

# **THE CANADIAN CAT ASSOCIATION**

## **GENERAL BY-LAWS MAY 2016**

### **ARTICLE 1 - NAME**

This organization shall be called the Canadian Cat Association/Association Féline Canadienne and hereafter be referred to as the Association.

### **ARTICLE 2 - OBJECTS**

#### **Section 1**

To promote and foster the welfare of all cats in Canada.

#### **Section 2**

To further the improvement of all registered breeds of cats recognized by the Canadian Cat Association.

#### **Section 3**

To maintain a registry of ancestry pertaining to pedigreed cats.

#### **Section 4**

To promote interest in cats by sanctioning the holding of shows and exhibitions of cats registered with the Association, and to establish rules governing the conduct and judging of same.

#### **Section 5**

To promote the formation of affiliated clubs under the rules and regulations as laid down by The Canadian Cat Association.

### **ARTICLE 3 - CORPORATE SEAL**

The seal shall be the Corporate Seal of the Association.

### **ARTICLE 4 - MEMBERSHIP**

#### **Section 1 - Eligibility**

Membership in the Association shall be limited to those persons eighteen (18) years of age or older interested in furthering the objects set forth in the Association's Charter, who have paid the prescribed fee, and who undertake to abide by the Charter and By-Laws, and Code of Ethics of the Association.

## **Section 2 - Kinds of Membership**

- a) Life - for those persons who have already paid the single required fee. They will have voting rights in the Association and membership and voting rights in one breed section - NO LONGER OFFERED.
- b) Regular - new or renewal - Annual basic fee for membership with voting rights in the Association and non-voting membership in one (1) designated breed section. In order to have voting rights in a breed section an additional fee is required in addition to fulfillment of the voting breed section member requirements (See General By-Law; Article 4 Section 4b)
- c) Junior - Annual basic fee for membership of persons under the age of 18 years. This membership will not carry voting privileges in the Association.
- d) Supporting – with no voting privileges.

## **Section 3 - Breed Section**

There shall be a breed section for each individual breed of cat recognized by the Association. For membership in more than one breed section there shall be a fee for each additional breed.

Only holders of Life and Regular membership in good standing shall be eligible to belong to a breed section.

## **Section 4 - Voting Privileges**

- a) In order to exercise voting rights at an Annual General Meeting, a member must be in good standing and have their membership fees paid in full at least 30 days prior to the AGM.
- b) Voting rights in any breed section is restricted to those members who have registered a cattery name with CCA and have bred a cat of that breed which has attained the title of Champion or Premier at CCA sanctioned shows.
- c) A member shall not be considered to be in good standing unless all fees owing to CCA or to a CCA club have been paid and any disciplinary decisions have been complied with to the satisfaction of the Board of Directors.

## **ARTICLE 5 - MEMBERSHIP FEES**

### **Section 1**

Membership fees shall be charged for each kind of membership; the amount to be charged shall be determined by the Board of Directors.

### **Section 2**

Failure to pay fees - any member, who fails to pay his membership fees within 60 days of January 1st of each year, shall be deemed to have resigned from the Association. Resignation shall not negate the powers and rights of the Association in respect to any matters, which arose during the period of membership.

## **ARTICLE 6 - CLUB AFFILIATION FEES**

### **Section I**

Five or more members in good standing of the Canadian Cat Association may make application to form an affiliated club for the promotion of the welfare of cats as established by the By-Laws of this Association and the conducting of shows under the Rules and Regulations as laid down by the Association.

### **Section 2**

All applications for affiliation shall be considered by the Board of Directors. All such clubs desiring affiliation are required to submit the following to the Executive Secretary of CCA:

- a) A copy of the Constitution and By-Laws
- b) Names of Officers and/or Executive
- c) Payment of prescribed fee (to be determined each year at the Annual General Meeting) on affiliation, and the first day of January each year thereafter.

### **Section 3**

The following reports shall be required annually and are to be sent to the CCA Executive Secretary and CCA Registrar:

- a) Names of Officers and/or Executive
- b) The number of subscribing members.

### **Section 4**

- a) It is recommended that all members of an affiliated CCA club be members of CCA.
- b) All Executive of CCA affiliated cat clubs **MUST** be members of CCA.
- c) Each CCA affiliated club will provide yearly, a Liaison Officer with the Board, where there is no CCA Director in that club. The name of the Liaison Officer shall be sent to the CCA Registrar in January of each calendar year, or in the case of a newly affiliated club, upon application for affiliation. Liaison Officers must be members of CCA. The CCA Registrar shall forward the names of the Club Liaison Officers to the Director(s) in charge of the Club Liaison Committee and the Executive Secretary.
- d) It is suggested that all CCA affiliated clubs adopt the Code of Ethics approved by the Board of Directors.
- e) The constitution of any CCA club must include an article to cover the dissolution of the club and the disposition of club finances as a donation to any **non-profit institution** of their choice.

