

## **SOUTH PEACE HORSE SHOW ASSOCIATION BYLAWS**

**Amended November 15, 2020**

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The name of the Society is the SOUTH PEACE HORSE SHOW ASSOCIATION herein referred to as “the Association”.

### **MEMBERSHIP**

1. Membership is open to any individual, organization or agency interested in the breeding, training, and showing of horses.
2. Membership implies agreement and cooperation with the stated policies and purposes of the Association.
3. All voting members have equal voting rights. Every question shall be decided by a vote on a motion put forward by the Chairperson or any member, and a seconder shall be required.
4. Membership fee, if any, in the Association shall be determined from time to time, by the membership at a general meeting. All paid members for the year constitute part of the Membership and may vote at meetings for the membership year. Membership fee shall be renewed November 1<sup>st</sup> of each year.
5. Any voting member wishing to withdraw from membership may do so upon a notice in writing to the Board through it's Secretary. Any member upon a two-thirds vote of all members of the Association in good standing may be expelled from membership for any cause which the Association may deem reasonable.

If any member is in arrears for fees or assessments such member shall automatically be suspended and shall thereafter be entitled to no membership privileges or powers in the Association until reinstated.

6. In order to accommodate the needs of agencies and other interested individuals that wish to remain informed of Association business but do not wish to attend meetings on a regular basis, notice of upcoming meetings will be posted on the Association's Digital Media, but will not have a vote.

## EXECUTIVE

### Board of Directors

The board shall, subject to the bylaws or directions given by majority vote at any meeting properly called and constituted, have full control and management of the affairs of the Society, and meetings of the Board shall be held as often as may be required, but at least once every three months, and shall be called by the Chairperson. A special meeting of the Board may be called on the instructions of any two members of the Board thereof provided a notice is made to the Chairperson in writing to call such meeting.

Notification of the meetings of the board shall be made by the Secretary. Meetings of the Board shall be called by ten days notice in writing emailed or messaged to each board member with seven days notice, and posted on the Association's Digital Media. 50% +1 board members shall constitute a quorum, and meetings may be held without notice if a quorum of the Board is present, provided however, that any business transactions at such meetings shall be ratified at the next regularly called meeting of the Board; otherwise they shall be null and void.

### Election of Board Members

1. Any member in good standing is eligible to be nominated to the Board of Directors provided they have been members for a minimum of 30 days.
2. There is a limit of 5 consecutive years to the number of times a Board member can be re-elected to a position on the board.
3. A list of nominees for Board positions should be circulated to the general membership for consideration 14 days in advance of the general meeting. Nominations for Board positions will be accepted at the Annual General Meeting.

All nominees who are unable to attend in person the Annual meeting must submit in writing to the Chairperson their intention to stand for election.

4. The candidate receiving the most votes for each position from the members present at the general meeting is considered elected.
5. The term of office on the Board runs from the first day after the annual general election to, and including the next annual general meeting.
6. All directors are required to attend a minimum of 3 meetings per year outside of the AGM. If any member of the Board of Directors shall resign their office or without reasonable excuse absent themselves from (3) three Board meetings, or be expelled by the Association, the Directors may declare the office vacated and may elect a successor in their place to hold office until the next general meeting at which time the nomination will be ratified.

### Board of Directors (continued)

7. The Board shall consist of a minimum of 4 (four) members and a maximum of 12 (twelve) board members.
8. Any expenditure over \$250.00 (two hundred and fifty dollars) must be approved by a majority vote of the Board and must be considered at a general meeting.

9. Questions arising at, or to be decided by, any meeting of the Board shall be decided by a majority of votes. The Chair shall not vote except in cases where there is an equality of votes and in such case have a casting vote.

### **Duties of Board Members**

#### **1. Chairperson**

- Shall be an ex-officio member of all committees, ensuring ongoing coordination of the Association activities.
- Shall, when present, preside at all meetings of the Association and of the Board.
- Shall ensure that the general administrative duties of the Association are accomplished.
- Shall act as a primary liaison between the association and the public.
- Shall arrange for use of necessary facilities.
- Shall insure, through the delegation of Chair duties, that the vice-chairperson be well versed.

#### **2. Vice-Chairperson**

- Shall in the absence of the Chairperson, preside at meetings of the Association and the Board.
- Shall be delegated by Chairperson to act in their stead to ensuring consistency, continuity.

#### **3. Secretary**

- Shall attend all meetings of the Association and the Board in order to keep accurate minutes of the same.
- Shall take charge of the Seal of the Association.
- Shall have charge of all the correspondence of the Association and be under the direction of the Chairperson and the Board.
- Shall keep a record of all the members of the Association and their addresses, and shall send notice of the various meetings as required.
- In case of the absence of the Secretary, his duties shall be discharged by such officer as may be appointed by the Board.

#### **4. Treasurer**

- Shall collect and receive annual dues or assessments levied by the Association and shall receive all monies paid to the Association and shall be responsible for the deposit of same in whatever Bank the Board may order.
- Acceptance of e-transfers may be designated to the Chairperson, with a record forwarded to the Treasurer.
- Shall account for the funds of the Association and keep such records as may be directed.
- Shall present a full detailed account of receipts and disbursements of all events/shows/clinics to the Board within 60 days of the commencement of the show.
- Shall present a financial report at each general meeting and at the annual AGM.

