



2019

# Proposed Bylaw Changes



Saskatchewan Horse Federation  
Governance Committee

No.	Existing Bylaw	Proposed Change	Rationale
Title Page	CONSTITUTION	CONSTITUTION & BYLAWS	Clarification
5.3	Any member who has been advised by the Board of Directors of potential revocation of <b>his/her</b> membership shall have 30 days within which to make written submissions to the Board giving reasons why <b>his/her</b> membership should not be revoked.	Any member who has been advised by the Board of Directors of potential revocation of <b>his</b> membership shall have 30 days within which to make written submissions to the Board giving reasons why <b>his</b> membership should not be revoked.	To tidy up the Constitution and align it with item 25.1 which states: In these documents the singular shall include the plural, the plural shall include the singular, and the masculine shall include the feminine.
6.5	In the event of resignation, incapacity, removal or death of a Director during <b>his or her</b> 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.	In the event of resignation, incapacity, removal or death of a Director during <b>his</b> 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.	As noted in 5.3.
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 <b>he or she</b> be removed from office;	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 <b>he</b> be removed from office;	As noted in 5.3.
6.7.3	Upon death or physical or mental infirmity which renders the Director incapable of performing <b>his or her</b> duties;	Upon death or physical or mental infirmity which renders the Director incapable of performing <b>his</b> duties;	As noted in 5.3.
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 <b>for</b> any three-year term.	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 <b>in</b> any three-year term.	Clarification.

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 <b>his or her</b> 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 <b>him/her</b> 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:	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 <b>his</b> 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 <b>him</b> 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:	As noted in 5.3.
6.12.1	<b>He/she</b> acted honestly and in good faith with a view to the best interests of the Federation; and	<b>He</b> acted honestly and in good faith with a view to the best interests of the Federation; and	As noted in 5.3.
6.12.2	In the case of criminal or administrative action or proceeding that is enforced by a monetary penalty, <b>he/she</b> had reasonable grounds for believing that <b>his/her</b> conduct was lawful.	In the case of criminal or administrative action or proceeding that is enforced by a monetary penalty, <b>he</b> had reasonable grounds for believing that <b>his</b> conduct was lawful.	As noted in 5.3.
6.14	No Director of the Board shall receive remuneration for <b>his or her</b> 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.	No Director of the Board shall receive remuneration for <b>his</b> 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.	As noted in 5.3.
7.1.6	Vice-President <b>Recreation</b>	Vice-President <b>Equine Diversity</b>	Reflects the name change and scope of the committee.

8.1	<p><u>President</u> – The President shall be Chair of The Board of Directors and shall preside at all meetings of The Federation, the Board of Directors and the Executive Committee. <b>He or she</b> shall conduct meetings in accordance with the rules of procedure established by the Board of Directors. <b>He or she</b> shall ensure that the decision of The Federation, the Board of Directors and the Executive Committee are carried into effect.</p>	<p><u>President</u> – The President shall be Chair of The Board of Directors and shall preside at all meetings of The Federation, the Board of Directors and the Executive Committee. <b>He</b> shall conduct meetings in accordance with the rules of procedure established by the Board of Directors. <b>He</b> shall ensure that the decision of The Federation, the Board of Directors and the Executive Committee are carried into effect.</p>	As noted in 5.3.
8.4.2	<p><u>Vice-President Recreation</u>- shall have direct responsibility for developing programs of the Federation in dealing with the needs of club and corporate members. The <b>VP Recreation</b> 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.</p>	<p><u>Vice-President Equine Diversity</u> - shall have direct responsibility for developing programs of the Federation in dealing with the needs of club and corporate members. The <b>VP Equine Diversity</b> 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.</p>	Reflects Committee name change to better capture all aspects.
9.6	<p>The President, or in <b>his or her</b> absence, the Vice-President, will act as chair of Executive Committee meetings.</p>	<p>The President, or in <b>his</b> absence, the Vice-President, will act as chair of Executive Committee meetings.</p>	As noted in 5.3.
10.3	<p>The Executive Director shall be a member of the Executive Committee, but shall not have voting privileges. <b>He/she</b> shall attend all meetings of The Federation and shall maintain liaison with the membership.</p>	<p>The Executive Director shall be a member of the Executive Committee but shall not have voting privileges. <b>He</b> shall attend all meetings of The Federation and shall maintain liaison with the membership.</p>	<p>Remove comma.</p> <p>As noted in 5.3.</p>
11.2	<p>The Nominating Committee shall consist of the Immediate Past President (who shall serve as chair), one Vice-President, <b>and an Individual</b></p>	<p>The Nominating Committee shall consist of the Immediate Past President (who shall serve as chair), one Vice-President, <b>and three</b></p>	<p>Addition of two more members to the Nominating Committee provides increased</p>