## **ARTICLE 7 - PUBLICATIONS**

Persons may subscribe to publications of the Association, for such fee as the Board of Directors may designate, without securing either privileges or responsibilities of membership.

## **ARTICLE 8 - BUSINESS OFFICES**

### **Section 1**

A head office shall be maintained where the business of the Association may be carried on.

### **Section 2**

The Association may establish such other offices and agencies elsewhere in Canada, as the Board of Directors may deem expedient by resolution.

## **ARTICLE 9 - BOARD OF DIRECTORS**

### **Section 1**

The property and business of the Association shall be managed by a Board of ten (10) Directors or should the number be less due to unforeseen circumstance(s) a majority shall constitute a quorum.

### **Section 2**

Election to the Board of Directors is determined by the following procedures:

- a) Regional Directors – elected by means of electronic voting using a qualified voting system approved by the Board of Directors. The option of a mailed ballot is available for those who indicate that preference on their membership renewal. An electronic ballot or mail ballot will be forwarded to members within his/her Region.

Members wishing to run for Regional Director must complete an application and forward it to the Executive Secretary, the application must be received by midnight Eastern Time, January 31<sup>st</sup>.

An applicant for Regional Director must reside in the Region he/she is running for at the time of the election. If after being elected the Regional Director changes residency to another Region, he/she will complete their current term of office.

Regional Director representation of the Board of Directors will consist of six (6) Regional Directors:

- Region 1 Ontario - two Regional Directors
- Region 2 Quebec - two Regional Directors
- Region 3 Maritimes - one Regional Director
- Regions 4 & 5 combined; West, Prairies & Territories - one Regional Director

The Executive Secretary shall notify in writing all members who ran for a Regional Director position of the outcome of the vote **within one week of the election results being finalized**. In the event that any position(s) is not filled due to lack of candidates, the position will be filled by increasing the number of Directors-At-Large.

- b) Directors-at-Large - elected at the Annual General Meeting. Individuals running for this position may be from any region. Those members wishing to be Directors-At-Large must present their application to the Executive Secretary **by 5:00 pm Eastern Time, five days** prior to the Annual General Meeting. Members who were not elected in their Region may apply to run for a Director-At-Large position at the Annual General Meeting. Prior the commencement of the meeting, the Executive Secretary shall review each application for correctness and eligibility. If the application is in order, the executive secretary shall present each candidate.

### **Section 3**

The Board of Directors may on literature of the Association be designated as a Board of Governors.

### **Section 4 - Eligibility**

Directorship shall be limited to those persons twenty-one (21) years of age or older and residing in Canada. An applicant must be a member of the Association for at least two (2) calendar years immediately prior to nomination. The applicant shall have served their home club in an executive capacity or the Association as a Board Appointee for at least two calendar years. The only exception shall be in areas where no clubs have been formed and the principal function of the officer in such areas would be to encourage the foundation of such a club and to promote the Association within the region. All members wishing to run for office must complete the "Application for Director" form.

### **Section 5 - Conflicting Membership**

Directors shall not hold office in any other national cat registering body, nor their related clubs in North America, with the exception of breed specialty clubs whose sole function is to better the various breeds concerned.

### **Section 6 - Regional Election Procedure**

- a) The Executive Secretary will receive all applications for Regional Directors **by midnight Eastern Time, January 31st**. The executive secretary shall review all applications received for correctness and eligibility of the candidate. When all applications are in order, he/she shall prepare an original copy of the ballots by region in both languages and send it to the Registrar/Office Manager by **February 10th**. This ballot **will be formatted for both electronic and mail distribution** and must contain the following information: (i) title of document (i.e. Ballot for Regional Director); (ii) Name and number of the Region; (iii) a list of each candidate in alphabetical order; (iv) **the date and time the electronic election closes and the marked mailed ballot must be received by**; (v) **the number of candidate(s) to be elected in that region**. Each candidate running may include a short resume of their achievements and visions not to exceed 300 words which will

accompany the ballot.

- b) The Registrar/Office Manager shall prepare a list of members as of January 31 of that year. Once the Registrar/Office Manager receives the original ballots from the Executive Secretary, he/she have the ballots prepared to be sent electronically or by regular post to each member of the region(s) requiring an election. For members choosing for the mailed ballot option, in addition to the ballot, the Registrar/Office Manager will include a return address label (c/o the CCA/AFC\* Office) with an area that clearly shows the region number. The Registrar/Office Manager shall maintain a list of the number of ballots forwarded to the regions. The Registrar/Office Manager shall receive all mailed ballots. The election will close at 2:00 pm Eastern Time on the second Tuesday of March, no ballot, electronic or mailed will be accepted after this deadline. Once the election has closed, the Registrar/Office Manager in consultation with the electronic voting service provider shall record the number of ballots received both by mail and electronically from each region against the list of ballots sent/mailed out.
- c) In consultation with the Executive Committee, a date for counting and tabulating of the election results, and a list of scrutineers shall be reached. This must be within seven (7) days of the close of the election. Scrutineers shall be members in good standing of the Association, but may not be a person seeking election to the Board of directors nor an immediate relative or a person with whom a candidate for director is domiciled. Three (3) scrutineers will be appointed.
- d) Votes will be counted in a manner that respects the privacy of the voter and assures the integrity of the process. The electronic voting results received from the assigned voting service along with the mailed ballot results will be tabulated by the Scrutineers. The Registrar/Office Manager shall supervise the counting and tabulation of the ballots and sign the ballot count document recording the results, which will be witnessed by the Scrutineers. The results document shall be forwarded to the Executive Secretary no later than one week after the ballots have been counted.
- e) The executive Secretary will send a letter, or email message, to each candidate advising them whether they were elected or not.
- f) The Registrar/Office Manager must have in their possession at the Annual General Meeting the following: (i) the list of members as of January 31st; (ii) the opened ballots with all related documents.

