



# Saskatchewan Horse Federation

## ***SASKATCHEWAN HORSE FEDERATION INC.***

### **CONSTITUTION**

Revised March 17, 2018

#### **1. NAME:**

This association shall be known as “Saskatchewan Horse Federation Inc.”. It shall hereinafter be referred to as “The Federation”.

#### **2. OBJECTIVES OF THE FEDERATION:**

**2.1.0** Without limiting its activities, The Federation will seek to achieve the following objectives:

- 2.1.1** To provide leadership among recognized equine and equestrian organizations in Saskatchewan that each may be helped to achieve the highest level of success for its members.
- 2.1.2** To co-ordinate the actives of the recognized equine and equestrian organizations in Saskatchewan so that duplication of effort and conflict of purpose may be avoided.
- 2.1.3** To provide liaison with Equestrian Canada (EC), similar provincial equine councils, Coaching Association of Canada (CAC), and with any other related body as may exist for the conduct of sport, recreation and horse industry initiatives in Canada.
- 2.1.4** To serve as an educational medium for its members by distributing information relative to the horse industry and equestrian activities by bringing speakers of authority to meetings of The Federation, and by organizing seminars and clinics.
- 2.1.5** To develop and deliver programs and services as appropriate to advance the needs and interests of the memberships.
- 2.1.6** To serve as a medium through which the provincial government and other agencies may make funds available to support equine and equestrian organizations and actives in Saskatchewan.
- 2.1.7** To raise the standards of care and handling of all horses in Saskatchewan.

**2.2 In working towards the achievement of these objectives, The Federation will:**

- 2.2.1 Promote the breeding and rearing of better quality horses in Saskatchewan.**
- 2.2.2 Promote and encourage more equestrian activities, especially among young people.**
- 2.2.3 Promote equestrian shows, competitions and recreational activities in Saskatchewan and strive to raise the performance standards therein.**

**3. MEMBERSHIPS:**

**3.1.0 Any individual, and any club, organization, business or educational institution that seeks to advance and participate in the objectives set forth in Article 2 above may apply to The Federation for memberships.**

- 3.1.1 Clubs and organizations shall hold Corporate Membership status.**
- 3.1.2 Individuals shall hold Individual Membership status.**
- 3.1.3 Business and educational institutions which provide sponsorship services and financing to The Federation shall hold Sustaining Membership status.**
- 3.1.4 Individuals may be nominated by a member for Honorary Life Membership.**

**3.2 Membership may be continued for so long as the annual membership dues are paid and members continue to further the aims, purposes and objectives of The Federation.**

**3.3 Clubs and Sustaining Membership applications shall be approved by the Board of Directors of The Federation at their regular meetings.**

**3.4 The Board of Directors may nominate a person for Honorary Life Membership.**

**3.5 Honorary Life Members nominated shall be approved by a two thirds (2/3) majority ballot of the Board of Directors and accepted by a majority of the Membership at the Annual Meeting of The Federation.**

- 3.5.1 This distinct status is for members selected for their special contributions and achievements in the Equestrian and/or horse activities in the province. Honorary Life Members will have their annual membership fee born by The Federation and they will have Individual Member voting privileges**
- 3.5.2 Honorary Life Members will, at all times, be subject to the provisions of Article 5, Revocation Membership.**

**4. MEMBERSHIP DUES:**

- 4.1 Membership dues for each class membership shall be payable annually and shall be in such an amount as the Board of Directors may by resolution establish from time to time.
- 4.2 Members shall be notified a minimum of two months prior to the start of the membership year of any changes made to membership dues by the Board of Directors.
- 4.3 Membership dues shall be due January 1<sup>st</sup> of the current year, and shall cover the calendar year to December 31<sup>st</sup>.
- 4.4 A member resigning from The Federation shall not be entitled to a refund of fees.

