

Newfoundland Equestrian Association Constitution Revised October 2015

1. Name

- 1.1 The Name of the Association shall be The Newfoundland Equestrian Association ("The NEA").

2. Aims and Objectives

- 2.1 The NEA is an umbrella organization to represent, promote and advance all equine interests and equestrian activities in Newfoundland, including recreation, sport and industry. As the recognized provincial equestrian body, the NEA strives to promote education and safety in the humane care, handling and enjoyment of horses in Newfoundland and Labrador, and promotes the Long Term Athlete Development principles of lifelong participation, enjoyment and achievement in physical activity.

3. Membership

- 3.1 The membership of the Association shall consist of the following classifications:

a) Individual Membership

- i) Individual Senior Membership – open to individuals 18 years or over as of January 1st of the current year. They shall be entitled to one vote per person at any NEA annual or special meeting, may participate in all provincial activities and programs and be eligible to run for positions on the Board.
- ii) Individual junior membership – open to individuals under the age of 18 years as of January 1st of the current year. They may participate in all provincial activities and programs, but shall be non-voting members except for voting to elect a junior representative to the board from amongst themselves at the annual general meeting.
- iii) Honorary Membership – open to persons who have been appointed honorary lifetime membership by a vote of the board of directors. They shall have the same benefits as a senior individual member

b) Club/ corporate membership to the NEA Councils

- i) Club membership – open to democratic, non profit, discipline or breed specific, recreational or regional clubs organized to promote equestrian activity for the benefit of its members. Member clubs are eligible to participate in provincial activities and programs, and could be assigned by the NEA to look after specific activities or projects for the provincial body. Member clubs are expected to: embrace the aims and objectives of the NEA, allow all persons from their discipline, breed or region, etc. to have equal opportunity to join, and bring information to their community at large. They should encourage their membership to become individual members of the NEA.

1. Regional / Zone Clubs are defined as those that represent a specific region of Newfoundland and Labrador. They must be open to membership from all disciplines, breeds, recreational or competitive riders or any person interested in joining.
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2. Discipline clubs are defined as clubs that represent a specific equestrian discipline, such as dressage, hunter jumper, reining, eventing, competitive trail, endurance, pony club etc. More than one club of a specific discipline club can be a member. A discipline specific club can apply to be recognized as the NEA provincial club for their discipline and be responsible for their discipline's growth, compliance to rules and competitions etc.
 3. Breed Specific clubs are those that represent a specific breed such as Quarter Horse, Newfoundland Pony, Standard bred, Appaloosa, etc etc. More than one club of a specific breed can be a member. A Breed Specific Club can apply to become the NEA provincial club for their breed and be responsible for their breed's growth, compliance to rules and competitions etc.
 4. Recreational Clubs are those that represent recreational activities or interest. This could be trail riding, English or Western disciplines, breed or grade horse enthusiasts, or any democratic group of horse lovers.
- ii) **Corporate membership** – open to non-elected interested groups and individuals, stables, businesses, and show organizers, etc., who are active in the promotion of equestrian activities in Newfoundland. These private groups and businesses join to have their views and opinions heard, be eligible to participate in provincial activities and programs and to bring information to their community at large.

3.2 **Councils and Committees:** The activities of the NEA will be represented by three Councils.

They shall be:

- Sport
- Recreation
- Industry

Each Council shall have one vote on the NEA board.

Sport: This council represents the competitive activities of the members of the NEA. Sport Council is open to club/corporate memberships whose main interest are competitive equestrian activities. This Council can have committees such as competition and rules, coaching, officials, medication control.

Recreation: This council represents the recreational activities of the members of the NEA. The Recreation Council is open to clubs/corporate membership whose main interests are recreational equestrian activities. This Council may have committees such as education/library, social activities, basic equine health and safety and standards.

Industry: This council represents the equine business activities of the members of the NEA. The Industry Council is open to club/corporate memberships whose main interest are the business of horses and horse related activities. This Council can have committees such as equestrian promotion/horse week, equestrian directory/web page, fund-raising.

Board Committees: can be appointed as required and approved by the Executive Committee such as membership, nominations, Annual General Meeting, strategic planning, etc.

When a Club/Corporate member applies to join the NEA they shall indicate which is their main focus and to which council, Sport, Recreation or Industry, they wish to be assigned. Each Club/Corporate members will be able to appoint a representative to the board as part of their chosen council and shall have a vote in that council. The majority vote of the members of a council present shall be the vote cast for that council on an issue, (ie one vote for sport, one vote for recreation and one vote for industry). Should the General Board grow to more than 30 because of the number of club/corporate member reps, each Council shall hold a meeting and elect 3 representatives who shall represent them on the NEA board. These three representatives

shall attend board meetings and decide what the vote is for their council on issued that arise at board meetings, one vote for Sport, one for Recreation, and one for Industry.