The ballots must be kept secured in a sealed container. The ballots will remain in the possession of the Registrar/Office Manager until told to dispose of the ballots. In the event that the Registrar/Office Manager cannot be in attendance at the Annual General Meeting, he/she shall forward the ballots and related documentation to the Executive Secretary prior the meeting.

### **Section 7 - Power of the Directors**

- a) The directors may exercise all such powers of the Association as are set out by the Canada Corporation Act and by the By-Laws. These powers are required to be exercised by the members at the General meetings, or as may be by specific direction of any Annual General Meeting be reserved for the action of a future Annual General Meeting.

- b) Authorization of Expenditures - The Directors shall have the power to authorize expenditures on behalf of the Association, and may delegate by resolution to an officer or officers of the Association, the right to employ and pay salaries to employees. The Directors shall have the power to make expenditures for the purpose of furthering the objectives of the Association.
- c) Donations - The Board of Directors shall take such steps as they may deem requisite to enable the Association to receive donations and benefits for the purpose of furthering the objects of the Association.
- d) Agents - The Board may appoint such agents as it deems necessary and such persons shall have the authority to perform such duties as prescribed by the Board at time of appointment.

### **Section 8 – Meetings**

Board of Directors meetings may be held at any time and place to be determined by the Directors, provided that ten (10) days' notice of such meeting shall be sent in writing to each Director. No formal notice shall be necessary if all Directors are present at the meeting or waive notice thereof in writing. Directors are required to attend no less than 2/3 of the Board of Directors meetings annually.

### **Section 9 - Remuneration of Directors**

No Director, under any circumstance may receive remuneration for his/her services; but by resolution of the Board, properly vouched expenses for his/her attendance at regular or special meetings of the Board, and expenses incurred in the performance of his/her duties will be allowed.

### **Section 10 - Retirement**

A retiring Director shall remain in office until the dissolution or adjournment of the meeting at which his/her successor is elected. A Director shall hold office until the next Annual General Meeting of members following his election or appointment.

### **Section 11 - Vacation of Office**

The office of Director shall be automatically vacated:

- a) If a Director shall resign his/her office by delivering a written resignation to the Executive Secretary of the Association.
- b) If a Director is found to be of unsound mind.
- c) If he/she has become bankrupt or suspends payment or compounds with his creditors.
- d) If at a special meeting of members, a special resolution is passed by 3/4 of the members present at the meeting that he be removed from office.
- e) Upon death.

In the event of a vacancy, the position must be filled for the remainder of the term. The Board of Directors will appoint a person in the following manner:

- (i) Where a Regional Director position becomes vacant, the Board of Directors shall appoint someone from the slate of individuals who ran for this Region's Director position. In the event that such a replacement is not available, the Board of Directors shall appoint an individual from the slate of members who ran for Director-At-Large to complete this term.
- (ii) Director-At-Large position becomes vacant the Board of Directors shall appoint someone from the slate of individuals who ran for Director-At-Large to complete this term. In the event that none is available, the Board of Directors will appoint any member in good standing to complete the term.

## **ARTICLE 10 - OFFICERS**

### **Section 1 - Titles**

The officers of the Association may be: Patron, Past President, President, First Vice President, First Vice President of Membership, Recruitment and Membership and Treasurer.

### **Section 2 - Duties**

**PATRON** - The Directors may, at their discretion, extend an invitation to a person who has aided the objects of the Association to become the Association's Patron for such a period as the Directors may decide. This is an honorary title.

**PRESIDENT** - The President shall preside over all meetings of the Executive Committee, the Board of Directors, and General Meetings, and shall be an ex-officio member of all committees; appointed or elected. He shall ensure that all orders of the Board of Directors or Executive Committee are carried into effect, and he shall sign all documents requiring the signatures of officers of the Association.

**FIRST** - The Vice President, in order, shall exercise powers of the President in the event of his/her absence or incapacity.

