

ONTARIO *Shorthorn* ASSOCIATION

ONTARIO SHORTHORN ASSOCIATION CONSTITUTION

1. **NAME:** The association shall be named "The Ontario Shorthorn Association" (OSA).
2. **AUTHORITY:** The Ontario Shorthorn Association (OSA) operates under the By-laws and Constitution of the Canadian Shorthorn Association and therefore its activities, rules and policies are confined to its own Provincial interests and may not conflict in any way with those of the Canadian Shorthorn Association (CSA).
3. **MISSION STATEMENT**
Advance the breeding, the promotion, and the improvement of shorthorn cattle in Ontario.
4. **VISION STATEMENT**
Facilitate the expansion of membership in the Association.
5. **MEMBERSHIP CRITERIA**
 - i. Member in good standing of the CSA.
 - ii. Resident of Ontario.
 - iii. Subject to membership fees at the provincial and national level.
6. **TYPES OF MEMBERSHIP**
 - i. Annual/Senior:
 - a. Individuals over the age of 21 residing in Ontario and have a minimum of one animal registered and enrolled with the official association registry, Digital Beef, for the current year.
Or
 - b. Registered business (corporation, sole proprietorship, partnership):
registered with the province of Ontario or a Canadian Corporation having its head office in the Province of Ontario and have a minimum of one animal registered and enrolled with the official association registry, Digital Beef, for the current year. The registered business must designate and register, in writing, an "Authorized Representative" with the CSA to act on their behalf.
Or

- c. Partnership, a combination of individuals and/or registered businesses: residing or registered in Ontario that have a minimum of one animal registered and enrolled with the official association registry, Digital Beef, for the current year. The partnership must designate and register, in writing, an "Authorized Representative" with the CSA to act on their behalf.
- ii. Juniors:

Individuals equal or under the age of 21, as of January first of the current year residing in the Province of Ontario unless the individual is studying outside of the Province of Ontario with their primary residence being within the Province of Ontario.
- iii. Associate:
 - a. Individuals over the age of 21 residing in Ontario.
 - or**
 - b. Registered business (corporations, sole proprietorships, partnerships) registered with the Province of Ontario or a Canadian Corporation with its head office in the Province of Ontario.
 - or**
 - c. Partnerships, a combination of individuals and/or registered businesses residing or registered in Ontario.

7. MEMBERSHIP PRIVILEGES

- i. Annual/Senior:
 - a. May make motions and vote at the Annual General Meeting (AGM). The "Authorized Representative" for registered business or partnerships may vote at the AGM.
 - b. May be substituted provided the change is appropriately registered and accepted by the office of the CSA 60 days before any vote or Board membership.
 - c. is eligible to be nominated/run for the OSA Board of Directors.
- ii. Junior:
 - a. may register animals in the official herd book.
 - b. may make motions and vote at AGM if over 18 years of age as of January first of the current year subject to the rules and regulations of the CSA and has a minimum of one animal registered within the official herd book.
- iii. Associate:
 - a. is unable to make motions or vote at AGM or any other meetings of the OSA but may speak to a motion before the OSA at the AGM or any other meetings of the OSA.
 - b. Does not have animals registered in the herd book.

8. ANNUAL GENERAL MEETING (AGM) of the Ontario Shorthorn Association

- i. The AGM will be held after the fiscal year financial reports are completed and at a date and place, and in a manner as is convenient to the membership but no later than the 15th day of May of each fiscal year.
- ii. Quorum – fifteen (15) members present in person or by a video conferencing platform shall constitute a quorum for the transaction of business at the AGM.
- iii. Business arising at any AGM is decided by a majority vote of those members eligible to vote.
- iv. Notwithstanding anything contained herein, no individual shall be at liberty to cast more than two votes (including any designations by a partnership or company) on any matter coming before an Annual General Meeting.

- v. One member is to be elected by the general membership to represent the Ontario Association on the CSA board.
- vi. Roberts Rules of Order apply to all OSA meetings, agendas and minutes are mandatory.

9. ELECTION OF DIRECTORS

- i. The election of Directors takes place at the AGM.
- ii. Eligible members are entitled to vote for Directors to the OSA Board.
- iii. Eligible members who wish to run for election must submit their intention at or prior to the AGM. They must be:
 - i. An annual/senior member in good standing.
 - OR
 - ii. The "Authorized Representative" for registered business or partnerships in good standing.
 - iii. A Junior member in good standing, 18 years of age or older as of January first, in the subject year.
- iv. Prior to the election of new officers, candidates may briefly share their qualifications, goals, and reasons for running as a Board Director.

