



# CANADIAN MORAB ASSOCIATION

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## CONSTITUTION

### ARTICLE I - PREAMBLE

1. This by-law shall be deemed to be the constitution of the Canadian Morab Association.

### ARTICLE II - NAME

1. The name of this Association shall be "The Canadian Morab Association".

### ARTICLE III - SEAL

1. The seal of this Association shall consist of a flat faced circular die, with the following words engraved thereon: Canadian Morab Association.

### ARTICLE IV - OBJECTS

1. The objects of this Association shall be:

- (a) to promote the understanding and appreciation of the Morab as a breed with definite traits of usability and versatility making it the perfect family horse.
- (b) to encourage improvement in quality and quantity of Canadian Morab stock through good breeding programs and introduction of recognized blood lines.
- (c) to establish standards of breeding and carry out a system of registration / identification.
- (d) to establish a respected public image of the Morab as the best of breeds as demonstrated by member participation in all types of shows and classes and by utilization of their Morab for family enjoyment. In this behalf to foster friendship and good-will between Morab owners and to establish a friendly rapport between Association members and the public and similar Associations particularly.
- (e) to co-operate with other breed associations and agricultural groups to develop the interests of the horse industry in Canada.
- (f) to found and maintain a National Magazine or Periodical devoted directly and indirectly to the Morab Horse.
- (g) in order to accomplish the objects of the Association to make all needful contracts and agreements and adopt aims from time to time to protect and assist breeders engage in propagation of purebred Morab Horses in compliance with the Animal Pedigree Act or any regulations made there under.
- (h) to make, alter and repeal regulations subject to the provision hereinafter set forth.

### ARTICLE V - DEFINITIONS AND INTERPRETATION

1. In this Constitution and every regulation, rule or schedule made pursuant to this Constitution, unless there is something in the subject or context inconsistent therewith:

- (a) "Act" means Animal Pedigree Act, its predecessors such as "livestock Pedigree Act, R.S.C., c. 168", and its successors, as amended from time to time;
- (b) "PMHA" means Purebred Morab Horse Association;
- (c) "IMR" means International Morab Registry;
- (d) "MHA" means Morab Horse Association & Register;
- (e) "CMHA" means Canadian Morgan Horse Association;
- (f) "CAHR" means Canadian Arabian Horse Registry;
- (g) "AMHA" means American Morgan Horse Association;
- (h) "IAHA" means International Arabian Horse Association;
- (i) "Board of Directors" or "Board" means all directors and Officers of the Canadian Morab Association;
- (j) "Association" or "CMA" means Canadian Morab Association;
- (k) "CLRC" means Canadian Livestock Records Corp. as set out in the Animal Pedigree Act;
- (l) "Directors" or "Zone Directors" means Zone Directors of the Association and in the absence of any Zone Director, the Vice-Director or Director-Elect for that zone;
- (m) "owner" includes ; an individual, solely or jointly, or a partner in a partnership, or a substantial

shareholder of voting shares in a corporation, named on a certificate of registration/identification issued pursuant to this Constitution and the animal Pedigree Act, for a living purebred Morab.

2. Headings, sub-headings, and any index are for convenience only and do not form a part of this Constitution. The Board of Directors in printing or publishing this Constitution may add such headings, sub-headings and index as they deem appropriate.

3. This constitution and every regulation, rule and schedule made pursuant to it shall be read with the appropriate changes of number or gender required by the context.

#### ARTICLE VI - MEMBERSHIP

The rules and regulations hereinafter set forth shall be administered and enforced by the Board of Directors or by an Executive Committee appointed by the Board of Directors.

##### A. Types of Members

The following shall be the types of memberships;

1. Honorary Members . The Association may appoint honorary life members at a general meeting if the board of directors have by resolution named the proposed member or members and recommended that such appointment be made, but such honorary member shall take no part in the management of the Associations affairs, their positions shall be purely honorary.

2. Annual Members. Annual Members shall be those individuals, who are eighteen (18) years or more, and are Canadian Citizens ordinarily resident in Canada or a permanent resident within the meaning of the Immigration Act, 1976; partnerships or corporations resident in Canada who pay the prescribed annual membership fee due on the first day of January each year. An annual member may be comprised of:

(i) individuals;

(ii) a partnership or a corporation.

(iii) affiliated association membership shall be open to those local or regional Morab Horse Clubs which meet the criteria for affiliation and pay the prescribed annual membership fee.

3. Life Members. Life members shall be those individuals who are eighteen (18) years of age or more, and are Canadian Citizens ordinarily resident in Canada or a permanent resident within the meaning of the Immigration Act, 1976; who have paid a life membership fee and shall be a member for his/her lifetime, where the context requires, in this constitution, a life member shall be deemed to have paid his/her annual fee or his/her membership fee for each year.

4. Associate Members. Any person , wherever resident outside of Canada who desires to promote interest in the Morab Breed may become a voting member of the Association upon written application, accompanied by the annual membership fee due the first day of January each year and shall be designated as an "associate member". No associate member shall hold an elected office in the Association.

5. Junior Members. Junior members shall be those individuals who have not reached their eighteenth (18th) birthday before January first of the year for which the junior membership applies, and pay the prescribed junior membership fee due on the first day of January each year. Junior members shall be non - voting members and shall not be entitled to hold elected office in the Association.

##### B. Application

1. Application for all types of membership, except Honorary, shall be in writing and payment of fees thereof may be accepted by Canadian Morab Association, but does not become effective until approved by the Board of Directors of the Association. Each applicant on becoming a member shall

ipso facto be deemed to agree and be bound by this constitution and amendments thereto and all the rules of the Association, but the Association shall have the power to reject any application for membership.