**5. REVOCATION OF MEMBERSHIP:**

- 5.1 The Board of Directors may by resolution cancel any member's membership in The Federation, where, in the opinion of the Board of Directors, that member has conducted itself or him or herself in a fashion which undermines the objectives, aims and purposes of The Federation.
- 5.2 Any member who is subject to potential cancellation of membership shall be advised by the Board of Directors thereof and the reasons therefore, in writing.
- 5.3 Any member who has been advised by the Board of Directors of potential revocation of his/her membership shall have 30 days within which to make written submissions to the Board giving reasons why his/her membership should not be revoked.
- 5.4 The Board of Directors shall consider the written submission of the affected member. In the event that the Board of Directors concludes that the revocation of membership is nevertheless warranted, the affected member will be given the opportunity to respond verbally at a special meeting of the Board of Directors to be held no later than 45 days after notice of potential revocation of membership was provided to the member.
- 5.5 A two-thirds majority vote by the Board of Directors is required to revoke a membership.

**6. BOARD OF DIRECTORS:**

- 6.0 The Board of Directors will conduct the business and affairs of The Federation in accordance with the Constitution and Bylaws for the benefit of the membership.
- 6.1 Directors of the Board shall be elected by the members of the Federation at the annual meeting of the Federation. The Board of Directors shall be comprised of a maximum of thirteen (13) persons (not including the Past President) and a minimum of 11, (not including the Past President) each holding a valid Individual Membership with the Federation.
- 6.2 The immediate available Past President of the Federation shall attend meetings of the Board of Directors, shall hold a valid Individual Membership, and shall have a vote thereat but shall not be included in the maximum of thirteen directors. The Past-President can be considered for nomination by the board of directors for office of the President.

- 6.3 Twelve directors shall be elected for a three-year term. A Director may serve a maximum of three consecutive three-year terms. Terms will be staggered to allow continuity for Board membership.**
- 6.4 A single Director-at-Large shall be elected for a one-year term from the floor of the Annual General Meeting.**
- 6.4.1 In completing the Director-at-Large term, the individual shall be eligible for nomination to serve a three-year term.**
- 6.5 In the event of resignation, incapacity, removal or death of a Director during his or her term, the Board of Directors may by resolution nominate any person holding a valid Individual Membership status with The Federation to act in the place and stead of the previous Director, and to hold office until expiry of that previous Director's term.**
- 6.6 In completing a three-year term of a resigned Director, the individual shall, upon completion of the previous Director's term of office, be eligible for nomination as a new Director and have the ability to meet the specifications of 6.4.**
- 6.7 The office of a Director shall be vacated:**
- 6.7.1 If a Director shall resign his office by delivering a written resignation to the President of the Federation;**
- 6.7.2 If, at a special meeting of members or at special meetings of Directors called for that purpose, a resolution is passed by three-quarters of those present at the meeting that he or she be removed from office;**
- 6.7.3 Upon death or physical or mental infirmity which renders the Director incapable of performing his or her duties;**
- 6.7.4 If a Director fails to attend 60% of the designated Board of Director's meetings.**
- 6.8 A majority of the elected members of the Board of Directors shall constitute a quorum.**
- 6.9 The Board of Directors may by resolution appoint Honorary Directors who shall be entitled to attend meetings of the Board of Directors but shall not have a vote thereat, and shall not be included in the maximum of 13 Directors.**
- 6.9.1 The position of Honorary Director will be to provide continuity and/or expertise in the areas relevant to the objectives of the Federation. The Board may appoint a maximum of two Honorary Directors for any three-year term.**
- 6.9.2 Honorary Directors will be appointed for a one year term at the first meeting of the Board of Directors.**
- 6.9.3 The Board may choose not to appoint an Honorary Director.**

