

MANITOBA HUNTER JUMPER ASSOCIATION (MHJA) CONSTITUTION

30th January 2022

1. Name:

This association shall be known as “Manitoba Hunter Jumper Association, and replaces the previous name of “Winnipeg Horseman’s Club” established on the 15th of November 1946 A.D.

2. Objectives of the Manitoba Hunter Jumper Association:

Without limiting the activities of this association, Manitoba Hunter Jumper Association will seek to achieve the following objectives:

- a) To organize and schedule hunter- jumper shows
- b) To provide liaison with similar equine councils *inter alia*, Manitoba Horse Council and Equine Canada...
- c).To serve as an educational medium for it’s members by distributing information relative to the horse industry and equestrian activities by organising seminars and clinics *inter alia*.
- d) To promote the highest standards of care in caring for, and working with horses at home when training and at competitions, by strictly enforcing Equine Canada rules pertaining to the treatment of horses at home and at horse shows .

In working towards the achievement of these objectives, Manitoba Hunter Jumper Association will:

- i) Promote the breeding and raising of horses in Manitoba;
- ii) Promote and encourage more equestrian activities, especially with youth participation;
- iii) Support and promote both Manitoba Horse Council and Equine Canada affiliated Hunter Jumper shows and competitions in Manitoba and strive to raise the performance standards thereof.

3. Membership types:

Memberships shall be of five types:

- i) Family Membership – Open to significant others and dependents who are under age 21 and who reside at the same residence.
- ii) Individual Membership – May be either Junior and Senior members.
- iii) Associate Membership – Open to those non-competitive members who wish to be involved as a club supporter and receive mailings.
- iv) Honorary/Lifetime Membership – Membership given to those members who have provided significant long term service and sustained commitment to the MHJA, including have served as a MHJA board member at some point for at least one term and have been a member of MHJA for a continuous period of at least 30 years, and as approved by a two-third majority Board resolution.
- v) Stable/Owner Membership – An annual fee is payable for those boarding and/or breeding stables, or individual horse owners who do not show their own horses, to enable them to register with the organization. Owners of horses participating at all MHJA shows must take out an annual membership. Riders of these horses must also be members of the MHJA. If a barn, owner, breeder sells the horse during the year, membership fees will not be reimbursed, neither fully nor in part.

vi) All memberships may be continued as long as the annual membership dues are paid and members continue to further the aims and purposes of the Manitoba Hunter Jumper Association.

4. Membership dues:

a) Membership dues for each type of membership will be payable annually on or before a specific date established by resolution of the Board of Directors.

b) If the Board makes any change in the membership dues, for the ensuing year, all members shall be advised in writing (either via surface mail or/and email) of the change 14 days prior to the annual general meeting.

Any change in the membership dues recommended by the Board must be ratified at the AGM by a majority vote of those eligible members present at the AGM.

c) The membership fee shall be due May 1st each year and shall cover one calendar year.

d) In order to have points accumulated for year-end awards at shows recognized by the MHJA, members must have active membership status on the first day of the date of the show taking place, if such show occurs prior to May 1st in any given year. Points are not retroactive and can only be accumulated from the first day of active membership in any given year

e) Members resigning from the Manitoba Hunter Jumper Association will not be entitled to any refund of fees.

5. Officers of the Manitoba Hunter Jumper Association:

a) The six Executive Committee member officers of the Manitoba Hunter Jumper Association, shall be the President, 1st and 2nd Vice-Presidents, Immediate Past President, Treasurer, and Secretary. They shall be elected annually by the Board of Directors at the first regular Board meeting following the annual meeting of the Manitoba Hunter Jumper Association. They shall hold office during the ensuing year until their successors are duly elected or appointed. The officers may stand for re-election and be re-elected by the Board. An officer may only hold one of the six portfolios in order to ensure that there are a total of six officers serving as the Executive Committee of the MHJA organization

b) The Immediate Past-President of the Manitoba Hunter Jumper Association shall be considered an Executive Committee member unless he/she resigns from the position or fails to maintain membership in the Manitoba Hunter Jumper Association.

c) All officers are also Directors of the Manitoba Hunter Jumper Association.

d) The Executive Committee shall be the officers of the Organisation.

