMITTEES

The executive may appoint standing committees for a term not exceeding 3 years, to work on special matters, trophies, annual prizes, or other areas which may be served by a committee. Special committees may also be appointed by the executive for special projects. An individual may resign from a committee by submitting a letter of resignation to the Executive and a new individual would then be appointed by the Executive. Upon a majority vote of the Executive, the Executive may remove any individual from a committee. There is no remuneration received by any individual on a committee.

Section 1. Education Committee. This Committee will be formed to monitor and administer the education budget of no more than \$500.00 per regional club per year. These monies can be used for public education to assist regional clubs in promotion of the breed and in support of educational materials that can be accessed only by regional clubs through the directors of the LRCC.

ARTICLE 6. WORKING CERTIFICATES AND HUNT TESTS

The Labrador Retriever Club of Canada Incorporated subscribes to the current Rules and Regulations governing the Canadian Kennel Club Working Certificate Tests and Hunt Tests.

ARTICLE 7. DISCIPLINE

- 1) Canadian Kennel Club Suspension: Any person who is suspended or debarred by either the C.K.C. or the American Kennel Club (AKC) shall automatically be suspended from the privileges of the L.R.C.C. for the same period.
- 2) Complaints:
 - 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 non-refundable deposit of \$100.00 (note this is the same as the CKC).
 - b) The Secretary upon receiving such a complaint, within 30 days shall forward a copy of the complaint to the BOD appointed Discipline Committee (Committee Chair and 2 members in good standing not on the current BOD). If the Discipline Committee deems the complaint valid, then a copy of the complaint along with a notice of hearing shall be sent to the defendant and the complainant.
 - c) The hearing date shall be set no later than 90 days from date of receipt of the complaint. If the hearing is held by the Board, a minimum of four (4) members of the Board must be present. In the event the hearing is held by a committee, at least a majority of the appointed committee shall be present. Should a complaint be laid against the Secretary, then the President shall act in accordance with these by-laws.
- 3) Hearing: The Board or appointed Committee shall ensure that both the complainant and the defendant are treated fairly and in accordance with the rules of natural justice. Should the complaint be sustained after hearing all the evidence and testimony presented by the complainant and defendant, the Discipline Committee may, by a majority vote of those present, impose an appropriate penalty. The Secretary shall then notify each of the parties of the decision within 30 days of the decision.
- 4) Appeals: After a hearing has been held and the parties have been notified of the decision, and either the defendant or the complainant disagree with the decision laid down by the Discipline Committee, an appeal may be submitted in writing (duplicate) within 30 days of the date of notification to the Secretary. In an Appeal situation, the BOD becomes the Appeal Committee. The Secretary must forward a copy of the appeal to the Appeal Committee within 30 days of receipt.
- 5) The Appeal Committee will then set a hearing date (in accordance to Article 7, sec.2(c), sec 3). The Secretary shall then notify each of the parties of the decision within 30 days of the decision.

- 6) Expulsion:
- a) Expulsion of a member from the Club shall be accomplished at an Annual General Meeting of the Club following a proper hearing and upon the recommendation of the Board or Committee being provided as stated in Section 3 of this Article. The Chairman shall read the complaint and report the findings and recommendations 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 2/3 vote of those present shall be necessary for expulsion.
 - b) At the discretion of the Board, expulsion may also take place by mail-in/electronic device vote consisting of a 2/3 majority of all eligible voting members in favour of expulsion. Proxy voting not permitted.

ARTICLE 8. AMMENDMENTS

Section 1. Amendments to the By-Laws may be moved by any member. Each proposed amendment shall be submitted to the Secretary in writing and must be co-signed by four members in good standing.

Amendments should be considered promptly by the Board and be submitted to the members with the Board's recommendations, by the secretary within three months of when the petition was received from the secretary.

Section 2. The By-Laws may be amended at the annual general meeting provided the proposed amendments have been mailed by the Secretary to each member in good standing on the date of mailing, accompanied by a ballot on which they may indicate their choice for or against the amendment. The notice shall specify a day (no earlier than the next AGM) when the proposed amendment shall take effect if passed. It shall also specify the date, no less than 30 days from date of mailing, by which date the ballots must be returned to the Secretary to be counted by three members in good standing. A favourable vote of 2/3 of the members in good standing who return valid ballots within the time limit shall be required to effect such an amendment.

Section 3. No repeal or amendment of by-laws shall be enforced or acted upon until it has received the approval of the Minister of Industry.

