

# **VIZSLA CANADA INC.**

## Constitution & Bylaws

Effective February 9, 2025

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## CONSTITUTION (2023)

### 1. **NAME**

The name of this association shall be "Vizsla Canada Inc." hereafter referred to as the "Club".

### 2. **AFFILIATION**

The Club shall work in co-operation with the Canadian Kennel Club (CKC), existing and future breed clubs and may further affiliate itself with other organizations whose aims and objectives correspond with those of the Club.

### 3. **OBJECTS**

The objects of the Club shall be the encouragement, improvement, promotion and protection of purebred dogs and more specifically the Vizsla breeds (Smooth and Wire-Haired) by:

1. Developing the Vizsla breeds to the highest standards possible, always keeping foremost that the breeds are meant to be versatile and that the field function, conformation, and companion aspects are to be given equal stress in breed development.
2. Educating Club members and the general public in the benefits of purebred dogs.
3. conducting CKC licensed and sanctioned events of any type appropriate for the Vizsla breeds.
4. Encouraging participation in appropriate activities in addition to those licensed and sanctioned by the CKC, such as other field, performance and tracking events, and therapy and companion activities.
5. Assisting the CKC in the interpretation of the Vizsla breed standards including the proposal of any required revisions that may from time to time be deemed necessary by the Club.
6. General promotion, publicizing and protection of the Vizsla breeds.
7. Ensuring that the Club is at all times run as a bona fide non-profit organization.

### 4. **AREA OF OPERATION**

The area of operation of the Club shall consist of Canada. This shall not restrict the Club from entering into discussion, meeting, affiliation, or co-operation with other purebred organizations in other countries in the pursuit of the betterment of the Vizsla breeds.

### 5. **REVISION OF THE CONSTITUTION**

The Constitution shall be amended only in accordance with the Bylaws.

## BY LAWS (2025)

### ARTICLE 1. DEFINITIONS

- 1 Annual General Meeting (AGM) shall be as set forth in Article 4.2.
- 2 Canadian Kennel Club (CKC) maintains breed registry services for those purebred dogs approved for its control by Agriculture and Agri-Food Canada and provides governance for all CKC-approved dog conformation shows, dog trials and canine events.
- 3 Club Year, Fiscal Year and Membership Year shall be the calendar year.
- 4 Seal - The seal, an impression of which is stamped in the margin of the original of these Bylaws, shall be the corporate seal of the Club.
- 5 Special Board Meeting (SBM) shall be as set forth in Article 4.3.
- 6 Special General Meeting (SGM) shall be as set forth in Article 4.4.
- 7 Board refers to the Board of Directors.
- 8 Voting Members shall be Regular Members and Life Members.

### ARTICLE 2. MEMBERSHIP

- 1 The Club shall establish a Membership Chair who shall be responsible for, among such other things as the Club determines, the handling and processing of applications for membership and the maintenance of membership lists.
- 2 The Club shall also establish a Membership Committee, made up of the Membership Chair and two (2) Voting Members who are not currently serving on the Board. The Membership Committee shall be responsible for reviewing and granting Provisional Membership, reviewing and handling objections to Provisional Membership and for granting Regular Membership and recommending Life Membership in accordance with those requirements set out in Article 2.
- 3 Membership shall be limited to those individuals who are eligible for membership in the CKC and who, in the opinion of the Membership Committee, are capable of compliance with the objects of the Club and of Affiliate Clubs.
- 4 In determining the eligibility of individuals for membership, the Membership Committee shall be guided by, but not be limited to, the following criteria:
  - a) No person is eligible who has been convicted of cruelty to animals.
  - b) Applicants who breed Vizslas shall agree to be governed by the Vizsla breed standards as they apply in their country of residence.
  - c) No person is eligible for membership who is under suspension or has been expelled by the CKC, the American Kennel Club, The Kennel Club (United Kingdom) or other registry body, or any other association incorporated under the Animal Pedigree Act.
  - d) All applicants for membership shall agree in writing to abide by the Constitution and Bylaws of the Club.
- 5 All applicants shall apply on the form as approved by the board and shall pay the required fee.
- 6 An applicant, when accepted, shall become a Provisional Member.
- 7 Members may withdraw from membership in Vizsla Canada by advising the Club's Membership Chair or Correspondence Secretary in writing or they may choose to withdraw by not renewing their affiliation at the end of the membership year. Membership fees will not be refunded to any member who withdraws from the Club.
- 8 Members shall be advised at least sixty (60) days before the end of the Club Year, either by general electronic means, personal invoice from the Treasurer or by general notice in the Club newsletter, that membership renewals are due. Any person failing to pay dues by the end of the Club Year shall

have sixty (60) calendar days in which to apply for reinstatement. Any member who does not apply for reinstatement and who does not pay their dues within the sixty (60) day period following the end of the Club Year shall be required to reapply as a Provisional member. Payment of membership fees within the sixty (60) day grace period shall constitute application for reinstatement in lieu of a separate request for reinstatement.