**FIRST** - Vice President Membership, Recruitment and Development

**TREASURER** - The Treasurer shall be responsible for safe custody of all property of the Association, and for keeping full and accurate records of receipts and disbursements. All monies of the Association shall be deposited in an account in a Chartered Bank or Trust Company in the name of the Association, for which he shall be one of the signing officers. The treasurer shall report to the Board not less frequently than annually, and more often if the Board requires it or the treasurer thinks it desirable. The Board may require a surety bond during tenure of office. An annual report shall be made available at the Annual, General Meeting.



### **Section 3 - Elections**

- a) The offices of President, First Vice President, Vice President Membership, Recruitment and Development, and Treasurer shall be filled by election of the Board of Directors out of their own membership. These officers shall, with the Past President, form an Executive Committee of the Board of Directors, and they shall exercise all powers of the Board of Directors, which the Board, by resolution, may delegate to them.
- b) No officer shall serve in the same capacity for more than two (2) consecutive terms except for the office of Patron.

### **Section 4 - Executive Meetings**

An Executive Meeting may be called if one of the following criteria is met:

- (i) The President, with a 2/3 majority of the Executive Committee approves
- (ii) The Executive Committee if 2/3 majority of the committee approves.

## **ARTICLE 11 - EXECUTIVE SECRETARY AND REGISTRAR**

### **Section 1**

The offices of Executive Secretary and Registrar shall be filled by salaried employees of the Association appointed by the Board at such remuneration as the Board may decide. These offices may be combined or separate at the discretion of the Board.

### **Section 2**

The Board of Directors, on an annual basis, shall review the duties of the Registrar/Office Manager and the Executive Secretary. With consultation of the Registrar/Office Manager, the Board will review the performance of other salaried employees.

### **Section 3 - Duties of the Executive Secretary**

The Executive Secretary shall perform all duties as prescribed by the Board of Directors including the Election Procedure duties outlined in Article 9. He/she shall be the custodian of the Letters Patent and the Minute Book of the Association, and his/her address shall be deemed the business office of the Association during his/her term of duty. Upon change of that official, the Department of Consumer Affairs must be notified in writing within two weeks of such change, inasmuch as a change of address for this office constitutes a change of the business address of the Association.

### **Section 4 - Duties of the Registrar**

- a) The Registrar shall perform all duties as prescribed by the Board of Directors, including the Election Procedure Duties outlined in Article 9. He/she is directly responsible to the Board for any matter concerning eligibility for fraud or misrepresentation concerning the registration of any

cat or kitten. He/she shall be the custodian of the seal of the Association, which he/she shall deliver only when authorized by a resolution of the Board to do so, and to such person or persons as may be named in the resolution.

- b) The Registrar/Office Manager shall be responsible for the day-to-day operation of the business office. He/she shall complete a report for each meeting of the Board of Directors. It is recommended the Registrar/Office Manager be present at each meeting.

## **ARTICLE 11A- BOARD OF EXAMINERS**

### **Section 1**

- a) The office of Chairman will be elected by ballot from the members, which hold a current CCA Judging license.
- b) Elections will be held during the month of September.
- c) The term of office shall be two years, at which time the Chairman may stand for reelection.
- d) A candidate must declare his/her intentions to run for Chairman of the Board of Examiners in writing to the Executive Secretary by September 1st at the latest.
- e) Upon receipt of all candidates' declarations, the Executive Secretary will prepare mail ballots for the election. Judges must return these ballots to the Executive Secretary in accordance with voting instructions printed on the ballot and no later than October 1st. The elected Chairman will be announced at the Annual General Meeting.
- f) Judges will indicate renewal of membership and -payment of their judge's fees with their declaration to run for Chairman.

### **Section 2 - Eligibility**

- a) Must be a current CCA member in good standing.
- b) Must hold a CCA Approved All Breed License.

### **Section 3 - Vacation of Office**

The office of Chairman of the Board of Examiners shall be automatically vacated:

- a) If the Chairman shall resign his office by delivering a written resignation to the Executive Secretary of the Association.
- b) If the Board of Directors find the Chairman is not fulfilling the power of the office as set out in Article 11A, Section 4 of the CCA By-Laws; the Board of Directors may replace the Chairman by a special resolution passed by 2/3 of the Directors present at a Board of Directors meeting.

- c) The vacated office would be filled by an Approved All Breed Judge appointed by the Board of Directors until the month of March when a new election would take place.

#### **Section 4 - Responsibilities of the Chairman/Committee**

- a) The Chairman of the Board of Examiners shall appoint three members who will constitute the Board of Examiners. At least two members must be CCA All Breed Judges. All other members must be members in good standing of CCA. At least one member must speak French if the majority of the Board is English; likewise, at least one member must speak English if the majority of the Board is French. The term of office for members of the committee shall be one year, at which time they may be re-appointed to the committee.
- b) The Committee shall be responsible to the Board of Directors in the following areas:
  - i) Establishing the qualifications for members seeking to join the Judges Training Program
  - ii) Accepting applications from prospective judges provided that they meet the qualifications set out
  - iii) Setting such examinations as are required to ensure that a trainee will be able to carry out the duties required of an Association Judge. Such training should include both written and practical testing
  - iv) Establishing the criteria by which a judge is advanced from one license standing to another. Any changes regarding the criteria for advancement must be presented and accepted by the membership at the AGM or Special Meeting.
  - v) Setting refresher papers for all Association Judges as required.
  - vi) Holding Regional Judges Schools and training sessions on an annual basis
  - vii) Maintaining records of all correspondence, show reports, examinations and other records pertaining to the office
  - viii) Circulating correspondence between the Committee and the Board of Directors, the Judges, and affiliated Clubs as required
- c) The Committee shall report to the membership at each Annual General Meeting.
- d) The Committee shall investigate all protests lodged against a judge and report its findings to the Board of Directors with a report as to what action has been taken. (See Article 13, Section 3, CCA Show Rules)

