

**CONSTITUTION & BY-LAWS**  
**OF THE**  
**ALASKAN MALAMUTE CLUB OF CANADA**

(July 1, 2001)



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Profits  
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# CONSTITUTION

## Section 1. NAME

The name of the club shall be "The Alaskan Malamute Club of Canada" hereinafter referred to as the Club.

## Section 2. AFFILIATION

The Club shall work in cooperation with The Canadian Kennel Club and will affiliate itself with The Canadian Kennel Club, and may further affiliate itself with other organizations devoted to the aims and objectives of the Club with any such affiliation to be approved by the Club in a Standing Resolution to be attached to the By-laws hereunder.

## Section 3. OBJECTIVES

The objectives of the Club shall be the encouragement and development of purebred Alaskan Malamutes by:

- a) educating members and the public at large via distribution of accurate information about the breed;
- b) encouraging and promoting the breeding of purebred Alaskan Malamutes by doing all possible to bring their qualities to perfection;
- c) urging members and breeders to accept the Standard of the Breed as approved by The Canadian Kennel Club as the only standard of excellence by which the Alaskan Malamute shall be judged and working towards eliminating genetic defects as they become known to exist in the breed;
- d) encouraging responsible pet ownership and being available to provide assistance to pet owners;
- e) doing all in its power to protect and advance the interests of the Breed by encouraging and promoting sportsman-like competition at dog shows, sled dog trials and obedience trials;
- f) conducting sanctioned and approved events under the Rules of The Canadian Kennel Club and abiding by The Canadian Kennel Club Code of Ethics, and
- g) furthering the welfare of dogs generally and donating money or making other contributions to organizations or projects which have either directly or indirectly, the benefit and welfare of dogs as an objective.

## Section 4. AREA OF OPERATION

The area of operation for the Club shall be the Provinces and Territories of Canada and all such surrounding areas as shall from time to time be affiliated therewith organizationally, but nothing written herein shall be deemed to delimit the area in which members may seek to achieve their purposes.

## Section 5. PROFITS

The Club shall not be conducted or operated for profit and no part of any profits or remainder or residue from dues or donations to the Club shall inure to the benefit of any member or individual.

Section 6. REVISION OF CONSTITUTION

Changes in this constitution may be made only after the proposed alterations have been published for debate by the membership, the published document to contain the entire Section, original and revision. Voting shall be by mail-in ballot; proxies are not permitted. The favourable vote of two-thirds (2/3) of all eligible members shall be required to effect any changes.

## **BY-LAWS**

### **ARTICLE I - MEMBERSHIP**

Section 1. MEMBERSHIP YEAR

The membership year shall be coincidental with the Club's fiscal year, January 1st to December 31st.

Section 2. ELIGIBILITY

There shall be one type of membership, that of regular membership which shall be open to all persons who are in good standing with the Canadian Kennel Club, who are interested in the Breed, and who subscribe to the purposes of the Club.

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The annual dues for membership shall not be less than \$10.00 nor more than \$30.00, as determined by the Board of Directors, due consideration being given to the financial needs of the Club. The dues for each additional membership in the same household shall be \$5.00.

Section 4. ADMISSION TO MEMBERSHIP

Every application for membership, individual or household, shall be made on an official AMCC form as approved by the Board of Directors, which provides that the applicant agrees to abide by the Club Constitution and By-laws and the rules of The Canadian Kennel Club.

The application form shall state the name and address of the applicant who shall be sponsored by one (1) member in good standing who resides

in a separate household. Dues and fees payment as prescribed on the application form, for one (1) year shall accompany the application.

Applicant's name shall be published in one (1) issue of the Club Newsletter to allow for protest by the membership. Any two (2) validated complaints from two (2) members in separate households, will be deemed sufficient to cause a vote by the Board of Directors after having viewed the information. The applicant shall be given the opportunity to respond to the complaints. A two-thirds (2/3) majority of Board Members is then required to elect the applicant to membership. Rejected applicants shall be provided with a written explanation, shall have all dues returned, and may not reapply for a period of one (1) year.

#### Section 5. RIGHTS OF MEMBERS

- a) Voting Rights: All regular members who have attained the age of nineteen (19) years shall have full voting privileges, with the exception of those members whose dues are not paid for the current year. All other benefits shall be closed to members not in good standing through non-payment of the current years dues except as provided in ARTICLE I, Section 8 (b). It is obligatory to have been a member in good standing for a period of at least six (6) months prior to the date of the Call for Nominations in an election year, or the date noted on the ballot form in the case of all other voting requests.
- b) Newsletter: Each household shall receive one (1) copy of the Club's bimonthly newsletter when published, during that household's membership year.

#### Section 6. DUES NOTIFICATION

In the last two (2) Newsletters of each year, the Membership Secretary shall send a form to each member with a statement of dues for the ensuing year, January 1st to December 31st. Any member whose dues remain unpaid after March 1st shall have his membership lapse (see ARTICLE I, Section 8 (b)). Postmark shall govern acceptance. Any dispute will be decided by the Board of Directors.