- 6.10** The Saskatchewan delegate(s) to Equestrian Canada shall be elected annually, or as required by the Directors of The Federation, at their first meeting following the elections at the Annual Meeting or as soon thereafter as is conveniently possible.
- 6.11** The President of The Federation shall be the Chairman of the Board of Directors. The Board may name such committees and appoint such officials as are necessary to achieve the purpose and objectives of The Federation.
- 6.12** The Federation shall indemnify a Director or Officer, a former Director or Officer, or a person who acts or acted at the corporation's request as a Director or Officer and his or her heirs and successors against any and all costs, charges and expenses, including an amount paid to settle an action or satisfy a judgement, reasonably incurred by him/her in respect of any civil, criminal or administrative action or proceeding to which he has been made a party by reasons of being or having been a Director or Officer of The Federation if:
- 6.12.1** He/she acted honestly and in good faith with a view to the best interests of the Federation; and
- 6.12.2** In the case of criminal or administrative action or proceeding that is enforced by a monetary penalty, he/she had reasonable grounds for believing that his/her conduct was lawful.
- 6.13** The Federation will maintain such insurance for the benefit of its Directors and Officers as the Board may from time to time determine.
- 6.14** No Director of the Board shall receive remuneration for his or her services as Director, however the Board may by resolution authorize payment to members for out-of-pocket expenses incurred in the furtherance of the affairs of The Federation in accordance with an expense schedules approved by the Board of Directors.

**7. OFFICERS OF THE FEDERATION:**

**7.1** The Officers of The Federation shall include:

- 7.1.1** Immediate available Past President
- 7.1.2** President
- 7.1.3** President-Elect
- 7.1.4** Vice-President Finance
- 7.1.5** Vice-President Sports
- 7.1.6** Vice-President Recreation
- 7.1.7** Vice-President Industry

- 7.2 The Officers of The Federation shall be elected annually by the Board of Directors as soon as may be convenient after the annual meeting of The Federation and shall hold offices during the ensuing year or until their successors are duly elected.
- 7.3 The Officers of The Federation and the Executive Director shall constitute the Executive Committee.
- 7.4 Persons elected to the position of President, President-Elect, or Vice-President shall be eligible to hold their positions as Officers for as long as they are eligible to be on the Board of Directors.
- 7.5 The Officers of The Federation shall be entitled to hire such persons upon such terms respecting remuneration and otherwise, as the Board of Directors in its discretion considers appropriate for the effective functioning of The Federation.
8. DUTIES OF OFFICERS:
- 8.1 President – The President shall be the Chair of the Board of Directors and shall preside at all meetings of The Federation, the Board of Directors and the Executive Committee. He or she shall conduct meetings in accordance with the rules of procedure established by the Board of Directors. He or she shall ensure that the decision of The Federation, the Board of Directors and the Executive Committee are carried into effect.
- 8.2 President-Elect – The President-Elect will be responsible for the administration of the Board, including meeting attendance, review of minutes or other duties as assigned by the President. In the absence of the President the President-Elect shall assume the duties of the President.
- 8.3 Past President – The Immediate-available Past President shall attend all meetings of the Federation, The Board of Directors and the Executive Committee and shall perform such duties as the Executive Committee may assign to him/her.
- 8.4 Vice-President(s) – All Vice-Presidents serve on the Executive Committee. Specific responsibilities shall be assigned and designated to each of the four Vice-Presidents:
- 8.4.1 Vice-President Finance – shall be appointed as Federation Treasurer, and shall have custody of all funds of The Federation and shall be responsible for their safe-keeping and proper disbursement. The Vice-President Finance shall work with the Executive Director to prepare budgets in a form and of any kind as required from time to time and as directed by the Board of Directors. The VP Finance will chair the Finance Committee:
- 8.4.2 Vice-President Recreation- shall have direct responsibility for developing programs of the Federation in dealing with the needs of club and corporate members. The VP Recreation shall work to increase participation in horsemanship activities throughout the province and to provide for recreational opportunities that align with the Federation’s LTED (Long Term Equestrian Development) model.

**8.4.3 Vice-President Industry** – shall be responsible for developing opportunities in industry initiatives and to liaison with any related bodies as may exist for the benefit of the horse industry or equine health and welfare.

**8.4.4 Vice-President Sports** - shall have direct responsibility for all programs which contribute to the development of sport. Coaching, NCCP (National Coaching Certification Program), Officials and the Heritage and Prairie Cup competition circuits will be direct responsibility of this office. The Federation's LTED (Long Term Equestrian Development Model) will be kept at the forefront of all these programs.

**9. EXECUTIVE COMMITTEE:**

**9.1** The Executive Committee shall consist of the officers and the Executive Director of The Federation. The Executive Director shall be a non-voting member of the Executive Committee.