- e) The Committee shall place items of business before the membership for consideration in areas such as Show Rules, Standards, and By-Laws which have a bearing on the duties and well-being of the Association's Judging Panel.
- f) The Chairman shall be responsible for all arrangements between the Clubs and Apprentice Judges by notifying the club that there will be Apprentice Judges at the show, how many and what sections of the Judge's books will be required for each Apprentice.

## **ARTICLE 11B - CLERKING COMMITTEE**

### **Section 1**

- a) The Clerking Committee Chair will be appointed by the Board of Directors at their first meeting.
- b) A candidate must apply in writing for the position of Chair of the Clerking Committee to be received by the Executive Secretary on or before the last Wednesday prior to the Annual General Meeting.
- c) Upon receipt of all candidates' applications the Executive Secretary will determine the eligibility of the applicants, and shall prepare a list of the qualified candidates for the Directors to consider for appointment to the position.
- d) Candidates will indicate renewal of CCA membership and payment of the Clerk license fee with their application.
- e) The term of office shall be two years, at which time the Chair may re-apply for the position.

### **Section 2 - Eligibility**

- a) Must be a current CCA member and licensed Master Clerk in good standing with the association.
- b) Must have Senior Clerked or Master Clerked at least once during the 12 months preceding the Annual General Meeting. CCA Judges are exempt from this requirement.

### **Section 3 - Vacation of Office**

- a) If the Chair resigns his/her office by delivering a written resignation to the Executive Secretary of the Association.
- b) If the Board of Directors find the Chair is not fulfilling the power of the office as set out in Article 11B, Section 4 of the CCA By-Laws, the Board of Directors may replace the Chair by a special resolution passed by 2/3 of the Directors present at a Board of Directors meeting.
- c) The vacated office would be filled by a CCA Licensed Master Clerk OR a CCA Judge until the next Annual General Meeting when a new appointment would take place.

### **Section 4 - Responsibilities of the Chair / Committee**

- a) The Chair of the Clerking Committee shall appoint two (2) members who will constitute the Committee. All members of the committee must be licensed CCA Master Clerks and/or CCA Judges. At least one member should speak French if the majority of the committee is English; likewise, at least one member should speak English if the majority of the committee is French. The term of office for members of the committee shall be one (1) year, at which time they may be re-appointed or replaced by the Clerking Chair.

- b) The committee shall be responsible to the Board of Directors in the following areas:
  - i. Accepting applications from prospective clerks provided they meet the qualifications set out in the CCA Show Rules.
  - ii. Setting examinations as required to ensure that clerks will be able to carry out the duties required of a CCA Clerk / Master Clerk.
  - iii. Establishing the criteria by which a clerk is advanced from one license to another. Any changes to the criteria for advancement must be presented and accepted by the membership at the AGM or Special Meeting.
  - iv. Arranging for regional Clerking Schools and training sessions as necessary.
  - v. Maintaining records of all correspondence, show reports, examinations and other records pertaining to the office of Chair and the Clerking Committee. These records shall be sent quarterly (or as necessary) to the Executive Secretary to archive.
  - vi. Circulating correspondence between the Committee and the Executive Secretary, Board of Examiners / Judges, and affiliated clubs as necessary.
- c) The Chair shall report to the Board of Directors at each of their general meetings AND the membership at each Annual General Meeting.
- d) The committee shall investigate all protests lodged against a clerk and report their findings and any proposed actions to the Board of Directors for their approval.
- e) The committee shall place items of business before the membership at the AGM or Special Meeting for consideration in areas such as Show Rules, By-Laws, and the Clerking Manual which have a bearing on the Clerks and Clerking Committee.

## **ARTICLE 12 - ANNUAL GENERAL MEETINGS AND SPECIAL GENERAL MEETINGS**

### **Section 1**

The Annual General Meeting of the Association shall be held at a time and place as the Board of Directors may determine. This meeting shall be conducted according to Parliamentary Procedure as outlined in Roberts Rules of Order, in the latest hard cover edition and shall:

- a) Receive the report of the Executive Committee
- b) Receive the statement of accounts.
- c) Appoint a qualified accounting professional.
- d) Elect officers for the following fiscal year.
- e) Elect committees as provided under the By-Laws.
- f) Consider proposed amendments to the By-Laws.
- g) Consider any proposed amendments to the Charter.
- h) Consider any other business specified in the Notice of Meeting.

