



## EQUESTRIAN CANADA GOVERNANCE FAQ

### 1. What has changed with Equestrian Canada's governance?

The [Canada Not-for-profit Corporations Act \(CNCA\)](#) came into force Oct. 17, 2011 and required all not-for-profit organizations in Canada to comply by October 2015.

The CNCA is responsible for governing the internal affairs of federal not-for-profit corporations. The new CNCA was put into place to help Canadian not-for-profit organizations apply a new set of governance rules that are modern, flexible and better suited to today's industry realities in the not-for-profit sector.

[EC's new CNCA compliant By-laws](#) were successfully voted in by a two-thirds majority in September 2015. The major changes EC implemented in order to comply with the CNCA are as follows:

#### Voting Structure

The CNCA requires EC to have a direct relationship to its voting members. Therefore, the following voting membership structure was created and implemented:

**Category A Members:** Equestrian Sports

**Category B Members:** Provincial & Territorial Sport Organizations (PTSOs)

**Category C Members:** National Equine Associations

The Voting members are selected by consensus from their stakeholders:

- Category A members are selected by representatives from each of the recognized equestrian sport disciplines.
- Category B members are selected by the PTSOs.
- Category C members are selected by national equine associations registered with, and recognized by, EC.

Responsibilities of the voting members include:

- Selecting EC Board members as recommended by the Nominations Committee.
- Approving By-law changes
- Receiving EC's audited financial statements
- Appointing EC's auditor on an annual basis
- Voicing and representing the best interests of their group (constituents) to the EC Board
- Acting as a liaison between their group and the EC Board to ensure both groups are kept well informed

The complete terms of reference for EC Voting Members can be found in the [Equestrian Canada Governance Policy Manual](#).



### **Competency-Based Board**

Following the implementation of the new CNCA-compliant By-laws, EC began transitioning to a competency-based Board of Directors, elected by the Voting Members, as mandated by the CNCA.

This ongoing transition, to be fully implemented by November 2017, ensures that EC can benefit from a national board of individuals who have the skills, knowledge and experience to lead EC effectively and help the organization obtain and maintain status as a world-class equestrian organization.

For more information about the EC Board and election process, visit [www.equestrian.ca/about/governance](http://www.equestrian.ca/about/governance).

### **Elimination of Council Structure**

The EC Councils have been removed as a governing layer in the EC By-laws. This has allowed EC to create a direct governing relationship between the Board, the board and EC committees and EC staff.

The new structure allows for a far more efficient decision-making framework for EC that is volunteer-led and staff-driven. In addition, it helps protect EC, as under the CNCA, the Board has a legal obligation to act in the best interests of EC and is ultimately responsible for governing the organization.

The new EC Governance Model is as follows:



# EC GOVERNANCE STRUCTURE

Board

Board  
Committees

- Recognition and Awards
- Nominating
- Audit
- Governance
- Finance
- Ethics
- Equine Health & Welfare
- Human Resources

Voting  
Members

- Category A
  - Equestrian Sport Disciplines
- Category B
  - Provincial/Territorial Sport Organizations
- Category C
  - National Equine Affiliate Organizations

Registered Participants



## 2. When did the changes to Equestrian Canada's governance happen?

### Implementation of New By-laws

The changes to EC's governance were implemented after the proposed CNCA-compliant By-laws and Articles of Continuance were officially accepted by the EC membership during the EC General Meeting on Sept. 26, 2015.

### Establishment of Voting Members

The Category A, B and C Voting Members were selected by Transition Committees representing each of the previous Council Groups: Sport, Industry, and Provinces. The inaugural meeting of the Voting Members took place on April 23, 2016 at the EC Annual Convention.

### EC Board Terms & Elections

As per the new By-laws, the EC Board election process began implementation in 2016 and is currently in an active transition phase that will be completed in 2019. Once fully implemented, the election process will ensure that there are a maximum of 13 Directors on the Board. The terms of Board members will be staggered so that new Directors are elected each year – in accordance with the number of Directors whose terms expire that year. Each Director's term will expire after three years and no Director may serve on the EC Board for more than six consecutive years.

## 3. Why did the changes to Equestrian Canada's governance happen?

EC's previous governance model and By-laws were not compliant with the [Canada Not-for-profit Corporations Act \(CNCA\)](#) and therefore had to change.

In order to create proposed By-laws that complied with the new CNCA and provided the governance framework for EC to become a leading, world-class organization, the EC Board of Directors established a By-laws Taskforce that ensured broad representation and leadership from all key stakeholder groups. The Taskforce was comprised of a total of 16 members, including two peer-nominated representatives from each of EC's key stakeholder groups (sport, industry, recreation and PTSOs), EC leadership staff, and legal and facilitation professionals.

Over a period of four months, the Taskforce consulted with stakeholders representing industry, recreation, sport, and PTSOs. All feedback was documented, compiled into summary reports and shared openly with the Taskforce, Councils and EC Board to ensure they were aware of the various comments, questions, opinions and suggestions that were put forward for consideration. This allowed the Taskforce to improve and strengthen its draft By-laws and ensure the final By-laws put forward to public vote reflected extensive and collaborative consultation between EC and its key partners and stakeholders.



The By-laws were voted on by the EC membership on Sept. 26, 2016 and the required minimum of two-thirds voting in favour of the new By-laws was not only reached, it was far exceeded.

#### 4. How do the changes to Equestrian Canada's governance benefit the equestrian community?

##### **Increased Efficiency**

By adopting a leaner governance model that reduces the number of governing layers, EC has the ability to follow best practices of modern not-for-profit governance and function far more efficiently. This means that positive changes and innovations that benefit the equestrian community are not bogged down in red tape and can be implemented in a timely and efficient manner.

##### **Accountable Governance**

Under EC's new CNCA-compliant governance policies, accountability is the building block for success. The EC Board of Directors are legally responsible for acting in the best interests of EC. In addition, Directors on the EC Board cannot be appointed, but must be elected by the EC Voting Members, based on competency factors. To be successfully elected, Board members must have the relevant skills, knowledge and experience to lead EC to be a world-class equestrian organization.

##### **Informed, Inclusive and Equal Representation**

By mandating that EC Voting Members must be chosen by a consensus amongst their stakeholders, EC has created a framework that allows for ECs major stakeholder/interest groups to be represented at the governance level by individuals deemed to have the necessary qualifications to take on the responsibility of the role with a high level of integrity, knowledge and skill.

Each of the Voting Member Categories has equal voting rights at the EC governance level, ensuring a fair and inclusive governance process.

#### 5. Where should I direct additional questions related to EC's governance?

General questions and comments regarding EC governance can be directed to [ceo@equestrian.ca](mailto:ceo@equestrian.ca).

Questions for a specific Voting Member Category can be directed as follows:

**Category A: Equestrian Sports Disciplines** – [CategoryA@equestrian.ca](mailto:CategoryA@equestrian.ca)

**Category B: Provincial & Territorial Sport Organizations:** [CategoryB@equestrian.ca](mailto:CategoryB@equestrian.ca)

**Category C: National Equine Affiliate Organizations:** [CategoryC@equestrian.ca](mailto:CategoryC@equestrian.ca)

For more information regarding EC governance see the [EC Governance Policy Manual](#) or visit [www.equestrian.ca/about/governance](http://www.equestrian.ca/about/governance).