

Canadian Association of Rally Obedience

Constitution and Bylaws

CONSTITUTION

Section 1: The Name

This organization shall be named the Canadian Association of Rally Obedience. The official abbreviation shall be CARO.

Section 2: Purpose

The Canadian Association of Rally Obedience shall at all times be operated and conducted as a nonprofit association in accordance with the laws of the Province of Ontario.

The purpose of the Canadian Association of Rally Obedience shall be as follows:

1. To promote and stimulate interest in the sport of Rally Obedience.
2. To promote good sportsmanship through Rally Obedience.
3. To promote humane, positive, motivational training methods through the sport of Rally Obedience.
4. To educate the public on the sport of Rally Obedience through clinics and demonstrations.
5. To maintain a record of CARO trials, owners and their dogs, and awards won.

Section 3: Area of Operation

The Canadian Association of Rally Obedience shall operate in all of Canada and the members may be residents of any country. The principal office of CARO shall be the address of the duly elected secretary, but the business of CARO may be conducted at any location established by the Board of Directors.

Section 4: Changes to Constitution

Proposed changes to the Constitution shall be presented to the voting members two months prior to the proposed implementation date.

Voting Members will be sent either:

- by mail or email, a ballot that they shall return in an unmarked envelope to arrive no later than 15 days prior to the scheduled implementation date: or,
- a commercial survey tool that allows for anonymous, single entry voting.

The ballot process, containing the proposed changes, shall be sent to all voting members two months prior to the proposed implementation date by the outside survey company. After voting in the prescribed manner, the results shall be kept secret until the end of the balloting process.

Ballots shall be counted and the results announced at the end of the ballot process. A simple majority is all that is required.

Approved changes shall become effective immediately.

BY-LAWS

General

Section 1: Membership

Eligibility:

- Membership shall be open to all persons who subscribe to the aims of the Canadian Association of Rally Obedience and who abide by the Constitution, By-laws, Code of Ethics, rules and regulations of CARO and who assist in furthering the aims and objectives of the Association.

Governing Rules:

- Membership shall be in accordance with the rules and regulations as adopted by the Board of Directors.

Membership Categories and Privileges:

Item	Professional	Regular
Discounts on CARO seminars, clinics and virtual trials	✓	✓
Discount on dog registrations	✓	✓
Voting rights	✓	✓
Eligible to become a Judge	✓	-
Eligible to host a CARO trial	✓	-
Eligible to hold Office (18 years and older)	✓	-
Eligible to receive free Championship ribbons	✓	✓

Group organizations (clubs, businesses, training centres) would be ineligible for any of the benefits with the exception of hosting trials.

Membership Year:

- Membership must be renewed annually in order to maintain membership privileges.
- The membership year shall be from **January 1st to December 31st**.
- Membership renewal notices shall be emailed by the first week of December of each year.
- Judges must renew their membership on or before December 31st of each year in order to maintain their judging credentials.

Voting Requirements:

- To be eligible to vote on matters concerning the operation of the Association, members must have maintained an annual membership.

Section 2: Membership Meetings

Quorum:

- A quorum for the purpose of business at a membership meeting shall consist of three of the executive members plus at least twenty voting members who attend the scheduled meeting.
- A simple majority vote of the members present at any meeting of the membership shall be sufficient to approve any matter brought before the membership for action.
- No business shall be conducted without a quorum being present with the exception of the adjourning of the meeting until a quorum shall be present.
- Voting by Proxy will be allowed at any meeting except where specifically forbidden.
- Meetings may be conducted in person and/or video conference calls.

Governing Rules of Order:

- Robert's Rules of Order, under the latest revision, will govern all meetings. Where notice of a meeting is required, it may be given by mail, email or any other electronic means.

Annual Meeting:

- An annual meeting shall be held between **March 1st** and **April 15th** of each year.
- All members in good standing shall receive notice of the meeting a minimum of 2 (two) months in advance of the meeting.
- The notice shall include the date, time and place of the meeting.

Special meetings:

- May be called by the Chairperson or by a majority of the Board of Directors if deemed necessary and provided all members have been notified as stated above.
- In addition, an Extra Special meeting may be called at a General or Annual meeting, without notice, providing that there is a quorum at the General or Annual meeting and a motion, duly moved and seconded, is passed with a two-thirds majority vote of the voting members present.

Proxy Voting:

- Proxy voting will be allowed (except if and where specifically forbidden) in the following circumstances.
 1. The proxy vote is in writing. The proxy must be received no later than seven days prior to the date of the vote on the CARO approved form.
 2. The motion on which the proxy vote is given is not changed or amended in any way.
 3. A member who has voting privileges gives the proxy vote.

