



# ***ESA Discipline Committee By-Laws***

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2.2	31/5/18	Complete re-write of 'Discipline Committee and other By-Laws' document

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## Discipline Committee By-Laws

### 1) Introduction

These Regulations are made by the Association's Board under rule 31 of the ESA Constitution.

The Management Committee (the Board) is responsible for the overall control and management of Equestrian South Australia (ESA). The Executive Officer (EO) is responsible to the Board for the operational management of ESA. The Board has chosen to delegate some functions to sub-committees, '**Discipline Committees**'. These Discipline Committees are formed and managed under the documented ESA Constitution and by these regulations.

For the Board to focus on governance and to delegate to management the authority necessary for operational management it is necessary to define the responsibilities and authorities of the ESA Discipline Committees.

The committees have a primary function to provide the Board with effective technical management of the various equestrian disciplines. To do this requires that they must be comprised of Subject Matter Experts (SMEs) for those disciplines. The Board does have some obligation to accept the advice and guidance of those SME committees, provided that the ensuing course of action does not conflict with the stated aims and objectives of the Association.

### 2) COMMITTEE ESTABLISHMENT

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The ESA Constitution empowers the Board to establish and delegate any of its functions, powers or duties (except this power to delegate) to such committee or committees as it thinks fit<sup>1</sup>.

Under this Regulation the Board will establish Discipline Committees for Equestrian disciplines. Such sub-committees will be constituted and managed in accordance with this regulation.

This regulation recognises the following sub-committees for the respective Equestrian disciplines:

- I. Dressage South Australia;
- II. Eventing South Australia;
- III. Jumping South Australia;
- IV. Show Horse South Australia;
- V. Vaulting South Australia;
- VI. Carriage Driving South Australia;
- VII. Interschool South Australia.

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<sup>1</sup> ESA Constitution 19.2 (a).

In addition to those noted in clause 2, the Board will establish a sub-committee to administer the Association's Coaching Accreditation Scheme. Such sub-committee will be constituted and managed in accordance with this Regulation.

### 3) COMMITTEE TERMS OF REFERENCE

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Each discipline committee is responsible for:

- I. promoting and developing its discipline from junior to national level in South Australia and implementing Equestrian Australia policy and rules applicable to the discipline;
- II. establishing a strategic plan for the discipline within guidelines provided by the Association from time to time;
- III. appointment of working parties to conduct at least one State Championship event or one showcase event annually;
- IV. appointment of a representative to the state selectors panel;
- V. selection and training of state squads; in association with the EA and ESA policies;
- VI. recruitment, training and appointment of adequate numbers of qualified national officials, who must be members of the Association;
- VII. appointment of members to management and technical positions in the manner set out by the committee in conjunction with the EO;
- VIII. developing an annual budget for the discipline's funds, to be approved by the ESA Board, and management of funds within the approved budget. The discipline budgets must be submitted to the ESA Office by 30th April each year;
- IX. The EO will notify both the Discipline Committee and FARMC of any funds exceeding budget;
- X. conducting meetings as it determines necessary for the conduct of business or as directed by the Board;
- XI. providing of copies of meeting minutes to the Executive Officer within 14 days of the completion of each meeting<sup>2</sup>. The form and manner of minutes will be determined by the ESA Board;
- XII. providing a monthly report, using the ESA reporting template, to the Board within 14 days of each meeting;
- XIII. provide an annual report to the Board by July 30th of each year;
- XIV. appointing one or two representatives to attend an open forum conducted with the Board at least annually on dates agreed by the Board.
- XV. to engage in fundraising activities, as approved by the EO, to assist the discipline development;
- XVI. the funds of each discipline committee will remain the funds of the relevant discipline committee to expend in accordance with their budget subject at all times to the overall cash flow requirements of the Association. At the end of the financial year any remaining surplus funds of each discipline will be transferred into the equity reserves of the Association and will be reported in each discipline's reserves and are able to be used as approved by the Board.

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<sup>2</sup> ESA Constitution 19.2 (e).

### *Coaching Committee*

The Coaching Committee is responsible for:

- I. administering the training and assessment of Equestrian coaches to enable them to obtain accreditation;
- II. advising on the development and administration of Equestrian coaching in South Australia.
- III. establishing an annual budget for the discipline's funds for submission to the ESA Board for approval, and management of approved funds within the budget. The discipline budget must be submitted to the ESA Office by 30th April each year.