- 3.3 All applications for membership shall be made on a form as prescribed by the NEA, sent to the NEA, to the attention of the secretary/membership person, with all information and fees requested, and sent to the official NEA post office box.
- 3.4 The annual dues for each class of membership (except Honorary lifetime members) shall be set from time to time by resolution of the General Board and shall be payable on or before January 1st each year. Members who have not paid their annual dues by that time will have their names removed from the list and forfeit the benefits of membership until such time as they have paid the dues.
- 3.5 Any member may be required to resign by a vote of 75 % of the votes cast by members present at an annual or special meeting, or by a vote of 75% of the votes cast at a meeting of the board. Failing such resignation, membership will be cancelled without notice.

4. Head Office

- 4.1 The head office of the NEA shall be established by the General Board annually, to suit the convenience of the board. The NEA will maintain a Post Office Box address to ensure consistent communication.

5. Board of Directors

- 5.1 The affairs of the NEA shall be managed by the Executive Officers Committee as part of the General Board of Directors all of whom shall be senior individual members of the NEA, (except the Junior's Rep), elected or appointed each year as stated in article 5.6 a).

The Executive committee shall

- conduct the day to day business of the Association
- interpret the rules and regulations and enforce them
- carry out the objectives of the NEA
- act as a hearing committee to investigate and review appeals and protests

- 5.2 The Office of a Director shall be vacated:
 - a) If a director shall resign his office by delivering his written resignation to the Secretary;
 - b) On death;
 - c) If at a special general meeting of the members, or at a special meeting of the Board of Directors, called for that purpose, a resolution is passed by seventy five percent of those present that he be removed from office;
 - d) If a vacancy should occur for any reason, the Directors may by resolution fill then vacancy with any Senior Individual Member of the Association except in the case where the vacancy is created by the resignation/removal of a director elected by a member club. In this case, the local club shall elect a new representative to the Board.
- 5.3 Where a vacancy in the Board of Directors occurs for any reason other than the expiration of the term for which the Director was appointed, the vacancy may be filled by appointment by the Board of Directors.

The appointment shall be for the remainder of the unexpired term of office.

In the event the office of President becomes vacant, the Vice President shall automatically become President for the unexpired portion of the term. In the event the office of Vice President becomes vacant, the duties of the Vice President shall be performed by one of the remaining Directors by appointment of the Board of Directors.

- 5.4 The NEA shall indemnify and hold harmless its Directors and Officers and their legal heirs assigns and legal representatives all costs, charges, and expenses, including an amount paid to settle an action or satisfy a judgement reasonably incurred by them in respect of any administrative action or proceeding to which they are made a party by reason of being a Director or Officer of the Federation if they acted honestly and in good faith with a view to the best interests of the NEA.
- 5.5 The NEA will maintain a policy of insurance to cover "Directors Liability".
- 5.6 The General Board of Directors shall consist of:
- a) The NEA Executive Officers Committee consisting of the Executive Officers: President, Vice President, Secretary, Treasurer and 2 Directors at Large –These officers shall be elected by and from the senior individual voting members present or by proxy at the annual general meeting. A Junior's Rep – (elected at the AGM by a vote including junior members present) and the Past President shall also be members of the Executive Officers Committee. Each shall have one vote. (8 votes)
 - b) The English Coaching Rep and the Western Coaching Reps will be appointed to the board by the recommendation of Provincial Western and English Coaching Committees, if these committees are in place. Until such time as there are complete coaching committees, the English and Western Coaching coordinators shall be appointed by the Executive Officers from qualified volunteers. Each shall have one vote. (2 votes)
 - c) The Sport, Recreation and Industry Councils representing the Club/Corporate Members of the NEA (who representatives shall be elected or chosen by them at their discretion). Each Council shall have one vote as outlined in 3.2. (3 votes)

5.7 **Roles and duties of the Executives Officers:**

a) **The President:**

- shall be the chief executive officer of the NEA, and shall preside over all meetings of the NEA and the Board.
- will have the responsibility for the general and active management of the business of the Association and shall see that all orders and resolutions of the board are carried into effect
- Will be responsible for establishing, with the help of the board, the yearly goals and funding required to complete the yearly application to the Provincial Government for funding
- shall sign all documents requiring the signature of the officers of the Association
- shall appoint committee chairs
- will be ex-officio a member of all committees, and may appoint chairmen of committees

b) **The Vice-President:**

- shall, in the absence or disability of the President, perform the duties of the President
- perform such duties as shall be imposed upon him by the board.