## **5. Discipline Specific Directors**

- The Board shall also be comprised of Directors of specific disciplines as determined from year to year and depending on the availability of directors and need in the community (for example for specific disciplines such as Western, Cross Country, Stadium, and for large shows and events).
- Shall present a plan for the year at the Annual Budget Meeting, including anticipated clinics/events, and anticipated costs.
- Shall, when present, preside at all meetings of the Committee.
- Shall ensure that the general administrative duties are accomplished, including membership, entry forms, waivers, payments are received prior to the event
- Shall act as a primary liaison between the Association and the public with regards to any events, clinics, or shows being held. This is done in concert with the chairperson of the Association.
- Shall arrange for use of the necessary facilities, clinicians and clinician transportation and accommodation for the event.
- Shall provide a full accounting of debits and expenses to the Treasurer for required payments within 30 days of event completion.

## **Auditing**

1. The books, accounts and records of the Treasurer shall be audited at least once each year by a duly qualified accountant or by two members of the Association other than the Treasurer, elected for that purpose at the Annual meeting. A complete and proper statement of the standing of the books for the previous year shall be attested to by such auditor(s) at the Annual Meeting of the Association. The fiscal year of the Association in each year shall be November 1<sup>st</sup>.
2. The book and records of the Association may be inspected by any member of the Association at the annual meeting provided for herein or at any time upon giving reasonable notice and arranging a time satisfactory to the officer or officers who have charge of the same. Each member of the Board shall at all times have access to such books and records.
3. Signing Cheques  
All cheques, bills of exchange, or other orders for payment of monies or notes shall be paid by the executive of the Association. There shall be a minimum of two signing authorities which will be any two of the Chairperson, Vice Chairperson, Treasurer or Secretary. The Treasurer is authorized to initiate payment of legitimate Association expenditures which are to be reviewed and approved at the next regularly scheduled general meeting of the Association.
4. The Association shall be carried out without purpose of gain for its members, and any profits or other accretions of the Association shall be used in promoting its objectives.
5. In event of dissolution or windup of the Association, all its remaining assets, after payment of liabilities shall be distributed to one or more charitable organizations in Canada, to be determined by a majority of the membership.
6. For the purpose of carrying out its objectives, the Association may borrow or raise or secure the payment of money in such manner as it thinks fit, and in particular by the issue of debentures,

but this power shall be exercised only under the authority of the Association and in no case shall debentures be issued without the sanction of a special resolution of the Society bylaws.

### **Custody and Use of the Society Seal**

The Secretary shall have charge of the Seal of the Association which seal when whenever used shall be authenticated by the signature of the Secretary and the Chairperson, or in the case of the death or inability of either to act, by the Vice-Chairperson or Treasurer.

### **Remuneration**

Unless authorized at any meeting and after notice of same shall have been given, no officer or member of the Association shall receive any remuneration for holding a position on the board, however any additional duties taken on that would normally require payment (eg. Show secretary, time keeper, etc) may be paid with prior approval of the Board. Paid positions should be offered to the general membership as well.

### **Meetings**

1. Meetings of the Board of Directors shall be called by the Chairperson as required.
2. General meetings can be called from time to time but shall be called no less than 4 times in any fiscal year.

The digital media for the Association shall be updated periodically, noting date, time and place of the next meeting.

3. Meetings may occur both in person and by electronic means in real-time.
4. Voting may occur by electronic means (e-vote) for members of the Board.
5. Minutes will be available upon request to the Secretary.
6. A special meeting of the Association shall be called by the President or Secretary upon receipt of a petition signed by one third of the members in good standing, setting forth the reasons for calling such meeting, which shall be by the association's digital media 15 days prior to the meeting. A quorum for such meeting shall be 5 voting members of the Association.
7. Annual meetings of the Association shall be held by December 31 each year for the purpose of electing officers, assigning committees and for organizing its affairs for the ensuing year.
8. A quorum for any general meeting shall be 5 members of the Association.
9. Meetings will not exceed 3 hours in duration and attendance will be recorded.

### **Budget & Spending**

1. All expenditures exceeding \$250 require Board approval, except:
  - a. Association directors may spend what is required for their planned events as outlined in their approved budget submission. Any expenditures outside of the approved budget submission are required to get separate board approval.
2. All approved expenditures by association members/directors in service of the association shall be reimbursed within 2 weeks.
3. Regular items such as annual insurance and AEF renewals for the association do not require approval and are to be renewed annually by the Treasurer.
4. All procurements over \$1500.00 require board approval, or require a minimum of 2 quotations and are to be reviewed by the board in order to obtain approval.

### **Clinic/Event/Show Cancellations**

1. Clinics/events/shows may be cancelled at the discretion of the Board.

### **Inventory of Association property**

1. An inventory of association property is to be updated annually.
2. Inventory updates are to be communicated to the Board once complete.

### **Disposal of Association property**

1. Disposal of association property requires an approved motion from the Board.

### **Grants and Donations**

1. Any money or property directed to the association that have conditions attached must be approved by the board before accepting.

### **Bylaws**

The bylaws may be rescinded, altered or added to by "Special Resolution" passed at a general meeting of which not less than 21 days notice specifying the intention to propose the resolution has been duly given and by the vote of not less than 75% of those members who, if entitled to do so, vote in person.

Dated November 15, 2020