2. Application for partnership or an incorporated company membership shall specify the person authorized to vote, act, or sign for the partnership or corporation. A member of a partnership or corporation other than the person mentioned in the application may be authorized by the partnership or corporation to act or vote at any meeting of the Association .

##### C. Affiliated Clubs

1. Any local or regional Morab Horse Club consisting of at least five ( 5 ) Morab owning members may become an "Affiliate" member of the Association:

( a ) upon written application accompanied by

(i) the annual membership fee, as determined and fixed from time to time by the Affiliation Commit-tee, due the first day of January each year;

(ii) a complete membership list as of December 1st of the previous year;

(iii) a properly constituted set of by-laws for the purpose of governing the activities of the organization which must hold at least one general meeting a year, and forward a copy of the minutes of the annual meeting;

(iv) an affidavit signed by the President and secretary that the club does support and/or agrees with the principles of the Canadian Morab Association.

( b ) the President and Secretary and 50% of the membership must be members of the Canadian Morab

Association. Provisions will be made for Awards to those clubs having a specified high percentage of members who also belong to the Canadian Morab Association.

2. Members of an affiliate club shall have no voting rights; however, the group as a whole shall have one vote. The individual to vote to be designated on the application. No member of an affiliate group shall hold an elected office, receive discount rates for transactions with the CMA, or enter the CMA Awards unless and until he or she becomes a voting member of the Association in his or her own right. Membership in an affiliate club shall in no way limit the right of the individual Affiliate Club members who are also CMA members to vote in their own name.

3. Affiliated Clubs shall specify their boundaries. In cases where any individual member belongs to two or more Affiliate Clubs, the individual is responsible to notify in writing the Affiliation Committee Chairman or such person designated by the Board of Directors on which membership list he/she is to be counted. Failure to state as above will result in omission of the individual's name from any and all applying clubs membership lists for the purpose of determining Affiliation Fee or Club status. In cases of dispute the Canadian Morab Association will not act as referee in any circumstances.

4. Any person suspended by the Board of Directors of the CMA or CLRC will be omitted from the membership lists of any applying club.

5. The directors may, at their sole discretion, cancel the affiliate membership of any local club not meeting the criteria.

#### D. Terms of Membership

1. The membership year shall be the calendar year with all memberships, except multiple year, Honorary and Life, terminating on December 31st each year.

2. All members in good standing shall, as a matter of contract and except as hereinafter provided, enjoy the same rights and privileges and be subject to the same liabilities as the original incorporators of this Association. No member who is in arrears of membership or other fees or dues shall enjoy such rights and privileges.

3. Every member shall be entitled to a certificate of membership, a duplicate certificate may be issued upon such terms as the board of directors shall prescribe.

4. 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 or other fees or dues or suspended.

5. The financial liability of the member to the Association shall be limited to the amount due from him in respect to his/her membership and registration fees.

6. A member may, provided he/she is not in arrears for membership or other fees or dues, at any time resign from membership in the Association by giving notice in writing to the secretary and or Office Administrator of his/her intention to do so, but membership shall not terminate until the end of the current membership year.

7. No member shall hold Office or be entitled to vote at a meeting or to give notice to amend this constitution if at the time in arrears of membership or other fees or dues, and no applicant shall be entitled to vote until his/her application for membership has been accepted.

8. No member shall be entitled to any of the rights and privileges of the association during any year until his/her annual fee for that year is paid. On December 31st in each year all members who paid for the preceding Association year, but who have not paid for the then current year, shall be removed from the membership roll. They may nevertheless again become members in the manner prescribed by this constitution.

#### Article VII - Fiscal Year

1. The fiscal year of the Association shall be from January 1st of any year to December 31st of the same year.

#### Article VIII - Association Offices

1. The head Office of the association shall be at such place as the Board of Directors may from time to time determine.

2. The office for the registration of pedigree for purebred Morabs shall be at such place as the Board of Directors may from time to time determine, and under the supervision of the officials and boards constituted under the Animal Pedigree Act.

#### Article IX - Books and Records

1. Books and records of the association may be kept at such a place in Canada as the Board of Directors may from time to time approve.

#### Article X - Voting

1. Each annual member who has paid the annual membership fee due on January 1st each year and each Life member shall be entitled to one vote, provided such member is over eighteen (18) years of age and is in good standing.

2. An affiliate group which has paid the annual membership fee due on the 1st day of January each year and is otherwise in good standing shall be entitled to one vote.

3. Such members may vote at any members or Zone meeting either in person or by proxy in writing, provided

however, that such proxy shall be filed with the secretary and or office administrator of the meeting before the chairman calls the meeting to order. Such proxies shall entitle the holders thereof to vote at any adjournment of such meeting but shall not be valid after the final adjournment thereof. No proxy shall be valid after the expiration of twelve ( 12 ) months from the date of its execution unless the member executing it shall have a specified therein the length of time it is to continue in force, which shall be for some limited period.

#### Article XI - Quorum

1. Board of Directors Meetings; A majority of the members of the Board of Directors as constituted for the time being shall constitute a quorum for the transaction of business at a meeting of the board of directors, but a fewer number may adjourn any meeting from time to time and the meeting may be held as adjourned without further notice. When a quorum is present at any meeting a majority of the members present thereat shall decide any questions brought before such meeting ; it shall be neces-

sary, however, for proper notice in accordance with the constitution to have been sent to all members of the Board of Directors before any meeting of the Board of Directors may take place. Proof of such notice shall be presented to the meeting of the Board of Directors by the secretary and or office administrator or other officer producing for the meeting Photostatted or certified copy of the notice and a written statement that the notice requirements of this Constitution had been complied with by the officer making the statement.

