

AURORA ARABIAN HORSE ASSOCIATION

bylaws

Name

The name of the organization shall be the Aurora Arabian Horse Association. The organization shall hereinafter be referred to as A.A.H.A.

1 Operation

- 1.1 The A.A.H.A. shall operate on a not-for-profit basis
- 1.2 The A.A.H.A.'s registered address is P.O. Box 57147, Sherwood Park, Alberta, T8A 5L7
- 1.3 The A.A.H.A.'s Certificate of Incorporation Number is 500049481
- 1.4 The operations of the A.A.H.A are to be chiefly conducted in the Province of Alberta

2 Membership

- 2.1 **Membership in the A.A.H.A. shall consist of**
 - 2.1.1 **Adult Members** who
 - 2.1.1.1 shall have voting rights
 - 2.1.1.2 are classified as voting Members from the beginning of the year following their nineteenth birthday
 - 2.1.2 **Youth Members** who
 - 2.1.2.1 shall not have voting rights
 - 2.1.2.2 are individuals determined by the Arabian Horse Association regulations to be Youth
 - 2.1.3 **Honorary Life Members** who
 - 2.1.3.1 shall not have voting rights.
 - 2.1.3.2 shall consist of appointments made by the Board from time to time to individuals who have made an outstanding contribution to the A.A.H.A. or promotion of the Arabian Horse
 - 2.1.3.3 are entitled to attend meetings and receive all bulletins
- 2.2 Any adult or youth may become a Member of the A.A.H.A. upon registration with the Arabian Horse Association (A.H.A.) with their affiliation designated as the Aurora Arabian Horse Association and full payment of the annual fee.
- 2.3 Adult and Youth Membership in the A.A.H.A.
 - 2.3.1 shall only be maintained from year to year upon further registration with the A.H.A. and payment of the annual Membership fee.
 - 2.3.2 shall expire on the anniversary of registration each year.
- 2.4 Membership in the A.A.H.A. is
 - 2.4.1 unlimited
 - 2.4.2 non-transferable
- 2.5 All Members shall comply with the Arabian Horse Association Code of Ethics
- 2.6 Any Member wishing to withdraw from Membership in the A.A.H.A. may do so upon notice made in writing to the Arabian Horse Association (A.H.A.)
- 2.7 Any Member, upon a majority vote of all Members of the A.A.H.A., may be expelled from Membership for any cause the A.A.H.A. may deem reasonable.
- 2.8 Any Member expelled from Membership by any other association incorporated under the Livestock Pedigree Act, Equine Canada, Alberta Equestrian Federation Society, United States Equestrian Federation or Arabian Horse Association shall not be eligible for Membership in the A.A.H.A.
- 2.9 No Member shall hold office or be entitled to any rights or privileges of the A.A.H.A. if their membership fees are not paid in full.
- 2.10 No applicant for membership shall be entitled to vote until that person's application has been accepted by the Arabian Horse Association (A.H.A.)

- 2.11 Membership Fees
 - 2.11.1 will not be reimbursed nor carried forward in whole or in part upon termination
 - 2.11.2 shall be determined, from time to time, by the Board of Directors

3 Meetings

3.1 Annual General Meeting

- 3.1.1 The A.A.H.A. shall hold an Annual General Meeting on or before September 30th in each year, providing thirty (30) days notice in writing, emailed to each Member and posted to the A.A.H.A. website
- 3.1.2 At the Annual General Meeting
 - 3.1.2.1 there shall be elected or appointed, a President, Vice-President, Secretary, Treasurer and six Directors
 - 3.1.2.2 the Treasurer will present the financial statements setting out the A.A.H.A.'s income, disbursements, assets and liabilities.
 - 3.1.2.3 the Board will present a budget for approval for the upcoming fiscal year with details of A.A.H.A. expenses and income
- 3.1.3 Any Member can give notice of items for inclusion on the Agenda providing a notice in writing is received by the President, twenty-one (21) days prior to the meeting.
- 3.1.4 A minimum of eight (8) voting Members, in good standing, shall constitute a quorum at the Annual General Meeting

