

COA Constitution & Bylaws

Adopted May 1993 Revised March 1996

The Chinook Owners Association, Inc. is officially associated with the United Kennel Club, Inc., and is the official U.K.C. national association for the Chinook breed.

Article I: Name

Section 1. This organization shall be known as the Chinook Owners Association, Inc.

Article II: Purpose

Section 1. To recognize and promote the United Kennel Club as the only Registry of the purebred Chinook.

Section 2. To promote the breed and increase its popularity in the responsible manner.

Section 3. To accept the standard of the breed, by which the Chinook shall be bred and judged, as established by the COA and approved by the U.K.C.

Section 4. To educate and make known to the public the high standard of excellence of the U.K.C. Chinook.

Section 5. To conduct U.K.C. sanctioned and licensed events.

Section 6. The Club shall not be conducted or operated for profit and no part of any profits or remainder residue from the dues or donations to the Club shall be used to the benefit of any member or individual.

Article III: Membership Meetings

Section 1. The Chinook Roundup meeting shall be held annually, if possible in conjunction with a national U.K.C. sanctioned event, and will be decided upon by the current Board of Directors.

Section 2. In the event that a special meeting needs to be held, written notification will be sent to all members by the secretary at least 30 days prior to the date of the meeting.

Section 3. Each member in good standing whose dues are paid for the current year shall be entitled to vote at any meeting of the Club at which he/she is present.

A. All issues for voting will be published. Members not present at meetings will be allowed to vote by mail within a specified time period, not to exceed thirty (30) days, after which time no votes will be counted.

B. Any election will be decided by a majority vote of those members casting ballots, both present and by mail.—

Article IV: Board of Directors

Section 1. The general management of the Club's affairs shall be entrusted to the Board of Directors. The Board of Directors will be composed of four elected officers, three elected directors, the immediate past-President, a representative from each Affiliate Club, and all appointed Chairpersons.

Section 2. The Club's Executive Board shall consist of the President, Vice-President, Secretary, Treasurer and immediate past President.

Section 3. No Director of the COA will take an action in conflict with the stated purpose of the Club.

Section 4. Vacancies on the Board that occur during the year shall be filled by a majority vote by the remaining Board members and will be in effect until the next vote of the general membership. The only exception to this will be for the office of President, which will be filled by the Vice-President. The resulting vacancy of Vice-President shall be filled by the Board.

Section 5. A Board member may be involuntarily terminated by a two-thirds (2/3) majority just cause, and that cause be presented in writing to that member through the Secretary. The Board member then has 10 days to respond. The vote will then be taken with both the Secretary's letter of accusation and the Board member's response included with the ballot to the Board.

Section 6. The term of each Board member shall be 2 years, with no set term limit, with the exception of Vice-President which is a four year commitment, two as Vice-President and two as President.

Article V: Officers

Section 1. **President** – The President shall preside at all meetings of the club and the Board, and shall have the duties and powers normally given to the Office of the President in addition to those particularly specified in the by-laws.

Section 2. **Vice-President** – The Vice-President shall have the duties and exercise the powers of the President in the case of the President’s death, absence, incapacity, or resignation. The Vice-President will automatically move to the position of President at the end of the two-year term.

Section 3. **Secretary** – The Secretary shall keep a record of all meetings of the Club and of the Board. In addition he/she shall keep a record of all votes taken by mail and of all matters of which a record shall be ordered by the Club. He/she shall have charge of all correspondence, including correspondence with the U.K.C., notifying members of meetings, and notifying officers and directors of their election to office. He/she shall provide all members of the Board with copies of the above information.

Section 4. **Treasurer** – The Treasurer shall handle all Club financial transactions, including collection of dues, and shall keep a detailed accounting of receipts and disbursements. He/she shall deposit Club funds in a bank approved by the Board in the name of the Club. Club books shall be open to the inspection of Board members at all times and there will be an annual audit of the books, if deemed necessary, arranged by the Board of Directors. He/she shall provide the Board with quarterly reports on the financial activity of the Club and the membership with an annual report on the same. The Treasurer shall be responsible for preparing and filing reports with the state and federal revenue officers. The Treasurer shall have the deeper obligation of keeping the Board of Directors and members aware of the financial health of the Club and projecting expenses and future income.

Section 5. Only owners of U.K.C. registered Chinooks or COA registered crossbred Chinooks may be elected to the Executive Board of the COA. No two immediate family members shall hold office concurrently, except if serving as co-officers with one vote, but they may both be on the Board of Directors at the same time.

Article VI: Elected Directors

Section 1. **The Newsletter Editor** shall be in charge of publishing the Official Club Publication, known as the “Chinook Quarterly”, published four times annually. He/she shall work with the Secretary, committee Chairpersons and members. Computer knowledge and capability specifically word processing and desktop publishing, is required for this position.

