



THE CONSTITUTION

OF

THE REGISTERED TRUSTEES

OF

BOERBOEL DOG BREEDERS ASSOCIATION, NIGERIA (BDBAN)

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PREAMBLE

We, the members of Boerboel Dog Breeders Association, Nigeria, a not for-profit and non-political organisation do firmly and solemnly resolve to provide for ourselves a constitution and to be governed by the provisions therein contained.

1.0 NAME AND REGISTERED OFFICE

- 1.1 The name of the association shall be Boerboel Dog Breeders Association, Nigeria
- 1.2 The association shall have its National office in Lagos, Nigeria
- 1.3 The association shall have offices in all the states of the federation

2.0 AIMS AND OBJECTIVES

The objects of the Association shall be:

- 2.1 To promote, encourage, foster and advance the breeding, well-being of and interest in the Boerboel breed of dog; further to this, the ongoing refinement and improvement of the breed to be encouraged via the utilization by members of only the best breeding stock, and with objective to prevent transfer of serious genetic defects.
- 2.2 To protect the integrity of the name and identity of the Boerboel breed and to ensure for perpetuity the individuality, identity and particularly the characteristics of the breed and its association with South Africa as its country of origin.
- 2.3 To observe and adhere to the Breed Standards of the Boerboel breed set out by SABBS and enforce same among its members.
- 2.4 To organize and hold shows (regional and national) and appraisals according to the requirements set out in the SABBS Constitution and its Bylaws;

- 2.5 To organize such other Boerboel activities that will ennoble the Boerboel breed including but not limited to conducting obedience trials, temperament testing, and other sanctioned or licensed events;
- 2.6 To promote a better understanding of dogs in general in Nigeria, but more specifically of Boerboels.
- 2.7 To use the resources to accomplish the objectives stated above and other South African Boerboel advancement projects, including, but not limited to, charitable, philanthropic, community, and educational projects.

3.0 AFFILIATION WITH THE SOUTH AFRICAN BOERBOEL BREEDERS' SOCIETY (SABBS)

The Association shall be affiliated with the South African Boerboel Breeders' Society (SABBS) and shall observe its Constitution, Rules, Regulations and Code of Conduct.

The membership status of any BDBAN member with SABBS shall automatically be impaired whenever such member's status with BDBAN is impaired based on the provisions of Section 8 of this constitution irrespective of his financial status with both association.

4.0 POWERS

For the better attainment of its objects, the Association shall be empowered:

- 4.1 To collect, canvas for and to accept subscriptions, donations, bequests, endowments and benefits of any nature for the Association, from any person or body or from any source whatsoever; subject to approval of a two-thirds majority of members with voting rights present at a General or Special Meeting;
- 4.2 To acquire or dispose of immovable property;
- 4.3 To mortgage the immovable property of the Association and to mortgage or pledge the movable property of the Association;

- 4.4 To create and issue debentures and to mortgage the immovable property of the Association to secure such debentures;
- 4.5 To offer prizes and trophies in connection with any of the Association's activities;
- 4.6 To arrange social functions for members and guests;
- 4.7 To design, register and issue any heraldic arms, badges or uniforms;
- 4.8 Generally to perform all such acts as may be expedient or necessary to further the interests of the Association and objects for which it is formed;
- 4.9 Buy, dispose of, rent, lease and/or hire movable property, goods and services required for the effective conduct of the Association's affairs or for the advancement of the interests of the Association's members.

5.0 BOARD OF TRUSTEES

- 5.1 The trustees of Boerboel Dog Breeders Association, Nigeria, for the purpose of the Companies and Allied Matters Act No 1 of 1990, Part C shall be appointed at a General Meeting (called for the reason or for any other) where the voting for the office of trustee shall be a special item on the agenda, by two-third majority votes of members present.
- 5.2 Such trustees (hereinafter referred to as "The Trustees) shall be a minimum of six (6) & maximum of ten (10) trustees and they shall be known as THE REGISTERED TRUSTEES OF BOERBOEL DOG BREEDERS ASSOCIATION, NIGERIA.
- 5.3 The Registered Trustees of Boerboel Dog Breeders Association, Nigeria shall together constitute a board which shall meet at least two times a year on dates to be predetermined by the board. The decisions of the board shall be determined by a simple majority of members present and voting. Two-thirds of the members present shall form a quorum for meetings of the board to hold.