- a) Consideration for reinstatement beyond the 60 day grace period as specified above, with no forfeiture of Regular Membership status, shall only be considered in exceptional circumstances by application in writing to the Membership Committee detailing the nature of the circumstance which prevented renewal by the prescribed date.

9 Classes of Membership:

- a) There shall be six (6) classes of membership in the Club: Regular, Provisional, Honorary, Life, Junior and Affiliate Club.

- b) Regular Membership

Regular membership shall be restricted to individuals in good standing who have completed 12 consecutive months as a Provisional member and who have been granted Regular Membership status by the Board. Each Regular Member shall have one vote. A Family Membership is available to members and is defined as two (2) individuals who are age 18 and over and living at the same address. Each individual shall have one vote.

- c) Provisional Membership

- i. Provisional Members shall have no voting rights nor may they hold office. An individual eighteen (18) years or older, may apply for Provisional membership by applying for a Single or Family Membership. Names of applicants shall be published in the next Club newsletter following receipt of an application.
- ii. If any member of any of the six classes of membership has reason to believe that membership should not be granted, such member will have sixty (60) days, from the date of publication, to submit a written objection with reasons, to the Chair of the Membership Committee. The Membership Committee shall have the sole discretion to decide whether or not to grant Provisional membership. An objection raised specifically about one of the individuals listed on a Family Membership application which affects their status of membership shall not adversely affect the membership of the other member listed in the same family. In the event that the Membership Committee does not grant Provisional membership to one of the family members, the other shall be entitled to and pay the fee of a Single membership.
- iii. In the event that an objection is received, the Membership Committee, in its sole discretion but acting reasonably, may decide whether or not to inform the applicant of the objection and of the substance of the reasons but the Membership Committee shall not divulge the name of the objector. In the event that the nature of the objection is communicated to the applicant, the applicant shall have the right to reply to the matter before the Membership Committee makes its decision.
- iv. In the event the application is rejected, the Membership Committee shall communicate the rejection with written reasons to the applicant together with a statement outlining the right to appeal the matter to the Board. In the event that an appeal is entered, the Board shall hear it at the next Board meeting for which agenda items have not closed. The applicant and/or a representative are entitled to participate in person or by such alternate method as agreed to by the Board.

- v. If no objection is received within the sixty (60) day period, applicants will be granted Provisional Membership for a period of 12 months from the date of receipt of the membership application. Provisional members shall be eligible for Club awards once the initial sixty (60) day approval period has passed with no objection being received.
  - vi. The Provisional member, upon the completion of one uninterrupted 12-month period of membership, shall be reviewed by the Membership Committee for eligibility as a Regular member and this decision shall be communicated to the Provisional member. In the event that the Membership Committee decides not to recommend the Provisional Member for Regular Membership, that decision shall be communicated to the Provisional Member together with written reasons and a statement that the Provisional Member is entitled to appeal the decision to the Board. The Board will hear the appeal at the next Board meeting for which the agenda items have not closed. In the event that the next Board meeting is the AGM the appeal will be heard as a Special Board Meeting immediately prior to the commencement of the AGM.
  - vii. Where the recommendation of the Membership Committee is to permit the Provisional Member to become a Regular Member, the recommendation shall be forwarded to the Board and the recommendation shall be endorsed by the Board at the next available board meeting following completion of the 12-month provisional period.
- d) Honorary Membership
- Honorary Membership may be awarded to those persons who have made outstanding contributions to the Club or to the advancement of the Vizsla breeds (Smooth or Wire-Haired). Names and duration of Honorary Membership, of the individuals for consideration, shall be presented at an AGM by the Board of Directors. A consent of two thirds (2/3) of those Voting Members casting ballots, must be given before the Honorary Membership is granted. Honorary Members shall be exempt from payment of membership fees, shall have no voting rights, and may not hold office.
- e) Life Membership
- Life Membership may be granted to those persons who have been Regular Members and who have made outstanding contributions to the Club or to the advancement of the Vizsla breeds (Smooth or Wire-Haired). Names of proposed Life Members shall be presented at an AGM by the Membership Committee for consent of two thirds (2/3) of the Voting Members casting ballots. Life Members shall enjoy all the privileges of Regular Members. Life Members shall be exempt from payment of membership fees.
- f) Junior Membership
- i. Junior Membership may be granted to persons who are at least ten (10) years old and less than eighteen (18) years old who are owners or fanciers of the Vizsla breed. Junior Members shall have no voting rights, nor may they hold office.
  - ii. Junior members shall pay no membership fees.
  - iii. On reaching the age of eighteen (18) a Junior Member may apply for Regular membership in the Club. If the person has been a Junior Member in good standing for at least one (1) full calendar year the Provisional Membership period shall be waived.

