

Bylaws and Constitution
Of
The Saskatchewan Reined Cowhorse Association inc. (SRCHA)

REVISED: November 16, 2024

ARTICLE I. NAME

The name of the Association shall be the " Saskatchewan Reined Cowhorse Association Inc* (SRCHA)

ARTICLE II. MISSION STATEMENT

The purpose of the SRCHA shall be to encourage and educate all levels of riders in practical equine activities through a non profit family-oriented member association, specifically promoting the sport of Reined Cow Horse. The SRCHA shall provide information on proper western horsemanship and cattle handling in order that riders may safely and effectively apply these in everyday riding or in competition. By promoting vibrant and active youth programs including Youth Clinics, instruction opportunities for riders, coaches and judges, uniform safety guidelines and rules of competition. The SRCHA shall strive to be a friendly and supportive organization that introduces newcomers and welcomes visitors to the SRCHA arena .To promote the enjoyment of the sport of Cowhorse across the province where competitors can have fun building relationships and cheer each other on through friendly competition.

ARTICLE II. OFFICES

The principal office of the Association shall be at RR 5, Site 504, Box 33, Saskatoon, SK S7K 3J8. The Association may have such other offices as may from time to time be designated by the Board of Directors.

ARTICLE IV. MEMBERS

4.1 Classes of Membership: The Association shall have the following classes of Annual Membership, based on the calendar year.

4.1.1 Ordinary Members shall be those Members who reside in North America, (i.e., the USA and/or Canada) and have paid the requisite fee(s) required for membership. Each ordinary member is entitled to one vote.

4.1.2 Family Membership: any couple is entitled to join the SRCHA at a special family membership rate, with youth members of the family included at a special rate per youth. Only those members over the age of majority (18 years of age) will have voting privileges

4.1.3 Youth Members: any youth between the age of 10 years and 18 years, as of January 1st of the current year, may join the SRCHA as a Youth Member. Note: Youth memberships also require a parent or guardian as members as well for liability and insurance purposes. This membership is entitled to one vote. Voter must be over the age of majority.

4.2 Application for Membership: application for membership shall be in writing and each applicant, on becoming a member, shall be bound by the Association Bylaws and amendments thereto and all other rules of the Association. The Association shall have the power to reject any application for membership. If an application is from a partnership or corporation, the application shall specify the individual(s) authorized to vote, sign or act for the partnership or corporation.

4.3 Fees: fees for each class of membership and the date of payment of dues shall be determined by the Board of Directors. Statements covering fee assessments owed by the members shall be due when received. If an account is not paid within sixty (60) days from the due date, then the Member shall be delinquent and if the Board so determines, the Member shall no longer be considered "in good standing." Fees may be subject to change without notice.

4.4 All members in good standing in any year are eligible to compete at any SRCHA sanctioned event in that year.

ARTICLE V. MEETINGS OF MEMBERS

5.1 Annual Meeting: The Board of Directors may call an Annual Meeting to be held once per year, at such time and place as designated by the Board of Directors, if they feel that such a meeting is necessary and will benefit the Association. Notice of such a meeting shall be given no less than thirty (30) days in advance. In such case, the business to be transacted at such meeting shall be a report by the Officers of the Association on the activities and financial condition of the Association, other matters specified in the notice of the meeting, and such other business as shall be properly brought before the meeting.

5.2 Special Meeting: a special meeting of the members shall be held on the call of a majority of the members of the Board of Directors, or by the holders of at least twenty-five percent (25%) of the voting membership. Members desiring to call a special meeting shall sign, date and deliver to the Association's Secretary one or more written requests for the special meeting describing the purpose or purposes for which such special meeting is to be held. Only business within the purpose or purposes described in the meeting notice may be conducted at a special members meeting.

5.3 Place of Meetings: the Board of Directors may designate any place as the place of meeting for any annual meeting or for any special meeting. If no place is fixed by the Board of Directors, the meeting shall be held at the principal office of the Association.

ARTICLE VI. DIRECTORS

6.1 Directors: the affairs of the Association shall be conducted by a nine (9) member Board of Directors who shall be elected or appointed as herein described. Nominations will be accepted from the floor for Directors positions.

6.1.1 Any active ordinary member in good standing shall be eligible to hold office on the Board of Directors.

6.1.2 Commencing in 2025, the board of directors shall be comprised of nine members and shall rotate in the following fashion. In 2025 three director's positions shall be open to election for a three-year term and one director will be elected for a two-year term. In 2026 another three directors will be elected for a three-year term and two directors will be elected for one-year terms. Continuing after that time elected terms will be three-year terms commencing after the AGM.

6.1.3 Following the transition to three-year terms, no one person may serve more than two consecutive terms for a total of six years on the board of directors. Any such person holding two consecutive terms on the board shall again be eligible for election after a one-year absence from the board. Vacancies: the board of directors may fill any vacancies on the board as they see fit to serve until the next election.