- 5.4** By requisition of the Chairman or by two members, an emergency meeting of the Registered Trustees may be summoned between statutory meetings. All trustees must be given a minimum of one-week notice of an emergency meeting and the notice of the all meetings shall include the agenda of matters to be deliberated upon. No matter may be tabled for discussion except those included on the agenda.
- 5.5** The Trustees may hold office for life, but shall cease to hold office if he /she:
- i.** Resigns his office.
 - ii.** Ceases to be a member of the association.
 - iii.** Become insane
 - iv.** Is officially declared bankrupt
 - v.** Convicted of a criminal offence involving dishonesty by a court or tribunal of competent jurisdiction
 - vi.** Is recommended for removal from office by a board of Governor's and Trustees majority vote of members present at any General Meeting
 - vii.** Ceases to reside in Nigeria
- 5.6** Upon a vacation occurring in the number of trustees, a General Meeting will be held to appoint another eligible member of the registered trustees
- 5.7** All documents to be executed by the Registered Trustees shall be signed by at least three of them and sealed with the common seal of the association.
- 5.8** The Registered Trustees shall cause to be open bank accounts in the name of Boerboel Dog Breeders Association, Nigeria at such bank or banks as they deem fit for the efficient running of the association's business and shall make regulations for the operation of such accounts.
- 5.9** The Registered Trustees shall have a common seal.
- 5.10** Such common seal will be kept in the custody of the Secretary (or whoever is desired) who shall produce it when required for use by the Trustees.
- 5.11** All documents to be executed by the Trustees shall be signed by three of them and sealed with the common seal

5.12 The Trustees shall apply to the Corporate Affairs Commission for Certificate of Incorporation under the Companies and Allied Matters Act No 1 of 1990 Part C

5.13 If such certificate is granted, the Trustees shall have power to accept and hold in trust all land belonging to Boerboel Dog Breeders Association, Nigeria and too acquire on behalf of Boerboel Dog Breeders Association, Nigeria, subject to such condition as the Commission may impose

6.0 **COMMON SEAL**

6.1 The association shall have a common seal and the seal shall be circular in form, with the insertion thereon in the outer circle of the words "BOERBOEL DOG BREEDERS ASSOCIATION, NIGERIA".

6.2 Such common seal shall be kept in the custody of the Secretary (or whosoever is desired) who shall produce it when required for use.

6.3 All documents to be executed by the Trustees shall be signed by such number of them and sealed with the Common seal

7.0 **MEMBERSHIP**

7.1 **Eligibility.** Membership shall be open to any person who is not disqualified or suspended by SABBS or the-Boerboel Dog Breeders Association , Nigeria

7.2. There are Four classes of membership:

7.3. The Four classes of membership are:

7.3.1 **Honorary Members** who shall be persons nominated by the unanimous vote of the Board of Trustees and subsequently elected at the next Annual General Meeting of the Association by a two-thirds majority of members with voting rights. Persons nominated for honorary membership shall be those considered worthy of special recognition for services to the Association, to dog affairs or for an outstanding achievement in connection with dogs.

An honorary member shall enjoy the full privileges of membership of the Association, free of entrance fee and subscription and shall be entitled to vote as an ordinary member.

7.3.2 **Ordinary Members**, being members over eighteen (18) years of age who are not otherwise disqualified in this section. An ordinary member shall be entitled to vote at all general meetings of the Association.

7.3.3 **Family Members**, comprising husband, wife and children of a member not over the age of eighteen (18). The husband and wife shall each be entitled to vote as ordinary members but the children shall have no vote.

7.3.4 **Junior Members** being persons not included in a family membership who are not over the age of eighteen (18). Junior members may participate in the discussion on any matter before the Association, but shall not be entitled to vote thereon.

7.4 **Application for Membership**

Application for membership shall be made in writing on the form prescribed and shall be considered by the Executives for approval on the recommendation of the Director of Membership at its first meeting after the receipt of the application and until acceptance by the Executives has been conveyed to the applicant through the Director of Membership he shall have no voting rights.

Committee shall have complete and absolute discretion to accept, refuse or defer any application for membership provided that a written explanation is forwarded to the applicant if such an explanation is requested.

