

SASKATCHEWAN STOCK DOG ASSOCIATION

BY-LAWS

Proposed goals and objectives of the Saskatchewan Stock Dog Association.

1. Promote the ability of the working stock dogs and educate the public to the use of these dogs.
2. Promote the use of stock dogs on more farms and ranches.
3. Promote the breeding, exposure, and growth of stock dog breeds by way of trials, demonstrations, clinics, and advertising, etc.
4. The breeds of concern include but are not limited to the following stock dog breeds:
 - a) Australian Shepherd
 - b) Blue Heeler
 - c) Border Collie
 - d) Corgies
 - e) Kelpies
 - f) Scotch Collies
 - g) Shetland Sheep Dogs
 - h) Any other working stock dogs
5. Promotional activities of our club include trials, clinics, memberships, breeders list, demonstrations, or any other activities to promote stock dogs.

CONSTITUTION

1. MEMBERSHIP

- a) The members of the Association shall be the subscribers to the application for incorporation and such other persons as are admitted as members of the Association.
- b) All applications for memberships shall be submitted to the Board of Directors and, upon approval by the Board, the applicant shall become a member.
- c) There shall be four classes of membership, namely: Annual Voting Membership, Annual Non-Voting Membership, Voting Life Membership and Honorary Life Membership.
- d) Honorary Life Membership, inclusive or exclusive of voting rights, may be conferred by Resolution of the Board of Directors in recognition of services rendered to the Association or to the support of the dog industry, as a whole. Honorary Life Members shall not be required to pay any membership fees or dues.

- e) Annual Voting Membership may be applied for by any citizen or any person whose principal residence is in Saskatchewan.
- f) Annual Non-Voting Membership may be applied for any person whose principal residence is outside Saskatchewan.
- g) Voting Life Membership may be applied for by and Saskatchewan citizen. Voting life Members shall have the same rights as Annual Voting Members.
- h) All classes of membership except Honorary Life Memberships are open to corporations and associations. No membership shall be transferable.

2. TERMINATION OF MEMBERSHIP

- a) All classes of membership and life affiliation, other than Honorary Life Memberships and Voting Life Memberships, shall automatically terminate at the close of the Associations Membership Due date, March 1.
- b) Failure by any member to renew his membership, or by any affiliated organization to renew its affiliation within thirty (30) days after commencement of the Membership Due Date (March 1) shall automatically result in the suspension of all the rights and privileges of membership or affiliation until the requisite dues are paid.
- c) Any member may terminate his membership, or organization it's affiliation, at any time, by giving written notice to that effect to the Association's Secretary.
- d) The Board of Directors, upon its own initiative, or upon the substantiated charge of any member or members in good standing, may suspend or expel any member or organization as a disciplinary measure for conduct determinable to the best interests of the Association. The member or organization so charged shall be advised of the charge, and shall have the opportunity of offering a defence before disciplinary action by the Board of Directors is considered. If the member or organization is dissatisfied with the decision of the Board of Directors they shall have the right to appeal at an Annual General Meeting or at a special meeting called for this purpose.

3. FEES

- a) The Board of Directors shall, by Resolution, set and establish the fee payable in respect to each class of membership and affiliation and may, from time to time, increase, decrease, or otherwise vary such fee; subject always to the approval of the members given at a General Meeting of members, and shall not be effective until such approval has been given.