e) The Executive Committee shall implement the decisions of the Board of Directors of the Organisation.

f) A majority (four) of the elected officers of the Executive, one of whom shall be the President, or a Vice President, shall constitute a quorum.

g) The Executive Committee will perform their duties without remuneration, but they shall be entitled to reimbursement for out-of-pocket expenses in performing their duties in accordance with an expense schedule approved by the Board of Directors for which prior approval has been attained from the Board

6. Duties of Officers:

a) President – The President shall be the Chief Executive Officer and shall preside at the meetings of the Manitoba Hunter Jumper Association Board of Directors, and Executive committee. He/she shall conduct meetings in accordance with established meeting

procedures and ensure that the decisions of the organisation, the Board of Directors, and the Executive Committee are carried into effect. The President shall call meetings of organization and distribute the agenda for Board meetings to Board members.

b) Immediate Past President – The Immediate Past President shall be entitled to attend all meetings of the Manitoba Hunter Jumper Association, Board of Directors, and the Executive Committee.

c) Vice-President(s) – the Vice Presidents as appointed by the Board of Directors shall have all the powers and duties of the President in his/her absence. They shall perform other duties as assigned to them by the President or Executive committee.

d) Secretary – the Secretary shall keep all the records of the Organisation, the Board of Directors, and the Executive Committee. He/she shall be responsible for the recording of meeting minutes of these three bodies, and shall distribute them as directed to all members of the respective groups in type written form via regular mail or email. He/she shall be responsible for the correspondence of these three bodies. He/She shall send the notice and agenda of the Annual General Meeting. At the expiration of the term, the Secretary shall make available and hand over all existing and archived records of the MHJA to the incoming Secretary. The Secretary shall also take all necessary steps to protect and archive all the records of the MHJA in either a hard copy or electronic format.

e) Treasurer – The Treasurer shall have custody of all funds of the Organisation and be responsible for their safe keeping and proper disbursement. He/she shall prepare the annual budget for the Board of Directors. He/she shall present a financial update to each meeting of the Board of Directors including a formal report at the Annual General Meeting as well as any other special meetings of the MHJA as directed by the President or Executive Committee. He/she shall make all financial records available to the auditor(s), if such is named by the Board of Directors.

7. The Board of Directors:

a) The affairs of the organisation shall be managed by a Board of not more than seventeen, and not less than eleven persons, all of whom shall be full members of the organisation and shall be elected at the annual general meeting of the members. They shall hold their position for a term of two years, then must be re-elected to continue on the Board, for a further two year term. Associate members and Stable/Owner membership categories must take up full membership if elected onto the Board of Directors. There is no restriction on the number of terms that an elected Board member may serve.

b) The Immediate Past President shall be entitled to attend all meetings of the Executive Committee and Board of Directors and shall be entitled to vote. However, the Immediate Past President shall be excluded from the maximum count of seventeen directors.

c) The office of a director shall be vacated:

i) If a director shall resign his/her office by delivering a written resignation via regular or email to the President of the organisation.

ii) If, at a special meeting of regular members of the MHJA, or at a special meeting of the Board of Directors, called for that specific purpose, where at minimum two thirds of the regular members, or Board members are present, a resolution is passed of those present at the meeting, that he/she be removed from office for just cause.

iii) On death

iv) Provided that any vacancy shall occur for any reason, the Board may by a simple majority vote Board resolution, fill a Director vacancy with a person in good standing on the books of the organisation.

v) A Board member shall vacate their position if they fail to attend sixty percent of the meetings held per calendar year, or 3 consecutive meetings, without just cause or without tendering their regrets.

d) Directors / Board members shall not receive any remuneration for their services, except by majority resolution of the Board, an honorarium may be paid for services rendered beyond the normal scope of the portfolio in exceptional circumstances, to cover out-of-pocket expenses, or for performing significant work for the MHJA, due to specific expertise and only if the alternative would be to hire another person(s) to undertake the work. .

e) A majority of the members of the Board of Directors shall constitute a quorum. (9 of 17 members)

f) The Board of Directors shall meet at least eight times each year for the purpose of establishing procedures and policies, and formulating committees related to the purposes and work of the organisation and for the dispatch of business related thereto. One of these meetings shall be held immediately before and another immediately after (within a period of sixty days) the annual general meeting.