2. Members Meetings; Providing notice has been given to the members, a quorum at any annual or special meeting of members shall be ten members present personally or by proxy.

#### Article XII - Officers and Directors

##### A. Officers

1. The officers of the association shall be a President, Vice - President, Secretary and or Office Administrator and a Treasurer.

2. The officers shall be elected by the Board of Directors, such elections to be held in any year only for the officers whose term of office has expired, and a meeting shall be held without notice for this purpose, immediately after the annual meeting of the members or any meeting held in lieu thereof and at the same place.

3. No person shall be an officer of the association unless he/she is a registered owner or active breeder of an Identified/Registered Purebred Morab Horse and is a voting member in good standing who is an individual who is eighteen (18) years of age or more, and is a Canadian Citizen ordinarily a resident of Canada or a permanent resident within the meaning of the Immigration Act , 1976.

4. Officers, once appointed by the board of directors, shall immediately become a member of the board with full voting and other rights.

5. No officer of the association may hold more then one office.

6. The board of directors at its discretion may appoint such clerks, executives, employees or agents to assist in the objects of the association or to assist any officer in carrying out his/her duties as it may deem from time to time advisable. The clerks, executives, employees or agents so appointed need not be members of the association or Morab Horse owners.

##### B. Zone Directors

1. For the purpose of the election of directors, the Zone boundaries of the Canadian Morab Association shall be designated in the following manner:

(a) - Quebec

(b) - Ontario

(c) - Alberta and Northwest Territories

(d) - Prince Edward Island, New Brunswick, Nova Scotia and Newfoundland

(e) - British Columbia and Yukon

(f) - Saskatchewan

(g) - Manitoba

2. There shall be a director for each zone, elected by the voting members in that zone. To be eligible for election a nominee for zone director must be a member in good standing, resident in that zone, who is an individual who is eighteen (18) years of age or more, and is a Canadian Citizen ordinarily resident in Canada or a permanent resident within the meaning of the Immigration Act, 1976.

3. The procedure for election of a director in each zone shall be as follows:

(a) A written notice from the outgoing zone director, or failing that, from the secretary and or the office administrator, to all members in the zone, which said notice shall contain:

(i) the date of expiration of the term of the outgoing zone director;

(ii) the call for nominations;

(iii) the date by which nominations must be received;

(iv) the procedure for filling a nomination; and

(v) the election procedure following nomination and dates applicable thereto

(b) To constitute a valid nomination for the position of zone director:

(i) the nomination must be in writing signed by one voting member in that zone and seconded by another voting member of that zone;

(ii) the nominee must be a voting member in good standing ;

(iii) the nominee must file a written statement signed by him/her that he/she agrees to stand for the position of zone director;

(iv) the nomination and statement must be filed with the secretary and or office administrator by the nomination date. The nomination date shall be twenty one ( 21 ) days from the date of the notice. If the statement of nominee is not filed as provided herein, it shall be deemed that the nominee has declined the nomination.

(c) If there is only one valid nomination the secretary and or office administrator shall declare that candidate elected by acclamation.

(d) If there is more than one valid nomination, there shall be an election held as follows;

(i) the election shall be conducted by the secretary or such person as the board of directors may appoint as election officer.

(ii) voting shall be by ballot;

(iii) the election officer shall no later than twenty one (21) days after the nomination date, mail a ballot containing the names of all candidates, to each voting member in good standing, in that zone.

(iv) the board shall prescribe the form of the ballot as well as set guidelines for the conduct of the election and rule upon any inquiry brought by any nominee, candidate or member within that zone.

(e) In order to be counted in the election a ballot must be marked for one candidate only for each office thereon and received by the election officer by the election date. The day following the election date the election officer in the presence of any candidate or member count the ballots and declare elected the candidate receiving the greatest number of votes.

(f) Within seven (7) days of declaring a nominee elected , the election officer shall notify by mail, the President, Secretary and or office administrator, all candidates and outgoing director of the name of the newly elected zone director. The secretary and or office administrator shall publish the name of the newly elected zone director and the election results in the next issue of the Magazine. Election results shall include total number of ballots received by election officer, number of spoiled ballots and the number of ballots cast for each candidate.

4. No person shall be a director of the association, unless he/she is a registered owner or active breeder of an Identified/Registered purebred Morab Horse, identified pursuant to this constitution and the Animal Pedigree Act.

5. The newly elected director shall take office immediately upon the close of the first annual meeting of members subsequent to his/her election. If the zone director is unable or unwilling to attend or vote at meetings, then the director elected shall have the same rights as the director for that zone.

6. (a) Each zone director shall promote the interests and objects of the Association within that zone and perform all duties as the Board of Directors may designate from time to time. (b) The Board of Directors may prescribe guidelines and or make rules and regulations for the carrying out of the duties of zone director.

### C. Board of Directors

1. To provide continuity of knowledge, decisions, etc., the immediate past president shall be the ex-officio member of the board of directors and shall have full voting and other rights as a member

of the board.

2. (a) The board of directors shall have the entire management of the business and objects of the Association.

(b) In the management and control of the property, business, and affairs of the Association, the board of directors is hereby vested with all powers possessed by the Association itself. Without limiting the generality of the foregoing the board of directors;

(i) shall be the only body empowered to deal with matters arising under the Animal Pedigree Act and any authority or person constituted thereunder.