#### Section 7. CERTIFICATES AND INSIGNIA

All new members shall receive a copy of the Constitution and By-laws. All members shall receive a membership card upon acceptance of their application or upon renewal of their membership for the forthcoming year.

#### Section 8. TERMINATION OF MEMBERSHIP

- a) By resignation: Any member in good standing may resign from the Club upon written notice to the Membership Secretary, but said resignation does not release the member from any debts to the Club.

- b) By Lapsing: A membership will be considered lapsed and automatically terminated if such member's dues remain unpaid sixty (60) days after the first of the year.
- c) By expulsion as provided for in ARTICLE II, Section 9 of these By-laws or as a result of deprivation, suspension, debarment, expulsion or termination of CKC membership as imposed by CKC Discipline Committee.
- d) No refund of dues, either in full or in part shall be made to resigned or terminated members.

## **ARTICLE II - ORGANIZATION**

### Section 1. NOMINATIONS

- a) Any member may nominate any Canadian resident member for any elected Club position. Any member may nominate himself/herself. Written permission of the nominee is required. Nominating members and nominees must have been members in good standing for a minimum period of six (6) months prior to the call for Nominations in the May/June issue of the Club Newsletter (ARTICLE I, Section 5 (a)).
- b) No person may hold more than one office at a time.
- c) No more than one (1) member of a household may be nominated for, or hold office on the Board of Directors.
- d) Nomination forms will be printed in the May/June issue of the election year with nominations closing June 30th of that year. Resumes of the nominees are to be printed in the September/October issue of the Newsletter of the same year.

### Section 2. ELECTIONS

- a) Elections will be held every year with the election to the offices of Vice President and Recording Secretary to be held in even years (ie: 1998), alternating with the election (odd years - ie: 1999) of the other Board Members.
- b) The closing date for the ballots to be returned to the Recording Secretary will be November 15th of the election year. Postmarks to govern acceptance.
- c) The person receiving the largest number of votes for each position shall be declared elected. All elections will be conducted by secret ballot and voting by proxy shall not be permitted. Ballots must be counted by the Recording Secretary plus one (1) impartial person to count and verify votes and to sign as a witness. This person is chosen by the Recording Secretary and does not have to be a member of the Club. In the event of a tie, a new vote shall be taken by the membership.
- d) Regional Directors will reside in the region which they are representing and shall be elected by the members residing in that region.
- e) All newly elected officers must be notified no later than December 1st.

### Section 3. OFFICERS

The Board shall consist of the President, one Vice President, Recording

Secretary, Membership Secretary, Treasurer, and five (5) Regional Directors, one for each Club area. The Club areas to be known as Pacific (British Columbia & Yukon), Rocky Mountain (Alberta and Northwest Territories), Mid West (Saskatchewan, Manitoba and North Western Ontario - Thunder Bay and west), Mid East (remaining Ontario, Quebec and Nunavut), and Atlantic (New Brunswick, Nova Scotia, Prince Edward Island and Newfoundland including Labrador).

#### Section 4. DUTIES OF OFFICERS

The Board of Directors shall direct and manage the affairs of the Club, shall interpret the Constitution and By-laws and may, from time to time, as required make regulations and establish procedures on matters not herein provided.

- a) President: shall exercise the usual functions of a presiding officer, and shall observe a strict adherence to the Constitution and By-laws. He/she will also be required to submit a "President's Message" for each Newsletter published during their term of office.
- b) Vice President: shall have the power to act and exercise the duties of the President in the absence of the President. In case of death or incapacity of the President, the Vice President will undertake all duties and functions of the Presidency.
- c) Recording Secretary: shall keep a record of all matters of record which shall be ordered by the Board and shall be responsible for notifying the membership of matters as directed by the Board. He/she is also required to submit and count all ballots for any election held, also the mailing and counting of all motions.
- d) Membership Secretary: shall have charge of the membership correspondence of the Club, shall keep a roll of member's names and addresses, and carry out other such actions, duties and functions as may be directed by the Board. He/she shall also be listed as the official Club contact in all official publications.
- e) Treasurer: shall collect and receive all moneys due and belonging to the Club and receipt thereof. He/she shall pay out such sums as are required to implement activities and functions which are formally authorized by the Board. He/she shall render an account of all moneys received and expended in the Newsletter, both for each issue and for the fiscal year.
- f) Regional Directors: shall submit a report for all activities, news, show and sledding results to the Editor of the Newsletter for publication in every issue. He/she should have on hand a supply of application forms, club brochures and the Code of Ethics for interested parties, shall hold area meetings as may be necessary and shall be responsible for coordinating and reporting to the Board of Directors on all Club supported functions.

Refer also to: **APPENDIX 'A'** - Terms of Reference/Responsibilities for the AMCC Board of Directors.