g) The President shall be the chairperson of the Board of Directors and the Executive Committee..

h) ANY BOARD MEMBER found to be in CONFLICT OF INTEREST with the stated objectives of the MHJA, or found guilty of BREAKING the CONFIDENTIALITY of the Board of Directors, or exhibiting INAPPROPRIATE CONDUCT at meetings or at horse shows will be IMMEDIATELY TERMINATED from his / her position, in accordance with paragraph 7c ii of the Constitution, and a replacement shall be appointed by the Board as soon as possible thereafter in accordance with paragraph 7c iv of the constitution.

i) The Board will have the right to co-opt a member in good standing to fill a vacant board position as described in paragraph 7 c iv. However, the co-optee will have to be ratified at the next AGM to continue his/her position on the Board, but will have a vote from the date he/she joins the board

j) Board members can co-opt members onto sub- committees established by the MHJA board for any time period required by the Board. Co-opted members may attend Board meetings via invitation from the President, but will not be permitted to vote at meetings of the Board. They will however be permitted to vote at sub-committee level proceedings.

k) Chairs of committees will provide updates at Board meetings of the business and proceedings of their committees

8. Grievance policy

a) .The Executive Committee, chaired by the President, shall form the Grievance Committee to hear grievances brought forward by its membership, the Board of Directors or the Executive Committee itself. All grievances must be filed in writing via surface mail or email and must not be dealt with verbally. The Grievance Committee shall have the power to approach the aggrieved member(s) and/or invite him/her/them to such meeting regarding:

i) any member(s) with a grievance involving the Manitoba Hunter Jumper Association who have come forward with a written or email grievance addressed to the President

ii) any member(s) of the Executive Committee or Board of Directors who has filed a grievance

iii) The Grievance Committee shall make every effort to resolve the grievance, providing in their opinion it has just cause, in an expedited and honourable manner

iv) Grievances must be lodged within 30 days of the occurrence of the action leading to the filing of the grievance.

9. Elections:

- a) An election for the purpose of selecting the Board of Directors shall be held at the annual general meeting.
- b) Nominations for vacant Board of Directors' positions shall be submitted by a nominator and secondor in writing via email to the President,with agreement from the nominee, prior to the Annual General Meeting. However, members in good standing of the Organisation may make nominations from the floor with a secondor, at the annual general meeting, with agreement from the nominee.
- c) Voting for the Board of Directors shall be by a show of hands,. or if necessary, by secret ballot of members present at the AGM, as determined by the President or his/her secondus.
- d) The President, or his/her secondus(normally one of the Vice Presidents), will oversee the election of Board members at the Annual General Meeting

10. Meetings:

- a) The annual general meeting of the Organisation shall be held within 60 days following the fiscal year end.
- b) Quorum – Any fifteen members of the Club personally present at any full membership meeting shall constitute a quorum for the transaction of business at any special, general, extra-ordinary or annual general meeting of the members for which a minimum of 14 days notice has been given. If when a membership meeting has been regularly called and a quorum is not present, the meeting shall be adjourned to a new date. At any adjourned reconvened meeting, those who attend shall be considered a quorum and any business may be brought before such an adjourned and reconvened meeting and be dealt with, including business which might have been brought before it, to have been dealt with at the original meeting.
- c) The Board of Directors shall meet at least eight times each year as set forth in Article 7 and within 7 days notice of such meetings shall be given by the President via email, with the exeption of urgent meetings where the 7 day notice period may be waived. All Board members must divulge their email addresses to the President in order to receive such notifications.
- d) The Executive Committee shall meet as required on the call of the President for the adequate dispatch of Organisation business.
- e) The President or, in his absence, one of the Vice Presidents, shall have the authority to call Executive Committee meetings as they deem necessary for urgent dispatch of business.
- f) A majority of the Board of Directors or Executive Committee may jointly, in writing via surface mail or email, request the President to call a meeting of the Board of Directors or Executive Committee and the President shall forthwith cause such a meeting to be held in an expedited fashion
- g) Meetings shall be conducted in accordance with acceptable meeting procedures, minutes taken and approved after factual correctness has been determined at the subsequent meetings. The secretary shall keep copies of the minutes of all meetings held and pass on the records of the organization's proceedings to subsequently elected secretaries. Minutes of the meetings should be dispatched via email by the secretary, as soon as possible following the meetings having taken place and within at least 10 days prior to a forthcoming meeting. The minutes of the AGM shall be released to the membership by the Secretary, within 30 days following the AGM, either via email or notification to the membership if its posting on the website.

