

## **Articles of Incorporation and By-Laws**

**S.E.V.A 2026**

### **SASKATCHEWAN EQUESTRIAL VAULTING ASSOCIATION INC.**

1. The name of the Corporation is the Saskatchewan Equestrian Vaulting Association, abbreviated S.E.V.A.
  
2. The purposes of the Corporation are:
  - a. To foster, stimulate, and promote equestrian vaulting,
  - b. To acquire and/or subsidize acquisition of equipment suitable for vaulting,
  - c. To aid in building a better youth both physically and mentally,
  - d. To accept, receive, and take by devise, bequest or gift, and to hold, possess and enjoy for the purpose of the Corporation, donations, gifts, grants, devises, and bequests or real and personal property of all kinds and upon such terms and conditions and upon such trusts as the donor or donors of any such property may prescribe.
  
3. Disposition of Gaming Funds upon dissolution: Should the S.E.V.A. Saskatchewan Equestrian Vaulting Association, which received charitable gaming funds from licensed charitable gaming and/or direct charitable access, at any time dissolve or cease to exist, have any and all gaming monies or assets purchased with gaming funds held at the date of dissolution or cessation of existence, these funds shall be distributed by the Saskatchewan Equestrian Vaulting Association to:
  - a. A registered charity or registered charities in Saskatchewan, as defined in the Income Tax Act (Canada), as may be determined by members of the Corporation at the time of winding up or dissolution, or

- b. Such charitable or organization or organizations in Saskatchewan having similar charitable purpose.
4. On dissolution of the Corporation and after payment of all debts and liabilities, the remaining assets of the Corporation other than those described in (3) Gaming Funds, shall be distributed to the Alberta Equestrian Vaulting Association or such eligible organizations as may be decided by the members.
5. The Corporation's business shall be carried on without purpose of gain for its members and any profits or other accretions to the Corporation shall be used for promoting its purposes.
6. Clauses 3, 4, 5, and 6 are unalterable in accordance with the Non-profit Corporations Act.

**S.E.V.A SASKATCHEWAN EQUESTRIAN VAULTING ASSOCIATION  
INC.**

**BY-LAWS**

**Part I. Interpretation**

1. In these by-laws, unless the context otherwise requires,
  - a. "Directors" means the directors of the Corporation for the time being.
  - b. "Corporation" means the S.E.V.A. Saskatchewan Equestrian Vaulting Association
  - c. "Non-profit Corporations Act" means the Non-profit Corporations Act of the Province of Saskatchewan from time to time in force and all amendments to it.
  - d. "Registered address" of a member means their address as recorded in the register of members.
  - e. "Affiliated Club" means a Vaulting Club operating in the Province of Saskatchewan recognized by the Corporation. A club has no minimum member requirement.
  
2. The definitions in the Non-profit Corporations Act on the date these by-laws become effective apply to these by-laws.
  
3. Words importing the singular include the plural and vice-versa, and words import the male person include a female person and corporation.

**Part II. Membership**

4. There shall be (~~4~~2) classes of members:
  - a. Regular Adult Membership: The members of which shall be entitled to vote at all meetings of members and be entitled to be elected as directors. Members must be 18 years of age or older.