Section 5. COMMITTEES

- a) Committee chairpersons are elected by motion voted by the Board. Balance of committees to consist of volunteers called for by the Recording Secretary.
- b) Committees may be formed to advance the work of the Club in such matters as dog shows, trophies, annual prizes, publicity/promotion, membership and other fields which may be well served by a committee. Special committees may also be appointed by the Board to assist it on special projects.
- c) All committees will be required to operate under guidelines as approved or amended by the Board.
- d) Any committee position may be terminated by majority vote of the full membership of the Board upon written notice to the party involved.

Section 6. ASSUMPTION OF OFFICE

All Board Members will take office on January 1 of the year following election for a period of two (2) full years.

Section 7. REMOVAL FROM OFFICE

- a) Failure to renew membership is an automatic removal.
- b) Motion of suspension passed by two-thirds (2/3) majority of the Board Members in response to misconduct (failure to abide by this Constitution and By-laws), conflict of interest, or dereliction of duties as defined in these By-laws or Club policies, after the subject Officer has been provided with an opportunity to respond.

Section 8. FILLING OF VACANCIES

Any vacancies occurring in the Board or among the offices during the year shall be filled until the next biennial election by a majority vote of all the then members of the Board; except that a vacancy in the office of President shall be filled automatically by the Vice President and the resulting vacancy in the office of Vice President shall be filled by the Board.

Section 9. DISCIPLINE

- a) 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 privileges of the Club for a like period.
- b) Charges: Any member may prefer charges against a member for alleged misconduct prejudicial to the best interests of the Club or Breed. Written, signed charges with specifications must be filed in duplicate with the Recording Secretary together with a deposit of \$25.00 which shall be forfeited if such charges are not sustained by the Board. The Recording Secretary will then promptly send one copy

via registered mail to the accused and one copy via regular mail to each member of the Board. The accused shall be given a period of not more than thirty (30) days in which to reply to the charges, sending copies to the Board Members and the accusing member(s).

- c) Board Decision: The Board shall, upon receiving the accused's reply, vote on whether or not to uphold the charges. The results of this vote will be filed with the Recording Secretary who shall inform both parties of the decision. A two-thirds (2/3) majority vote is required. The Board may postpone its decision until such time as additional information, as necessary, may be collected.
- d) Penalties: Penalties to a member of the Club resulting from upheld charges may be decided upon by the Board members and must receive a two-thirds (2/3) majority vote, as per ARTICLE II, Section 9 (c), to pass. Penalties may include reprimand, suspension, or expulsion.
- e) A plea of guilty by, or conviction of any member for a violation of Sections 445 or 446 of the Criminal Code of Canada (cruelty to animals) shall result in the automatic termination of the member's membership for a minimum period of two (2) years, and the AMCC shall give notice of termination and the fact that the offense was committed in the Club Newsletter.

### **ARTICLE III - MEETINGS**

#### Section 1. DATES

- a) There shall be an annual meeting, place and date to be agreed upon by the Board at least six (6) months in advance.
- b) Special Club Meetings may be called by: the President; by a majority vote of the Board Members; or by the Recording Secretary upon receipt of a petition signed by 10% of the members in good standing, place and date to agreed upon by the Board at least 3 months in advance. The Recording Secretary shall provide written notice of Special Club Meetings, said notice to specify the purpose of the meeting. No other club business may be transacted at Special Club Meetings.
- c) A regular schedule of Board Meetings shall be maintained at the discretion of the Board. The Board of Directors may conduct its business by mail through the Recording Secretary.

#### Section 2. ORDER OF BUSINESS

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

Roll Call  
Minutes of the last meeting  
Report of the Board of Directors  
Report of the President  
Report of the Recording Secretary  
Report of the Treasurer

Report of the Membership Secretary  
Report of Committees  
Unfinished Business  
New Business  
Adjournment

Section 3. VOTING

The election of officers and directors and amendments to the Constitution and By-laws shall be decided by secret written ballot, cast by mail to the Recording Secretary. Voting by proxy shall not be permitted. The Board of Directors may decide to submit other specific questions for decision of the membership by secret written ballot, conducted in the same manner. All other motions will be voted on only by the Board.

### **ARTICLE IV - FINANCE**

Section 1. FINANCIAL YEAR

The fiscal year shall run from January 1st to December 31st.

Section 2. DUES

See ARTICLE I, Section 3. Dues must be received no later than December 31st of the preceding year.

Section 3. REMUNERATION OF OFFICERS

Recording Secretary, Membership Secretary, Editor and Publisher costs, and all other expenses incurred as approved by the Board shall be paid by the Club.

Section 4. BANKING

The funds of the Club, except for amounts specified in the Standing Resolutions as authorized to be placed in the safe keeping of certain officers as a Petty Cash imprest fund, shall be placed in a branch of any Canadian Chartered Bank, Trust Company or Credit Union in a separate and independent account in the name of the Club. All cheques drawn on the Club account must have the signature of a minimum of two signing officers as defined in ARTICLE V Section 1.

Section 5. BORROWING

Any loans to be made to, or by the Club, must be passed by the Board of Directors. A two-thirds (2/3) majority vote is required.