11. Voting:

- a) At the annual general meeting of the Organisation all members in all categories of membership including junior members, have the right to one vote.

b) At meetings of the Board of Directors, all elected members and the Immediate Past President have a right to vote. The President shall only vote in the case of a tie. Co-opted members and guests at Board meetings are not entitled to vote, but may take part in discussion.

c) At meetings of the Executive Committee all elected members, including the President have a right to vote.

12. Committees and Regulations:

a) The Board of Directors may appoint standing committees or sub-committees to discharge any functions described by the Board of Directors and formulate its terms of reference. The appointments of members to committees shall strive to ensure that the membership of the Organisation is represented on each committee on an equitable basis. Each committee shall report all action regularly to the Board of Directors and file a report for presentation to the annual general meeting of the Organisation for consideration and approval by the members.

b) Persons appointed to a committee shall not receive any remuneration for such service, save for out of pocket expenses related to their discharge of their duties on the committee, as approved by the Board.

c) Standing committees and sub-committees shall be chaired by a member of the Board of Directors, elected by the Board of Directors and may co-opt non-Board members to serve on the committee, following approval of the membership thereof, by the Board of Directors.

d) The President, two Vice Presidents and Immediate Past President are appointed *ex-officio* on all MHJA Committees and sub-committees appointed by the Board and may attend any committee or sub-committee meetings in an *ex-officio* capacity as they deem necessary and may take part in discussions and decision making by the committee/ sub-committee.

13. Equipment:

a) Any or all of the equipment being the property of the Manitoba Hunter Jumper Association may be rented to other approved organisations after approval by the Board of Directors of the Manitoba Hunter Jumper Association for a set fee and damage deposit as determined by resolution of the Board. Damage deposit and rental fee must be paid in full, in advance prior to equipment being received and the damage deposit must be held prior to equipment use.

b) The Equipment Chair or his/her designate shall check all rented equipment for damage immediately following its return and inform the Treasurer if the damage deposit, or part thereof needs to be withheld, together with a short damage deposit report identifying the damage that took place for presentation at the next regular Board meeting.

14. Fiscal Year:

The Fiscal Year shall be from January 1 to December 31.

15. Auditors:

The Board of Directors shall either name an independent auditor who shall audit the accounts and financial records of the Organisation and shall publish his/her report annually to the Membership, or alternatively, request the Treasurer to provide and explain the information to the membership at the Annual General Meeting. The Board of Directors shall set the remuneration for any services by an independent auditor.

16. Signing Authority:

The President, Treasurer and 1st Vice President and the Assistant Treasurer (if designated) will have signing authority on cheques. Any two members of the Executive Committee, one of whom shall be the President, and any one of the two Vice Presidents or Treasurer, shall have signing authority on any written document or instrument of the Organisation. Normally the President, Treasurer or Assistant Treasurer shall sign cheques.

17. Head Office:

The Head Office of the Organisation shall be the home address of the President unless the Executive Committee rules otherwise. The mailing address may be at a post office location convenient to the officers of the Executive Committee.

18. Liaison:

a) The Executive Committee shall maintain liaison with government agencies whose cooperation and support may be of benefit to the Organisation. Among other things, this liaison shall include placing official representatives of these agencies on the mailing list for the Organisation's report and publications and inviting such representatives to attend the meetings of the Organisation.

The Executive shall have power to invite each of these agencies to name an honorary director who may attend meetings of the Board of Directors without voting privileges.

b) Through its Executive Committee in general and in particular, the Organisation shall maintain liaison with the Manitoba Horse Council, Equine Canada, The Red River Exhibition Association and any other such organisations as may further its purpose.