- g) Affiliate Club Membership
  - i. Affiliate Club Membership shall be restricted to Vizsla breed clubs within Canada.
  - ii. Affiliate Club Membership shall carry no voting rights. At least two (2) members of the executive of the Affiliate Club shall be Regular or Life members of the Club in good standing.
  - iii. At least twenty-five per cent (25%) of the members of the Affiliate Club must be members of the Club in good standing. It is not necessary for the Affiliate Club to be recognized by the CKC however the members of the Affiliate Club must be eligible for CKC membership. Names of clubs desiring Affiliate Club status shall be presented to the AGM by the Membership Committee for consent by two thirds (2/3) of those casting ballots.

### **ARTICLE 3. ORGANIZATION**

#### 1. Board of Directors

- a) The affairs of the Club shall be managed by a Board of Directors composed of the President, Vice President, Past-President when applicable, Recording Secretary, Correspondence Secretary, Treasurer, and a minimum of four (4) and a maximum of six (6) Regional Directors selected from at least four of the geographic regions of Canada defined by the Canadian Kennel Club (CKC).
- b) Boards shall be elected every three years by the Club's Voting Members.

#### 2. Executive

The Executive officers of the Club shall be the President, Vice-President, Recording Secretary and Treasurer.

#### 3. Eligibility for Office

To be eligible for office a person shall be a Regular or Life member and a resident of Canada.

#### 4. Duties of Directors

- a) Each member of the Board of Directors shall be a member in good standing of Vizsla Canada and shall remain as such throughout the term of office.
- b) The President shall preside over all meetings of the Club and shall have general supervision of the affairs and business of the Club. The President shall be, ex-officio, a member of all Committees.
- c) The Vice-President shall, in the absence of the President, perform the duties of the President.
- d) The Recording Secretary attends all meetings and records and distributes the minutes.
- e) The Correspondence Secretary receives, replies to and files all Club correspondence and enquiries and shall be the custodian of the Club seal.
- f) The Treasurer handles all financial transactions for the Club within the limits set out in Article 7.3, maintains records of income and expenses, prepares financial statements, year-end reports, and assembles financial documents for review by an individual appointed by the Board.

- g) The outgoing President shall become the Past-President and shall be an ex-officio Board member for one term. As an ex-officio Board member, the Past-President shall receive Board agenda material and may participate in all Board meetings in an advisory capacity but shall have no voting privileges as a Board member.
- h) Further Duties and Authority  
The individual members of the Board shall have such further duties and authority as may be delegated to them by the Board providing the said duties and authority are not contrary to the provisions of these Bylaws.

#### 5. Resignations

Board members may resign from office by giving the Board one (1) month notice of intent to do so in writing and such resignation shall take effect upon the expiration of such notice.

#### 6. Removal of Board Members

- a. Any Board member who is disciplined and subsequently denied privileges of membership of the Club shall resign from the Board forthwith. Failure to provide such resignation shall result in the Board declaring the office vacant by majority vote.
- b. The Members of the Club who elected a Board member may, by resolution passed by at least 2/3 of the votes cast at a Special General Meeting of which notice specifying the intention to pass such resolution has been given, remove that Board Member before the expiration of such director's term of office, and may, by majority of the votes cast at that meeting, elect any qualified person in the stead of such director for the remainder of the term.

#### 7. Vacancies

The office of a director of the Club shall be vacated if such director:

- a. Becomes incapable of acting by reason of mental health or infirmity.
- b. Ceases to be a resident of Canada, or if elected as Regional Director, ceases to be a resident of the appropriate geographic region.
- c. Resigns office by notice in writing to the Club.
- d. Fails to participate in or attend, without being excused by resolution of the Board, four (4) consecutive Board meetings.