## **Section 2 - Quorum**

Thirty (30) members excluding proxies shall constitute a quorum for any Annual or Special General Meeting.

## **Section 3 - Eligibility to Vote**

Only members in good standing as provided in Article 4, Sections 2b, 2c, 2d and 4a; shall be eligible to vote at any Annual General Meeting or Special General Meeting of the Association.

## **Section 4 - Special General Meetings**

Special General Meetings may be called by resolution of the Executive or the Board or when a petition is received signed by Thirty (30) members in good standing by the Executive Secretary to call such a meeting.

The Executive Secretary shall give thirty (30) days' notice in writing to all members of such a meeting, its location and the date and time as well as the business to be transacted there.

## **Section 5 - Order of Business**

Any member may place a matter on the order of business by notice in writing to the Secretary two (2) weeks after the mailing of notices of meeting, or at any time before the General Meeting is called to order provided he/she has obtained consent of two (2) members of the Executive. Other items may be brought up from the floor providing time allows; but no item relating to By-Laws so proposed may be voted on at that Annual Meeting. Such By-Law items must be in the form of a notice of motion for the following Annual General Meeting.

## **Section 6 - Voting by Proxy**

In the case of any member in good standing, who is unable to attend an Annual General Meeting, may arrange to be represented by another active member in good standing. In such cases, a proxy form must be completed; and sent by post, fax or scan directly to the Executive Secretary. Proxies may instruct the representative how to vote, or may authorize the proxy votes. Electronic Participation is not permitted at the Annual General Meeting or any Special General Meetings which may representative to cast the absent member's vote at his/her discretion. No representative may hold more than three (3) be held.

## **Section 7- Mail vote**

A mail and/or electronic vote can be initiated when a matter requiring the consensus of the membership is determined necessary; when during the course of conducting Board business, a Board of Directors two thirds majority vote activates mail and/or electronic ballot voting or by an Annual General Meeting registered voting membership, proxies and presiding Board members two thirds majority vote activates mail and/or electronic ballot voting.

## **Section 8 - Majority**

- a) Show rule, policy and procedural changes pre-noticed to all members in writing at least thirty (30) days prior to a meeting duly called for the purpose of considering such changes require a majority vote of all votes present for the vote, in order to be ratified.
- b) Show rule, policy and procedural changes not pre-noticed as outlined in Article 12, section 8a require a 2/3 majority of all votes present for the vote, in order to be ratified.

## **Section 9 - Hosting Annual General Meeting**

Member clubs will apply in writing to the Executive Secretary to host the Annual General Meeting in time for him/her to prepare a list of applicants for the Board of Directors for their consideration. Each applying club should include possible dates and facilities it intends to use

## **Section 10 - Publication of Information Pertaining to the AGM**

- a) All material pertaining to the AGM or elections shall be published in the Winter issue of Chats Canada Cats.
- b) All material pertaining to the AGM or elections shall be published in both official languages of Canada.

## **ARTICLE 12A - ALL CANADIAN AWARDS, REGIONAL MEETINGS AND AWARDS**

### **Section 1 - All Canadian Awards**

Member clubs will apply in writing to the Executive Secretary to host the All Canadian Awards in time for him/her to prepare a list of applicants for the previous Annual General Meeting; wherein each applying club would make a presentation to the membership for consideration and balloting. Such an application should include all facilities and a date no later than two (2) calendar months following the close of the current show season. Award winners will be notified during the month of May that their cats have placed, but not the position.

### **Section 2 - Regional Awards**

Winning cats from each region will be awarded on an annual basis, by a system similar to that of the All Canadian Awards. Regional points will be accumulated from shows in any and all of the existing regions. Clubs will decide on a regional basis the location of their awards event.

### **Section 3- Regional Meetings**

Each of the five (5) regions of the Association should conduct Regional Meetings, the times and places to be determined by the clubs in that Region. One representative from each club be appointed to attend, and that one regional Director in the area be in charge of calling the meeting.

## **ARTICLE 13 - COMMITTEES**

The Annual General Meeting shall annually elect or delegate power to the Executive Committee to appoint the following standing committees and to outline the power of such committees:

### **Section I - Finance**

To be responsible for examination of and preparation of recommendations relating to all financial matters and the property of the Association, or as may be decreed by the Board.

### **Section 2 - Standards**

To oversee the operations of the Breed Sections.

### **Section 3 - Publications**

To be responsible for all publications, printed material and forms of the Association.

### **Section 4 – Regulatory Review**

To study and prepare recommendations on all existing or proposed legislation affecting the objects of the Association. To review and make recommendations respecting changes to the By-Laws and Show Rules of the Association.