19. Amendments to the Constitution:

Amendments of the Constitution shall be made at the Annual Meeting of the Organisation or at any Extra-ordinary meeting of the MHJA, by a two-thirds majority vote of the members present. Written notice via regular mail or email must be provided by the proposer of the amendment(s) to all members of the Organisation at least fourteen days before the amendment(s) is/are presented at the Annual General Meeting or Extra-ordinary meeting called for the purpose of amending the constitution.

20. By-Laws and Regulations:

a) The Board of Directors shall have authority to make such by-laws and regulations as may be necessary to implement the Constitution effectively and may not be inconsistent with it, to ensure the smooth functioning of the Organisation.

b) If a decision of some urgency must be made and the Constitution or related regulations and by-laws do not seem to cover the matter adequately, the Executive Committee shall have authority to take such action as it deems necessary and shall report such action at the next meeting of the Organisation within whose jurisdiction final responsibility for the Constitution rests.

c) Revisions to Procedures and Regulations must be made by motions which are provided to the Board of Directors seven (7) days prior to a scheduled Board meeting or tabled at a Board meeting for voting/adoption at the next Board meeting.

21. Publications:

The Executive Committee shall appoint one of the Board members as the Electronic Newsletter Chair and have an e- newsletter prepared and distributed to its membership via email, announcing equine and equestrian events in the Province as requested by member groups and generally keeping the membership informed of developments within the Manitoba Hunter Jumper Association. The number of publications will be set by the Board of Directors but should be at least quarterly.

22. Interpretation of Constitution and Related Regulations and By-Laws:

a) In these documents the singular shall include the plural and the plural shall include the singular.

b) In the event of conflict of opinion about the interpretation of this Constitution or any of its related regulations and by-laws, the ruling of the President shall prevail unless and until the matter can be referred to the next Annual general meeting of the Organisation.

23 Distribution of Income, Assets or Property

a) The income, assets, and property of the MHJA shall be used solely for the advancement and promotion of its stated objectives outlined in Article 2. The members and officers of the MHJA shall have no rights to the income, assets or property of the MHJA solely by virtue of them being members or officers or board members. No portion of the income, assets or property of the MHJA shall be paid or distributed directly or indirectly to any member of the MHJA or its officers or board, except as approved by the Board of Directors for:

1. reasonable compensation for services actually rendered to the Association;
2. reimbursement of actual costs or expenses reasonably incurred on behalf of the Association.

b) The board of directors of the MHJA, during its annual budgeting process, shall determine how accumulated funds, if any, of the MHJA be allocated in support of the outlined objectives. Such allocations may include, but are not limited to, investments into infrastructure of horse show grounds in Manitoba, investment into real property, grants & bursaries, and equipment required for the general operations of the MHJA. In making such allocations the board shall ensure due care and due diligence the same way it would be expected of any prudent person with the interests and objectives of the MHJA in mind..

c) Members may submit proposals in writing to the board throughout the year, but no later than 30 September of each year for their proposal to be considered for the next year. Written proposals during the year will be considered by the Board as they are received, prior to 30 September each year for consideration in the current budget year. Members may also make verbal proposals at the AGM, for consideration by the Board at its next regular meeting and dependant on budgetary considerations.

24. Dissolution:

On dissolution of the Manitoba Hunter Jumper Association, its properties and assets shall, after payment of all liabilities, be determined by the last sitting Board of Directors of the MHJA by a simple majority vote at the time of dissolution.

25. Constitutional Updates

a) This Constitution replaces the previous constitution of the Winnipeg Horseman's Club of 15th November 1946 A.D.

b) Updated and passed by the Board of Directors of the Manitoba Hunter Jumper Association on Tuesday the 24th of April 1995 A.D.

c) Updated and ratified by the MHJA members on Tuesday 14th of January 2003 A.D.

d) Updated and passed by the Board of Directors of MHJA on Tuesday December 8th 2009 A.D.

e) Ratified by the MHJA members at the AGM held on Sunday January 17th 2010 A.D.

f) Updated and passed by the Board of Directors of the MHJA on Tuesday 30th November, 2021 A.D.

g) Ratified by the MHJA members at the AGM held on Sunday 30th January, 2022 A.D.