7.5 **Lapsing of Membership**

Membership will lapse:

- i. upon failure to pay entry fees and initial subscription within thirty (30) days of the date on which they become due;
- ii. upon failure to pay a renewal subscription within ninety (90) days of the date on which it became due;

- iii. upon the receipt by the Secretary of written notice or resignation. All fees, subscriptions and other monies due prior to the date of receipt of the notice of resignation shall remain due and payable.
- iv. upon the death of a member;
- v. upon the event of any member, being convicted of any offence and sentenced to imprisonment without the option of a fine or being convicted of any offence relating to cruelty towards or neglect of any animal;
- vi. upon the member being disqualified or suspended by SABBS or BDBAN.

8.0 MISCONDUCT AND PUNISHMENT

8.1. A member is guilty of misconduct if he:

- a) fails to pay any amount of money due to the Association within 30 (thirty) calendar days after a formal written demand for such payment was addressed to him;
- b) contravenes this Constitution or any other ethical rule in the Code of Conduct - as announced to members and approved by the Board from time to time - or in the opinion of the Board, acted in a dishonourable or derogatory manner towards an official, or to the detriment of the interests of the Association;
- c) by any act or omission, real or potential, disgraced or harmed the Association and the Boerboel breed;
- d) has on purpose or for personal gain and advantage, supplied misleading information to the Association or any of its officials, or who has brought about such changes to the body of an animal so as to mislead any person;
- e) tries to bribe an official of the Association;
- f) has been found guilty of a criminal offence as a result of any form of dishonesty or fraud in his capacity as a Boerboel breeder or as a member of the Association; or

- g) acted untruthfully or dishonorably towards a buyer, made false representations about the quality or origins of a Boerboel to a buyer or to the Association, or acted untruthfully or dishonorably in any other transaction with a buyer and/or the Association.
- 8.2. Should the Board:
- a) of its own accord learn that a member acts, or has acted in a manner that may cause him being found guilty of misconduct; or
 - b) receive a complaint from a member of the Association or a member of the public, accusing such member of misconduct, the Board must give such a member at least 15 (fifteen) calendar days written notice that a complaint of misconduct shall be investigated on a specific day, time and place.
- 8.3. The notice mentioned in Subclause 8.2.2.b) must be accompanied by a brief of the facts on which the complaint was made, and must inform the member that he shall be entitled to support by a fully paid-up member of his choice.
- 8.4. The Board shall nominate persons to investigate the facts on which the complaint was based, and may hear verbal evidence and consider documents, and other relevant evidence. During such an investigation, the Board may temporarily withhold services while such investigation is still ongoing.
- 8.5. The Board may only find a member guilty of misconduct, if the member had full opportunity to defend the complaint, and may only impose a punishment (sentence) if the member has had the opportunity to make representations in respect of the possible appropriate punishment (sentence). If the member does not make use of this opportunity it will mean that he has waived his rights to defend himself.
- 8.6. In the case of finding a member guilty of misconduct, the Board may:
- a) expel the person as a member of the Association;
 - b) suspend his membership indefinitely;
 - c) suspend his membership for a specified period;

- d) withdraw his right to vote for a specified time;
- e) suspend the member from the Board, or any other committee of the Association;
- f) give the member a warning.

8.7. If a member is not satisfied with the outcome of the investigation he may appeal to the Board of Trustees within 30 (thirty) calendar days.

- a) The Chairman may convene an appeal committee of at least two senior Board of Trustees members to address the complaint. However, the Chairman may also appoint an external chairman to lead the committee.
- b) The outcome of the committee's findings shall be submitted to the Board of Trustees for final consideration. A Board of Trustees resolution to find a member guilty of misconduct and the penalty decided on must be agreed upon by a two-third majority of Board of Trustees.
- c) If a member does not attend such an investigation as had been notified for a specific date, time and place, the committee may continue with its investigation after 15 minutes without the member being present. This shall mean the member waives his rights to defend himself.

8.8. Any member who is found guilty of misconduct shall be informed in writing by the Secretary within 7 (seven) days of the date on which the decision was made. A member found guilty of misconduct may be held responsible for all expenses incurred in respect of the investigation.

8.9. Following on the expulsion of a member, his name shall be removed from the membership list, or any other register or Association reports. All recordings or registrations of dogs in the possession of the expelled member at the time of the expulsion shall be cancelled. No Birth Notification or Service (Mating) Certificate received from such member relating to dogs that formed part of said disciplinary proceedings shall be accepted, and he shall be informed accordingly, provided that

a bona fide person, who has vested rights in such actions, may apply to the Board to do the necessary to enforce his rights. In the event of false information having been provided about dogs no longer in possession of the expelled member, the Board shall determine appropriate follow-up action.