3.2 Regular General Meeting

- 3.2.1 In addition to the Annual General Meeting, there shall be at least one (1) other General Meeting of the A.A.H.A.
- 3.2.2 A General Meeting may be called at any time by the Secretary upon the instructions of the President or Board providing two (2) weeks notice in writing, emailed to each Member and posted to the A.A.H.A. website
- 3.2.3 A minimum of eight (8) voting Members, in good standing, shall constitute a quorum at a Regular General Meeting

3.3 Special Meeting

- 3.3.1 A Special Meeting may be called by the majority of the Board setting forth
 - 3.3.1.1 the reasons for calling such meeting
 - 3.3.1.2 an agenda
 - 3.3.1.3 and providing two (2) weeks notice in writing, emailed to each Member and posted to the A.A.H.A. website
- 3.3.2 A Special Meeting may be called by the President or Secretary upon receipt of a petition signed by one-third of the members in good standing, provided they
 - 3.3.2.1 request in writing, the President or Secretary to call such meeting
 - 3.3.2.2 state the business to be brought before the meeting
 - 3.3.2.3 provide the motions to be presented
 - 3.3.2.4 submit an agenda for the Special Meeting
- 3.3.3 A Special Meeting will address only those matters stated in the agenda
- 3.3.4 A minimum of eight (8) voting Members, in good standing, shall constitute a quorum at a Special Meeting

3.4 Board Meeting

- 3.4.1 The Board of Directors shall meet as often as may be required, with a minimum of nine (9) meetings during the year
- 3.4.2 The time and location of the upcoming Board Meeting will be determined by the Board at the conclusion of each Board Meeting
- 3.4.3 Notice of each Board Meeting will be made providing two (2) weeks notice in writing and posted to the A.A.H.A. website
- 3.4.4 Directors who declare a conflict of interest shall nonetheless be counted in determining a quorum
- 3.4.5 Only Directors may vote at a Board Meeting
- 3.4.6 A minimum of seven (7) Directors shall constitute a Quorum at a Board Meeting

- 3.5 **Committee Meeting**
 - 3.5.1 Committee Meetings of the A.A.H.A. shall be held as often as may be required to accomplish the goals of the committee
 - 3.5.2 Committee Meetings may be called at any time by the Committee Chair, emailed to each Member of the committee
- 3.6 **Special Resolutions**
 - 3.6.1 A Special Resolution may be brought to any General Meeting of the A.A.H.A. providing thirty (30) days notice in writing, emailed to each Member
 - 3.6.2 The notice shall state the business and intention of the Special Resolution
 - 3.6.3 A Special Resolution proposed must be passed by vote of not less than 75% of those voting Members attending.
- 3.7 **Voting**
 - 3.7.1 Any active Adult Member who has not withdrawn their Membership from the A.A.H.A. shall have the right to vote at the Annual General Meeting, General Meeting or Special Meeting
 - 3.7.2 Votes must be made in person and not by proxy or otherwise.
 - 3.7.3 Voting on general motions shall be by show of hands
 - 3.7.4 Voting on elections to the Board shall be by secret ballot
 - 3.7.5 Voting to choose delegates to attend A.H.A. Annual National Convention or Region 17 meetings shall be by secret ballot