Section 6. BUDGET

To be compiled by the Treasurer and presented annually at the Club meeting, as applicable. Budget, as is or amended, to be accepted by Board motion.

Section 7. AUDIT

A Club appointed auditor will examine the Treasurer's books annually and submit a report to the Board with recommendations.

## **ARTICLE V - LEGAL**

Section 1. SIGNING OFFICERS

The signing authority of the Club shall be the President, Vice President, Membership Secretary, Treasurer, and Recording Secretary, and any document requiring the official endorsement of the Club shall be deemed to have been duly signed when it bears the recognized signatures of any two of the said officers, normally the President and Treasurer.

Section 2. CLUB SEAL

The official seal of the Alaskan Malamute Club of Canada shall be a black and white Alaskan Malamute standing against a red Maple Leaf inside a double circle inscribed "Alaskan Malamute Club of Canada".

This insignia shall be used for all official Alaskan Malamute Club of Canada functions, stationery and novelties. Unauthorized use is prohibited.

## **ARTICLE VI - 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 the Common Law of Procedure of Canada as laid down and interpreted in Notes on the Rules of Parliamentary Procedure by William Hankinson (3rd Edition 1979), the said Rules of Procedure and more particularly, all clauses and paragraphs designated "A", to form and be considered part of these By-laws and to have the same force and effect by reference as though same were severally, fully and particularly set forth herein.

## **ARTICLE VII - ALTERATION OF BY-LAWS**

Section 1. Alterations or additions to the By-laws or Breed Standard may be proposed by the Board of Directors or by written petition addressed to the Recording Secretary signed by twenty percent (20%) of the

membership in good standing. Alterations or additions proposed by such petition shall be promptly considered by the Board of Directors and must be submitted to the membership with recommendations of the Board by the Recording Secretary for vote within three (3) months of the date when petition was received by the Recording Secretary.

Section 2. Requests for alterations or additions to the By-laws or Breed Standard may be processed at any time, provided a copy of the proposed amendment has been mailed (by first class mail) by the Recording Secretary to each member in good standing on the date of mailing, accompanied by a ballot on which the member may indicate their choice for or against the action to be taken. The notice shall specify a date not less than thirty (30) days after the date of mailing by which date the ballots must be returned to the Recording Secretary to be counted.

Voting shall be by mail-in ballot; proxies are not permitted.

(a) Alterations to Breed Standard: The favourable vote of two-thirds (2/3) of the members in good standing who return valid ballots within the time limit shall be required to effect any such alteration.

(b) Alterations to By-Laws: The favourable vote of two-thirds (2/3) of all eligible members shall be required to effect any changes.

## **ARTICLE VIII - DISSOLUTION**

Section 1. The Club may be dissolved at any time by written consent of not less than two-thirds (2/3) of the members. Proxies are not permitted. In the event of the dissolution of the Club, whether voluntary or involuntary or by operation of law, none of the property, nor 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 as selected by the Board of Directors.

## **APPENDIX A**

### **TERMS OF REFERENCE/RESPONSIBILITIES for the AMCC Board of Directors**

All Directors are responsible to:

- Promote the AMCC
- Act as a liaison for the General Membership to bring new ideas to the club and play an important part in developing projects and policies to carry out Club activities
- Provide a report to every issue of the AMCC Newsletter by the required time
- Maintain records for their term of office, this is to include financial transactions on behalf of the Club and copies of Board correspondence
- Supply a copy of any correspondence directly related to Club business, received in or delivered out on behalf of the Club, to the Recording Secretary
- Promptly submit to the Treasurer requests for reimbursement of Club related expenses and/or copies of financial statements including moneys when applicable, from Club fund-raising ventures
- Upon completion of tenure, immediately provide to the succeeding Director all Club records, files, correspondence and moneys where applicable
- Respond promptly to Board Letters
- Provide a year end report to be published in the first issue of the newsletter of the subsequent year.
- Remember they are representing the AMCC and the Breed in general, and in so doing should present themselves accordingly. No individual should take on any Director's position with the intent of personal gain
- Resign, if circumstances prevent him/her from fulfilling the required responsibilities of the position

Each Board Member also has specific responsibilities which include, but are not limited to:

#### **PRESIDENT**

- Provide impetus and direction for the Club
- If any Director is not fulfilling their responsibilities, it is incumbent upon the President to contact the individual and take the necessary steps in the interest of the Club
- Act as mediator during disputes within the Club, or appoint another if there is conflict of interest, thereby ensuring a fair and swift decision
- Ensure that the objectives of the Club are maintained and have a thorough understanding of the Constitution and By-laws
- Ensure the viability of each Area to hold a National Specialty and to offer assistance where necessary
- Ensure all current Board appointments, (ie: Newsletter Editor, Publisher, Publicity/ Promotion Coordinator, Club Statisticians, Breedlines Coordinator, etc.) and any active Committees are all reviewed at the start of each term, and facilitate periodic contact with same to ensure continuity.