- 8.10. Any member found guilty of misconduct shall remain responsible for, and shall pay in full all moneys due to the Association, and shall honour all the obligations regarding notifications, registrations and transfers or any other obligations concerning his membership at the time of the investigation.
- 8.11. The secretary shall inform SABBS within 14 (fourteen) days from the day when member was communicated the sanction, suspension or expulsion.
- 8.12 Any member suspended or expelled by BDBAN shall be suspended or expelled by SABBS upon receipts of the notification of such decision together with all relevant supporting documents.
- 8.13. A person, who, for whatever reason has ceased to be a member of the association, may submit a written application and motivation for re-admission. The Board may, in its sole discretion, decide if and on what conditions such readmission shall take place.
- 8.14. The secretariat shall maintain a list of members found guilty of misconduct after a formal investigation.

9.0 DUES

Membership dues shall be determined by the level of membership, payable on or before the first day of January each year. No member may vote whose dues are not paid for the current year. Prior to November 15 each year, the Director of Finance shall send to each member a statement of his/her dues for the ensuing year. Prior to February 15 of the current dues year, the Director of Finance shall send a notice to any member whose dues are past due, informing the member that their membership will automatically terminate on March 31, if not paid in full. Dues shall never be raised more than N15,000.00 per year and any adjustment in dues shall not take effect before being published in no fewer than three informational notices.

10.0 MEETINGS

10.1 Association Meetings

Meetings of the Association shall be held semi-annually in an inclusive forum, such as the Association site discussion forum, or teleconference or videoconference, at such hour and date as may be designated by the Executive Board. The Board may reschedule meetings due to internet accessibility and other unforeseeable circumstances. Written notice of each meeting and minutes shall be mailed or emailed by the Director of Secretariat at least ten (10) days prior to the date of the meeting, via notification method designated by each member within membership application, unless otherwise updated. The quorum for such meetings shall be Two-thirds of the members in good standing.

10.2 Special Association Meetings

Special meetings may be called by the Association President, or by a majority vote of the Board who are active and voting at any regular or special meeting of the Board, and shall be called by the Director of Secretariat upon receipt of a petition signed by five (five) members of the Association with voting rights who are in good standing. Such special meetings shall be held physically at such time and date as may be designated by the Board. Written notice of such meetings shall be mailed or emailed by the Secretariat at least five (5) days, and not more than fifteen (15) days, prior to the date of the meeting, and no other Association business may be transacted. The quorum for such a meeting shall be Two-thirds of the members in good standing.

10.3 Board Meetings

Meetings of the Executive Board shall be held physically at a certain location communicated by the Secretariat through e-mail or other correspondence. The Board, by majority vote, shall decide the time, date and schedule of their meetings. The Board shall not meet less than six (6) times per year. Written notice of each meeting shall be mailed or emailed by the Director of Secretariat at least ten (10) days prior to the meeting. The quorum for such a meeting shall be all active Board Members, unless extenuating circumstances prevent no more than one (1) board member not be present. A summary of Board minutes may be mailed or emailed to the membership after they have been read, corrected if necessary, and approved by the Board;

10.4 Quorum of Executives

A majority of individuals on the Executive Board then serving will constitute a quorum. The act of the Executives at which a quorum is present will be a binding act of the Executive Board unless otherwise provided in these By- Laws.

10.5 Waiver of Meeting Notices

Notice of the date, time, and purposes of any meeting of Executives may be waived in writing by all Executives before the holding of a meeting with a quorum. The written waiver must be filed with or entered on the minutes of the meeting. The attendance of any Executive at any such meeting with a quorum without protesting the lack of proper notice shall be deemed to be a waiver by him or her of notice of the meeting.

10.6 Action by Executives without a Meeting

Any action required or permitted to be taken by the Board may be taken without a meeting if all members of the Board consent in writing by email to the adoption of a resolution authorizing the action. The resolution and the written consents by the members of the Board will be filed with the minutes of the next Board meeting.

10.7 The Board of Trustees may summon any other meeting as deemed proper in the general interest of the association.

10.8 The President may summon any other meeting as he may deem proper

10.9 The secretary of the Association shall give adequate notice of the meetings of the association to members in advance.