4 Board of Directors

- 4.1 **Directors**
 - 4.1.1 The Board of Directors of the A.A.H.A. shall consist of the President, Vice-President, Secretary, Treasurer and a maximum of six other Directors as well as the Past President
 - 4.1.2 Director means any person elected or appointed to the Board which includes the President, Vice-President, Secretary, Treasurer
 - 4.1.3 Any Member in good standing, who is entitled to vote, shall be eligible for any office in the A.A.H.A
 - 4.1.4 In addition to the duties outlined in the preceding sections, each Director shall have other duties as may be specifically delegated by the Board
 - 4.1.5 All Board members are required to attend 60% of A.A.H.A. meetings or will be considered to have resigned their position.
 - 4.1.6 The Board shall, subject to the bylaws or directions given it by majority vote at any meeting properly called and constituted, have full control and management of the affairs of the A.A.H.A.
 - 4.1.7 A person appointed or elected a Director becomes a Director if they
 - 4.1.7.1 were present at the meeting when being appointed or elected and did not refuse the appointment.
 - 4.1.7.2 were not present at the meeting but consented in writing to act as Director before the appointment or election
 - 4.1.7.3 acted as a Director pursuant to the appointment or election and have let their name stand
 - 4.1.8 Any Director or Officer, upon a majority vote of all Members in good standing, may be removed from office for any cause the A.A.H.A. may deem reasonable
 - 4.1.9 The President will serve a two year term from the end of the Annual General Meeting that follows their election or appointment
 - 4.1.10 All other Members of the Board will serve a one-year term from the end of the Annual General Meeting that follows their election or appointment until the next Annual General Meeting
 - 4.1.11 There are no limits imposed on the number of terms a Member can serve on the Board provided they remain a Member in good standing.
 - 4.1.12 Any vacancy occurring during the year may be filled at the next Regular General Meeting or Board Meeting provided it is so stated in the notice calling for such meeting

- 4.1.13 The Board shall comply with the provisions of the Societies Act in regard to holding an Annual General Meeting and filing the annual report with the Corporate Registry of Alberta
- 4.2 **President**
- 4.2.1 The President shall be ex-officio a Member of all Committees.
- 4.2.2 The President shall, when present, preside at all meetings of the A.A.H.A. and of the Board.
- 4.2.3 In the absence of the President, the Vice-President shall preside at any such meetings.
- 4.2.4 In the absence of both, a President may be elected at the meeting to preside.
- 4.2.5 The President may appoint Members to committees unless the Membership decides upon some other selection process.
- 4.3 **Vice-President**
- 4.3.1 The Vice-President shall assist the President
- 4.3.2 The Vice-President shall assume the duties of the President in their absence or upon request of the President
- 4.3.3 The Vice-President shall acquaint themselves with the day-to-day responsibilities of the President
- 4.3.4 The Vice-President shall share in the supervision of various projects of the A.A.H.A. and become involved in various committees.
- 4.4 **Secretary**
- 4.4.1 It shall be the duty of the Secretary to attend Board and General meetings of the A.A.H.A., record attendance and to keep accurate minutes of the same.
- 4.4.2 In the case of the absence of the Secretary, the duties shall be discharged by another Member of the Board as may be appointed.
- 4.4.3 The Secretary shall have charge of the Seal of the A.A.H.A. which whenever used shall be authenticated by the signature of the Secretary and the President.
- 4.4.4 The Secretary shall
- 4.4.4.1 have charge of all the correspondence of the A.A.H.A.
- 4.4.4.2 be responsible for maintaining the mailing address and forwarding correspondence to Directors
- 4.4.4.3 keep a current record of all the Members of the A.A.H.A. and their contact information
- 4.4.4.4 circulate minutes to Board members and make the minutes available for the A.A.H.A. website
- 4.4.4.5 keep safe and retain the A.A.H.A. Minute Book
- 4.4.4.6 work with the Treasurer to ensure A.A.H.A. membership fees are transferred for deposit in the A.A.H.A.'s bank account as required.
- 4.4.4.7 maximize A.A.H.A. delegates with current reporting from the A.A.H.A. and contacting potential new members
- 4.4.5 Shall have custody of minutes of all Special General and Directors meetings that shall be filed at the year end. Records shall be kept for seven (7) years or as required by Provincial Corporate Registry.
- 4.5 **Treasurer**
- 4.5.1 The Treasurer shall receive all monies paid to or received by the A.A.H.A. for the deposit of same into the A.A.H.A.'s bank accounts.
- 4.5.2 The Treasurer shall properly account for all funds and keep such books as directed.
- 4.5.3 The Treasurer shall present a full, detailed account of receipts and disbursements to the Board whenever requested
- 4.5.4 The Treasurer shall prepare for submission to the Annual General Meeting a statement, duly audited, of the financial position of the A.A.H.A. and submit a copy of same to the Secretary for the records of the A.A.H.A. Minute Book