### **VICE PRESIDENT**

- Perform the duties of the President in his/her absence
- Review the CKC White Pages in Dogs In Canada and bring matters of interest or concern to the attention of other Directors and the General Membership
- Ensure that any committees struck are fulfilling their mandates and to offer assistance where necessary
- Review the Club's informational brochures at the beginning of each year and submit a report with recommendations to the Board

### **RECORDING SECRETARY**

- Maintain a current record of all the Club's correspondence and business
- Ensure that the Club Business is carried out in accordance with the Constitution and By-laws
- Initiate and oversee the Board Nominations and Elections as required in the By-laws
- Ensure that the National Specialty "Judges List" is updated every three (3) years
- Initiate and oversee Nominations and Elections for National Specialty Sweeps Judges
- Initiate Nominations for the Club's Member of the Year Award

### **TREASURER**

- Ensure that signing authority on the Club's General Bank Account is in accordance with the By-laws
- Facilitate an audit as required in the By-laws
- Provide an annual budget as provided in the By-laws
- Work with the incoming Treasurer to facilitate a smooth transition of Club finances no later than 30 days from the end of term or resignation
- Ensure that persons involved in all Club fund-raising activities provide prompt and accurate financial statements together with any revenues

### **MEMBERSHIP SECRETARY**

- Maintain an up-to-date membership list
- Maintain a supply of new member packets to be provided to new members
- Maintain a supply of Club stationery for distribution to other Club Directors as required
- Maintain a supply of the Club's informational brochures for distribution to other Club Directors and/or persons inquiring about the Alaskan Malamute
- Maintain a breeders registry
- Provide Notification of Dues as provided in the By-laws

### **REGIONAL DIRECTORS**

- Be varied and diverse in their reports to the Newsletter
- Maintain contact with all area members as well as welcome and encourage new members
- Maintain an accountable supply of Breed information brochures for distribution to serious inquiries about the Alaskan Malamute
- Assume responsibility for the Area banner and ensure it is forwarded to the incoming Director









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**OF THE**

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**(July 1, 2001)**

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- l) doing all in its power to protect and advance the interests of the Breed by encouraging and promoting sportsman-like competition at dog shows, sled dog trials and obedience trials;
- m) conducting sanctioned and approved events under the Rules of The Canadian Kennel Club and abiding by The Canadian Kennel Club Code of Ethics, and
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Section 5. RIGHTS OF MEMBERS

- c) Voting Rights: All regular members who have attained the age of nineteen (19) years shall have full voting privileges, with the exception of those members whose dues are not paid for the current year. All other benefits shall be closed to members not in good standing through non-payment of the current years dues except as provided in ARTICLE I, Section 8 (b). It is obligatory to have been a member in good standing for a period of at least six (6) months prior to the date of the Call for Nominations in an election year, or the date noted on the ballot form in the case of all other voting requests.
- d) Newsletter: Each household shall receive one (1) copy of the Club's bimonthly newsletter when published, during that household's membership year.

Section 6. DUES NOTIFICATION

In the last two (2) Newsletters of each year, the Membership Secretary shall send a form to each member with a statement of dues for the ensuing year, January 1st to December 31st. Any member whose dues remain unpaid after March 1st shall have his membership lapse (see ARTICLE I, Section 8 (b)). Postmark shall govern acceptance. Any dispute will be decided by the Board of Directors.

Section 7. CERTIFICATES AND INSIGNIA

All new members shall receive a copy of the Constitution and By-laws. All members shall receive a membership card upon acceptance of their application or upon renewal of their membership for the forthcoming year.

Section 8. TERMINATION OF MEMBERSHIP

- e) By resignation: Any member in good standing may resign from the Club upon written notice to the Membership Secretary, but said resignation does not release the member from any debts to the Club.
- f) By Lapsing: A membership will be considered lapsed and automatically terminated if such member's dues remain unpaid sixty (60) days after the first of the year.
- g) By expulsion as provided for in ARTICLE II, Section 9 of these By-laws or as a result of deprivation, suspension, debarment, expulsion or termination of CKC membership as imposed by CKC Discipline Committee.
- h) No refund of dues, either in full or in part shall be made to resigned or terminated members.

## **ARTICLE II - ORGANIZATION**

Section 1. NOMINATIONS

- e) Any member may nominate any Canadian resident member for any elected Club position. Any member may nominate himself/herself. Written permission of the nominee is required. Nominating members and nominees must have been members in good standing for a minimum period of six (6) months prior to the call for Nominations in the May/June issue of the Club Newsletter (ARTICLE I, Section 5 (a)).

- f) No person may hold more than one office at a time.
- g) No more than one (1) member of a household may be nominated for, or hold office on the Board of Directors.
- h) Nomination forms will be printed in the May/June issue of the election year with nominations closing June 30th of that year. Resumes of the nominees are to be printed in the September/October issue of the Newsletter of the same year.