6.2 Quorum: At meetings of the Board, a majority of the number of Directors fixed by these Bylaws shall constitute a quorum for the transaction of business. The act of the majority of the Directors present at a meeting at which a quorum is present shall be the act of the Board. If a quorum is not present at a meeting of the Board, the Directors present may adjourn the meeting until a quorum is present. The Board of Directors may conduct meetings via email or telephone, in polling fashion.

6.2.1 At Annual Membership Meetings no quorum is required and no proxy voting is allowed.

6.3 Committee Appointment: the Board of Directors may appoint any ordinary member in good standing to act as a member of, or Chairperson of, any Committee created by the Board of Directors.

6.4 Authority of Directors: the Board of Directors reserves the right to deal with, as they see fit, any such situation which may arise, which has not been detailed in these Bylaws.

ARTICLE VII. OFFICERS

7.1 Number, Appointment: the officers of the Association shall consist of a President, a Vice President, a Secretary, a Treasurer, and such other officers as may be from time to time appointed by the Board of Directors. One person may simultaneously hold more than one office, except that the President may not simultaneously hold the office of Secretary.

7.2 Duties:

7.2.1 President: the President shall have the general supervision over the active management of the business and affairs of the Association. The President shall have the general powers and duties of supervision and management usually vested in the office of the President of an Association and shall perform such other duties as the Board of Directors may from time to time prescribe. The Immediate Past President will remain on the Board of directors in a non-voting position to advise the President and board of Directors as necessary.

7.2.2 Vice President: the Vice President shall be an active executive officer of the Association, shall assist the President in the active management of the Association and shall perform such other duties as the President or the Board of Directors may prescribe.

7.2.3 Secretary: the Secretary shall attend all meetings of the Board of Directors and all meetings of the Members and shall prepare all ballots and record all votes and minutes of all such meetings in a book to be kept for that purpose. The Secretary shall perform like duties for any committee when required. The Secretary shall give, or cause to be given, notice of all meetings of the Members and of the Board when required, and shall keep a record containing the names of all persons who are Members of the Association, showing their place of residence and class of membership. The Secretary shall have the responsibility of authenticating records of the Association. The Secretary shall perform such other duties incident to the office of Secretary or as prescribed by the President or the Board of Directors.

7.2.4 Treasurer: the Treasurer shall have the custody of the Association's funds, shall keep or cause to be kept a full and accurate account of receipts and disbursements in books belonging to the Association, and shall deposit Or cause to be deposited all moneys and other valuable effects in the name of the Association in such depositories as may be designated by the Board of Directors. The Treasurer shall disburse or cause to be disbursed the funds of the Association as required in the ordinary course of business or as may be ordered by the Board of Directors. The Treasurer shall render to the President and the Directors at regular meetings, or whenever may be required, an accounting of all transactions as Treasurer and the financial condition of the Association. The Treasurer shall perform such other duties as may be incident to the office or as prescribed by the President or the Board of Directors.

7.2.5 Other Officers: other officers designated by the Board of Directors shall exercise such powers and perform such duties as may be delegated to them.

7.2.6 Delegation of Duties: In case of the absence or disability of any officer of the Association or of any person authorized to act in such officer's place, the Board of Directors may delegate the powers and duties of such officer to any officer or any Director, or any other person whom it may select, during such period of absence or disability.

7.2.7 Committees: The Board of Directors may create at their discretion one or more committees, each consisting of one or more members.

ARTICLE VIII. AMENDMENTS

8.1 ByLaw Amendments: These bylaws may be amended by a majority vote of those active ordinary members in good standing who vote at an Annual Meeting, which is properly conducted by the Board of Directors. Amendments are required to be circulated in writing to the membership a minimum of 45 days prior to the Annual General Meeting.

8.2 In all cases, any vote which results in a tie, shall not pass and shall be declared defeated.

ARTICLE IX. INDEMNIFICATION

The Board of Directors, the Officers, the Executive Director, or any official committee member shall not be held responsible, either jointly or individually, for any loss or damage sustained by any Member or non-member of the Association, which may arise from any situation developing from their work on behalf of the Association. The Association shall indemnify and hold harmless any such individual from a claim or liability to the full extent permitted by applicable law.

ARTICLE X. FISCAL YEAR

The fiscal year of the Association shall correspond with the calendar year. The Board of Directors shall present a financial statement to the general membership at least once each year.

ARTICLE XI. DISSOLUTION

In the event of dissolution of the SRCHA, assets of the SRCHA shall be dispersed at the discretion of the SRCHA Board of Directors at that time by 1) closed bidding auction; and/or 2) by donation to acceptable charities and/or organization. In the event the Board of Directors does not have a voting quorum, assets and moneys will be donated to the Saskatchewan 4-H Council.

Updated by: Michael Hoffort, Secretary SRCHA _____ Date: _November 16, 2024_____