4. ANNUAL GENERAL MEETING

- a) The Association shall hold at least one Annual General Meeting in each calendar year. Thirty (30) days notice of the meeting (from the date of mailing) shall be given in writing to each member by mailing a notice of the meeting by ordinary mail or be included in the body of associations magazine to the last known address of each member.
- b) The functions of the Annual General Meeting shall be:
 - 1) To elect Directors.
 - 2) To debate and vote on matters submitted by the Board of Directors.
 - 3) To receive and act on reports of the President and Secretary-Treasurer.
- c) Any general meeting may enact, repeal or amend and by-laws of the association only by an extraordinary resolution passed by a majority of not less than three-fourths of such members entitled to vote as are present in person. Notice specifying the intention to propose an extraordinary resolution must be given thirty (30) days prior to said meeting. Notice may be given by ordinary mail or be included in the body of the associations magazine.
- d) Additional general meetings of the Association may be called by the directors as they deem necessary. Minimum of twenty-one (21) days notice.
- e) Every duly affiliated organization shall be entitled to one vote. This vote shall be given by a delegate appointed in writing by resolution of Board of Directors of the affiliated organization.
- f) Only annual Voting Members, Voting Life Members and Honorary Life Members with voting rights and delegates of affiliated organizations shall have the right to vote at meetings of the Association.

- g) Decisions of a general meeting shall be made by a simple majority of voters present. In the event of and equal division of voters the Chairman shall have the deciding vote.
- h) All decisions as to methods and procedures of voting shall at all times rest with the Chairman of the meeting.
- i) A quorum for a General Meeting shall be six(6) members.

5. REGIONS AND DISTRICTS, LOCAL CHAPTERS.

- a) If necessary, for ease of direction, the Saskatchewan Stock Dog Association may create division of the province for administration purposed into: Regions, Districts, or Local Chapters, which, to all intents and purposed, shall be autonomous.

6. DIRECTORS

- a) The affairs of the association shall be managed by a Board of Directors composed of not less than six (6) persons and not more than ten (10) persons.
- b) Only Annual Voting Members, Voting Life Members, and Honorary Life Members with voting privileges, shall be eligible to be elected as Directors. Directors must be residents of Saskatchewan. Directors shall be eligible for re-election.
- c) A Director shall hold office form the close of the Annual General Meeting at which he/she is elected at or wheich follows the meeting at which he/she was elected as the case may be, until the close of the second Annual General Meeting thereafter, except that the terms of the first elected Directors shall be arranged so that one-half ($\frac{1}{2}$) shall expire each of the first two years. The office of Director how so ever elected, shall be vacated by:
 - 1) his/ her death, or
 - 2) his/her resignation given in writing to the Board, or
 - 3) his/her ceasing to be eligible through non-payment of membership dues, or
 - 4) a resolution by the unanimous vote of all the other directors declaring him/her to be incapable of fulfilling his/her duties or dismissing him/her for conduct detrimental to the interests of the Association.

The Board of Directors may appoint any eligible person, not already a director, to fill any vacancy for the unexpired term thereof.

- d) Meetings of the Board of Directors may be held at any time and place to be determined by any three (3) of the directors or by the president, upon notice mailed or telephoned or telegraphed by the Association's Executive Secretary at least seven (7) days in advance.
- e) One half of the directors in office shall constitute a quorum for meetings of the Board of Directors.
- f) Unless otherwise provided by law or By-laws, approval by a meeting of the Board of Directors shall require favorable vote of the majority of the directors present thereat. In the event of an equal division of votes, the Chairman shall have a casting vote. It shall be left to the discretion of the Board to determine what matters shall be referred for a decision or an opinion to either an annual or special meeting.
- g) The Directors shall serve without remuneration or compensation, except that the Board may from time to time reimburse a director for his out-of-pocket expenses necessarily incurred in the discharge of duties specifically assigned to him by the Board, or in attending meetings of the Association.
- h) A quorum for a meeting of the Executive shall require a unanimous vote of the members when a minimum quorum is present. Unless otherwise provided by By-Law, the Board shall have the power by Resolution to grant one or more of its members signing authority for any documents binding the Association, including cheques, bills and other negotiable instruments.
- i) The Board of Directors may appoint a Nominating Committee and other special committees as required. The board shall advise each Committee of its duties and terms of reference and all Committees shall report to the Board of Directors, excepting any Nominating Committee which shall report directly to the meeting at which elections are being held.
- j) The Board of Directors may appoint, remove and determine the remuneration of any Committee Chairman or Member as it sees fit.
- k) The Board of Directors shall appoint from its own members an Executive Committee of not less than four (4) and not more than eight (8) members to represent, supervise and administer the activities of the Association relating to the following interests:
 - 1) training demonstrations
 - 2) trials and clinics
 - 3) breeding
 - 4) care