(ii) shall have the right to fill vacancies which may occur among the officers through resignation, removal, disqualification or otherwise.

(iii) shall have the right to set up committees and appoint members thereto as the board deems necessary to carry out the objects of the Association and the provisions of this Constitution and the board may delegate such powers and authority to such committees as the board deems appropriate.

(iv) shall have the power to make, amend and repeal regulations, rules or schedules necessary to carry

out the provisions of this Constitution and the Act.

3. (a) Any director or officer of the Association may resign during his/her term of office by giving written notice to the secretary of the Association.

(b) Any zone director who ceases to reside in the zone shall be deemed to have resigned upon the expiration of sixty (60) days of that director ceasing to reside in the zone.

(c) Any director who ceases to be a member in good standing shall be deemed to have resigned upon the expiration of sixty (60) days of that director ceasing to be a member in good standing.

(d) The members of a zone at any meeting called specifically for the purpose may remove from office the director for that zone by a vote of majority of all the members of that zone. The board of directors may remove from office any officer agent or member of any committee elected or appointed by the board, by a vote of the majority of the entire board.

(e) Any vacancy, whether the result of resignation, removal or otherwise shall be filled in the case of an officer or other appointee of the board forthwith by appointment by the board of directors for the un-expired term, and in the case of a director as provided in this Constitution.

4. (a) Should any zone, upon the expiration of the term of the zone director, fail to elect a zone director or should a zone director resign, retire, be removed, disqualified or otherwise vacate his/her office, the board of directors though less than a quorum, may meet for such purpose and choose by majority vote of those present a successor director for the un-expired term.

(b) The secretary and or office administrator shall forthwith upon the vacancy being filled so notify in writing the new director and president . Such notice shall also be published as soon as possible in the magazine.

5. Each member of the board of directors shall be of the full age of eighteen (18) years and be a Canadian Citizen ordinarily resident in Canada or a permanent resident within the meaning of the Immigration Act, 1976.

6. In the event that during the term of office of any director or officer, he/she should cease to meet the qualification of being the owner or active breeder of an Identified/Registered purebred Morab horse, registered pursuant to this Constitution and the Act, for any reason, such director or officer shall have three (3) months from the date of ceasing to qualify to become an owner or active breeder of an Identified/Registered purebred Morab horse registered pursuant to this Constitution and the Act, failure to comply with this qualification shall result in the director or officer being disqualified and his/her office being declared vacant.

7. Members of the board of directors may be interested directly or indirectly in any contract relating to the operations conducted by the Association and in any contract of furnishing supplies thereto.

#### Article XIII - Duties Of Officers

1. President. The President shall be the chief coordinating Officer of the Association and when present shall preside at all meetings of the members and of the Board of Directors. Unless some other person is thereunto specifically authorized so to do by vote of the Board of Directors, the President with the Secretary and/or Office Administrator or Treasurer shall sign all certificates of membership, bonds, deeds, and contracts of the Association. He/she shall perform all the duties commonly incident to his/her office and shall perform such other duties as the Board of Directors shall designate from time to time.

2. Vice-President. The Vice-President shall promote the interest of the Morab Horse Breed in all the respective areas. In the event of absence of the President, the Vice-President shall perform the duties and have the powers of the President. Vice-President shall perform such other duties and have such other powers as the Board of Directors shall designate from time to time. In lieu of the President, a Vice-President together with the Secretary and/or Office Administrator or Treasurer may sign a certificate of membership.

3. Secretary and/or Office Administrator. The Secretary and/or Office Administrator shall keep accurate minutes of all meetings of the members and the Board of Directors and shall perform all the duties commonly incident to his/her office and shall perform such other duties and have such other powers as the Board of Directors shall designate from time to time. The Secretary or Vice-President to sign certificates of membership in the Association. He/she shall be responsible for the proper filing of all Association correspondence and for the maintenance of statistical records of the Association. In his/her absence at any meeting, an Assistant Secretary of a Secretary Pro Tempore shall perform his/her duties thereat.

4. Treasurer. The Treasurer subject to the order of the Board of Directors shall have the care and custody of the money, funds, valuable papers and documents of the Association ,and shall have exercise under the supervision of the Board of Directors all the powers and duties commonly incident to his/her office. He/she shall be the direct liaison office with the authorities designated under the Animal Pedigree Act and shall be responsible to fulfill the accounting requirements under such Act. He / she shall deposit all funds of the Association in such bank of banks, trust company or trust companies, or with such firm or firms doing a banking business as the Board of Directors shall designate. He/she may endorse for deposit or collection all cheques

and notes payable to the Association or to its order, may accept drafts on behalf of the Association and may together with the President or Vice-President sign certificates of membership. He/she shall keep accurate books of account of the Associations transactions which shall be the property of the Association, and together with all its property in his/her possession shall be subject at all times to the inspection and control of the Board of Directors. The Treasurer shall hold his/her office during the pleasure of the Board of Directors and shall be subject in every way to its orders and shall render an account of the Associations funds at each annual meeting of the members. All cheques, drafts, notes or other obligations for payment of money shall be signed by the Treasurer (except as the Board of Directors shall otherwise especially order). Notes and bonds shall be countersigned or registered as the condition of their validity by the President or such other officer as the Board of Directors shall by resolution direct. The Board of Directors may appoint as Assistant Treasurer or an Accountant with such powers and duties as it shall deem best.