	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.	Individual Members of The Federation in good standing, two of whom who are not members of the Board of Directors. If the Past President is not available, the President-Elect shall stand in his place.	assistance to the Chair in securing candidates.  As noted in 5.3.
13.5	The President, or in his/her absence, the President-Elect, shall have authority to call such meetings as he/she deems necessary.	The President, or in his absence, the President-Elect, shall have authority to call such meetings as he deems necessary.	As noted in 5.3.
13.8.3	Meeting of staff will be summarized and presented to the Board of Directors as part of the Executive Director's report.		Remove this from the Constitution as it is operational in nature and move it to a Management Committee Policy.
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.	At a meeting of members of the Federation, all valid senior individual members (18 years of age or older at the time of the meeting of members) have the right to one vote.	Reworded at 2018 AGM; removing unnecessary word.  Reworded for clarity.
14.1.1	Voting at a meeting of the members of the Federation shall be by ballot.	Voting at a meeting of members of the Federation shall be by ballot.	Reworded at 2018 AGM; removing unnecessary word.
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.	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 himself a valid Individual Member in good standing of The Federation and a member of the club they are representing.	As noted in 5.3.
16	COMMITTEES AND REGULATIONS:	COMMITTEES:	Removing reference to Regulations, which government has the right to enact while a not-for-profit can develop a

			constitution and bylaws but not regulate.
19.4	Under normal circumstances, the Executive Director shall be one of the authorized signing persons.		No change
19.4.1	When necessary, by annual Motion of the Executive Committee and ratification by the Board of Directors, the Executive Director & the Technical Director shall serve as two of the three authorized persons with signing authority.		New. Addition of a second administrative signing officer to ensure timely issuance of payments in situations where both Board signing officers will not be available for extended periods to provide signatures or where it would require sending cheques via courier to a Board signing officer for signature. A Financial Policy is in place whereby the VP of Finance must sign-off all requisitions in this case before cheques can be issued.
23.	<b>BY-LAWS AND REGUALTIONS:</b>	<b>BYLAWS:</b>	Remove hyphen for continuity and remove reference to Regulations.
23.1	The Board of Directors shall have authority to make such <b>by-laws and</b> policies as may be necessary to implement the Constitution effectively and not inconsistent with it to ensure the smooth functioning of The Federation.	The Board of Directors shall have authority to make such policies as may be necessary to implement the Constitution effectively and not inconsistent with it to ensure the smooth functioning of The Federation.	The Board has authority to create policies but bylaws or changes to the constitution must be approved by the members at a meeting of members.
23.2	If a decision of some urgency must be made and the Constitution <b>or related regulations and by-laws</b> 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	If a decision of some urgency must be made and the Constitution <b>and bylaws</b> do not seem to cover the matter adequately, the Board of Directors shall have authority to take such action as it deems necessary <b>to protect the prime objectives of the Federation</b> and shall report such action at the next Annual	Remove reference to regulations.  Clarification of circumstance this may occur

	Federation within whose jurisdiction final responsibility for the Constitution rests.	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.	Any actions taken pursuant to paragraph (2) above shall be deemed to be effective and binding on The Federation.	Consistent with 23.2
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.	The Communications Committee shall publish such materials as from time to time prove to be of assistance in pursuing the aims and objectives of The Federation.	Clarity of roles.
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.	In the event of conflict of opinion about the interpretation of this Constitution or any of its bylaws, the ruling of the President shall prevail unless and until the matter can be referred to the next Annual Meeting of The Federation.	Remove reference to Regulations.