4.6 Youth

- 4.6.1 The A.A.H.A. will govern a youth group under the name of Aurora Youth Club whose mandate is to
 - 4.6.1.1 encourage youth to become active members in the Arabian Horse industry
 - 4.6.1.2 promote education of the Arabian Horse
 - 4.6.1.3 motivate Youth Members to improve riding skills
 - 4.6.1.4 plan activities to build a positive and supportive community
- 4.6.2 Youth Members
 - 4.6.2.1 are individuals determined by the Arabian Horse Association regulations to be Youth
 - 4.6.2.2 must hold a valid Youth Membership in the A.A.H.A.
 - 4.6.2.3 are not required to hold an Alberta Equestrian Federation or Equine Canada membership to participate in the Aurora Youth Club.
- 4.6.3 With the assistance of the Youth Director, Aurora Youth Club will
 - 4.6.3.1 form an Executive from its members consisting of President, Vice-President, Secretary and Treasurer who will serve for a one-year term or serve until their successors are elected.
 - 4.6.3.2 hold annual elections at a regular Youth meeting in the month of October
 - 4.6.3.3 have regular meetings, with a minimum of four (4) meetings during the year at such place and time as agreed upon by the Aurora Youth Club Executive.
 - 4.6.3.4 conduct meetings separate from any meeting of the A.A.H.A.
- 4.6.4 The Aurora Youth Club may establish from its members, a Youth Judging Team that will be the recognized team of the A.A.H.A. at sanctioned A.H.A. events
- 4.6.5 The Youth Director of A.A.H.A.
 - 4.6.5.1 must approve qualifications and selection criteria for the Youth Judging Team
 - 4.6.5.2 shall oversee the activities of the Aurora Youth Club
 - 4.6.5.3 will be responsible for reporting back to the A.A.H.A. Board

5 Committees

- 5.1 A Committee may be struck and Committee chairs selected when a need has been identified by the Board or a special project initiated
- 5.2 Committees are formed with specific goals and objectives, short term or long term to make decisions or recommendations according to the objects of the A.A.H.A.
- 5.3 Committees will meet outside of Board meetings to complete their assigned task
- 5.4 Committees will work toward consensus
- 5.5 Committees must record minutes of meetings and report these minutes at the next meeting of the Board

6 Remuneration

- 6.1 No Member/Director/Officer of the A.A.H.A. shall receive any remuneration for their services with the exception of reimbursement of authorized expenses.

7 Finance and Administrative Procedure

7.1 Banking

- 7.1.1 A General Account and a United States Bank Account will receive and disburse monies for the general operation of the A.A.H.A.
- 7.1.2 The A.A.H.A.'s bank accounts must be reconciled every two months and the current bank statements presented by the Treasurer to the Board
- 7.1.3 A copy of the reconciliation will be filed by the Secretary in the Minute Book in a location designated by the Board
- 7.1.4 All A.A.H.A. cheques will require two signatures from two designated Board Members