#### Article XIV - Terms of Office

1. The term of the first incorporators of the Association shall be for three years from the date of incorporation, and thereafter the term of office for all Directors and Officers of this Association shall be three years except for the office of the President to be on an annual election basis after the completion of the first term of three years.
2. At the first annual meeting of members for the election of Directors, one-third of the Directors shall be elected for a term of three years, one-third shall be elected for a period of four years and one-third shall be elected for a term of five years. Thereafter Directors shall be elected as their respective terms expire but all for a three year period.
3. The term of office for Officers and Directors shall be determined by the calendar year, although each shall hold office until his/her successor takes office.
4. The Secretary and/or Office Administrator shall publish in the Association Magazine at least once every calendar year the names, addresses and year of expiration of the term of office of each Officer and Director.

#### Article XV - Expenses, Income and Property

1. The income and property of the Association from whatever source derived shall be applied solely towards the promotion and furtherance of the objects of the Association, and no part thereof shall be paid or transferred directly or indirectly by way of bonus or otherwise as profit or gain to members of the association past present or future or to any person claiming through any member; provided how-ever that nothing herein contained shall prevent the bona fide payment of remuneration to any secretary - treasurer, registrar, officer, clerk or servant, or other person or persons for services actually rendered to the Association whether such are members of the Association or not, and the expenses of the directors and other officers incurred in doing the business of the Association, if such payment shall have approval of the board of directors. Provided, further, that it shall be deemed a promotion and furtherance of the objects of the association to encourage and promote the distribution of a National Magazine.

#### Article XVI - Audit And Annual Report

1. The Board of Directors at each general meeting shall submit a complete record of its acts and of the affairs of the Association. It shall present detailed statement duly audited of the records and expenditures of the preceding year and of the assets and liabilities of the Association. A copy of this report, a list of the officers elected and the representatives, also general information on the affairs of the Association will be sent to the Minister of Agriculture of Canada within twenty days after the annual meeting. A copy of the report shall be mailed to each member on request, provided that such member is in good standing.

#### Article XVII - Books Of Record

1. The Association shall cause a book to be kept by the secretary and or office administrator, which shall contain a copy of the constitution and amendments thereto, and every person upon becoming a member of the Association shall receive a copy of the constitution together with all amendments thereto to date.
2. The Board of Directors shall cause a book to be kept by the secretary and or office administrator, which shall contain all regulations, rules and schedules enacted by the board and any amendments thereto, and every person upon becoming a member of the Association shall receive a copy of all such regulations, rules, schedules with all amendments thereto to date.
3. Books of Accounts shall be kept by the treasurer at a place convenient to him or where directed by the board of directors from time to time, and shall be available to all members in good standing for inspection at all reasonable times.

#### Article XVIII - Meetings

1. Zone Meetings Each zone shall hold a minimum of one meeting per year called at a time and place most convenient for the majority of members as determined by the zone director. Minutes of such meetings shall be duly recorded and submitted to the Association secretary within thirty days of the date of the meeting.

2. **Board Meetings** Regular meetings of the board of directors shall be held at such places within Canada and at such times as the board may by vote determine from time to time. Special meetings of the board may be held at any time or place whenever called by the President, Vice-President, secretary, or three or more directors, in which case notice thereof must be given to each member of the board of directors by the secretary or the person calling the meeting. Such special and regular business as deemed appropriate by the board of directors may be conducted at such special meeting. Meetings may also take place at any time without formal notice provided that all members of the board of directors are present or those not have waived notice thereof.
3. **Annual Meeting** An annual meeting of the association shall be called at such date, time and place within Canada as decided by the board of directors but in any event such meeting must take place before August 31st of each year.
4. **Special Meetings** Special meetings may take place at any time upon the call of the President, Vice-President, the secretary, the treasurer or three or more Directors.
5. **Notice of all meetings** stating the time and place thereof shall be given by mailing the same to each member of the zone in the case of zone meetings, to each member of the board of directors in the case of a board meeting, to each member in the case of a member meeting. At least fourteen days prior to the date of the meetings.
6. **The order of business at all meetings shall be;**
  - (I) Identification of members
  - (ii) Reading minutes of previous meeting
  - (iii) Reports of officers, directors and committees
  - (iv) Correspondence
  - (v) Unfinished Business
  - (vi) New Business
  - (vii) Adjournment
7. **In case of a dispute of procedure, the PRESIDENTS ruling shall be final.**
8. **A copy of the minutes of all meetings of the board of directors and of the association shall be mailed within thirty days following such meetings to each member of the board of directors and to the director of the Canadian Livestock Records Corp. Such minutes shall stand approved if no objection is raised within thirty days by anyone who was in attendance at such meeting.**
9. **The Secretary and or office administrator shall publish the minutes or a summary thereof of all meetings of the association and such meetings of the board of directors in its absolute discretion deems appropriate, in the magazine as soon after such meetings as feasible. Members may obtain copies of minutes of such meetings, except for any board meeting or parts thereof the board deems confidential, in the manner prescribed by the board upon payment of the cost of supplying such minutes.**

#### Article XIX - Voting Of Stock Held

1. Unless otherwise provided by resolution of the board of directors, the president or vice-president may from time to time be appointed an attorney or attorneys or agent or agents of this association in the name and on behalf of this association, to cast the votes which this association may be entitled to cast as a stockholder or otherwise in any other organization or holders of stock or other securities of such other organization or corporation, or to consent in writing to any action by any such other corporation or organization and may instruct the person or persons so appointed as to the manner of casting such votes or giving such consent and may execute or cause to be executed on behalf of the association and under its corporate seal or otherwise, such written proxies consents, waivers or other instruments as he/she may deem necessary or proper in the premises; or either the president or vice - president may himself attend any meeting of such corporations or organizations and thereat vote or exercise any or all other powers of this association as a holder of such stock or other securities.