c) **The Secretary:**

- Shall take charge of the files from the previous secretary and of passing them on to the next secretary
 - shall attend all the meetings of Executive, the Board, and the membership and act as the clerk
 - record all votes and minutes of all proceedings keeping them together with all previous records on file for the Association
 - prepare and send the correspondence requested by the board
 - be responsible for handling or delegating the responsibility of membership renewals and cards, and maintaining a current and accurate membership list of individual and club/corporate members using the forms in Appendix I
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- shall be responsible for collecting the mail from the PO box and distributing it to the appropriate person, ie income and bills to treasurer, coaching forms to the coaching coordinators, memberships to the membership coordinator, competition forms to the competition chair, etc.
- be responsible for or delegate the updating of the web page and new for members

d) **Treasurer:**

- shall take charge of the financial records and files from the previous treasurer and of passing them on to the next treasurer
- shall be responsible for arranging the change of signing authority at the bank Checks must be signed by any two of either the president, vice-president or the treasurer
- shall have custody of the corporate funds
- shall keep full and current accounts of receipts and disbursements in books belonging to the NEA using the guidelines established in Appendix II
- shall receive and deposit all monies to the NEA account and pay all bills
- shall render a financial statement at each regular meeting of the Board of Directors
- Shall ensure the Annual Return for the Provincial Registry of Companies is filed each year, including the change of directors notice
- Submits the NEA yearly income tax return
- Be responsible for arranging year end statements and audits.

e) **Past President**

- Shall serve as an active member of the Executive committee for 1 year for continuity to help with the transition and education of the new Executive
- Perform such duties as assigned by the board

6. Voting

6.1 An individual or group must be a paid member for 30 days before they are allowed to vote.

6.2 Each senior individual member in good standing shall have one vote at the Annual General Meeting and Special Meetings of the NEA. Each Club/Corporate Member in good standing shall have one vote on all issues except election of officers, at all AGM's and Special Meetings, which shall be exercised by their appointed rep.

6.3 At NEA General Board Meetings:

The Members of the Executive Officers Committee shall each have 1 vote each.

The reps from Club/Corporate members shall have one vote each via their Council.

Each of the three Council of the NEA shall hold one vote. This vote shall be determined by, the Club/Corporate Members of the Council present, voting amongst themselves, and the majority shall rule as to what the Council's vote will be. When the General Board has reached the over 30 members situation referred to in 3.1.b the vote shall be decided by the elected reps of the Council.

6.4 All decision will be decided by a majority of votes. In the event of a tie, the president shall have an additional tie breaking vote.

6.5 Except for the election of the Executive Officers Committee, at any meeting a vote shall be decided by a show of hands unless a secret ballot is requested by at least 2 members present.

6.6 Executive Officers Committee elections will be by nominating committee and shall occur at the Annual General Meeting.

- a) A nominating committee will be appointed by the Executive Officers. This committee will be responsible for ensuring that the names of all members who wish to stand for vacant positions are considered.
- b) The nominating committee shall issue a call for nominations at least 90 days prior to the Annual General meeting to all current members. The call of nomination shall outline the roles available and their descriptions
- c) Members may submit their nominees to the nominating committee in written or electronic form and will include the following information:
 - i) Name of Nominee
 - ii) Role for which Nominated
 - iii) Brief reasoning for the Nomination
- d) The nominating committee will, within 30 days of the AGM, contact all eligible nominees to:
 - i) Notify of the nomination
 - a. In the event that a nominee is put forward for more than one (1) position, the nominating committee will inform the nominee of all roles for which nominated
 - ii) Answer any questions about the role(s)
 - iii) Verify that he will stand for election and for which role, if required.
- e) The nominating committee will circulate the confirmed list of candidates to all voting members. At the Annual General Meeting, the nominating committee will present the list of candidates to the assembled members for election by secret ballot.

Candidates may be elected In Absentia

If only one candidate is nominated for a role, said candidate shall be considered Acclaimed

If in the case of no candidates are nominated for a role, a call for nominations from the floor shall become the electoral process for this role(s).