11.0 VOTING

11.1 Each member in good standing whose dues are paid in full in the current year shall be entitled to vote at any meeting of the Association at which he/she is entitled and shall only cast their own vote. A secret ballot shall be utilized when there are two or more candidates for an office, for election to membership, for decisions involving discipline and whenever the membership, by majority vote as a meeting, requests a secret ballot.

11.2 All ballots and votes will be held via the internet.

11.3 Any Members with limited internet access will receive telephone notice from the Secretariat informing him/her of upcoming elections. Members receiving telephone correspondence must designate their limited internet access upon initial membership application and inform the Association of any changes therein.

11.4 Secret Ballots: All Members with internet access will vote by email response to the Secretary. Those designated as having limited internet access will cast votes via a phone call to the Secretary within twelve (12) hours of ballot release.

12.0 ORDER OF BUSINESS

12.1 Association's Meeting

Meetings of the Association, the order of business, so far as the character and nature of the meeting may permit, shall be as follows:

- Roll Call
- Minutes of Last Meeting
- Board Minutes (not previously read)
- Report of the President
- Report to the Director of Secretariat
- Report to the Director of Finance
- Report of Committees
- Election of Officers and Board (at Annual Meeting)
- Election of New Members
- Unfinished Business
- New Business
- Adjournment

12.2 Board Meeting

At meetings of the Board, order of business, unless otherwise directed by a majority vote of those present, shall be as follows:

- Reading of the Minutes of the Last Meeting
- Report of the Secretary
- Report of the Director of Finance
- Report of Committees

- Election of Disputed Membership Applicants
- Unfinished Business
- New Business
- Adjournment

13.0 DIRECTORS

13.1 Executive Board

- a) The Board of Executives shall be comprised of the President, Vice President, Director of Secretariat, Director for Membership, Director of Finance, Director of Ethics, and Director of Appraisals & Standards.
- b) General management of the Association's affairs shall be entrusted to the Executive Board. Any single expenditure of Association monies by the Board in excess of N100,000.00, shall require prior approval by a majority vote of the Board members present and voting at the next regular or special meeting.
- c) To be eligible for nomination as an officer or member of the Board, a candidate must be in good standing and have actively participated in at least two (2) Association meetings during the 12 months prior to nomination.

13.2 Duties of Executives

13.2.1 The President

- i. The Association's President shall preside at all meetings of the Association and the Executive Board.
- ii. The President may engage the services of a qualified professional to give advice to the President of the Association in connection with any procedure or Rule of Order.
- iii. The President will, subject to the control of the Executive Board, supervise the affairs of the Association and facilitate the will of the board and membership
- iv. The President will perform all duties incidental to his or her office and any other duties as may be provided in this constitution or as may be prescribed from time to time by the Executive Board.

- v. In the absence of the President at a meeting, the Vice President or in his or her absence, the Director of Secretariat, or in his or her absence, the Director of Membership, or in his or her absence, the Director of Finance or in his or her absence, the Director of Standards shall preside at any meeting of the Directors and General Membership.

13.2.2 The Vice President

The Association's Vice President;

- i. Shall have the powers and exercise the duties of the President in the event of the President's death, absence, resignation, or is unable to perform his or her duties.
- ii. Shall carry out any duty as the president may assign to him from time to time.

13.2.3 Director of Secretariat

The Secretariat under the leadership of Director of Secretariat;

- i. will keep minutes of all meetings of the Executive Board and the Membership, will be the custodian of the Association's records, and will perform all duties incident to the office of the Secretary;
- ii. have charge of the Association's correspondence;
- iii. notify Executives of their election to office;
- iv. shall email or call meeting notices and minutes, and any other duties as may be required by law, or by this Constitution or By-Laws, or which may be assigned from time to time by the Executive Board.

13.2.4 The Director of Finance

Shall carry out such duties as are prescribed in this constitution or any rules made pursuant thereto and any other duties as may be required by law, or which may be assigned from time to time by the Executive Board.

- i. The Director of Finance will collect and receive all monies due or belonging to the Association and will deposit all Association monies in a bank account designated by the Board, within one (1) week of receipt.