10. BOARD OF DIRECTORS

- i. The OSA Board consists of a maximum of 9 directors elected at the AGM by the general membership. In addition to the 9 directors, the Past President can also be a member of the Board.
- ii. Election of Board Directors:
 - a. are elected by the membership at the AGM.
 - b. term of office shall be three (3) years.
 - c. retiring directors are eligible for re-election provided they qualify.
 - d. At every AGM a minimum of one-third (1/3) of the total number of directors shall be elected for a period of three (3) years to fill the places of the retiring directors.
- iii. Responsibilities of Board of Directors:
 - Board of Directors:
 - a. exercise general supervision over the affairs of the Association.
 - b. oversee all committees and appoint new or temporary committees as necessary.
 - c. can not designate a substitute to act on their behalf.
 - d. will meet a minimum of four times per year, not including the AGM.
 - e. are required to participate in a minimum of 50% of scheduled Board meetings.
 - f. are not eligible for any kind of remuneration from the OSA or CSA.
 - g. are subject to the by-laws of the CSA.
- iv. Vacation of Office:
 - The office of a director is vacated:
 - a. If the director resigns from the board office,
 - b. If the director ceases to have the necessary qualifications,
 - c. If the director has been absent without previous leave of the Board for greater than 50% of the Board Meetings, or
 - d. By death.

- v. Vacancies – Where a vacancy occurs on the Board and a quorum of Directors remains, the Directors remaining in office may appoint a qualified person to fill the vacancy until the next AGM. If there is not a quorum of Directors in office, the Director, or Directors then in office shall immediately call a meeting of the members to fill the vacancies, and in default, or if there are no Directors then in office, the meeting may be called by any member.
- vi. President and Vice-President are elected by the Board of Directors at the first meeting of the Board immediately following the AGM.
- vii. The President:
 - a. is responsible for scheduling meetings and preparing the agenda for each meeting in collaboration with the OSA Secretary.
 - b. presides over meetings of the Association and Board of Directors as required.
- viii. The Vice-President shall perform the duties of the President if the President is unable to act.
- ix. The Directors have the right to accept or reject donations.
- x. Quorum for Board Meetings: A quorum is 5 members of the Board to conduct usual business of the Board.
- xi. Rules of Order: Roberts Rules of Order apply to all Board meetings, agendas and minutes are mandatory.
- xii. The Secretary and Treasurer or, in lieu of a Secretary and Treasurer, a Secretary-Treasurer are/is appointed by the Board.
 - a. The Secretary and Treasurer need not be a Board member but may be a Board Member.
 - b. The Secretary and Treasurer shall attend all meetings of the Association.
 - c. The Secretary and Treasurer shall perform administrative (record keeping and financial) as assigned by the Board.

11. Financial Matters

- i. The fiscal year of the Association is the calendar year, January first thru December thirty first.
- ii. The bank signing officers (Treasurer) is/are appointed by the Board Directors with full and appropriate minutes registered with the bank.
- iii. An annual budget for the upcoming fiscal year is to be prepared and approved by the Board for presentation at the AGM.
- iv. The previous year's financial reports are to be presented at the annual meeting.
- v. OSA members are subject to annual membership dues at both the OSA (provincial) and CSA (national) level. OSA dues are determined and revised periodically. Dues are subject to a majority vote at an AGM. CSA dues are established and collected in accordance with the CSA constitution.

12. Amendments to Constitution

- i. The Constitution may be amended at any annual meeting if notice of such proposed amendment has been provided to all members for review prior to the meeting. Notwithstanding this, the Constitution may be subject to periodic reviews on a five (5) year basis and any changes, modifications or amendments will be distributed to the membership not less than fourteen (14) days prior to an AGM. Amendments to the Constitution require a two-thirds (2/3) majority vote.

13. Coming into effect

- i. Upon the approval of this Constitution, this Constitution replaces and supersedes any previous OSA constitutions.

Dated at Lindsay the 13 day of April, 2024.

President of the OSA

Steve Bartlett

Steve Bartlett

Vice-President of the OSA

Frank Byrne

FB

Directors of the OSA

Jessica Currie-Stevens

J Stevens

MARTIN R MASON

Mart R Mason

Gary Evans

Garry Evans

BRAD HEIGHT

Brad H

RALPH COOKE

R. Cooke

Nickolas Martin

Nickolas Martin

Pat Thi hodcan

Pat Thi hodcan