7. Meetings of the Members

- 7.1 A quorum at all general meetings shall consist of fifty percent (50%) of the Executive Officers Committee and an additional 10 senior members of the Association present. Proxy votes are not counted as members present. No business will be conducted at any meetings unless a quorum is present.
 - 7.2 At any general meeting, members must register with the secretary upon arrival and must present any signed NEA proxy forms they hold. Only members eligible to vote may hold proxy votes.
 - 7.3 The order of business at all meetings of the Association or of the Board, as far as practical shall be as follows:
 - 1) Report of attendance
 - 2) Review of and approval of previous minutes
 - 3) Business arising out of minutes
 - 4) Presidents Address (report)
 - 5) Report of Officers, Committees, and others.
 - 6) Amendments to By-Laws, Resolutions, Notices of Motions (if any)
 - 7) Unfinished business
 - 8) New business
 - 9) Election of Executive Officers Committee or other committees (if required)
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- 7.4 Annual General Meeting - A general meeting of all members shall be held at least once a calendar year, for the purpose of electing the Executive Officers Committee and to conduct the general business of the association. The date, time and place shall be determined by the Executive Officers Committee. The AGM must be held within 15 months of the preceding AGM. 30 days written notice shall be given to each member of the AGM, including a general agenda and proxy voting form.
- 7.5 Special General Meetings - A Special General Meeting of the membership will be called by the Board, when requested in writing by 5 members of the Board or 20 senior voting members of the general membership, within 30 days of the request. For a Special Meeting, 14 days written notice shall be given to all senior members eligible to vote; of the date, time, place and purpose of the meeting. No business will be conducted at a Special Meeting other than the stated purpose.
- 7.6 Board Meetings - The President shall call meetings of the General Board of Directors and/or the Executive Officers Committee at any time and place determined by the directors, provided that 14 days notice of the meeting is given. No formal notice shall be required for a meeting of the directors convened directly after the annual general meeting, nor for any other meeting if all directors are present or waive notice thereof in writing. A quorum shall consist of fifty per cent plus one of the total numbers of the directors.

The Board of Directors shall meet at least four times each year for the purpose of establishing policies relating to the purposes and work of the Association and for the dispatch of business. One of these meetings shall be held immediately before and another immediately after the annual meeting.

8. Amendments to the Constitution may be made at the annual general meeting of the NEA by a two-thirds majority vote of the members present, provided written notice is given by the mover of the amendment to all members of the NEA at least 14 days before the amendment is presented at the annual general meeting.
9. The NEA's fiscal year shall be January to December.
10. The Province shall be divided into zones as provided by the Government Department responsible for Sport for the Provincial Games.

LIST OF ZONES

St. John's/ North -- St. John's north to Cape St. Francis, Bell Island, Torbay, Portugal Cove-St. Philips. Also includes Petty Harbour-Maddox Cove, Kilbride, Southland and Goulds

Mount Pearl/ South -- Mount Pearl, Paradise, and all communities on the Southern Shore southwest of Goulds from Bay Bulls to Trepassey inclusive.

Avalon -- generally, all communities on the Avalon Peninsula and Isthmus of Avalon which are not included in the St. John's/North and Mount Pearl/South regions, up to and including Arnold's Cove. This includes Conception Bay South to Holyrood; the Conception Bay north shore (Conception Harbour to Grates Cove); the Trinity shore (Old Perlican to Blaketown) and up to Arnold's Cove; the areas surrounding Long Harbour, Whitbourne, and Placentia; the Cape Shore and St. Mary's Bay up to but excluding Trepassey.

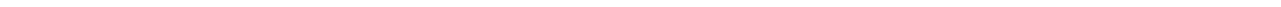
Eastern -- northwest but exclusive of Arnold's Cove including the Bonavista Peninsula, the Burin Peninsula, west to Pool's Cove inclusive; Clarenville and northeast to Gambo but not including Gambo.

Central -- Gambo to Hampden, north to Notre Dame Bay and south to the south coast. This includes Bonavista North (Hare Bay, Wesleyville, Musgrave Harbour, Gander Bay); Gander; Fogo Island; Twillingate, Lewisporte; Botwood; Bishop's Falls south to Harbour Breton; west of Harbour Breton to François inclusive; east of Harbour Breton to (but exclusive of) Pool's Cove; Springdale and the Baie Verte Peninsula south to Hampden.

Western -- west of Hampden, including the Northern Peninsula, and all communities west of François.

Labrador -- all parts of Labrador

11. In this constitution the singular shall include the plural and the plural the singular, the masculine shall include the feminine.



Enacted this _____ day of _____ A.D. _____

President

Secretary

Sanctioned and confirmed by the majority of the members of the NEA present at the AGM held

on the _____ day of _____ A.D. _____

at _____

in the province of Newfoundland and Labrador.

President

Secretary