



## CONSTITUTION

### 1. NAME:

The name of the Society is the “British Columbia Quarter Horse Association” herein called the Association.

### 2. PURPOSES:

The purposes of the Association are to promote and encourage the development and improvement of the Quarter Horse Breed. The Association shall be an organization affiliated with the American Quarter Horse Association and shall promote the objectives of the American Quarter Horse Association:

2.1 By promoting, under the rules and regulations of the American Association, approved shows and contests.

2.2 By carrying out the publicity and promotional activities within its territorial boundaries.

2.3 By supporting the Canadian Quarter Horse Association.

2.4 By promoting and developing the Canadian Quarter Horse industry.

2.5 Operating in accordance with the official American Quarter Horse Association rulebook.

2.6 Operating in accordance with the official British Columbia Quarter Horse Association rulebook.

### 3. BOUNDARIES:

The operations of the Association are to be carried on in the Province of British Columbia. This provision is unalterable.



## BY-LAWS

May 2012

### 1. MEMBERS:

1.1 Membership in the Association shall be open to applicants who indicate an interest in the purposes of the Association. There shall be three types of memberships:

(i) Honorary Members: The Association may by a resolution at an Annual General Meeting appoint Honorary Members.

(ii) Annual Members: Annual Members shall be those individuals, partnerships or companies who pay the prescribed Annual Membership fee.

(iii) Youth Members: A person that has not yet reached their nineteenth birthday by the first of January of the year joining and who does not wish to vote or hold office in the Association may enrol as a youth member, but such membership shall cease upon attaining the age of nineteen.

1.2 All members in good standing shall enjoy the same rights and privileges and be subject to the same liabilities as any other member.

1.3 A member in good standing is a member who is not in arrears in any fees, dues, or assessments levied by this Association, or who has not been suspended by the American Quarter Horse Association.

1.4 The financial liability of any member to the Association shall be limited the amount of their membership and registration and other fees.

1.5 The membership and fiscal year of the Association shall be January 1st to December 31st.

1.6 The Board of Directors shall have the power to suspend or expel any member, who fails to observe any rule or regulation set forth in this constitution or whose conduct is, in the opinion of the Board, prejudicial to the interest of the Association. Particulars of any such suspension or expulsion shall be reported to the American Association. A member so suspended or expelled

shall for a period of thirty days, have the right to appeal. The Board of Directors, after reviews of the circumstances, may either order the reinstatement of the member or continue for a stated period the suspension or expulsion or impose such other disciplinary action as may be provided in the Constitution, By-laws, rules and regulations of the American Association.

## **2. OFFICES:**

2.1 The head office of the Association shall be at such place within the territorial boundaries of the Association as the Board of Directors, may from time to time determine.

## **3. OFFICERS/ASSOCIATION DIRECTORS:**

3.1 The affairs of the Association shall be conducted by a Board of Directors, consisting of three appointed Representatives from each of the recognized geographical zone associations and any American Quarter Horse Association Directors. The immediate Past President will remain as a director for one year. The term of directorship shall be three years and they shall hold office until their successors are duly appointed.

3.2 To be a Director of the Association a member must have been a member of the Association in good standing for a minimum period of twelve months prior to their election or appointment and must be residents of the Province of British Columbia.

3.3 The Board of Directors shall elect a President Elect from the Board at the first meeting following adjournment of the Annual General Meeting. In the case of a tie vote, the Presiding Officer, who shall be the immediate Past-President, shall cast the deciding vote, being the only vote the immediate Past-President shall have. The following year the President-elect becomes the President and the following year they serve as Past President.

3.4 The Board of Directors shall have the power to fill casual vacancies, which may occur among the Directors through resignation, death or other causes.

3.5 The Board of Directors shall have power, upon a majority vote by the Directorship, at any time and from time to time to borrow, raise or secure the payment of money in such manner as they may think fit for the purpose of carrying out the objectives of the Association, subject to the Society Act.

3.6 The Director or Officer who is absent from three consecutive Directors meetings of the Association, shall, unless the Directors have excused such absence, cease to be a Director.