- b. Junior Membership: All members under the age of 18 and are ineligible to vote.
  - c. ~~Special Membership: Parent or guardian of legally underage Junior Members who have paid the fees as set by the club.~~
  - d. ~~Club Membership: A club can apply to become a recognized member club of the Corporation by filling out an annual application form. The club must have at least one (1) coach who is a member of the Corporation and in good standing with the Saskatchewan Horse Federation (SHF).~~
5. Application for membership shall be in writing and each applicant on becoming a member shall agree to be bound by the Constitution and by-laws and all rules of the Corporation.
  6. A member in good standing is a member who has complied with the regulations as hereinafter set forth and who is not in arrears of membership fees.
  7. The financial liability of the member to the Corporation shall be limited to the amount due from them in respect to their membership fees.
  8. No member shall be entitled to any of the rights or privileges of the Corporation during any year until their annual fee for that year is paid. On January 1<sup>st</sup> in each year, all members who paid for the proceeding year but who have not paid for the current year shall be removed from the membership roll.
  9. Any member may resign from the Corporation by notifying the Corporation in writing, or by allowing their membership to expire, or death.
  10. Membership of the corporation will expire on receipt of formal notice of resignation or upon dissolution.
  11. No applicant for membership shall be entitled to vote or hold office until their application has been accepted. No new member may vote at an Annual General Meeting unless they have been a paid-up member for a minimum for thirty (30) days.
  12. The Board of Directors shall have the power to suspend or expel any member who fails to observe any rule or regulation set forth in these by-laws or whose conduct in, in the opinion of the Board, prejudicial to the interest of the Corporation. A member so suspended or expelled

shall have the right to be heard at a General Meeting of the Corporation. An affirmative vote of three-quarters (75%) of the voting members is required for reinstatement.

### **Part III. Meetings**

13. The first Annual General Meeting of the members of the Corporation shall be held not more than eighteen (18) months after the date of incorporation, and after that an Annual General Meeting of the Association shall be held at least once in every calendar year at such time and place designated by the Executive Committee, Extraordinary General Meetings may be held at a time and place fixed by the Board of Directors. A notice shall be mailed by paper copy or electronically at least thirty (30) days in advance to each voting member. The Corporation's business shall be conducted using Robert's Rules of Order.
  
14. Notice requirements relating to meetings will be as follows:
  - a. Notice of a meeting of the Board of Directors, other than the one immediately following the Annual General Meeting, shall be given to each Director at least fourteen (14) days prior to the date of the meeting.
  - b. Notice of a meeting of the Executive Committee shall be given to each member at least ten (10) days prior to the date of the meeting.
  - c. A special meeting may be called on short notice of the Board of Directors or Executive Committee if a quorum can be met. A special meeting is defined by a circumstance arising which needs to be addressed in a time frame less than the notifications listed in 14(a) and 14(b).
  
15. A majority of **eligible voting** directors constitutes a quorum at any meeting of directors and, notwithstanding any vacancy among the

directors, a quorum of directors may exercise all the powers of the directors.

16. Notification requirements relating to meetings are as follows:

- a. Notification for any meeting of the Board of Directors or Executive Committee may be sent via email, phone, mail, or verbally.
- b. The accidental omission to provide notice of a meeting to, or the non-receipt of a notice by, any of the members entitled to receive notice does not invalidate proceedings at that meeting.

17. Meetings of the Board of Directors and/or the Executive Committee may be held in person, electronically, or by conference call. Alternatively, the Board or Committee members may be canvassed by mail by the President and/or the Secretary.

18. At the written request of five percent (5%) of voting members in good standing, the Secretary shall call an extraordinary General Meeting of members. This meeting shall have the same status as if it were called in the regular way by the Board of Directors, but such meeting shall deal only with the purpose for which it is called.

19. Voting on business at General Meetings of members subject to by-law 34:

- a. Special resolutions to amend or revise the Constitution and by-laws of the Corporation must be approved by at least a 51% majority of the votes at a General Meeting of members.
- b. Resolutions to set membership fees or amend the Corporation's Rules and Regulations must be approved by at least a 51% majority of votes at a General Meeting of members.

- c. Resolutions dealing with any other business of the Corporation must be approved by at least a 51% majority of votes at a General Meeting of members.
- d. A quorum of members is present at a meeting of members, regardless of the number of persons actually present at the meeting, if the members entitled to cast a majority of the total number of votes at a meeting of members are present in person. There is no Proxy voting permitted.