#### 8. Filling of Vacancies

- a. To fill a vacancy on the Board of Directors, the Board in its sole discretion, as long as a quorum exists, may hold a by-election, may appoint a Regular Member or Life Member, or may leave the position vacant if the vacancy occurs at the Regional Director level, as long as the Board remains in compliance with the minimum requirements for geographic representation.
- b. If the vacancy of a Regional Director is to be filled by appointment, the appointee must be a resident of the geographic region in which the vacancy occurred.
- c. If no appointee can be found to fill the seat within the vacant geographic region, the Board may appoint a Regional Director from another geographic region which is not represented on the Board.



## 9. Committees

- a. The Board may appoint such Committees as it sees fit and may determine the size, composition, and duties of each Committee at its discretion.
- b. No Committee shall have the power to act for or on behalf of the Club or otherwise commit or bind the Club to any course of action. Committees shall only have the power to make recommendations to the Board, or to the Members, as the Board may direct.
- c. Members of Committees shall be appointed by and hold office at the pleasure of the Board.
- d. Unless otherwise specifically provided by the Board, a Committee is dissolved at the end of the Board's term in office.
- e. Each Committee shall submit to the Board such reports as the Board may request from time to time, but in any event, each Committee shall submit a written report to the Board to be included with the materials to be circulated for the AGM pursuant to Article 4.2.

## 10. Remuneration

No remuneration in the form of salary, wages, commissions, bonuses or benefits shall be paid to the Board of Directors or to any Committee members for the duties and services performed by each. They may, however, receive reimbursement for expenses in accordance with established Club policy.

## **ARTICLE 4. MEETINGS**

### 1. Board Meetings

- a. Meetings of the Board of Directors shall be quarterly in the months of January, April, July and October and may be held in person, conference or video call, electronic mail or such other electronic means as seen reasonable and necessary to a majority of the Board in its sole discretion to minimize cost and/or hardship.
- b. Fifty percent (50%) rounded down to the nearest whole number plus one (1) shall constitute a quorum of Directors for the transaction of business at Board meetings.
- c. When all Directors consent, a Director may participate in a Board Meeting by any alternative communication tool that permit all persons participating in the meeting to communicate directly with each other.
- d. Except as otherwise required by law, the Board may hold its meetings at the Head Office of the Club or at any such place or places as it may, from time to time, determine.
- e. Notice of Board meetings shall be delivered, telephoned, transmitted electronically not fewer than 5 days before the meeting is to take place.
- f. Each Director shall have one vote on each motion. Questions arising at any meeting of the Board shall be decided by a simple majority of votes. In case of an equality of votes, the chair of the meeting shall have a second or casting vote.
- g. Club Members may attend Board meetings by notifying the Chair before the start of the meeting. They shall not have the right to vote at these meetings. An attending member may ask the Chair for permission to speak and participate in discussion relating to specific agenda items.

## 2. Annual General Meeting

- a. The Annual General Meeting (AGM) will be held in the first half of the calendar year, and at a location in Canada determined and agreed to by the Board of Directors. Where practical, the AGM will be held in conjunction with a Club event.
- b. At the AGM, the Board shall present the financial status of the Club as well as a summary of the Club's committee reports. In the event of lack of quorum, agenda items may be carried over to the agenda of the next Board meeting.
- c. The closing date for agenda items shall be four (4) weeks prior to the AGM.

## 3. Special Board Meetings

- a. The Board may, at its discretion, call a Special Board Meeting (SBM) at any time. Notice of such a SBM and purpose shall be communicated to the Club members in writing. Only the business specified in the notice may be dealt with at the Special Board Meeting.
- b. The Board shall call a SBM upon the request of one quarter (1/4) of the Voting Members of the Club provided that the request is in writing, signed by the requesters and states the purpose of the SBM. The signed request is to be delivered to the Club Recording Secretary. Only the Business specified in such a request shall be dealt with at an SBM.

## 4. Special General Meetings

- a. The Board may, at its discretion, call a Special General Meeting (SGM) at any time to deal with matters of urgency requiring the vote of the members of the Club or for which awaiting the AGM is impractical. Notice of such a SGM shall be communicated to the Club members in writing together with the purpose of the Meeting. Only the business specified in the notice may be dealt with at the Special General Meeting.
- b. The Board shall call a SGM upon the request of one quarter (1/4) of the Voting Members of the Club provided that the request is in writing, signed by the requesters and states the purpose of the SGM. The signed request is to be delivered to the Club Recording Secretary. Only the Business specified in such a request shall be dealt with at an SGM.