### **Section 5 - Ethics Committee**

The Ethics Committee is charged to investigate all protests other than those related to judges and private contracts and report its findings to the Board. The Ethics Committee will also review compliance with the By-Laws and Show Rules of the Association and in case of non-compliance, this committee shall have the authority to make recommendations to the Board of Directors for the return to compliance, with or without penalty, or to request a Special Meeting of members be called by the Executive Secretary. The members' decision at such Special Meeting will not be subject to appeal.

The Chair shall be a member of the Board of Directors with the power to add not less than 2 members in good standing and each member will have no less than 10 years' experience as a breeder and/or exhibitor.

- a) In that Federal, Provincial and Municipal laws supersede those of the By-Laws and Show Rules of the Association in cases where protests or complaints are received regarding cruelty or neglect the Committee must advise the proper authorities in the Province in which the occurrence is said to have taken place.
- b) The Board and protester will be advised of this action.
- c) Notwithstanding the above The Association, its Board and Committee may exercise their right to investigate any protest and enforce its By-Laws and Show Rules, including penalty, if warranted under the provisions of Article 14, Section 1 of the Show Rules



## **Section 6 - Membership, Recruitment and Development**

The Annual General Meeting may elect, or the Executive may appoint special committees for the furtherance of any objectives of the Association.

- The role of the Vice-President Membership, Recruitment & Development will incorporate:

### **MISSION:**

To stimulate membership and involvement of breeders to the Canadian Cat Association.

### **OBJECTIVES:**

- To raise the number of members
- To raise the amount of registrations
- To arouse the members' participation
- Help to form new affiliated Clubs
- To raise the amount of shows per year

To do so:

- Ensure the diffusion of information in two-ways
- Establish ties with the breeders of the targeted regions
- Insure the availability of all documentation (in both official languages) to facilitate implication
- Create activities (opportunities) allowing networking and organization of breeders
- Provide technical assistance for club creation
- To raise interest for clerking and judging programs
- Put together recruitment strategies

## **Section 7 - General**

Each committee shall consist of three (3) members who shall have power to add not more than two (2) members if they see fit. The President shall be an ex-officio member of each committee. Members may be re-elected. The powers of every committee shall be, in general, to advise the Board; but any committee may be directed by the terms of election or appointment to discharge specific duties. All committees, whether elected or appointed shall report to the Annual General Meeting.

## **ARTICLE 14 - SIGNATURE AND CERTIFICATION OF DOCUMENTS**

Contracts, documents, or any instruments in writing, requiring the signature of the Association, shall be signed by the President, and any other member of the Executive Committee, and all contracts, documents or instruments in writing so signed shall be binding upon the Association without any further authorization or formality. The Directors shall have the power to appoint an officer or officers on behalf of the Association either to sign contracts, documents, or instruments in writing generally or sign specific contracts, documents, or instruments in writing. The signature of the Registrar and the corporate seal validate all certificates of registration, pedigrees, transfers of ownership, cattery names, Championship, and Premiership certificates.

## **ARTICLE 15 - DISCIPLINE**

### **Section 1 - Conduct of Members**

- a) No member shall do any act, or shall default, or omit any necessary act, which affects prejudicially the welfare of any cat or cats or the breeding or exhibiting of cats. This includes, without limitation, any cruelty or inhumanity to cats, any fraud concerning the breeding, exhibition, registering, judging, or the sale of any cat.
- b) Anyone attending a CCA Annual General or Special Meeting – which includes but is not limited to members, judges, directors, staff – shall behave in a sportsmanlike and polite manner. Confrontations, bullying or other unprofessional behaviour reported to the Executive Secretary will not be tolerated and will render the person or persons responsible to ejection from the meeting and possible disciplinary action.

### **Section 2 - Power of the Board**

The Board shall have the power to inquire into and to deal with any complaint concerning a breach or alleged breach of Section 1 above.

### **Section 3 - Procedure**

In the case of a protest other than against a judge the complainant must send all documentation to the Chair of the Ethics Committee.

A complaint shall be made in writing to the Executive Secretary, signed by the complainant and accompanied by a deposit of \$50.00. The Secretary shall forward the protest to the appropriate Standing Committee and advise the Board.

Due opportunity shall be given the person concerned to make a defense.

If the protest is upheld by the Board or moved to a higher jurisdiction and a copy of the court judgment is placed in the Boards hands the deposit will be returned.

### **Section 4 - Penalties**

The Board shall have the power to impose any or all of the following penalties:

- a) To warn or censure the person(s) concerned.
- b) To suspend the person(s) concerned from membership in the Association for such a period as the Executive shall see fit.
- c) To levy a fine for such breach in default of which the offending member may be expelled from membership.
- d) To suspend or deny membership and/or registration facilities for such a period, and on such conditions as the Board in its sole discretion may determine.