- ii. The Finance Books will at all times be open to inspection by the Membership. The Director of Finance will report to the Association at every regular meeting and Board meeting the condition of the Association's finances.
- iii. At the Annual Meeting, the Director of Finance shall render an account of the financial condition of the Association.
- iv. Any cheque/Check over N100,000.00 (One Hundred thousand Naira) shall require written approval of two Board members. The two approving Board members shall not reside in the same household, or be partners in any venture or enterprise, including partners in owning, breeding, or exhibiting dogs.
- v. The Director of Finance may be bonded in such amount as the Board shall determine. A minimum of two (2) copies of the Director of Finance report will be emailed prior to each regular meeting, one (1) to the Secretariat, and one (1) posted on the Association discussion forum for inspection at the meeting.

13.2.5 Director of Membership

The Director of Membership shall have the following responsibilities amongst others;

- i. Will have the responsibility of driving the objectives of the association with the intention to attract the right people to the various cadres of the association as members
- ii. Will receive the various applications of intending members and present same to the board for approval according to the regulations of this constitution
- iii. Notify applicants of their acceptance or rejection to membership and keep a current membership roll of all members, addresses, telephone numbers and email addresses;
- iv. Shall carry out such duties as are prescribed in this constitution or any rules made pursuant thereto and any other duties as may be required by law, or which may be assigned from time to time by the Executive Board.

13.2.6 Director of Standards & Ethics

- i. Shall have the responsibility to ensure that the registered breeders members of the association breed in accordance with the approved and published Breed Standards of the Boerboel as approved by the SABBS
- ii. Shall be vested with the responsibility that all members of the association conduct their business of ownership and breeding of the Boerboel dogs in line with the Code of Ethics and Conduct of the association as approved by the Executive Board.
- iii. Shall carry out such duties as are prescribed in this constitution or any rules made pursuant thereto and any other duties as may be required by law, or which may be assigned from time to time by the Executive Board or President.

13.3 Vacancies

Resignation of an Executive member will become effective immediately or on the date specified in the resignation and a vacancy will be deemed to exist as of the effective date. Any vacancy occurring in the Executive Board, whether by resignation, removal, incapacity, death, or otherwise, shall be filled by a majority vote of the remaining directors. The new Executive member elected to fill the vacancy will serve for the unexpired term of the predecessor in office until the next annual election.

13.4 Removal of Executive members

An Executive member may be removed from the Board (not from membership) at any time by the affirmative vote of at least two-thirds (2/3) of all Directors, including that Director, whenever in their judgement the best interests of the Association will be served.

15.0 THE ASSOCIATION YEAR, ANNUAL MEETING, NOMINATION & ELECTIONS

15.1 Association Year

The Association's fiscal year shall begin on the first day of January and end the last day of December. The Association's official year shall begin immediately at the conclusion of the Annual Meeting and shall continue through the next Annual Meeting.

15.2 Annual Meeting

The Annual Meeting will be held in the month of December at which Executive members for the ensuing year shall be elected from among those nominated in accordance with Section 4 of this Article. They will take office on January 1st, and each retiring Executive member shall turn over to his/her successor in office all properties and records relating to that office within ten (10) days after the election. A secret written ballot shall be conducted for each office for which there is more than one (1) nominee.

16.3 Elections

The nominated candidate receiving the greatest number of votes for each office shall be declared elected.

16.4 Nominations

No person may be a candidate in the Association who has not been nominated in accordance with this constitution or any rules made pursuant thereto and who is not a member with voting rights in good standing.

During the month of November, nominations may be made by any member, provided that the person so nominated does not decline when his/her name is proposed. No person may be a candidate for more than one (1) position.

Nominations cannot be made during the Annual meeting or in any manner other than is provided in this Section.

17.0 COMMITTEES

17.1 Committee Designation and Positions

The Board may each year appoint various committees to advance the work of the Association in all matters which may be served by committees and aid the Association on particular projects.

The Chairman/Chairperson, with Broad approval, may appoint the Chair of each committee and the committees will always be subject to the final authority of the Board.

The regular standing committees are:

- i. Appraisal /Show Committee
- ii. Rescue Committee
- iii. Breed Program Research and Application Committee
- iv. Registry Development Committee
- v. Marketing and Publicity Committee
- vi. Training & Education Committee
- vii. Disciplinary Committee
- viii. Audit Committee
- ix. Special committees may also be appointed by the Board to aid on particular projects;

18.0 Termination

Any committee's appointment may be terminated by a member's resignation for a committee or by the full membership of the Board upon written notice to the appointee. The Board may appoint successors to those persons whose services have been terminated.