ARTICLE 9. FINANCIAL

Section 1. A bank account, in the name of the Labrador Retriever Club of Canada Incorporated, shall be opened by the Treasurer in a bank accessible to him/her. The Treasurer and any two of the following four (4) officers shall be the signing authority for the Club: - Chairperson, Vice-Chairperson, Secretary, and Treasurer. No two members of the same family or household may be signing officers.

Section 2. The executive shall appoint a committee of three members in good standing to audit the books of the club prior to the Annual General Meeting.

Section 3. The Club is not allowed to borrow money from a National Bank of Canada nor any other affiliated bank.

ARTICLE 10. ORDER OF BUSINESS

At the meetings of the Club, the order of business so far as the nature of the meetings may permit, shall be as follows:

1. Roll call
2. Minutes of the last meeting
3. Chairperson's Report
4. Treasurer's Report
5. Secretary's Report
6. Committee Chairman's Report
7. Directors' Reports
8. Election of Officers (at AGM)
9. Election of New Members
10. Unfinished Business
11. New Business
12. Adjournment

ARTICLE 11. PROCEDURE

Section 1. Authority: all meetings of the Club and of its governing bodies and all other matters of practice and procedure not otherwise herein specified shall be governed by Roberts Rules of Order.

ARTICLE 12. DISSOLUTION

The club may be dissolved any time by providing to The Canadian Kennel Club written documentation signed by at least two-thirds (2/3) of the members of the Club who are in favour of this decision; proxies are not permitted. In the event of the 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. But, after payment of the debts of the Club, its property and assets shall be given to a charitable organization for the benefit of dogs, such organization being selected by the Board of Directors.

ARTICLE 13. INCORPORATION

For the purpose of the Incorporation of the Club as a corporation without share capital under part II of the Canada Corporations Act only the head office of the Club shall be the current secretary's address.

ARTICLE 14. CORPORATE SEAL

The corporate seal shall be held by the secretary of the club

ARTICLE 15. CERTIFICATION OF DOCUMENTS

Official documents of the club shall be certified by the signatures of any two of the following three executive officers: Chairperson, Treasurer, Secretary

ARTICLE 16. NATIONAL SPECIALTIES

The National Specialty shall rotate as per the Constitutional Regions below:

1. British Columbia/Yukon
2. Alberta/NWT & Nunavut
3. Saskatchewan/Manitoba
4. Ontario
5. Quebec
6. Atlantic Provinces

If a region cannot host the National in the year assigned then they would forfeit their turn to the next rotation. Priority would be given to LRCC Member Clubs. The host region must make a commitment at least 3 years before their assigned year in the rotation.

STANDING RESOLUTIONS

SR #1 LRCC Specialties – (Revised May 2013) shall rotate as per Constitutional regions. Should a region fail to apply for the LRCC, Inc. National Specialty at least three (3) years in advance, applications will be considered from the next region as per the Constitution, i.e. British Columbia-Yukon; Alberta-NWT-Nunavut; Saskatchewan-Manitoba; Ontario; Quebec; Atlantic Provinces.

SR #2 (Revised May, 2013). Perpetual trophies will remain with the Club, keepers to be given to winners. The host Club shall be responsible for arranging to have the Perpetual Trophies engraved and shipped to the following year's host Club. The host Club will bill the LRCC, Inc. for the cost of engraving and shipping if required. The archives of the LRCC, Inc. will travel with the trophies and should be displayed at the National Specialties.

SR #3 As of August 5, 1984. When an Associate Club applies for the National Specialty, that we ask them for a proposed profit/loss budget and that the National Club be willing to supply a donation of 50% of the final loss up to a maximum of \$1,000 and that any profit be shared 50/50 and that the Board of Directors have the power to Approve the Specialty.

SR #4 As of August 31, 1985. FINANCIAL PROCEDURES for Directors and members of the National Club hosting LRCC events, such as Sanction Matches, WC/WCX/Hunt Tests, Boosters, Specialties or any function that would use the Club's title, Labrador Retriever Club of Canada Incorporated, in their event. That the anticipated dispersal of profits from whatever the event be explained in writing to the National Executive of the LRCC before approval is made for the use of the LRCC name.

SR #5 As of January 7, 1986.

- a) All officers shall be sent the agenda for Executive Meetings
- b) All officers will be solicited for input re: agenda items
- c) All officers will be solicited for potential visiting dates, with executive meetings arranged accordingly if possible.
- d) All officers will be solicited for additional agenda items.
- e) All officers and members will receive the minutes of executive meeting as part of the newsletter.
- f) All officers will be contacted by teleconference/Electronic Device for a vote on any issue wherein an impasse has been reached by those in attendance at the executive meeting, if previously agreed to by all officers.