## 5. Notice for Annual General Meetings, Special General Meetings, and Special Board Meetings

- a. Notice of the time and place for each AGM or SGM shall be sent to each Club member at their last known address at least sixty (60) days prior to the AGM or SGM date. Depending on the urgency of a SGM, notification may be less than sixty (60) days.
- b. Notice of a SBM shall be as deemed reasonably necessary by the Board in accordance with the circumstances.

## 6. Quorum

Twenty five percent (25%) of the Voting Members in good standing rounded down to the nearest whole number shall constitute a quorum. For the purposes of determining the quorum, the Board shall establish a cut-off date which shall not be more than ninety (90) days prior to the AGM or SGM.

## 7. Other Meetings

In addition to Board Meetings, the AGM, Special General Meetings and Special Board Meetings, members may convene other meetings as they see fit. These meetings may be for such purposes

as information and education and shall not have the formal status of Board Meetings, AGMs, SBMs and SGMs.

## 8. Voting

- a. At an AGM or SGM, unless otherwise provided herein, a simple majority of votes duly cast by the Voting Members shall prevail. Each voting member may cast their vote by the same means that they are using to participate in the meeting, i.e., by person, by mail, or electronically. Each voting member shall at all meetings be entitled to one vote and may vote by proxy.
- b. Proxy at an AGM or SGM must be another Voting Member and before voting, the proxy shall produce and deposit with the Recording Secretary sufficient appointment in writing from such person's constituent or constituents. Reminder of proxy right will be given in the notice of meeting.
- c. All ballot forms are to be retained by the Recording Secretary for six (6) months following any official vote after which time they shall be destroyed.
- d. Ballot forms are to be returned in the exact and same form in which they were distributed. Photocopied ballot forms or ballot forms returned by facsimile or by electronic means are to be rejected unless the original vote takes place in this manner. The Board may take whatever measures necessary to verify the authenticity of returned ballot forms.

## ARTICLE 5. FINANCE

### 1. Banking Institution

The Treasurer of the Club shall place the funds of the Club in such branch of a chartered Canadian banking institution as they choose. Details of the banking arrangements will be communicated to the Board and henceforth the banking institution may be changed only with the consent of the Board which may be given at any Board meeting.

### 2. Petty Cash

The Board may authorize a sum of money, which need not be deposited in the banking institution, to be used as petty cash to be kept by the Treasurer. This money will be accounted for by the Treasurer to the Board.

### 3. Annual Review of Club Financial Records

An annual audit of the books and accounts of the Club shall be made by an individual recommended by the Board and appointed by the membership at the Annual General Meeting by a simple majority vote of those casting votes. This individual so appointed does not have to be an accredited accountant. The financial records so audited shall be made available to the club members for the following Annual General Meeting.

## ARTICLE 6. PROCEDURE

### 1. Amendments to the Constitution

The Constitution, not embodied in the letters patent, may be amended only at an AGM when the following requirements have been met:

- a. Amendments may be proposed by the Directors at a Board Meeting if a majority of directors attending are in favour of the proposed amendment(s). Notice of the proposed amendments together with the ballot forms must be mailed by ordinary mail or by electronic communication to all Voting Members not less than thirty (30) days prior to the AGM.

- b. A vote shall be conducted by secret ballot. Ballots may be returned by mail, in person at the AGM or via an electronic voting tool.
- c. Any amendment shall require an in-favour vote of at least two thirds (2/3) of the ballots received to be put into effect. The amendment(s) will take effect at the beginning of the next Club Year.

## 2. Amendments to the Bylaws

The Bylaws, not embodied in the letters patent, may be amended when the following requirements have been met:

- a. Proposed amendments to Bylaws must be presented in writing and supported by the signatures of three (3) or more voting members to the Board. The Board will then arrange for all voting members to comment on the proposed amendments via either a publication in the Club's newsletter, electronic communication, or a special mailing.
- b. The Board shall then put to all voting members, a ballot by mail or electronic voting tool for proposed amendments. An amendment is approved with an in-favour vote of at least two thirds (2/3) of the ballots received. The amendment(s) will take effect at the beginning of the next Club Year.

## 3. Elections

### a. Eligibility

- i. Any Regular Member or Life Member in good standing for at least one calendar year is eligible to stand for election to the Board.
- ii. Each individual is limited to two (2) consecutive terms as a Board member. If there are no nominees for a position this restriction may be waived.