7. OFFICERS

a) A director shall hold office commencing immediately upon his election until the close of the second Annual General Meeting next following, unless his/her office shall previously have been vacated by:

- 1) his/her death, or
- 2) his/her resignation given in writing to the Board, or
- 3) his/her ceasing to be a Director;

Provided always that the Board may appoint another eligible Director to fill any vacancy occurring in the office of President, Vice-President, Secretary-Treasurer, for the unexpired term thereof.

b) The officers shall serve without remuneration or compensation, except that:

- 1) The Board may reimburse an officer for his/her out-of-pocket expenses necessarily incurred in his official capacity in the discharge of duties for and on behalf of the Association.
- 2) the Board may grant remuneration to the Association's Executive Secretary and/or the Treasurer.

c) The President shall:

- 1) preside at all meetings of the Board and at all general meetings, if present.

d) The Vice-President shall perform the duties of the President in his absence or at his request.

e) The Treasurer shall administer the finances of the corporation within the provisions of the law and the By-Laws.

f) The Secretary - an elected position, shall:

- 1) make and maintain a permanent record of club business in the form of minutes,
- 2) perform such managerial duties as are assigned by the Board of Directors,
- 3) receive correspondence directed to the Saskatchewan Stock Dog Association and see to its proper disposition, also reply to correspondence if required and/or as directed to by the President, also originate correspondence as it is required.
- 4) The office of Secretary may be combined with that of the Treasurer until such time as the Board of Directors decides that these offices are to be separated.

5) Hold and maintain club archives and files.

8. FINANCES

- a) The Association's fiscal year shall be from the first day of January to the last day of December.
- b) All moneys belonging to the Association shall be placed in such chartered bank or banks as may be designated by the Executive Committee.
- c) A detail record of all moneys received, receivable, paid and payable, shall be kept by the Treasurer in books appropriate form and open to inspection by officers of the Association.
- d) Such books and other documents pertaining to the collection, management and disbursements of the Association's moneys shall be audited once a year by an Audit Committee selected by the Board of Directors and its written report shall be submitted to the Annual General Meeting by the Treasurer for approval.
- e) All contracts and all expenditures shall require the approval of the Board of Directors which shall be recorded in the Meetings minutes and kept in the records for accounting and auditing purposes.
- f) Should the membership of an individual or the affiliation of an organization be terminated for any reason whatsoever;
 - 1) the Association shall be under no obligation to distribute to such individual or organization any part of the moneys, values or assets then held by the association including the fees already paid by such individual or organization, under the membership or affiliation assessment.
 - 2) such individual or organization shall be relieved as of the effective date of termination of membership or affiliation, of their obligation to pay dues to the Association even for the then current fiscal year.

9. PUBLICATIONS

- a) The Saskatchewan Stock Dog Association will convey to its members, news by a newsletter or other suitable publication as decided upon by the Board of Directors.
- b) The Association may issue a series of bulletins to any Region, District or Local Chapter devoted to progress and announcements on which concern only that Region, District or Local Chapter. The distribution of such bulletins shall be decided by the Board of Directors, from time to time.

10. BORROWING POWERS SECTION #1

For the purpose of carrying out its objects, the Association may borrow or raise or secure the payment of money in such manner as it thinks fit, and in particular by the issue of debentures, but this power shall be exercised only under the authority of the Association, and in no case shall debentures be issued without the sanction of an extraordinary resolution of the Association.

Yours truly,

Secretary of SSDA

President of SSDA

I hereby certify the above resolution was duly passed as an extraordinary resolution at a General Meeting of the members of the Saskatchewan Stock Dog Association held at the _____ in _____ on _____, 19__

Secretary of SSDA

Date