- 7.1.5 Cheques must be completed with the payee's name, amount of the invoice and date before the cheques are presented for signing by the signing officers
- 7.1.6 Appropriate invoices must accompany the cheque when presented to the designated signing officers for signing and authorization
- 7.1.7 Funds allocated to the Aurora Youth Club will be administered and managed through the A.A.H.A. General Account
- 7.2 **Budget**
 - 7.2.1 It shall be the duty of the Board to develop a fiscally responsible budget for the start of every fiscal year.
 - 7.2.2 The budget will be presented at the Annual General Meeting
 - 7.2.3 The budgeted expenditures must not exceed the income of the A.A.H.A
- 7.3 **Signature & Certification of documents**
 - 7.3.1 Contracts, documents or any instruments in writing requiring the signature of the A.A.H.A. must be signed by a designated Director together with an additional signature of either the Treasurer or Secretary
- 7.4 **Funding Protocol**
 - 7.4.1 Requests for funds made beyond those approved in the annual budget must support the objects of the A.A.H.A.
 - 7.4.2 Requests for funds must be approved by a vote at a Board Meeting
 - 7.4.3 Any expenditure of more than \$500.00 but less than \$3000.00 shall require the approval of the majority of the Board.
 - 7.4.4 Any expenditure of more than \$3000.00 shall require the approval of the majority of Members at a General Meeting of the A.A.H.A.
- 7.5 **Fiscal Year**
 - 7.5.1 The fiscal year of the A.A.H.A. in each year shall commence on July 1st
- 7.6 **Borrowing**
 - 7.6.1 For the purpose of carrying out its objects, the A.A.H.A. may borrow, raise or secure payment of money in such manner as it thinks fit and in particular by issuing debentures, but this power shall be exercised only under the authority of the A.A.H.A. and in no case shall debentures be issued without a Special Resolution brought forward to Members and passed at a General Meeting of the A.A.H.A.
- 7.7 **Correspondence**
 - 7.7.1 All correspondence with regard to A.A.H.A. business shall be directed to the registered address and not to individual residences.

8 Fundraising

- 8.1 **Principle**
 - 8.1.1 Decisions regarding fundraising shall be made by the Board
 - 8.1.2 All monies raised by or for A.A.H.A. shall be spent on activities that support the objects of the Association
- 8.2 **Guidelines**
 - 8.2.1 The A.A.H.A. will communicate to its Members, the purpose and use for funds raised with each fundraising activity
 - 8.2.2 A responsible, fiscal plan must be presented for any proposed fundraising activity
 - 8.2.3 The A.A.H.A. must never be in jeopardy of losing money on a fundraising initiative
- 8.3 **Accountability**
 - 8.3.1 A committee must be struck to be responsible for the fundraising project
 - 8.3.2 Monies raised during a fundraising project must be securely handled using sound practices until a deposit is prepared and the monies delivered to the A.A.H.A.'s bank.
 - 8.3.3 A report must be completed by the Committee Chair, in a timely manner and submitted to the Treasurer and President for review

8.3.4 A copy of the fundraising report will be kept in the Minute Book

9 Auditing

- 9.1 The books, accounts and records of the A.A.H.A. shall be audited at least once every year by a duly qualified accountant or by two Members of the A.A.H.A. appointed for that purpose at the Annual General Meeting.
- 9.2 A complete and proper statement of the standing of the books for the previous year may be submitted by such auditor at the Annual General Meeting of the A.A.H.A.
- 9.3 The books and records of the A.A.H.A. may be inspected by any Member of the A.A.H.A. at any time giving reasonable notice and arranging a time satisfactory to the Officer or Officers having charge of same. Each Director shall at all times have access to such books and records.

10 Dissolution

- 10.1 Upon dissolution of the A.A.H.A., any assets remaining, after paying debts and liabilities, will be disbursed to eligible charitable groups for purposes that serve the same community.

11 Bylaws & Objects

- 11.1 The Bylaws or Objects may be rescinded, altered or added to by a Special Resolution at any General Meeting or Special Meeting of the A.A.H.A. with a vote in favor made by 75% of the members present.
- 11.2 Notice of the change, along with the proposed changes, must be made in writing and delivered to the Membership with a least thirty (30) days notice of the meeting.
- 11.3 No rescission or alteration of or addition to bylaws or objects has effect until it has been registered and accepted by the Corporate Registry of Alberta.
- 11.4 All copies of the Bylaws remain the property of the A.A.H.A.
- 11.5 The Secretary of the A.A.H.A. will have possession of the Bylaws that may be made available to any member upon request.

These bylaws were approved and adopted by Special Resolution by the Aurora Arabian Horse Association at a Special Meeting, November 9, 2015.

These bylaws were filed and approved by the Registrar of Corporations in the Province of Alberta, February 1, 2016.