#### Article XX - Registration / Identification Of Pedigrees

1. A register shall be kept at the office of the Canadian Morab Association. This register shall be called the Canadian Morab Registry and shall be published by the CMA at such time as decided by the Board of Directors and in such form as it may decide.
2. There shall be furnished by the CMA for all living animals registered / identified, a certificate of identification on the form adopted by the CMR committee. The pedigree shall be in such form as decided by the board of directors.
3. All certificates of registration shall be submitted for the approval of the officer appointed for that purpose by the Minister of Agriculture for Canada.
4. Any person suspended or expelled from membership shall not be allowed the privilege of registering

pedigrees in the Canadian Morab Registry.

5. Any person prohibited from registering pedigrees by any other organization incorporated under the Animal Pedigree Act shall not be allowed to register pedigrees in the Canadian Morab Registry.

6. A record committee of the CMR book shall have power for any cause which in the opinion of the committee seems proper to refuse application for registration or transfer from any person whether a member or not. Any such action taken by the record committee under this provision shall be immediately reported to this association. The record committee may refuse to accept the signature of any person on an application for registration or transfer whether a member or not pending action of the board of directors of this association.

7. It is the responsibility of the board of directors to protect the integrity of the registry.

8. Except for foals or imported horses which are eligible for registration/identification and for which registration/identification has been applied for or horses registered with the registry of the Purebred Morab Horse Association or the International Morab Registry, only horses registered in the Canadian Morab Registry shall be considered, designated or called "Morabs" for show, sale or any other purpose.

#### Article XXI - Identification And Inspection

1. The board of directors shall make regulations for practical and effective system of identification of all horses for registration/identification or recordation.

2. The board of directors may from time to time make regulations regarding inspection of all pure-bred Morab Horses and breeding stock. The manner in which inspections shall be carried out and the purpose of such inspection shall be consistent with the provisions, intent and aims of this constitution. Article XXII - Names And Prefixes

1. (a) The board of directors has the right to refuse to accept for registration any name it deems inappropriate, improper or likely to adversely affect the registry or the association, or which may be misleading or confusing as to the origin or relationship of the animal otherwise.

(b) The board of directors may make rules and regulations regarding names for registration.

2. The board of directors may allow the name of an animal to be changed and may prescribe rules, regulations and fees for that change of name of an animal.

3. Animals from a foreign country shall be registered with the same name they had in the country from which they come.

4. The following names shall not be used:

(i) Names of members of the Royal Family, or leaders of national government of the day.

(ii) Names of animals registered / identified or recorded previously in the Canadian Morab Registry.

(iii) Names of which the spelling or pronunciation is similar to names already in use.

(iv) Names of famous horses.

(v) No two animals shall have the same name.

5. (a) A breeder may register for his/her exclusive use a name to be used as a prefix in naming his/her animals.

(b) A particular prefix will be allowed to one person or partnership or corporation only and in registering such prefix priority in use and in application for registration shall be considered.

(c) Such registered prefix may be transferred to another person, partnership or corporation upon application:

(i) by the person in whose name it is registered,

(ii) by the authorized representative of a partnership or corporation in whose name it is registered, or

(iii) by the legal representative of a deceased owner, a bankrupt or other legally incompetent party in whose name it is registered.

(d) After the expiration of five (5) years the registered prefix will be forfeited if it has not been used in registering an animal or has not been renewed by the registered owner, provided that no registered prefix shall be forfeit until ninety (90) days after notice in writing has been forwarded to the registered owner at his/her address last known to the association.

(e) No forfeited prefix shall be used by any person for a period of three (3) years following forfeiture except by the former registered owner upon re - registration of the prefix or by a person with the consent of the former registered owner upon registration of the prefix.

#### Article XXIII - Private Breeding Records

1. There shall be kept by each breeder a private record which shall contain full particulars of his/her breeding operations. This record shall at all times be open to the inspection of officials of this association and officials of the Department of Agriculture for Canada.

#### Article XXIV - Standards For Registration/Identification

1. Standards for registration / identification and rules and regulations appropriate thereto may from time to

time and as occasion may require be made in a manner determined by the board of directors of this association.

2. All F1 Morab Horses and all consequent generation Morab Breeding stock will be judged for type and conformation as outline by the board of directors, prior to approval as breeding stock.

3. All Stallions will require a veterinary inspection and will be judged for type and conformation, by February 1st. of their second year (2 years old), then by February 1st. of their fifth (5 years old) and tenth (10 years old) year.

#### Article XXV - Rules Of Eligibility

1. The following classification of Morab horses are eligible for registration / identification when approved by the board of directors :

(a) To include all Morab Horses registered by the Purebred Morab Horse Association, Morab Horse Registry or the International Morab Registry, provided such horses shall comply with all rules, regulations and standards for registration/identification of this association.

2. Registration/identification of horses in the Canadian Morab Registry shall be limited to those Morab Horses which are :

(a) Animals born in Canada the sires and dams of which are registered / identified in the Canadian Morab Registry.

(b) Animals born in Canada the sires and/or dams of which are registered purebred in the CMHA bred to sires and/or dams of the CAHR are eligible as First Generation Morab (<sup>F1</sup>):

(c) Animals imported from a foreign country and are registered purebred in the registry of the PMHA, MHA or the IMR, with proven purebred lineage 50% Arab 50% Morgan bred to same.