Agenda:

- The following agenda shall be the basis for all Annual, General and Special meetings:
 1. Determination of quorum
 2. Welcome
 3. Secretary's report
 4. Treasurer's report
 5. Regional summary
 6. Special project & committee reports
 7. Open floor
 8. Close

Executive

Section 1: Description

- There shall be five voting Executive members.
- The Executive shall include the Chairperson, Vice Chairperson, Secretary, Treasurer and one Executive Member At Large.
- To facilitate effective transitions, new board members shall be invited to participate in board meetings prior to taking office but without voting privileges.

Section 2: Duties

Roles of the Executive:

Role	Duties
Chairperson	<ul style="list-style-type: none">• Shall be the chief executive officer and shall preside at all meetings of the Executive, the Board of Directors and the general membership.• Shall perform all such other duties and responsibilities as assigned by the Executive.• Shall be a signing officer.
Vice Chairperson	<ul style="list-style-type: none">• Shall preside at meetings of the Executive, the Board of Directors and general membership in the absence of the Chairperson.• Shall perform all such other duties and responsibilities as assigned by the Chairperson or the Executive.• Shall be a signing officer.
Secretary	<ul style="list-style-type: none">• Shall record minutes of all Executive, Board of Director and general membership meetings and member attendance at such meetings.• Shall perform all such other duties and responsibilities as assigned by the Chairperson or Executive.• Shall be responsible for correspondence concerning the Association.• Shall submit all official reports as required.• Shall be a signing officer.
Treasurer	<ul style="list-style-type: none">• Shall collect, deposit and disburse monies as prescribed by the Board of Directors.• Shall prepare and present a financial report at each Board of Directors meeting.• Shall prepare and review the annual financial report and, once approved by the membership at the Annual General Meeting shall arrange for the publication of the report on the 'Members Only' page on the CARO website.• Shall perform all such other duties and responsibilities as assigned by the Chairperson or Executive.• Shall be a signing officer.
Executive member at large	<ul style="list-style-type: none">• Shall perform those duties as directed by the Chairperson or Executive.• Shall be a signing officer.

Signing Officers:

- All cheques and financial instruments shall be signed or authorized by two members of the Executive.

Section 3: Power and Authority

- The Executive as a whole will be responsible for the day-to-day running of the Association which shall include but not be limited to: accepting memberships, dog registrations, trial applications, and trial results, awarding of titles; and, Issuing certificates.
- May appoint personnel to a non-voting position to assist in the day-to-day running of the Association.
- May approve new levels of competition.
- May take disciplinary action against members and owners found to be in contravention of the rules and ethics of the Association.

Section 4: Elections

Nomination:

- The Executive shall appoint a Chairperson of the nominating committee by **June 15th** of each year.
- The Nominating Committee Chairperson shall prepare and present a slate of nominees for each office to be elected to the Executive for approval by **July 31st**.
- Nominees must be 18 years of age or older.
- If there is only one nominee, that person shall be declared elected.

Election:

- An outside survey company/software shall be used to organize the email voting process.
- The Ballot process containing the slate of nominees for executive officers shall be emailed by **August 15th** of each year to all members in good standing eligible to vote.
- The voting period shall be one week.
- After voting in the prescribed manner, the results shall be kept secret until the end of the balloting process.
- The nominee receiving a simple majority of submitted votes shall be elected.

Term of Office:

- All positions shall be for a period of two years with elections as follows:
- Chairperson, Treasurer and Executive Member at Large – odd years
- Vice Chairperson and Secretary – even years
- Official Duties shall be assumed **October 1st** of the election year.

Vacancies:

- **The Board of Directors** may, at their discretion, decide to either hold an election or make an appointment to fill any vacancies. Except that, if the office involved is the Chairperson, the Vice Chairperson shall automatically succeed the Chairperson and the vacancy to be filled shall be that of the Vice Chairperson.
- If an election is held the process shall be similar to the process described in the section on Elections except that the required notice shall be determined by the circumstances and not revolve around the Annual General Meeting.

Board of Directors

Section 1: Description

- The Board of Directors shall consist of the Executive of the Association and up to four directors.

Section 2: Regions

- Directors will be elected by the members living in the same region.
- There are four regions. They are:
 - West (British Columbia, Alberta and Yukon)
 - Prairies (Saskatchewan, Manitoba, Northwest Territories and Nunavut)
 - Ontario
 - East (Quebec and Atlantic Canada)
- Regions will be reviewed regularly and adjusted as the membership changes.