Section 2. **The Chairperson of the Bench** shall have the responsibility for:

- A. Organization of the Chinook Roundup, including overseeing the show Chairperson appointed by the Executive Board. He/she shall insure that the Chairperson appoints committees for the conformation show, obedience trail, puppy sweepstakes, trophies, catalog advertising, insurance, stewards, show publicity, refreshment and cleanup. Working with the Show Chairperson, judges, a show secretary and superintendent will be secured. He/she shall maintain liaison with the Executive Board to assure that approval of the show date, show secretary, judges, and site is obtained from the COA and the U.K.C.
- B. Arranging for locations for all other shows or matches sponsored by the COA. He/she must also obtain and be familiar with current U.K.C. publications referring to rules for Sanctioned and Obedience matches.
- C. Sending notice of upcoming shows to the Newsletter Editor for publication in the “Chinook Quarterly”.

- D. Maintaining a list of champions, titles earned (obedience, working, weight pulling, etc.), and other designation awarded, (Canine Good Citizen, Therapy/Assistance dog, etc.). These will be reported to the Newsletter Editor for publication and to the Membership Chairperson for inclusion in the membership database.

Section 3.

The Membership Chairperson shall be responsible for maintaining the official roster of members and advise the Executive Board of changes thereto. Database and word processing knowledge is required. He/she shall also:

- A. Promote new membership by working with the Affiliate Clubs and by direct contact with prospective members.
- B. Handle all membership applications in accordance with membership requirements, forward dues payment to the Treasurer, collect pertinent data on all members, and provide all new members with a copy of the Bylaws and Membership Directory.
- C. Provide a quarterly update on the roster to the Newsletter Editor for publication in the "Chinook Quarterly".
- D. Publish an annual Membership Directory, which, in addition to membership and Chinook information, will include the Code of Ethics, Affiliate Club Guidelines and the official U.K.C. Standard.

Article VII: Appointed Chairpersons

Section 1.

All Chairpersons must be members in good standing of the Club and may hold other Board or Chair positions. Committees may include but are not limited to those listed.

Section 2.

The **Registrar** shall work directly with the Executive Board of the COA and be the official liaison with the V.P. of Registrations at the U.K.C., maintaining records of U.K.C. Registered Chinooks in a pedigree database.

- A. Provide pedigree printouts to members requesting information about breedings.
- B. Accept and review single dog registration requests. If recommended by the Registrar and approved by the COA Executive Board, they will be recommended to the U.K.C. for registration.
- C. Maintain the official COA Crossbreeding Registry, including recording litter registrations, and field inspections.
- D. Coordinate DNA testing of both registered Chinooks and those seeking single dog registration. All decisions concerning purebred status will need approval of the COA Executive Board with recommendation of the Registrar.

Section 3.

Publicity and Advertising includes arranging for national, regional or show advertising or publicity, including layout and design. The Chairperson must have approval of the Executive Board for the costs, and request that the Treasurer submit a check for the amount due.

- A. One half the cost of national advertising will be shared by COA member breeders. The Chairperson shall maintain a current list of participating breeders and request that the Treasurer bill each breeder for his/her portion of the ad.
- B. National advertising will include the phone number of the Chairperson, or a designated member of the COA appointed by the Executive Board. Calls will be answered, publicity materials sent to those requesting information, and referrals to breeders given. Those breeders participating in the cost of the ad will have priority reference.

Section 4.

The Rescue Chairperson shall maintain a list of Chinooks who need placement in new homes and attempt to find suitable homes for them. If feasible, temporary housing should be provided.

Section 5.

The Historian shall gather and maintain historical records concerning the Chinook breed. A scrapbook shall be kept and documented for the Club, and shall include both historic and current information about the breed.

Article VIII: Nominations and Elections

- Section 1. A Nominating Committee shall be chosen by the Executive Board of the COA.
- A. The committee shall consist of members from different areas of the country. The Board shall name a Chairman for the Committee. The Committee may conduct its business by mail, telephone or e-mail.
 - B. The Nominating Committee shall nominate from among the eligible membership of the Club, and shall procure acceptance from each nominee so chosen. The Committee shall submit its slate of candidates of the Secretary, who shall insure the list (including full name, address and state in which each candidate resides) is published in the Newsletter or mailed to each member of the Club, so additional nominations may be made by the members through the mail if desires.
- Section 2. The election shall be done by mail.
- A. The Secretary shall insure that a ballot listing all of the nominees is mailed to each member in good standing with the COA. Included will be a return envelope marked "BALLOT".
 - B. Ballots will be mailed to a designated neutral party, such as a CPA, who will receive and tabulate the results, and forward them to the Club Secretary, who will record the information and send the results to the Newsletter Editor for publication in the Chinook Quarterly".