**9.2** The Executive Committee shall, during those times of the year when the Board of Directors is not in session, have the same power as the Board and shall by its actions and decisions bind the Board.

**9.3** The Executive Committee shall implement the decisions of the Board and of the Federation.

**9.4** The Executive Committee shall have the power to initiate activities that will further the objectives of The Federation.

**9.5** The majority of the elected members of the Executive, one of whom shall be the President, shall constitute a quorum.

**9.6** The President, or in his or her absence, the Vice-President, will act as Chair of the Executive Committee Meetings.

**10 EXECUTIVE DIRECTOR:** The administration and programs of The Federation shall be managed by the Executive Director as determined by the Board of Directors.

**10.1** The Executive Committee of The Federation shall hire the Executive Director who will manage the affairs of The Federation according to the policies as determined by the Board and Executive Committee and the provisions of the Constitution and Bylaws.

**10.2** The Executive Director shall report directly to the President, President-Elect, and Vice-President of Finance, who shall comprise the Management Committee of the Executive Committee of the Board of Directors.

**10.3** The Executive Director shall be a member of the Executive Committee, but shall not have voting privileges. He/she shall attend all meetings of The Federation and shall maintain liaison with the membership.

**10.4** The Executive Director must be bondable.

**11. NOMINATING COMMITTEE:**

**11.1** The Board of Directors shall, in each year, strike a Nominating Committee for the purposes of selecting a slate of Individual Members to be put forward for election to the Board of Directors at the annual meeting.

**11.2** The Nominating Committee shall consist of the Immediate Past President (who shall serve as chair), one Vice-President, and an Individual Member of The Federation in good standing who is not a member of the Board of Directors. If the Past President is not available, the President-Elect shall stand in his or her place.

**11.3** Individual Members in good standing may nominate Individual Members in good standing to the Board of Directors by providing to the offices of The Federation written notice of the nomination together with a written assent of the nominee on or before January 3, immediately preceding the Annual Meeting.

**11.4** The Nominating Committee shall solicit for further nominations in order to fill vacancies on the Board of Director and shall give consideration to regional and discipline representation, expertise and required time commitments. These names (along with the January 3 nominations) will be brought to the Board at least 21 days before the Annual Meeting.

**11.5** The Nominating Committee shall present its recommendations together with the names of all Individual Members who have been duly nominated to the Board of Directors to the floor of the Annual General Business Meeting. An election for the incoming Board of Directors will result in the event that there are a greater number of nominees than positions available.

**11.5.1** In the event that there are insufficient nominations to fill the three-year-term vacancies on the Board, the Board of Directors shall operate with fewer directors until such time as an appointment can be made to meet the minimum requirements as outlined in 6.1.

**12. ELECTIONS:**

**12.1** An election for the purpose of selecting new Directors to the Board shall be held at the Annual Meeting.

**12.2** Voting for the Board of Directors shall be by ballot.

**12.2.1** At the conclusion of election of new Directors to the Board, the President shall call for a motion to destroy ballots.

**12.3** Election to the Board of Directors shall be determined by the number of ballots cast for each candidate, with those receiving the most votes elected to the Board.

**12.4** In the event of a tie vote, the Scrutineer shall use the President's single, pre-cast secret ballot, as the deciding ballot.



**12.5** The election of a Director-At-Large to the Board of Directors shall be by nomination from the floor at the Annual General Meeting of The Federation.

**12.6** The election of an Individual Member to the Director-At-Large shall be determined by the number of ballots cast for each candidate, with the one receiving the most votes elected to the Board of Directors for a one year term.

**13. MEETINGS:** Meetings shall be conducted consistent with Robert's Rules of Order.

**13.1** The Annual Meeting of The Federation shall be held within 90 days following the fiscal year end.

**13.1.1** Special General Meetings of Members of the Federation may be called by the Board at any time with 30 days written notice to members.

**13.1.2** Special General Meetings of Members of the Federation must be called by the Board within 30 days after receiving a written request from two thirds of the eligible voting members.

**13.1.3** A quorum of members is considered those present at a meeting of members, regardless of the number of persons actually present at the meeting.