(d) Animals imported in dam whose dam is a purebred registered / identified in the Canadian Morab Registry, and whose sire is a purebred Morab registered in the Purebred Morab Horse Association, Morab Horse Association or the International Morab Registry, and complies with all rules, regulations and standards for registration/identification of this association.

(e) A Morab of one generation bred to a Morab of another generation, the offspring will be the consecutive generation of the lessor of the two generations of the sire and dam; ( i.e. a 1st generation bred to a 3rd generation will have an offspring that is considered 2nd generation.)

#### Article XXVI - Applications For Registration/Identification

1. Every application for registration/identification must be executed with the personal signature of the owner of the dam at the time of foaling, subsequent to which each and every transfer of ownership must be registered with the Canadian Morab Registry authorities. If the sire is owned by a resident of and is in a foreign country, the sire must be registered in the name of the person certifying to the service. In such cases a copy of the registration/identification papers showing the stallion as being the property of the person signing as owner at time of the service will be required.

2. Application for registration/identification of animals born in Canada must be made by the person owning the dam at the time of foaling on the forms supplied by the Canadian Morab Registry. All blank spaces must be completed in ink or may be typewritten, and the form must be signed in ink by breeder, owner, and owner of service sire.

3. Application for registration/identification of an animal previously registered in the PMHA, MHA or the IMR must be accompanied by the certificate of registration issued by that registry, providing the qualifications, rules and regulations of the CMA are met and duly transferred to the name of the applicant.

4. When an animal is a twin , it shall be so stated when applying for registration and the sex given of the animal with which it is a twin. Should a twin be entered upon the record without such statement, no subsequent application for entry of animal twinned with same shall be accepted.

5. The breeder of the animal is the owner or lessee of the dam at the time she was served . A copy of the lease agreement must accompany the application for registration.

6. Application for registration/identification shall only be considered if all applicable provisions of the Act, this constitution, the rules and regulations made pursuant to this constitution have been complied with and the appropriate fees submitted.

7. Applications for registration/identification will only be approved if it is determined from the application and such other inspection, documentation or verification as may be required by the board of directors or CMA that the animal for which the application is made, is eligible for registration/identification and complies with all rules, regulations and standards for registration.

8. Correctness of pedigree and particulars on the application for registration/identification are the absolute and sole responsibility of the person making the application for registration/identification.

9. Should any animal be registered/identified or transferred through misrepresentation or fraud, the

registration/identification or transfer thereof shall be void. The registration/identification of animal that is void shall automatically void the registration/identification of any lineal descendant of that animal.

10. The Canadian Morab Association or any director, officer, executive, clerk employee, agent or appointee of the association while acting in such capacity, shall not be responsible for any erroneous statement made upon the application for registration / identification.

#### Article XX VII - Transfer And Duplicate Certificates

1. In case of the sale of an animal, the seller must furnish a Certificate of Registration/Identification in the Canadian Morab Registry, showing the purchasers ownership. Refusal to do so on any pretext whatever, except by written agreement to the contrary, shall be grounds for his/her expulsion, if a member, from the association, if not a member, further applications for registrations/Identifications or transfers shall be refused.

2. Applications for registration of transfer of ownership must be made in ink or typewritten on forms supplied by the Canadian Morab Registry and must give date of sale and date of delivery, and in case

of a female, if bred, the service certificate must be completed.

The application for transfer of ownership must be forwarded with the certificate of registration / identification to the Canadian Morab Registry by the registered owner or his/her authorized agent. 3. A duplicate certificate may be issued if the registered owner or his/her authorized agent files a statutory declaration on a form supplied by the Canadian Morab Registry showing in a satisfactory manner that the original is lost, destroyed or unobtainable.

#### Article XXVIII - Authorization Committee

1. The secretary and or office administrator and President, or the registry committee has the authority to authorize change of ownership and registration of pedigree where signatures or other information are for any reason unobtainable. The decision of the committee shall if unanimous be final. If the committee is not unanimous the matter in question shall be submitted to the board of directors for a decision. This committee or the board of directors shall have no power to authorize the registration/identification of any animal unless the pedigree of breeding submitted complies in all particulars, with the rules of eligibility for registration/identification as outlined elsewhere in this constitution. All decisions of the committee shall be submitted to the board of directors and shall be incorporated in the minutes of their next meeting.

#### Article XXIX - Fees

1. The fees to be charged for membership, registrations/identification, transfers and other services of the association shall be set from time to time by the board of directors and an up-to-date schedule of fees will be provided to all members or published in the association magazine at least once each year and upon every change to the schedule of fees.

#### Article XXX - Non-Members

1. Any person not a member of this association registering/identifying and transferring animals on the records of the association shall be subject to the same rules and regulations as a member except as otherwise specifically provided for.

#### Article XXXI - Association Magazine

1. In order to achieve one of the objects of this association the board of directors shall ensure that a national magazine or periodical is available for subscription by the members.

2. If the board of directors in its discretion deems at any time there is not any available magazine or periodical suitable for subscription by the members, the board of directors may authorize the publication of such magazine or periodical.

3. In addition to any available magazine or periodical deemed suitable by the board of directors for subscription by the members, the board of directors may authorize the publication of such other periodical or newsletter as the board of directors deems appropriate.

4. Until otherwise determined by the board of directors the national magazine of the association shall be "Canadian Morab World".

5. It shall be the duty of each director to promote the interests of any said national magazine or periodical in the directors zone, encouraging of submission of items of news to, subscriptions to and of advertising in the said magazine or periodical.