Article IX: Membership

- Section 1. Membership shall be open to all persons who are in good standing with the U.K.C. and who subscribe to the purposes of the COA. Members need not be Chinook owners.
- Section 2. Membership dues will be determined by the Board of Directors. Dues are paid annually with a set amount for an individual (1 voting member) and a supplementary reduced amount for each additional household member age 18 or older who wishes to be a voting member of the COA.
- Section 3. Each applicant for new membership shall submit dues payment with application.
- Section 4. Juveniles between the ages of six (6) and seventeen (17) years, sponsored by an adult household member in good standing, may become a candidate for a junior membership by filing an application. Membership dues for Juniors will be waived as this is a non-voting category of membership.
- Section 5. Membership may be terminated by the lapse of dues payment after March 31, or by suspension as provided by Article X, Section 2 of these Bylaws. Written resignation to the Secretary will be accepted.

Article X: Affiliate Clubs

- Section 1. Refer to the "Guidelines for Affiliate Clubs of the Chinook Owners Association" printed in the Membership Booklet.
- Section 2. These Guidelines may be amended or changed by a majority vote of the Board of Directors of the COA.

Article XI: Code of Ethics and Discipline

- Section 1. The Code of Ethics was established to enforce the Purpose of the COA. Articles of the Code shall be binding on the membership of the COA. The Code of Ethics is printed in the Annual Membership Directory and is on file with the Secretary.
- A. Any member may write the Board of Directors with a proposed Article of Ethics. The Board of Directors shall vote on all Articles of Ethics; a majority shall establish the Article. The Article shall be published in the next Official Club Publication.
 - B. Any member may write the Board of Directors to request repeal of an Article. The Board of Directors shall present the motion to the membership through the Official Club

Publication. A majority vote of those casting ballots shall determine the motion of repeal. The result shall be published in the next Official Club Publication.

Section 2.

Discipline by the COA shall be as follows:

- A. Any member who is suspended from the privileges of the United Kennel Club shall automatically be suspended from the privileges of the Club for a like period.
- B. The Board of Directors shall have power by majority vote of the members present, to suspend or expel any person from membership in the Club who, in the opinion of the Board, has been guilty of a fraudulent, or dishonorable practice in connection with breeding, representing the breed, bench shows, field trials, or obedience trials, or of conduct unbecoming a sportsman and gentleman in his relationships to the Club, to an officer or board member thereof, or to its membership or any individual member. These charges may be brought before the Board or any member. However, no person shall be disciplined as aforementioned in this section without a hearing before the Board of Directors.

Article XII: Amendments

Section 1.

The written recommendation for amendment shall be submitted to the Board of Directors.

Section 2.

The President shall appoint a Review Committee to consider all aspects of the proposed amendment. After a complete duty of the amendment, the Chairperson of the Review Committee shall file a written report to the Board of Directors.

Section 3.

The issue must carry a two-thirds (2/3) vote of the entire Board of Directors before it is presented to the membership. The issue is then presented to the membership for voting, as stated in Article III, Section 3.

Section 4.

If all the foregoing criteria have been satisfied, the new amendment shall be adopted, so recorded by the Secretary and published in the Official Club Publication.

Article XIII: Licensed Events

Section 1.

All licensed events sponsored by the club will be run in accordance with rules and policies set forth by the organization for which the license has been issued.

Section 2.

All U.K.C. rules and policies will be followed at U.K.C. Licensed events held by the Club.

Article XIV: Publications

Section 1.

The Official Club Publication will be known as the "Chinook Quarterly". This will be published quarterly for the general membership and is included in the membership dues.

Article XV: Breed Standard

Section 1.

The official breed standard may be adopted, amended, modified, or supplemented only upon a vote of the Chinook Owners Association membership. A two-thirds (2/3) affirmative vote of the membership voting on the issue shall be required. Such standard, amendments, modifications and supplements shall originate with a recommendation of the Board of Directors to the members by a two-thirds (2/3) affirmative vote of the Board of Directors or by written petition addressed to the Secretary signed by twenty percent of the membership in good standing.

Section 2.

Any revision to an official U.K.C. breed standard will be adopted only after the approval of the United Kennel Club.

Article XVI: Dissolution

Section 1.

The Club may be dissolved at any time by the written consent of not less than 2/3 of the members. In the event of the dissolution of the Club whether voluntary or involuntarily or by operation of law, none of the property of the Club nor any proceeds thereof nor any assets of the Club shall be distributed to any members of the Club.

Section 2.

In case of dissolution or liquidation of the Club, the existing Board of Directors at the last board meeting called for the conclusion of Club business, shall have power to exclusively

determine what charity or charities will receive the remaining assets and in what proportion.

Article XVII: Order of Business

Section 1.

At meetings of the Club, the order of business so far as the character and nature of the meeting may permit, shall be as follows:

Roll Call	Report of Committees
Minutes of Last Meeting	Elections at Annual Meeting
Report of President	Unfinished Business
Report of Secretary	New Business
Report of Treasurer	Adjournment