19.0 FUNDING

19.1 Source

The association shall generate its income from any of the following sources amongst other:

- a Membership Registration Fee
- b Members' Annual Subscription
- c Registration fee for Appraisals
- d Gate Fee for any event organised by the association
- e Grants and donation from associations or any other institutions
- f Voluntary donation from members
- g Any other source that is in line with the association's activities

19.2 Disbursement & Application of Funds

19.2.1 Disbursement

The funds of the association shall be disbursed through appropriate medium; following all the protocols as would be set up and reviewed from time to time by the director of finance.

19.2.2 Application

The funds of the association shall be applied solely to finance the activities of the association in accordance with its objectives and as detailed out in the constitution or any rules made pursuant thereto. On no account shall the fund of the association be used for any personal need or to finance any activity that is outside the scope or objective of the association.

20.0. KEEPING OF ACCOUNT & RECORDS

The Association will keep accurate and complete financial books and records, Association records, Association Registry records, and minutes of the meetings of its Executive Board, Board of Trustees and General Membership.

21.0 Appointment of Auditors

21.1 The account of the association shall be audited annually by reliable auditors appointed by members of the trustees.

21.2 The auditors shall submit an audited report annually to the chairman who shall present the same at the annual General meeting.

21.3 The audited financial statements (balance sheet and income and expenditure account) duly certified by independent auditors shall be annexed to the annual returns and file with the Corporate Affairs Commission.

22.0 Special Clause

22.1 The income and property of the association howsoever derived shall be applied solely towards the promotion of the objects of the association as set forth in this constitution: and no portion thereof shall be paid or transferred directly or indirectly, by way of dividend, bonus, or otherwise by way of profit, to members of the association.

22.2 Provided that nothing herein shall prevent the payment, in good faith, or reasonable and proper remuneration to any officer of the association in return for any service actually rendered to the association, but so that no member of the council of management or Governing body shall be appointed to any salaried office of the association, or any office of the association paid by fees; and that no remuneration

or other benefit in money or monies shall be given by the association to any member of such council or Governing body except repayment of out-of pocket expenses or reasonable and proper rent for premises demised or let to the association provided that the provision last aforesaid shall not apply to any payment of any company to a member of the association maybe a member a company in which such member shall not hold more than one one-hundredth part of the capital, and such member shall not be bound to account for any share of profits he may receive in respect of any such payment.

22.3 The Association may be dissolved at any time by the written consent of not less than four-fifths (4/5) of the members in good standing.

22.4 In the event of a winding up or dissolution of the association there remains, after the satisfaction of all its debts and liabilities, any property whatsoever, the same shall not be aid to and distributed among the members of the association, but shall be given or transferred to some other institution having objects similar to the objects of the association and the body or bodies prohibited from distributing its or their income and property amongst its or their members to an extent at least as great as is imposed on the association under or by virtue the Special Clause hereof , such institution or institutions to be determined by the member of the association effect cannot be given to the aforesaid provision then to some charitable object.

23.0 AMMENDMENTS TO CONSTITUTION

23.1 Amendment Procedures

i Amendments to the constitution or any rules made pursuant thereto may be proposed by any the Board member or by written petition addressed to the Director of Secretariat signed, or verified with "I, (fill in name), support the written petition" in an email, by 20% of the membership with the right to vote in goodstanding.

i Amendments proposed by such petition shall promptly be considered by the Executive Board, not to exceed thirty (30) days from receipt of petition. Any amendment to the Constitution or By-Laws must be immediately submitted to the membership at a meeting by the Secretariat, allowing at least sixty (60) days thereafter in which the members may offer comments to the Board regarding the proposal.

- i Proposal amendments submitted by petition must be submitted to the Executive Board for a vote, within ninety (90) days of receipt of the petition by the Director of Secretariat

23.2 Amendment Approval

The constitution or any rules made pursuant thereto may only be amended by a majority vote of the Executive Board and then presented to a Special or Annual General meeting for a vote and must be approved by the 2/3 (Two Thirds) majority. Once an amendment is adopted, it becomes effective immediately. An amendment cannot be considered retroactive for any reason.

Dated this day of.....,2017

DANIELS OTOLORIN ADEMOLA
CHAIRMAN

AJIBADE GBEMILEKE EMMANUEL
SECRETARY