Section 2. ELECTIONS

- e) Elections will be held every year with the election to the offices of Vice President and Recording Secretary to be held in even years (ie: 1998), alternating with the election (odd years - ie: 1999) of the other Board Members.
- f) The closing date for the ballots to be returned to the Recording Secretary will be November 15th of the election year. Postmarks to govern acceptance.
- g) The person receiving the largest number of votes for each position shall be declared elected. All elections will be conducted by secret ballot and voting by proxy shall not be permitted. Ballots must be counted by the Recording Secretary plus one (1) impartial person to count and verify votes and to sign as a witness. This person is chosen by the Recording Secretary and does not have to be a member of the Club. In the event of a tie, a new vote shall be taken by the membership.
- h) Regional Directors will reside in the region which they are representing and shall be elected by the members residing in that region.
- e) All newly elected officers must be notified no later than December 1st.

Section 3. OFFICERS

The Board shall consist of the President, one Vice President, Recording Secretary, Membership Secretary, Treasurer, and five (5) Regional Directors, one for each Club area. The Club areas to be known as Pacific (British Columbia & Yukon), Rocky Mountain (Alberta and Northwest Territories), Mid West (Saskatchewan, Manitoba and North Western Ontario - Thunder Bay and west), Mid East (remaining Ontario, Quebec and Nunavut), and Atlantic (New Brunswick, Nova Scotia, Prince Edward Island and Newfoundland including Labrador).

Section 4. DUTIES OF OFFICERS

The Board of Directors shall direct and manage the affairs of the Club, shall interpret the Constitution and By-laws and may, from time to time, as required make regulations and establish procedures on matters not herein provided.

- g) President: shall exercise the usual functions of a presiding officer, and shall observe a strict adherence to the Constitution and By-laws. He/she will also be required to submit a "President's Message" for each Newsletter published during their term of office.
- h) Vice President: shall have the power to act and exercise the duties of the President in the absence of the President. In case of death or incapacity of the President, the Vice President will undertake all duties and functions of the Presidency.
- i) Recording Secretary: shall keep a record of all matters of record which shall be ordered by the Board and shall be responsible for notifying the membership of matters as directed by the Board. He/she is also required to

submit and count all ballots for any election held, also the mailing and counting of all motions.

- j) Membership Secretary: shall have charge of the membership correspondence of the Club, shall keep a roll of member's names and addresses, and carry out other such actions, duties and functions as may be directed by the Board. He/she shall also be listed as the official Club contact in all official publications.
- k) Treasurer: shall collect and receive all moneys due and belonging to the Club and receipt thereof. He/she shall pay out such sums as are required to implement activities and functions which are formally authorized by the Board. He/she shall render an account of all moneys received and expended in the Newsletter, both for each issue and for the fiscal year.
- l) Regional Directors: shall submit a report for all activities, news, show and sledding results to the Editor of the Newsletter for publication in every issue. He/she should have on hand a supply of application forms, club brochures and the Code of Ethics for interested parties, shall hold area meetings as may be necessary and shall be responsible for coordinating and reporting to the Board of Directors on all Club supported functions.

Refer also to: **APPENDIX 'A'** - Terms of Reference/Responsibilities for the AMCC Board of Directors.

#### Section 5. COMMITTEES

- e) Committee chairpersons are elected by motion voted by the Board. Balance of committees to consist of volunteers called for by the Recording Secretary.
- f) Committees may be formed to advance the work of the Club in such matters as dog shows, trophies, annual prizes, publicity/promotion, membership and other fields which may be well served by a committee. Special committees may also be appointed by the Board to assist it on special projects.
- g) All committees will be required to operate under guidelines as approved or amended by the Board.
- h) Any committee position may be terminated by majority vote of the full membership of the Board upon written notice to the party involved.

#### Section 6. ASSUMPTION OF OFFICE

All Board Members will take office on January 1 of the year following election for a period of two (2) full years.

#### Section 7. REMOVAL FROM OFFICE

- c) Failure to renew membership is an automatic removal.
- d) Motion of suspension passed by two-thirds (2/3) majority of the Board Members in response to misconduct (failure to abide by this Constitution and By-laws), conflict of interest, or dereliction of duties as defined in these By-laws or Club policies, after the subject Officer has been provided with an opportunity to respond.

#### Section 8. FILLING OF VACANCIES

Any vacancies occurring in the Board or among the offices during the year shall be filled until the next biennial election by a majority vote of all the then members of the Board; except that a vacancy in the office of President shall be filled automatically by the Vice President and the resulting vacancy in the office of Vice President shall be filled by the Board.