#### Article XXXII - Suspensions, Offenses And Penalties

##### A. Suspension or Expulsion of a Member

1. Any member who violates any rule or regulation of the association automatically suspends himself.

2. The board of directors shall have the power to suspend or expel any member who fails to observe any provision of the Act or any provision set forth in this constitution or any rule, regulation or schedule made pursuant to this constitution, or whose conduct is, in the opinion of the board, prejudicial to the interests of the association.

3. A suspended member, whether he/she was suspended by the board of directors, automatically suspends himself or has been placed on probation by the Records Committee of the Canadian Live-stock Records Corp., shall lose all rights of membership, the right to do business with the association and shall not be allowed to make any recordations or transfers, or registrations/identifications until such rights are re-instated by the board.

4. An expelled member shall have his/her membership automatically terminated and shall not be allowed to do business with the association or make any registrations/identifications, recordations or transfers until such rights are re - instated by the board.

5. The board of directors may set up an executive committee to hear charges laid against members. On report to the executive committee of a charge against any member which may result in suspension or expulsion, the charge shall be laid before a meeting of the executive committee and the member so charged shall have fifteen (15) days notice in writing of such meeting and shall have the right to be heard. The executive committee shall make its recommendations with reasons, in writing to the board.

6. A person who has been suspended or expelled from membership shall, after the expiration of sixty (60) days from the date of suspension or expulsion, have the right to apply to the board of directors for re - instatement. On such application the board at its next meeting may by a vote of two - thirds (2/3) of the members of the board present re - instate the person.

7. If the board refuses to re - instate a person suspended or expelled from membership, such person shall have the right to apply for re - instatement by the next succeeding general meeting of the members. Re - instatement by a general meeting shall be only by a vote of two thirds (2/3) of the members present there at and voting.

8. Any person expelled from membership by any other association incorporated under the Animal Pedigree Act shall not be eligible for membership in this association and if he/she is already a member at the time of such expulsion, his/her membership shall thereupon forthwith automatically terminate. Such member shall not be eligible for membership in this association for so long as he/she remains expelled by the other association.

#### B. Suspension of Registration/Identification or Pedigree

1. Each registration/identification, recordation or transfer of ownership of an animal is made upon the applicants or transferors declaration that the particulars on the application are correct. If it is subsequently found that the particulars were given incorrect or fraudulent, the registration/identification or transfer shall be suspended by the Canadian Morab Registry or the recordation or transfer suspended by the association and in the case where the particulars were fraudulently misrepresented, the association shall forthwith cancel the registration/identification, recordation or transfer. In the case where the particulars were innocently misrepresented the association shall only cancel the registration/ identification, recordation or transfer where the original applicant or any other interested party is unable or unwilling to correct the misrepresentation within a reasonable time, as determined by the board of directors, or if the misrepresentation when corrected would make the animal ineligible for the registration / identification, recordation or transfer.

2. Pedigrees registered / identified or recorded incorrectly may be corrected and re - registered re - identification or re - recorded by the owner or by the CMR at the expense of the original applicant for registration/identification, recordation or transfer.

3. Each suspension of a registration/identification shall remain in effect until such suspension has been lifted by the board of directors of the association.

4. Suspension, either of a member or of a registration/identification or recordation, shall not in any way derogate from the liability incurred by the member or person.

#### C. Offenses and Penalties

1. If it is brought to the attention of the board of directors that as a result of an inspection of the manner in which private records are kept and identification practiced by a breeder, it is shown that the rules and regulations in that regard as laid down by the association are nor being observed, the board of directors may immediately suspend or expel such breeder if a member, if not a member, further registration/identification, recordation or transfers may be refused, and if such inspection should indicate that the private records and identification system, as practiced by such breeder, are inaccurate, confusing or in such a state as to raise doubt as to the identity of any number or all of the animals in the stud, the board of directors may suspend the pedigree of any or all horses standing in the name of such breeder .

2. If any person knowingly makes a misleading, false or fraudulent statement in order to register, record or transfer an animal, that registration/identification, recordation or transfer shall be expunged from the registry or record and that person shall be debarred from making further registrations/ identifications, recordation or transfers.

3. If any person knowingly commits any act or omits or fails to perform any act the result of which may harm,

diminish or call into question the integrity of the Canadian Morab Registry or any registration/identification, recordation or transfer registered or recorded therein, such person, if a member shall be suspended or expelled and whether a member or not shall be refused further registrations/ identifications, recordation or transfers.

4. The board of directors may re - instate any member or the rights of any person upon such terms as the board deems appropriate.

5. The board of directors, the association or the Canadian Morab Registry shall not be held responsible or be liable in any way for any loss or damage that may be sustained through suspension, cancellation or correction of any registration/identification, recording or transfer, or through suspension or expulsion of any member.

6. The offenses and penalties set out in the Animal Pedigree Act and amendments thereto are applicable to all acts which are contrary to the provisions of this constitution or any regulation, rule or schedule made pursuant to this constitution.

#### Article XXXIII - Amendments

1. This constitution shall be subject to alteration or repeal but no alteration, amendment or repeal shall have any force or effect unless it receives the affirmative vote of two - thirds (2/3) of all members of the association present in person or by proxy at an annual meeting or any special meeting called for that purpose.

2. No amendments shall be valid until approved by the Minister of Agriculture for Canada and filed at the department Of Agriculture for Canada.

3. Notice of all proposed amendments shall be signed by two members in good standing and given to the secretary and or office administrator at least ninety days in advance of a general meeting and they shall be included in the notice calling such a meeting, otherwise the meeting shall have no power to deal with same. Notice of all such amendments shall also be sent to the Minister of Agriculture for Canada and the director.