## Section 5

### a) RIGHT TO APPEAL – DEFENDANT

- i. The Defendant will have 10 days from receipt of the Registered letter in which to initiate an appeal to the BOARD OF DIRECTORS.
- ii. Copies of the appeal must be sent to the Executive Secretary and to the Chair Ethics Committee by Registered Mail.
- iii. The Chair Ethics Committee must send copies of all correspondence concerning the case to the Executive Secretary.
- iv. A time and place for the appeal hearing will be set and all parties notified by the Executive Secretary.
- v. The attendance of the Defendant and Protestor at the meeting is advised.
- vi. The Chair Ethics Committee will represent the decision of the Ethics Committee.
- vii. The Board of Directors will hear the Defendant's appeal and the comments made by the Chair Ethics Committee in support of the committee's decision. The Directors will vote in confidence (without the Chair Ethics Committee, the Defendant, or the Protestor in attendance). A 2/3 majority vote is required. The Board of Director's decision will be FINAL.
- viii. The Chair Ethics Committee will be advised, in writing by the Executive Secretary, of the decision of the Directors.
- ix. The Chair Ethics Committee shall notify both the Protestor and the Defendant, in writing and by registered letter, of the Board of Director's decision.

### b) RIGHT TO APPEAL - PROTESTOR

- i. The Protestor will have 10 days from receipt of the registered letter in which to initiate an appeal to the BOARD OF DIRECTORS.
- ii. Copies of the appeal must be sent to the Executive Secretary and to the Chair Ethics Committee by Registered Mail.
- iii. The Chair Ethics Committee must send copies of all correspondence concerning the case to the Executive Secretary.
- iv. A time and place for the appeal hearing will be set and all parties notified by the Executive Secretary.

- v. The attendance of the Defendant and Protestor at the meeting is advised.
- vi. The Chair Ethics Committee will represent the decision of the Ethics Committee.
- vii. The Board of Directors will hear the Protestor's appeal and the comments made by the Chair Ethics Committee in support of the committee's decision. The Directors will vote in confidence (without the Chair Ethics Committee, the Defendant, or the Protestor in attendance). A 2/3 majority vote is required. The Board of Director's decision will be FINAL.
- viii. The Chair Ethics Committee will be advised, in writing by the Executive Secretary, of the decision of the Directors.
- ix. The Chair Ethics Committee shall notify, both the Protestor and the Defendant, in writing, of the Board of Director's decision.

## **ARTICLE 16 - FINANCIAL PROCEDURE**

No officer, member, or committee of the Association may incur any financial or other obligation for the Association, without specific prior authorization or a minute passed by the Executive Committee; such financial authority minutes may provide blank authorization for an administrative function or a particular project within a stipulated limit, and may set a maximum to any single expenditure within the general limit.

- a) A file, with such minutes consecutively numbered, shall be maintained by the Treasurer, with a duplicate in the hands of the President. Such minutes shall show the names of the approving members of the Executive.
- b) Any obligation incurred without such authority shall be the personal liability of the person(s) incurring it.
- c) All monies received by the Association shall be deposited by an appointed person in a Chartered Bank or Trust Company in the name of the association and said person shall provide a receipt for all such monies referencing the deposit record to the receipt record.
- d) In the case of valuable articles, the Treasurer shall provide a receipt and enter the article upon an inventory of the Association's valuable possessions. Such items shall be kept in safe custody as directed by the Executive and the' Treasurer shall obtain at the end of each year an acknowledgement of continued safe custody by the custodian.
- e) All expenditures shall be paid by cheque drawn upon the accounts of the Association.

- f) No cheque, other than for petty cash or for administration and/or operating expenses, may be drawn upon the accounts of the Association without the authority of an Executive Committee minute, and all cheques must be referenced to the authorizing minute.
- g) The main account shall require the signatures of any two of the President, the Treasurer or other person as appointed by the Board of Directors.
- h) The fiscal year end shall be December 31<sup>st</sup> annually.
- i) Treasurer's Report - a financial report shall be given by the Treasurer at the Annual General Meeting. The financial report for the previous fiscal year shall be presented to each member of the Executive prior to the AGM and subsequently published on the official website of the Association (remove any mention of an audited report).
- j) Expense accounts are required to be provided for the Directors, officials, and committee chairmen of the Association to cover properly vouched expenses.
- k) Petty cash accounts are required to be made available to the Executive Secretary, Treasurer, and Registrar.

## **Section 2 - Subsidiary Accounts**

All monies collected for a special project on behalf of the CCA membership must be deposited into accounts opened by CCA with two or more signing authorities, who then become trustees only of the said accounts, and who are responsible for the financial bookkeeping functions for the same to the Board of Directors.

## **Section 3 – Dissolution of Corporation**

Any property remaining on liquidation of the Corporation, after discharge of liabilities, shall be distributed to one or more qualified donees within the meaning of subsection 248(1) of the Income Tax Act.

## **ARTICLE 17 - AMENDMENT TO THE BY-LAWS**

The By-Laws of the Association may be repealed or amended with By-Laws enacted by a two-thirds majority vote of the Directors at a meeting of the Board of Directors, and sanctioned by an affirmative vote of at least two-thirds majority of the members at a meeting duly called for the purpose of considering the said By-Laws, or by mailed and/or electronic ballot providing thirty (30) days' notice in writing has been sent to all members.