

AGM – By Law Recommendations

ARTICLE II

4) (c) Payment of the membership fee provided for in Article III paragraph 4 (b) entitles the member so paying to membership in the Association for a period not exceeding One (1) Year.

Amend to:

4) (c) Payment of the membership fee entitles the member so paying to membership in the Association for a period not exceeding One (1) Year.

(Delete Article III paragraph 4 (b))

Reasoning: Article III paragraph 4 (b) is not present in the by laws.

4) (o) Any memberships received Thirty (30) days prior to the notice of the Annual General Meeting or Special General Meeting will not be eligible to vote.

ARTICLE III

5) The Board of Directors shall meet at least One (1) Time within any calendar year.

Amend to:

5) The Board of Directors shall meet at least Six (6) Times within any calendar year.

9) No member may be nominated nor elected to the Board of Directors unless such member has been a member in good standing in the Association and with the Alberta Racing Commission for a period of Two (2) Years.

Amend to:

9) To be eligible for election and serve on the Board of Directors, an individual shall have been a member in good standing of AQHRA for three (3) consecutive calendar years previous to nomination.

(Clarification to this by law was needed)

20) Subject to Article IV paragraph 10, memberships on the Board of Directors shall ipso factor be vacated;

- a) A member has contravened any provision of these By-Laws,
- b) A member has contravened any provision of the Racing Commission Act or any rules made by the Racing Commission thereunder,
- c) A member has conducted himself in a manner which is, in the opinion of the Board of Directors, prejudicial to the best interests of the Alberta Quarter Horse Racing (1984) Association or any of its objectives,
- d) The death of a member, if the member is an individual,
- e) The winding-up or dissolution of a corporate member, partnership or syndicate,
- f) If an order is made declaring him to be a mentally incompetent person or incapable of managing his own affairs, or
- g) If he is convicted of a criminal offense.

Amend to:

20) Memberships on the Board of Directors shall ipso factor be vacated;

- a) A member has contravened any provision of these By-Laws,
- b) A member has conducted himself in a manner which is, in the opinion of the Board of Directors, prejudicial to the best interests of the Alberta Quarter Horse Racing (1984) Association or any of its objectives,
- c) The death of a member, if the member is an individual,
- d) The winding-up or dissolution of a corporate member, partnership or syndicate,
- e) If an order is made declaring him to be a mentally incompetent person or incapable of managing his own affairs, or

(Delete reference to Subject to Article IV paragraph 10 and delete (b) and (g))

The reasoning behind this recommended change is:

1. Article IV paragraph 10 is not present in the by laws.
2. Delete (b) because it states that if anyone who has received a fine from HRA whether it be for being late to the paddock etc. can not be a Director on the Board.
3. Delete (g) because it states if someone received for example a DUI (driving under the influence) charge that they can not be a Director on the Board.

ARTICLE V

5) Special General Meetings of the Association may be called upon notice given by the President of the Board of Directors, or upon notice given by at least Three (3) Members of the Association to either the President or Secretary of the Association and which notice shall state the purpose of such meeting, in either event, the President or Secretary, as the case may be, shall forward Twenty One (21) Days written notice of such meeting and the reasons

therefore to all members.

Amend to:

5) Special General Meetings of the Association may be called upon notice given by the President of the Board of Directors, or upon notice given by at least twenty percent (20%) of Members of the Association to either the President or Secretary of the Association and which notice shall state the purpose of such meeting, in either event, the President or Secretary, as the case may be, shall forward Twenty One (21) Days written notice of such meeting and the reasons therefore to all members.

(Changed “three (3) members...” to “twenty (20%) of the members”)

Reasoning is because three (3) was too low.

8) Any member of the Association by its designated representative, shall at all meetings of the Association, both Annual General and Special General, be entitled to one vote which may be exercised in person or by proxy given to any other person and delivered to the secretary prior to the start of the meeting.

Amend to:

8) To exercise voting privileges, a member must be physically present at a meeting, which privilege cannot be delegated by proxy.

Article II 5 (a) – Delete “proxy”

Article III 12 – Delete “proxy”

Article V 9 and 11 – Delete “Proxy”

(Eliminate all proxy voting from the bylaws)

ARTICLE VIII

3) Submissions and briefs of the Association shall be signed by the President together with any other officer. The Board of Directors may at any time, and from time to time, direct the manner in which and the person or persons by whom any submission or brief is to be presented to any Provincial, Local Government, Regulatory Board, or any Federal Commission, and any other authority having jurisdiction over Quarter Horses and Quarter Horse racing, and as well, to any other person, firm, or corporation that the Board of Directors determines that such submission or brief should be presented.

Amend to:

3) Submissions and briefs of the Association shall be signed by the President together with any other officer. The Board of Directors may at any time, and from time to time, direct the manner in which and the person or persons by whom any submission or brief is to be presented to any Provincial, Local Government, Regulatory Board, AQHA or any Federal Commission, and any other authority having jurisdiction over Quarter Horses and Quarter Horse racing, and as well, to any other person, firm, or corporation that the Board of Directors determines that such submission or brief should be presented.

(Addition of AQHA)

ARTICLE X

- 1) At each Annual General Meeting of the Association, auditors shall be appointed to hold office until the close of the next Annual General Meeting.
- 2) The auditors of the Association shall audit all accounts of the Association for ensuing year and shall present a report to the members which the Board of Directors will table at the next Annual General Meeting of the Association.

Amend to:

- 1) Refer to ARTICLE VI (3)

Reason: The Association cannot afford for an audit of the financials and this should not be required.

Other Important recommendations

1. Change all the all “telex and telegram” to “electronic media”.