#### **Part IV. Directors and Officers**

20. The affairs of the Corporation shall be managed by members of the Board of Directors each of whom shall be a member of the Corporation pursuant to 4(a), elected at each Annual General Meeting except as hereinafter specified. This Board of Directors shall be composed of not less than five (5) Regular Adult Members and not more than 9. **In addition, each Affiliated Club will, at the Annual General Meeting, present the name of one (1) Junior Member to hold a position on the Board as per Bylaw 21 (b).**
21. **Representatives of e**~~Each Club shall be entitled to nominate one individual to the position of Club Director.~~ **Affiliated Club with SEVA shall be entitled to hold the following positions:**
- a. **no less than one (1) individual board position, and no more than three (3) individual board positions. This These individuals shall be entitled to a position on the Board of Directors.**
  - b. **one (1) Junior Member to the Board of Directors that will attend all activities of the Board of Directors. These Junior Members will be non-voting members of the Board of Directors and act in an advisory role. These Junior Members may also hold positions on committees of the Board, but may not hold the position of Chair.**
22. Nominations for the Board of directors must be received by the Secretary no later than thirty (30) days prior to the Annual General Meeting.

23. The Board of Directors may delegate any, but not all, of its powers to an Executive Committee

24. The Board of Directors at the first meeting after the Annual General Meeting shall elect from among their number:

- a. A President, elected for a term of two years, as the Chief Executive Officer of the Corporations, supervising the other Officers in the execution of their duties,
- b. A Vice-President, elected for a term of one year, who shall carry out the duties of the President during their absence,
- c. A Secretary, elected for a term of two years, who will be responsible for;
  - i. conducting the correspondence of the Corporation,
  - ii. issuing notices of meetings of the Corporation and Directors,
  - iii. keeping minutes of all the meetings of the Corporation and Directors,
  - iv. having custody of all records of the Corporation except those required to be kept by the Treasurer,
  - v. having custody of the common seal of the Corporation,
  - vi. maintaining the register of members.
- d. A Treasurer, elected for a term of two years, who shall keep financial records, including books of account as are necessary to comply with the Corporation Act and render financial statements to the Directors, members and others when required or ensure these are done.
- e. Two (2) Directors at Large, elected for a term of one year, who shall act on the Executive Committee and who together with the President, Vice President, Secretary, and Treasurer shall constitute the Executive Committee, who in absence of the Board shall act for the Board of Directors.

- f. A Past-President who will oversee assisting the continuity of information and training of the new President.
- g. The Secretary shall be responsible for obtaining from each **Affiliated Club** their nominee for the position of Club Director to sit on the Board of Directors.
- h. There must be a minimum of three executive members at all times, and these must include a President, a Secretary, and a Treasurer.

25. The Board of Directors may appoint representatives to other organizations.

26. The Board of Directors may appoint special committees composed of members of the Corporation, as may be required. The Board shall set and determine the terms of reference for these special committees .

27. The applicants for incorporation shall become the first Directors of the Corporation whose term of office shall be until the first Annual General Meeting following incorporation.

28. The office of Director shall be automatically vacated if:

- a. the Director resigns their office,
- b. the Director is found to be unfit by reason of physical or mental incapacity,
- c. at a General Meeting of members a resolution is passed by at least three-quarters (75%) of the voting members present to remove that director, or
- d. on their death.

29. Where vacancies on the Board for any reason occur, the remaining members of the Board may by appointment, fill the vacancy with a member of the Corporation who shall serve until the next Annual General Meeting.

30. Directors and Executive Committee members shall not receive remuneration for their services. Expenses incurred in the course of completing their responsibilities are reimbursable.