3.7 Revoked

3.8 The Board of Directors shall have the power to remove any appointed director or officer by the Board of Directors, who fails to observe any rule or regulation set forth in this constitution or whose conduct is, in the opinion of the Board, prejudicial to the interests of the Association. The Elected Representatives from each of the recognized geographical zone associations can be removed by other members in their recognized geographical zone if the representative fails to observe any rule or regulation, set forth in this constitution or whose conduct is, in the opinion of the recognized geographical zone member, prejudicial to the interest of the Association. Particulars of any such removal shall be reported to the Association. A director or officer or representatives so removed shall for a period of thirty days, have the right to appeal. The Board of Directors, after reviews of the circumstances, may either order the reinstatement of the director or officer or representatives or continue for a stated period the removal or impose such other disciplinary action as may be provided in the Constitution, By-laws, rules and regulations of the American Association.

#### **4. DUTIES OF DIRECTORS AND OTHERS:**

4.1 The President shall hold office for a term of one year. In the event of exceptional circumstances the president may serve a second consecutive year. The duties of the President shall be to preside at all meetings of the Association and the Board of Directors, to exercise a general supervision and management over the affairs of the Association and generally to do all matters, acts and things as are usually done by presidents of similar organizations. The President shall be a member of all Committees.

4.2 The President-Elect shall hold office for a term of one year and in the absence of the President performs all the duties of that office.

4.3 The Board of Directors shall from time to time as occasion require appoint a Secretary and a Treasurer, or a Secretary-Treasurer who may but shall not be required to be a Director or Directors and who shall act under the control and with the approval of the Board of Directors. The duties of the Secretary shall be to attend all meetings of the Association and the Board of Directors and keep proper minutes of the proceedings of it and to do such other things as may be delegated to them by this Constitution and Board of Directors.

The Treasurer shall deposit all moneys received in a Chartered Bank to the Credit of this Association and shall pay same by cheque only, countersigned by the President or other authorized officer, shall deposit all securities owned by the Association with a Chartered Bank or in a safety deposit vault on the order of the President or such other officer named by the Board of Directors; shall keep proper books of account and shall furnish from time to time statements in detail of the affairs of the Association or such other matters as may be directed by the Board of Directors.

4.4 The members of the Association at each Annual General Meeting shall appoint two members of the Association, who are not Directors, as a Financial Review committee. The duty of the Financial Review committee shall be to examine the books of accounts of the association, vouchers for all payments and certify the usual statements of receipts and expenditures and assets and liabilities for the year, for presentation at the next Annual General Meeting.

4.5 The Directors shall, at their first meeting after each Annual General Meeting, elect one or more of their number to act on the Executive Committee, who together with the President, President-Elect, Secretary and Treasurer shall constitute this Committee along with sufficient directors to ensure one person from each zone. The Executive Committee shall, between meetings of the Board of Directors, have all the power of the Directors with respect to the operation of the Association except such powers as are herein or by law specifically reserved to the Directors. Copies of minutes of Executive meetings will be sent to all Directors.

4.6. The Directors shall appoint representatives to other organizations.

## **5. ZONES AND AFFILIATED OR FRANCHISED CLUBS:**

5.1 The Association shall recognize four geographical zones consisting of the Lower Mainland Quarter Horse Association, the Vancouver Island Quarter Horse Association, the Northern British Columbia Quarter Horse Association and the South Central Quarter Horse Association.

5.2 The responsibility of each zone will be to further the purposes of the Association as defined herein.

5.3 Subject to the approval of the Board of Directors, Zones may set up a club/area structure within their subject zone.

5.4 In order to belong to a zone you must be a member of British Columbia Quarter Horse Association.

5.5 Upon the approval of the Board of Directors the following Affiliate Associations will operate within the Association under the rules and the regulations as set forth by the Association and the by the American Quarter Horse Association; the British Columbia Quarter Horse Youth Association, the British Columbia Quarter Horse Association, and the British Columbia Quarter Horse Association of Professional Horsemen.

5.6 Zone and Affiliate Associations are subject to the By-laws of the Association and subject to uniform rules and affiliation agreements to be approved by the Board of Directors.

## **6. MEETINGS:**

6.1 The Annual General Meeting of the Association shall be held by April 30 of the subsequent year, at such place as decided upon the Board of Directors of the Association. Other General Meetings shall be held at the time and place fixed by the Board of Directors. Notice at least thirty days in advance of meetings indicating the time and place of any meeting and the text of any special resolutions proposed for consideration at the meeting shall be given by technological means, pre-paid postage, or publication in the association newsletter. Notice for Board meetings may also be given by phone at least ten days. Executive Committee meetings may be called on shorter notice provided that members have been given a reasonable chance to be involved.

