

KILCONA PARK DOG CLUB INCORPORATED

BY-LAWS

Approved by General Membership, Winnipeg, November 2009, amended November 2011, November 2012, November 2013, and November 2016

PROCEDURAL – WILL BE INCLUDED IN POLICY MANUAL

~~3.13.3.1 Once the request is received, the Director of Membership shall remove the Member's name from the Register of Members. The Member ceases to be a Member on the day that his/her name is removed from the Register of Members.~~

3.13. 4 Suspension of a Member or removal from office of a Director.

3.14 The Board, by a simple majority vote at a Special Meeting called for that purpose, may suspend a Regular Member for one or more of the following reasons:

SIMPLIFICATION – THE DELETED ARTICLES 3.15.2 AND 3.15.3 ARE COVERED BY THE NEW ARTICLE 3.14.2

3.14.1 Failure to abide by the By-laws;

3.14.2 Acting or failing to act in a manner that is harmful to the Club.

~~3.15.1 If the Member has failed to abide by the Bylaws.~~

~~3.15.2 If the Member has been disloyal to the organization.~~

~~3.15.3 If the Member has disrupted meetings or functions of the Club.~~

~~3.15.4 If the Member has done or failed to have done anything the Board judges to be harmful to the Club.~~

~~3.11 Notice of Suspension of a Regular Member~~

PROCEDURAL – WILL BE INCLUDED IN POLICY MANUAL

~~3.11.1 The affected Member shall receive written notice two (2) week's prior to the Special Meeting to review the matter and vote on suspension.~~

~~3.11.2 The notice shall state the reason(s) suspension is being considered.~~

~~3.11.3 The notice shall be delivered by registered mail.~~

~~3.11.4 The Member shall have an opportunity to appear before the Board to address the matter.~~

~~3.11.5 The Board may allow the Member to be accompanied by another person.~~

5.3 Composition of the Board

The Board of Directors shall consist of not be less than four (4) or more than nine (9) Directors, all of whom shall be elected at the Annual General Meeting (AGM) from amongst the Members in Good Standing.

ACTING ON THE ADVICE OF VOLUNTEER MANITOBA. THE BY-LAWS NEED TO IDENTIFY THE EXECUTIVE BUT SHOULD NOT SPECIFY DIRECTORS TITLES TO ALLOW THE BOARD MORE FLEXIBILITY.

~~5.4 The Executive shall be the President, Vice-President, Secretary and Treasurer.~~

~~5.5 A Director may hold more than one office.~~

~~The Directors shall be the President, Vice-President, Secretary, Treasurer, Director of Membership, Director(s) of Events, Director of Marketing and Communications, except as specified in Articles 5.4.~~

~~5.4 Additional Directors may be added to the Board, or the offices of Secretary and Treasurer may be combined by a simple majority vote at the Annual General Meeting.~~

ACTING ON THE ADVICE OF VOLUNTEER MANITOBA, JOB DESCRIPTIONS BELONG IN THE POLICY MANUAL TO GIVE THE BOARD MORE FLEXIBILITY.

~~5.13.1 The President shall:~~

~~5.13.1.1 ensure that the Board collectively contributes to the efficient operation and sustainability of the Club,~~

~~5.13.1.2 liaise with the City of Winnipeg on matters pertaining to Kilcona Park on behalf of the Club,~~

~~5.13.1.3 coordinate Board meeting and general membership meeting schedules and agendas in consultation with Directors,~~

~~5.13.1.4 preside over all Board meetings and General Membership Meetings.~~

~~5.13.2 The Vice President shall:~~

~~5.13.2.1 preside over meetings in the President's absence,~~

~~5.13.2.2 assume the role of President in the event the President becomes incapacitated or can no longer remain in office.~~

~~5.13.2.3 liaise with other Directors as required for Club events~~

~~5.13.2.4 undertake special projects as agreed by the Board,~~

~~5.13.2.5 coordinate the Club's volunteer program, including recruitment, placement, retention and recognition,~~

~~5.13.2.6 develop and maintain volunteer job descriptions, policies, procedures and agreements,~~

~~5.13.2.6 manage the Club's Inventory Management System, 5.13.2.7 maintain records associated with the position.~~

5.13.3 The Treasurer shall:

~~5.13.3.1 be responsible for the management of the Club's finances,~~

~~5.13.3.2 maintain accurate records of accounts receivable and accounts payable,~~

~~5.13.3.3 provide monthly income and expense statements and balance sheet summary reports to the Board each month,~~

~~5.13.3.4 provide a written financial statement and other relevant information as required at General Membership Meetings,~~

~~5.13.3.5 retain and archives permanent records associated with this position,~~

~~5.13.3.6 ensure an annual audit of the Club's books is conducted.~~

5.13.4 The Secretary shall:

~~5.13.4.1 accurately record the minutes of Board and General Membership Meetings and distributes them in a timely manner,~~

~~5.13.4.2 retain and archive permanent records associated with the Secretary's position including the Club's minutes book (agendas, minutes, Director's reports and materials distributed at Club meetings).~~

~~5.13.5 Director of Membership shall:~~

~~5.13.5.1 co-ordinate the distribution of information to Members and communicate with them via email,~~

~~5.13.5.2 issue membership cards and receipts,~~

~~5.13.5.3 maintain accurate records and reports,~~

~~5.13.5.4 provide monthly membership reports to the Board,~~

~~5.13.5.5 direct and provide support to the Membership Committee through face to face meetings, phone and email contact,~~

~~5.13.5.6 provide day of event logistical support, including orientation, training, organizing and directing volunteers, and team building~~