### b. Election Committee

An Election Committee shall be appointed by the Board consisting of the Past President, if exists and two (2) Voting Members in good standing.

### c. Nominations for Board

- i. A nomination form shall be sent to all voting members by regular mail, or by electronic means, ninety (90) days prior to the date set for the election. The nomination form may contain a slate of candidates for the Board recommended by the Election Committee. In addition to any slate of candidates suggested by the Election Committee, any Voting Member of the Club may nominate any eligible Club member for election as a Board member. The exception is nomination for Regional Director (See 3.c ii below). The nomination on the official Club nomination form must reach the Election Committee Chair at least sixty (60) days prior to the date set for the election. The nomination form must be signed by the nominee, the proposer and seconder.

### ii. Nominations for Regional Directors

Any Voting Member, within a given regional jurisdiction, may nominate any other Voting Member within that regional jurisdiction for the position of Regional Director. The nomination on the official Club nomination form must reach the Election Committee Chair at least sixty (60) days prior to the date set for the election. The nomination form must be signed by the nominee, the proposer and seconder.

d. Voting

- i. All elections shall take place at the AGM. Elections shall be either by written secret ballot on an official ballot form, or via an electronic voting tool, which shall be sent to all Voting Members at least forty-five (45) days prior to the AGM. All ballots or votes must be received by the Election Committee Chair prior to the commencement of the AGM. If voting is conducted by ordinary mail, all ballots are to be returned in two envelopes which are to be sent out with the ballots by the Election Committee. The first envelope shall bear the return address of the sender in order to ensure verification of membership of the sender. The second envelope shall be clearly marked "BALLOT" and shall bear no other identifying mark. The ballot shall be enclosed inside the second sealed envelope. The second envelope shall be enclosed within the first envelope. If voting is conducted by means of an electronic voting tool, the tool shall ensure verification and confidentiality.
- ii. Paper ballots, if used, shall be opened and counted in full view of all members present at the AGM. Electronic vote results will be disclosed. There shall be no proxy votes. The Election Committee Chair shall supervise the counting of the ballots. A simple majority is enough to carry.
- iii. In the event of a tie vote for any position, a secret vote will be made by the Regular members present at the AGM.

e. Commencement of Term

All Board members elected according to the provisions of this Article shall assume office following the AGM.

4. Removal of Members

- a. The procedure contained in this section shall be followed for the removal of any Board member or Club member.
- b. A notice with written reasons signed by three Voting Club Members shall be delivered to any Board member.
- c. The matter shall be placed on the agenda of the first available Board meeting at which time the Board shall vote on it. If the matter cannot be resolved a Special General Meeting shall be convened at the soonest reasonably practical time, and in no event to be later than the date set for the following Board Meeting in which case the Special General Meeting shall take place immediately prior to the Board meeting. Appropriate notice shall be sent to Club members.
- d. The decision to remove a Board member or Club member requires a two thirds (2/3) majority vote of either the Board or those casting votes at the Special General Meeting.
- e. In the event a Special General Meeting is called, the same procedure for providing ballots to the Voting Members shall be followed as for elections. Voting Members shall have the option of attending the Special General Meeting in person, returning their ballots to the Election Committee Chair by the means specified, or by electronic voting tool. If the Election Committee Chair is the subject of the move for removal the paper ballots shall be returned to the President of the Board. No proxy votes shall be allowed.

## **ARTICLE 7. GENERAL**

### **1. Code of Ethics**

The Club may create a Code of Ethics which may be attached to these Bylaws as a Schedule.

### **2. Contracts and Other Documents**

The Board may, by resolution, appoint any member or members of the Executive to act on behalf of the Club and to sign any documents or contracts necessary to carry out any directive given to them by the Board.

### **3. Signing Power for Financial Purposes**

All cheques, drafts, notes, bills of exchange, acceptances, orders for payment or electronic transfers of money in an amount not exceeding \$500 shall be endorsed by the Treasurer only; amounts in excess of \$500 shall be endorsed or approved, by any two of the Executive, or approved by the Board.

### **4. Perpetuity**

Vizsla Canada shall remain in being as long as the number of Regular members number at least ten (10) and are willing to function as a Club under its present title. Failing this, the Club shall cease to exist and all material assets shall be sold to the highest bidder, and all monies received, plus the balance on hand or in the bank, shall be donated to Research and Development, The Small Animal Clinic, Ontario Veterinary College, University of Guelph, Guelph, Ontario, to be used as they see fit.