Section 9. DISCIPLINE

- f) 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 privileges of the Club for a like period.
- g) Charges: Any member may prefer charges against a member for alleged misconduct prejudicial to the best interests of the Club or Breed. Written, signed charges with specifications must be filed in duplicate with the Recording Secretary together with a deposit of \$25.00 which shall be forfeited if such charges are not sustained by the Board. The Recording Secretary will then promptly send one copy via registered mail to the accused and one copy via regular mail to each member of the Board. The accused shall be given a period of not more than thirty (30) days in which to reply to the charges, sending copies to the Board Members and the accusing member(s).
- h) Board Decision: The Board shall, upon receiving the accused's reply, vote on whether or not to uphold the charges. The results of this vote will be filed with the Recording Secretary who shall inform both parties of the decision. A two-thirds (2/3) majority vote is required. The Board may postpone its decision until such time as additional information, as necessary, may be collected.
- i) Penalties: Penalties to a member of the Club resulting from upheld charges may be decided upon by the Board members and must receive a two-thirds (2/3) majority vote, as per ARTICLE II, Section 9 (c), to pass. Penalties may include reprimand, suspension, or expulsion.
- j) A plea of guilty by, or conviction of any member for a violation of Sections 445 or 446 of the Criminal Code of Canada (cruelty to animals) shall result in the automatic termination of the member's membership for a minimum period of two (2) years, and the AMCC shall give notice of termination and the fact that the offense was committed in the Club Newsletter.

### **ARTICLE III - MEETINGS**

Section 1. DATES

- d) There shall be an annual meeting, place and date to be agreed upon by the Board at least six (6) months in advance.
- e) Special Club Meetings may be called by: the President; by a majority vote of the Board Members; or by the Recording Secretary upon receipt of a petition signed by 10% of the members in good standing, place and date to be agreed upon by the Board at least 3 months in advance. The Recording Secretary shall provide written notice of Special Club Meetings, said notice to specify the purpose of the meeting. No other club business may be transacted at Special Club Meetings.

- f) A regular schedule of Board Meetings shall be maintained at the discretion of the Board. The Board of Directors may conduct its business by mail through the Recording Secretary.

Section 2. ORDER OF BUSINESS

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

Roll Call  
Minutes of the last meeting  
Report of the Board of Directors  
Report of the President  
Report of the Recording Secretary  
Report of the Treasurer  
Report of the Membership Secretary  
Report of Committees  
Unfinished Business  
New Business  
Adjournment

Section 3. VOTING

The election of officers and directors and amendments to the Constitution and By-laws shall be decided by secret written ballot, cast by mail to the Recording Secretary. Voting by proxy shall not be permitted. The Board of Directors may decide to submit other specific questions for decision of the membership by secret written ballot, conducted in the same manner. All other motions will be voted on only by the Board.

## **ARTICLE IV - FINANCE**

Section 1. FINANCIAL YEAR

The fiscal year shall run from January 1st to December 31st.

Section 2. DUES

See ARTICLE I, Section 3. Dues must be received no later than December 31st of the preceding year.

Section 3. REMUNERATION OF OFFICERS

Recording Secretary, Membership Secretary, Editor and Publisher costs, and all other expenses incurred as approved by the Board shall be paid by the Club.

Section 4. BANKING

The funds of the Club, except for amounts specified in the Standing Resolutions as authorized to be placed in the safe keeping of certain officers as a Petty Cash imprest fund, shall be placed in a branch of any Canadian Chartered Bank, Trust Company or Credit Union in a separate and independent account in the name of the Club. All cheques drawn on the Club account must have the

signature of a minimum of two signing officers as defined in ARTICLE V Section 1.

Section 5. BORROWING

Any loans to be made to, or by the Club, must be passed by the Board of Directors. A two-thirds (2/3) majority vote is required.

Section 6. BUDGET

To be compiled by the Treasurer and presented annually at the Club meeting, as applicable. Budget, as is or amended, to be accepted by Board motion.

Section 7. AUDIT

A Club appointed auditor will examine the Treasurer's books annually and submit a report to the Board with recommendations.

## **ARTICLE V - LEGAL**

Section 1. SIGNING OFFICERS

The signing authority of the Club shall be the President, Vice President, Membership Secretary, Treasurer, and Recording Secretary, and any document requiring the official endorsement of the Club shall be deemed to have been duly signed when it bears the recognized signatures of any two of the said officers, normally the President and Treasurer.

Section 2. CLUB SEAL

The official seal of the Alaskan Malamute Club of Canada shall be a black and white Alaskan Malamute standing against a red Maple Leaf inside a double circle inscribed "Alaskan Malamute Club of Canada".

This insignia shall be used for all official Alaskan Malamute Club of Canada functions, stationery and novelties. Unauthorized use is prohibited.

## **ARTICLE VI - 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 the Common Law of Procedure of Canada as laid down and interpreted in Notes on the Rules of Parliamentary Procedure by William Hankinson (3rd Edition 1979), the said Rules of Procedure and more particularly, all clauses and paragraphs designated "A", to form and be considered part of these By-laws and to have the same force and effect by reference as though same were severally, fully and particularly set forth herein.

## **ARTICLE VII - ALTERATION OF BY-LAWS**



Section 1. Alterations or additions to the By-laws or Breed Standard may be proposed by the Board of Directors or by written petition addressed to the Recording Secretary signed by twenty percent (20%) of the membership in good standing. Alterations or additions proposed by such petition shall be promptly considered by the Board of Directors and must be submitted to the membership with recommendations of the Board by the Recording Secretary for vote within three (3) months of the date when petition was received by the Recording Secretary.