6.2 A copy of the minutes of all meetings of the Board of Directors shall be sent by mail or technological means within twenty days following such meeting to each Director. Such minutes shall stand if no objection is raised within ten days by anyone who was in attendance at such meeting.

6.3 All meetings of the Association shall be conducted in accordance with Robert's Rules of Order.

6.4 A quorum for an annual general meeting or special general meeting shall be 10% of senior members present and voting in person. For board and committee meetings a quorum shall be fifty percent plus one of the eligible members. All zone meetings must ensure they meet the same quorums. Minimum quorum is three people.

6.5 The Board of Directors will arrange for proxy voting for all AGM and Special General Meetings that involve special resolutions, changes to the rule book or elections. 75% is needed to pass special resolutions and 51% for all other matters. All other matters will be decided by the majority of members present in person at a general meeting. Proxy forms must accompany the notice of meeting along with the text of any special resolutions or rule book changes. Proxy voting is permitted only at annual and special general meetings for BCQHA. Proxies are not permitted at zones, board or committee meetings.

## **7. ANNUAL REPORTS:**

7.1 The Board of Directors at each Annual General Meeting shall submit a complete report of its acts and of the affairs of the Association. It shall present a detailed statement duly reviewed by the Financial Review committee as provided for herein, of the receipts and expenditures of the preceding year and of the assets and liabilities of the Association.

## **8. INCOME AND EXPENSES:**

8.1 The Association may levy such Annual or periodical membership fees or assessment for members as set by the members of the Association at the Annual General Meeting. Such fees or assessments shall be paid directly to the Association.

8.2 The income and property of the Association from whatever source derived, shall be applied solely towards the promotion and furtherance of the objectives of the Association and no part thereof shall be paid or transferred directly or indirectly by way of bonus or otherwise as profit or gain to members of the Association, past, present or future, or any person claiming through any members, provided however that nothing herein contained shall prevent the bona fide payment of remuneration to any Secretary Treasurer, Registrar, Officer, Clerk or servant or other person or persons for services actually rendered the Association, whether such are members of the Association or not, and the expense of the Directors or other officers incurred in doing business of the Association.

## **9. BY-LAWS & SPECIAL RESOLUTION:**

9.1 The Constitution and By-laws may be altered and added to by the giving of notice in writing by a member at an Annual General Meeting with the matter to be dealt with at the next Annual General Meeting following the date of such notice. A special resolution at any Annual or General Meeting by the Association requires an affirmative vote of a 75% majority of such members who are entitled to vote and who are present in person at such meeting.

9.2 Particulars of such constitutional amendments (Special Resolutions) shall be included in the notice calling such meeting as a notice of motion to be voted on at the following year. Members wishing to propose governance changes must have them to the Board by October 1 to be included in the next AGM package.

## **10. SUSPENSIONS:**

10.1 A suspended member is a member who has been suspended by the Board of Directors of this or the American Association or who, as a member, has been placed on probation by the Record Committees of the American Association, or who automatically suspends himself/herself because he/she has not conformed to the rules and regulations of this Association or the American Association.

## **11. SHOWS AND CONTESTS:**

11.1 The rules and regulations of the American Quarter Horse Association and the British Columbia Quarter Horse Association shall apply to staging of shows or contests by the Association. The Board of Directors may enact rules and Regulations consistent with those of the American Quarter Horse Association from time to time.



11.2 The terms and conditions under which Annual or other awards are made shall be determined and enacted by the Board of Directors of the Association. If there are one or more persons in one family who owns registered quarter horses, each of these owners must be members of this Association in order for those horses to collect British Columbia Quarter Horse Association points.

11.3 Approval by both the British Columbia Quarter Horse Association and the American Quarter Horse Association will be prerequisite to the approval of shows or contests by the Association.

## 12. RESOLUTIONS, MOTIONS AND VOTING:

12.1 Only members in good standing shall hold office or be entitled to vote at a general meeting or to give notice of any motion including constitutional amendments and each such member on any question shall be entitled to one vote.

12.2 Any member may make or second a motion for consideration at an Annual or General Meeting of the Association provided the motion is prefaced with “The Directors shall give consideration to...”.

12.3 Questions at any meeting shall be decided by a majority of votes save where statute or the By-laws otherwise provide. In case of an equality of votes the motion is defeated.