## **Part V. Indemnities**

31. Subject to the Corporations Act, every Director or officer of the Corporation or other person who has undertaken or is about to undertake any liability on behalf of the Corporation, and their heirs, executors and administrators and estate and effects respectively, shall from time to time and at all times, be indemnified and save harmless out of the funds of the Corporation, from and against:

- a. all costs, charges and expenses whatsoever which such Director, officer or other person sustains or incurs in or about any action, suit or proceedings which is brought, commenced or prosecuted against them. Or in respect of any act, deed, matter or thing whatsoever, made, done or permitted by them, in or about the execution of the duties of their office or in respect of any such liability;
- b. all other cost, charges and expenses which he they sustains or incurs in or about or in relation to the affairs thereof, except such costs, charges or expenses as are occasioned by this own willful neglect or default

## **Part 6. Voting**

Each eligible voting member is entitled to one vote at an Annual General Meeting or General Meeting

32. For the purpose of expediting motions the President will prepare an email message with a brief explanation regarding the need for an email vote and include the voting options.

a. Voting process:

i. As a method of Audit, Board members are instructed to "Reply All"

ii. The first two (2) votes received, regardless of "In Favor" or "Opposed", will be considered as the Mover and Seconder. Abstaining votes will not be considered.

iii. Vote by responding "Yes" beside any of the three (3) voting options:

- In Favour
- Opposed
- Abstain

b. A motion decision will have been reached when a quorum response has been achieved for any one (1) voting option, excluding those abstaining. It is not required that all Directors or Committee members must vote before a decision can be declared.

c. A request for a motion vote will remain open for seven (7) days and if quorum has not been established at that time, the motion will die and it will be returned to the Board or Committee for further discussion.

d. When quorum vote has been established, the President will advise all the outcome of the vote.

e. The email vote motion and outcome will be brought forward to the next Board of Directors meeting for ratification.

## **Part 7. Seal**

33. The Directors may provide a common seal for the Corporation and they shall have the power from time to time to destroy it and substitute a new seal in place of the seal destroyed.

34. The common seal shall be affixed only in the presence of the President and Secretary or President and Treasurer.

### **Part 8. Borrowing**

35. In order to carry out the purpose of the corporation, the Directors may on behalf of and in the name of the Corporation, raise or secure the payment or repayment of money in such manner as they decide and in particular but without limiting the generality of the foregoing, by the issue of debentures.

36. No debenture shall be issued without the sanction of a special resolution.

### **Part 9. By-Laws**

37. .On being admitted to membership, a member is may request, and on request the Corporation shall provide without charge, a copy of the constitution and by-laws of the Corporation.

38. These by-laws shall not be altered except by special resolution.

### **Part 10. Rules**

39. Fees shall be established by the Board of Directors and shall be due January 1st of each year.

40. The Corporation shall abide by The Provincial Vaulting Rules for Saskatchewan shall and, where appropriate, national or international rules for vaulting.

### **Part 11. Proceedings at Annual and General Meetings**

41. Business of the Annual General Meeting shall include:

- a. Consideration of the financial statements,
- b. Receipt of reports,
- c. Naming of directors, and
- d. Setting of the budget,

and may include:

- e. Adoption of special resolutions,
- f. business which is brought under consideration by the report of the Board issued with the notice convening the meeting, and
- g. Such other business as, under the by-laws, ought to be transacted at an Annual General Meeting. .

42. At the first annual meeting of members and at each successive annual meeting, the members shall appoint a financial auditor to hold office until the close of the next annual general meeting.

- a. By a vote of at least two thirds (2/3) of members, the members may resolve not to appoint an auditor. This resolution is valid until the next annual general meeting.
- b. Where the members pass a resolution not to appoint an auditor, they shall appoint a person who meets the qualifications set out in the Non-profit Corporation Act to conduct a review of the financial statements.
- c. By a vote of at least two thirds (2/3) of members, the members may resolve not to appoint a person to conduct a review of the financial statements.

43. The President, Vice President, or in their absence, one of the other Directors present shall preside as chairperson of the General Meeting.

44. If a meeting is scheduled and there are no Directors present within fifteen minutes, the present members shall select a chairperson from amongst themselves.

45. The Chairperson shall not move or second a resolution.

46. Minutes of the meeting will be recorded by the Secretary. A copy of the minutes shall be sent to every member.