Section 2. Requests for alterations or additions to the By-laws or Breed Standard may be processed at any time, provided a copy of the proposed amendment has been mailed (by first class mail) by the Recording Secretary to each member in good standing on the date of mailing, accompanied by a ballot on which the member may indicate their choice for or against the action to be taken. The notice shall specify a date not less than thirty (30) days after the date of mailing by which date the ballots must be returned to the Recording Secretary to be counted. Voting shall be by mail-in ballot; proxies are not permitted.

(a) Alterations to Breed Standard: The favourable vote of two-thirds (2/3) of the members in good standing who return valid ballots within the time limit shall be required to effect any such alteration.

(b) Alterations to By-Laws: The favourable vote of two-thirds (2/3) of all eligible members shall be required to effect any changes.

## **ARTICLE VIII - DISSOLUTION**

Section 1. The Club may be dissolved at any time by written consent of not less than two-thirds (2/3) of the members. Proxies are not permitted. In the event of the dissolution of the Club, whether voluntary or involuntary or by operation of law, none of the property, nor 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 as selected by the Board of Directors.

## **APPENDIX A**

### **TERMS OF REFERENCE/RESPONSIBILITIES for the AMCC Board of Directors**

All Directors are responsible to:

- Promote the AMCC
- Act as a liaison for the General Membership to bring new ideas to the club and play an important part in developing projects and policies to carry out Club activities
- Provide a report to every issue of the AMCC Newsletter by the required time
- Maintain records for their term of office, this is to include financial transactions on behalf of the Club and copies of Board correspondence
- Supply a copy of any correspondence directly related to Club business, received in or delivered out on behalf of the Club, to the Recording Secretary
- Promptly submit to the Treasurer requests for reimbursement of Club related expenses and/or copies of financial statements including moneys when applicable, from Club fund-raising ventures
- Upon completion of tenure, immediately provide to the succeeding Director all Club records, files, correspondence and moneys where applicable
- Respond promptly to Board Letters
- Provide a year end report to be published in the first issue of the newsletter of the subsequent year.
- Remember they are representing the AMCC and the Breed in general, and in so doing should present themselves accordingly. No individual should take on any Director's position with the intent of personal gain
- Resign, if circumstances prevent him/her from fulfilling the required responsibilities of the position

Each Board Member also has specific responsibilities which include, but are not limited to:

#### **PRESIDENT**

- Provide impetus and direction for the Club
- If any Director is not fulfilling their responsibilities, it is incumbent upon the President to contact the individual and take the necessary steps in the interest of the Club
- Act as mediator during disputes within the Club, or appoint another if there is conflict of interest, thereby ensuring a fair and swift decision
- Ensure that the objectives of the Club are maintained and have a thorough understanding of the Constitution and By-laws
- Ensure the viability of each Area to hold a National Specialty and to offer assistance where necessary
- Ensure all current Board appointments, (ie: Newsletter Editor, Publisher, Publicity/Promotion Coordinator, Club Statisticians, Breedlines Coordinator, etc.) and any active Committees are all reviewed at the start of each term, and facilitate periodic contact with same to ensure continuity.

#### **VICE PRESIDENT**

- Perform the duties of the President in his/her absence
- Review the CKC White Pages in Dogs In Canada and bring matters of interest or concern to the attention of other Directors and the General Membership

- Ensure that any committees struck are fulfilling their mandates and to offer assistance where necessary
- Review the Club's informational brochures at the beginning of each year and submit a report with recommendations to the Board

#### **RECORDING SECRETARY**

- Maintain a current record of all the Club's correspondence and business
- Ensure that the Club Business is carried out in accordance with the Constitution and By-laws
- Initiate and oversee the Board Nominations and Elections as required in the By-laws
- Ensure that the National Specialty "Judges List" is updated every three (3) years
- Initiate and oversee Nominations and Elections for National Specialty Sweeps Judges
- Initiate Nominations for the Club's Member of the Year Award

#### **TREASURER**

- Ensure that signing authority on the Club's General Bank Account is in accordance with the By-laws
- Facilitate an audit as required in the By-laws
- Provide an annual budget as provided in the By-laws
- Work with the incoming Treasurer to facilitate a smooth transition of Club finances no later than 30 days from the end of term or resignation
- Ensure that persons involved in all Club fund-raising activities provide prompt and accurate financial statements together with any revenues

#### **MEMBERSHIP SECRETARY**

- Maintain an up-to-date membership list
- Maintain a supply of new member packets to be provided to new members
- Maintain a supply of Club stationery for distribution to other Club Directors as required
- Maintain a supply of the Club's informational brochures for distribution to other Club Directors and/or persons inquiring about the Alaskan Malamute
- Maintain a breeders registry
- Provide Notification of Dues as provided in the By-laws

#### **REGIONAL DIRECTORS**

- Be varied and diverse in their reports to the Newsletter
- Maintain contact with all area members as well as welcome and encourage new members
- Maintain an accountable supply of Breed information brochures for distribution to serious inquiries about the Alaskan Malamute
- Assume responsibility for the Area banner and ensure it is forwarded to the incoming Director