Section 3: Power and Authority of the Board

- The business and property of the Canadian Association of Rally Obedience shall be controlled and managed by the Board.
- The Board shall have the power and authority to adopt, amend, repeal and enforce such rules and regulations as they may deem expedient concerning the:
 - Conduct, management and activities of the Canadian Association of Rally Obedience.
 - Removal or suspension of Officers and Directors.
 - Admission, classification, qualifications, suspension and expulsion of members.
 - Fixing and collection of dues and fees.
 - Expenditure of funds.
 - Awarding of titles.
 - Governing of trials, clinics, social functions and other details relating to the general purpose of the Canadian Association of Rally Obedience.
 - Establishing and Maintaining Standing and/or Special Committees.

Section 4: Election of Directors

Nomination:

- The Board shall appoint a Chairperson of a nominating committee by **June 15th** of each year.
- The Nominating Committee Chairperson shall prepare and present a slate of nominees for each office to be elected to the Board for approval by **July 31st**.
- If there is only one nominee, that person shall be declared elected.
- Nominees must be 18 years of age or older and reside in the region to be represented.
- Only ~~regular and professional~~ members in good standing, living in the same region as the nominee, will be permitted to vote. -

Election:

- An outside survey company/software shall organize the email process.
- The Ballot process containing the slate of nominees for directors shall be emailed by **August 15th** of each year to all members in good standing eligible to vote.
- The voting period shall be one week.
- After voting in the prescribed manner, the results shall be kept secret until the end of the balloting process.
- The nominee receiving a simple majority of votes shall be elected.

Term of Office:

- All positions shall be for a period of two years with elections as follows:
 - West and Ontario Directors – even years
 - Prairie and East Directors – odd years
- Official Duties shall be assumed **October 1st** of the election year.

Vacancies:

- The Board of Directors shall fill all Director vacancies for the remainder of the term.
- Those appointed shall serve until the next election.

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Section 5: Board Meetings

- The Board shall meet regularly and at the call of the Chairperson.
- A simple majority of occupied seats shall constitute a quorum for the purpose of conducting business.
- No business shall be conducted without a quorum present with the exception of adjourning until a quorum is present.
- A simple majority vote of the Directors shall be sufficient to approve any matter.
- Such meetings may be conducted via email correspondence and/or conference calls or other electronic means.

Amendments

Section 1: Amendments

- These by-laws of the Canadian Association of Rally Obedience may be amended or revised by a vote of the Executive subject to ratification by the membership at the Annual General Meeting.

Indemnification

Section 1: Indemnification

- Each officer, director and committee member of the Canadian Association of Rally Obedience shall be indemnified by the Canadian Association of Rally Obedience against all costs, expenses and liabilities reasonably incurred by him/her connection with/or resulting from any action, suit or proceeding to which he/she may be made a party by reason of his or her being or having been a director, officer or committee member of the Association, except in relation to matters which shall have been occasioned by the willful misconduct or dishonesty of such officer, director or committee member.
- The foregoing right indemnification shall cover all amounts paid in settlement of any such action, suit or proceeding when such settlement appears to be in the interest of CARO. The foregoing right shall be in addition to any other rights to which such officer, director or committee members may be entitled as a matter of law. The Association will carry Directors' Liability Insurance at all times.

Dissolution

Section 1: Dissolution

- Upon the dissolution of the Association, the Board of Directors shall, after paying or making provisions for the payment of all the liabilities of the association, dispose of all the assets of the association exclusively for the purpose of the association.
- The balance of the assets shall be given to a charity dedicated to the health and welfare of dogs, and/or providing service dogs to those in need.
- This will be decided upon by majority vote of the Board of Directors.

Summary of Key Dates

Date	Item
January 1st	<ul style="list-style-type: none">• Memberships - Membership year begins
March 1st to April 15th	<ul style="list-style-type: none">• AGM - Time bracket during which the AGM is held annually
June 15th	<ul style="list-style-type: none">• Elections - Chairperson appointed to the Election Committee
July 31st	<ul style="list-style-type: none">• Elections - Nominations to be submitted to the BOD
August 15th	<ul style="list-style-type: none">• Elections - Ballots to be mailed to eligible members
October 1st	<ul style="list-style-type: none">• Elections - Newly elected Directors begin their term
December 31st	<ul style="list-style-type: none">• Memberships - Membership year ends