**13.1.4** If quorum is present at the opening of a meeting of members, the members present may proceed with the business of the meeting, notwithstanding that a quorum is not present throughout the meeting.

**13.2** The Directors of the Board shall be provided with 7 days' notice of all general or special meetings. Emergency meetings may be called at the pleasure of the President in extraordinary circumstances.

**13.3** Meetings of the Board of Directors:

**13.3.1** The Board of Directors shall meet a minimum of five times each year for the purpose of establishing policies relating to the purpose and work of the Federation and for the dispatch of business related thereto. One of these meetings shall be held immediately before and another immediately after the Annual Meeting.

**13.3.2** In addition, meetings of the Board of Directors may be held via teleconference communications or video conference system.

**13.3.3** At the discretion of the President, Board members may be allowed to join 'in person' meetings via video or teleconference for the purposes of presentation of reports and information pertinent to the meeting.

**13.4** The Executive Committee shall meet as required at the call of the President for the adequate dispatch of Federation business.

**13.5 The President, or in his/her absence, the President-Elect, shall have authority to call such meetings as he/she deems necessary.**

**13.6 A majority of the Board of Directors or Executive Committee may jointly, in writing, request the President to call a meeting of the Board of Directors or Executive Committee, and the President shall forthwith cause such a meeting to be held.**

**13.7 Attendance at meetings of the Board of Directors shall be open to members of The Federation and invited guests with proper approval of 2/3 of the Board of Directors.**

**13.8 MINUTES:**

**13.8.1 Minutes from all meetings of the Board of Directors shall be duly recorded and kept as records of the Federation. Motions arising from meetings may be made available upon request.**

**13.8.2 Minutes will be recorded at meetings of the Membership, the Board of Directors, the Executive Committee, the Management Committee, and all Standing and Ad-hoc Committees of the Federation.**

**13.8.3 Meeting of staff will be summarized and presented to the Board of Directors as part of the Executive Director's report.**

**14. VOTING:**

**14.1 At a meeting of the members of the Federation all valid senior (18 years of age or older at the time of the meeting of members) individual members have the right to one vote.**

**14.1.1 Voting at a meeting of the members of the Federation shall be by ballot.**

**14.1.2 Majority vote at a meeting of members of the Federation is 50% + 1 of the members present at the meeting.**

**14.2 Each corporate member has the right to one vote at the Annual Meeting. The person who is the voting individual and represents the Corporate Member at the Annual Meeting must be him/herself a valid Individual Member in good standing of The Federation and a member of the club they are representing.**

**14.3 No sustaining member has the right to vote at the Annual Meeting.**

**14.4 At meetings of the Board of Directors, all elected members, including the President, and the immediate available Past President have a right to one vote.**

**14.5 At meetings of the Executive Committee, all elected members, including the President, and the immediate available Past President have the right to one vote.**

**14.6 Decisions of the Board of Directors shall be determined by a majority of votes cast by the Directors in attendance. In case of a tie in voting, the motion will be lost.**

**14.7** In determining a majority, abstentions are not included in the total votes cast.

**15. VOTING BY PROXY:** Voting by proxy at any meeting of The Federation is prohibited.

**16. COMMITTEES AND REGULATIONS:**

**16.1** The Board of Directors may appoint standing committees to discharge the functions described by the Board of Directors as its terms of reference. The terms of reference and appointments to committees shall aspire to have membership of The Federation represented on each committee according to discipline and provincial region, and giving consideration to expertise and required time commitments. Each committee shall report all action of The Federation for consideration by the members.

**16.2** Committees are encouraged to reach consensus on decisions and each committee member shall be entitled to one vote. The President shall be an ex-officio member of all committees but shall have voting privileges on Board Committees only. The Executive Director shall be an ex-officio member of all committees except the Nominating Committee and shall have no voting privileges.

**16.3 Management Committee**

The Executive Director, President, President-Elect and Vice President Finance shall constitute the Management Committee and shall conduct the day to day business affairs reporting to the Board of Directors as necessary.