~~5.13.5.7 retain and archives permanent records associated with this position.~~

~~5.13.6 Director(s) of Events shall:~~

~~5.13.6.1 plan, organize, and coordinate all Club events on behalf of the Board~~

~~5.13.6.2~~

~~5.13.6.3 liaise with other Directors as required for each event,~~

~~5.13.6.4 direct and provide support to the Events Committee through face to face meetings, phone and email contact,~~

~~5.13.6.5 advertise events through signage, public service announcements, etc.,~~

~~5.13.6.6 secure and prepare venues for General Membership Meetings,~~

~~5.13.6.7 provide day of event logistical support, including orientation, training, organizing and directing volunteers, and team building,~~

~~5.13.6.8 maintain records associated with the position.~~

~~5.13.7 Director of Marketing and Communication shall:~~

~~5.13.7.1 establish and maintain a multi-year Marketing Plan,~~

~~5.13.7.2 co-ordinate external communications as required,~~

~~5.13.7.3 establish and maintain all Web activities such as website, blog, Facebook, newsletter and Twitter,~~

~~5.13.7.4 create and coordinate activities required for the corporate sponsorship program,~~

~~5.13.7.5 assist in acquiring sponsors for events,~~

~~5.13.7.6 identify and procure products for members and contests as required.~~

~~5.13.7.7 direct the Marketing Committee,~~

~~5.13.7.8 retain records associated with the position.~~

~~5.13.8 Director of Fundraising shall:~~

~~—— 5.13.8.1 manage existing fundraising activities i.e. gaming,~~

~~—— 5.13.8.2 develop new fundraising activities,~~

~~5.13.8.3 direct and provide support to the Fundraising Committee through face to face meetings, phone and email contact,~~

~~5.13.8.4 provide day of event logistical support, including orientation, training, organizing and directing volunteers, and team building,~~

~~5.13.8.5 retain records associated with the position.~~

5.16 Removal with Cause

The Board may, by a simple majority vote at a Special Meeting called for that purpose, remove a Director before the end of his/her term for one or more of the following reasons:

SIMPLIFICATION – THE DELETED ARTICLES 5.14.2 AND 5.14.3 ARE COVERED BY THE NEW ARTICLE 5.16.2

~~5.16.1 Failure to abide by the Bylaws.~~

~~5.16.2 Acting or failing to act in a manner that is harmful to the Club.~~

~~5.14.1 A Director fails to abide by the Bylaws.~~

~~5.14.2 A Director is disloyal to the organization.~~

~~5.14.3 A Director disrupts meetings or functions of the Club.~~

~~5.14.4 A Director does or fails to do anything the Board judges to be harmful to the Club.~~

PROCEDURAL – WILL BE INCLUDED IN POLICY MANUAL

~~5.15. Removal with Cause Procedures~~

~~5.15.1 The Board shall provide the affected Director written notice fourteen (14) days prior to the Special Meeting to review the matter and vote on removal.~~

~~5.15.2 The notice shall state the reason(s) removal is being considered.~~

~~5.15.3 The notice shall be delivered by registered mail.~~

~~5.15.4 The Director shall have an opportunity to appear before the Board to address the matter.~~

~~5.15.5 The Board may allow the Director to be accompanied by another person.~~

~~5.15.6 The decision of the Board is final.~~

THE FOLLOWING AMENDMENT IS RELATED TO THE TIME VALUE OF MONEY. KPDC'S FIRST BOARD OF DIRECTORS "BORROWED" THEIR BY-LAWS FROM MAPLE GROVE'S CLUB. MAPLE GROVE "BORROWED" THEIRS – INCLUDING THE \$500 SPENDING LIMIT - FROM AN UNKNOWN SOURCE IN 2001.

11.2 The Board of Directors may authorize the expenditure of up to ~~five hundred (500)~~ two thousand (2000) dollars without the approval ~~by~~of the general membership ~~hip~~.

THE FOLLOWING AMENDMENT RECOMMENDED BY VOLUNTEER MANITOBA . IT ALLOWS THE BOARD, FOR EXAMPLE, TO PAY THE \$12,000 FOR THE NEW BENCHES BECAUSE THEY WERE PRE-APPROVED BY THE MEMBERSHIP.

11.2.1 Notwithstanding Article 11.2, the Board ~~is authorized~~ may exceed an annual expenditure over the five hundred \$2000 dollar ~~restriction limit~~ for items that are part of projects and initiatives identified in an annual operating plan that the Board has presented and the membership has approved, providing that uncommitted funds are available. ~~the purpose of acquiring indemnity insurance for the Directors.~~

Article 12. AUDIT REVIEW OF ACCOUNTS

THE FOLLOWING AMENDMENT WAS RECOMMENDED BY VOLUNTEER MANITOBA BECAUSE, WHILE AUDITS ARE MORE THOROUGH, THEY ARE ALSO MORE TIME-CONSUMING AND EXPENSIVE.

12.1 The Board shall appoint ~~two a~~ qualified ~~Members of the Club~~individual ~~who is not a Director or related to a Director by blood, adoption, marriage or common-law relationship~~ to audit-review the books, accounts and records of the Club at the end of each fiscal year. ~~Neither Member shall be a Director of the Club or be related by blood, adoption, marriage or common-law relationship to any Director.~~

12.2 The auditor~~s~~ shall prepare a written report regarding the balance sheet and income statement and shall state whether, in ~~their~~his/her opinion, the balance sheets and income statement ~~are drawn up so as to exhibit~~represent a true and correct view of the Club's affairs. The auditors' report shall be read at each Annual General Meeting.