**16.4** Terms of Reference for all committees of The Federation will be developed by the Governance Committee, in consultation with the respective committees. Board approved Terms of Reference will be maintained in policy documents.

**17. FISCAL YEAR:**

**17.1** The fiscal year of The Federation shall be the calendar year.

**18. AUDITORS:**

**18.1** The Board of Directors shall in each and every year, appoint an auditor who shall audit the accounts and financial records of the Federation, and shall provide the Audit to the VP of Finance for Presentation at the Annual Meeting of The Federation for inspection and passage by the membership of The Federation. The remuneration shall be fixed by the Board of Directors.

**18.2** The auditor shall be from a firm of Chartered Accountants, and shall be independent of the membership of The Federation.

**19. SIGNING AUTHORITY:**

**19.1 Three members of the Executive Committee shall have a signing authority on any written document or instrument of The Federation.**

**19.2 Two signatures shall be required on all cheques of The Federation.**

**19.3 The Board of Directors shall by resolution determine those persons of the Executive Committee who shall have signing authority.**

**19.4 Under normal circumstances, the Executive Director shall be one of the authorized signing persons.**

**20. HEAD OFFICE:**

**20.1 The head office of the Federation shall be located at 300 - 1734 Elphinstone Street, Regina Saskatchewan, unless the Executive Committee rules otherwise.**

**21. LIAISON:**

**21.1 The Executive Director shall maintain liaison with government agencies whose co-operation and support may be of benefit to The Federation. Among other things, this liaison shall include placing official representatives of these agencies on the mailing list for the Federation's report and publication and inviting representatives to attend the meetings of The Federation.**

**21.2 Through its Executive Committee in general and its Executive Director in particular, the Federation shall maintain liaison with Sask Sport, the Saskatchewan Ministry of Agriculture, the appropriate Canadian organizations for horse activities, the membership of The Federation, and such other organizations as may further its purposes and objectives.**

**22. AMENDMENTS TO THE CONSTITUTION:**

**22.1 Amendments to the Constitution may be made at the Annual General Meeting of The Federation by a two-thirds majority vote of all members present, provided written notice is given by the mover of the amendment to the Resolutions Committee by January 3. Board-approved motions will be circulated to all members of The Federation at least 21 days before the amendment is presented at the Annual General Meeting.**

**23. BY-LAWS AND REGULATIONS:**

**23.1 The Board of Directors shall have authority to make such by-laws and policies as may be necessary to implement the Constitution effectively and not inconsistent with it to ensure the smooth functioning of The Federation.**

**23.2 If a decision of some urgency must be made and the Constitution or related regulations and by-laws do not seem to cover the matter adequately, the Board of Directors shall have authority to take such action as it deems necessary and shall report such action at the next Annual Meeting of The Federation within whose jurisdiction final responsibility for the Constitution rests.**

**23.3 Any actions taken pursuant to paragraph (2) above shall be deemed to be effective and binding on The Federation until such time as the decision is, by a two-thirds majority vote of all members present, specifically impugned.**

**24. PUBLICATIONS:**

**24.1 The Executive Committee shall publish such materials as from time to time prove to be of assistance in pursuing the aims and objectives of The Federation.**

**25. INTERPRETATION OF CONSTITUTION AND RELATED REGULATIONS AND BY-LAWS:**

**25.1 In these documents the singular shall include the plural, the plural shall include the singular, and the masculine shall include the feminine.**

**25.2 In the event of conflict of opinion about the interpretation of this Constitution or any of its regulations and by-laws, the ruling of the President shall prevail unless and until the matter can be referred to the next Annual Meeting of The Federation.**

**26. DISSOLUTION:**

**26.1 Upon dissolution of The Federation, its properties and assets shall, after payment of all liabilities, be transferred to any successor organization which follows the aims and objectives of the Federation. In the event there is no successor organization, the properties and assets of the Federation shall be donated to the Western College of Veterinary Medicine, Equine Health Research Fund, University of Saskatchewan.**

**Amendments as of  
March 17, 2018 included.  
Incorporation Registration #: 203358**

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**Shirley Brodsky (President)**

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**Executive Director (Executive Director)**