For the avoidance of doubt, discipline committees are administrative representatives of the Association and are not authorised, entitled or empowered to enter into contracts or to incur liabilities on behalf of the Association or independently.

## **4) COMMITTEE STRUCTURE**

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### *Committees*

- (a) Each committee will comprise a minimum of 5 and a maximum of 12 Individual Members (excluding the (ESA) Chair and (ESA) Executive Officer), being:
  - (i) a maximum of nine people appointed by the Board from nominations received following a process to be set by the Board;
  - (ii) up to three people co-opted by the committee members, subject to at least five elected members being on the committee;
- (b) Other than representatives co-opted under clause 4.1(a)(ii), all representatives shall be appointed to a committee for a period of three years, unless otherwise set out in this Regulation or determined by the Board. Representatives co-opted under clause 4.1(a)(ii) may only be co-opted for 12 months from the date of formal notification to the ESA Board.
- (c) Co-opted members can only serve for two consecutive terms.
- (d) For transitional arrangements in adopting these By-Laws, the terms of the committee persons still enduring their term on the committee shall by random selection determine their term on the committee such that three committee members are required for election each year.
- (e) The ESA Chair and ESA Executive Officer are ex-officio members of any discipline committee.

- (f) The Board may, at any time, remove a person from a discipline committee if it deems this appropriate. The Board reserves the right to make such a removal without stating the cause.
- (g) The Board has the power to dissolve any committee that it considers is not working effectively for the purpose(s) for which it was created or is not able to function as a committee<sup>3</sup>

#### *Coaching Accreditation Committee*

- (a) The Coaching Accreditation Committee will comprise:
  - (i) six people appointed by the Board from nominations received following a process to be set by the Board, which shall consist of two representatives who are registered coaches in each of Level I, Level II and Level III where possible; and
  - (ii) up to two people co-opted by the committee members, subject to at least five elected members being on the committee.
- (b) Other than representatives co-opted under clause 4.2(a)(ii), all representatives shall be appointed to the Coaching Committee for a period of three years, unless otherwise set out in this Regulation or determined by the Board. Representatives co-opted under clause 4.2(a)(ii) may only be co-opted for 12 months from the date of formal notification to the ESA Board.
- (c) Co-opted members can only serve for two consecutive terms.
- (d) The ESA Chair and ESA Executive Officer are ex-officio members of the Coaching Committee.
- (e) The Board may, at any time, remove a person from the Coaching Committee if it deems it appropriate. The Board reserves the right to make such a removal without stating the cause

#### *Appointment of people by Committees subject to Board approval*

For the avoidance of doubt, the Board may, at any time, remove and/or replace any person who has been elected or appointed to a Committee position. The Board reserves the right to make such a removal or replacement without stating the cause.

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<sup>3</sup> ESA Constitution 19.2 (f)

## 5) COMMITTEE PROCEDURES

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### i) Convening a Meeting

- (a) All discipline committees established under this Regulation shall meet as often as required, but at least six times annually;
- (b) All committee members will be provided with at least 7 days' written notice of all meetings of the committee, unless all committee members agree to hold a meeting at shorter notice (which agreement shall be sufficiently evidenced in writing or by their presence). Written notice of each committee meeting, specifying the general nature of the business to be transacted, shall be served on each committee member by:
  - (i) delivering it to the Committee member personally; or
  - (ii) sending it by electronic communication (subject to receiving appropriate confirmation that the notice has been effectively dispatched) in accordance with the Committee member's last notified contact details.

Alternatively, Committee members may nominate another preferred method of communication.

- (c) Circular resolutions.
  - (i) The practice of initiating circular resolutions should be avoided wherever possible and can only be used for urgent matters.
  - (ii) When circumstances dictate the necessity for a circular resolution there must be a 100% consensus of committee members to pass such a resolution.
  - (iii) The full motion and results of a determination must be attached to the minutes of the next committee meeting or sent separately to the EO.

### ii) Meeting Procedure

- (a) A quorum for the transaction of business of a meeting will be constituted by:
  - (i) any 50%, plus one of the elected/appointed/co-opted committee members; or
  - (ii) any three members of the Coaching Committee.

No business shall be transacted unless a quorum is present and if within half an hour of the time appointed for the meeting a quorum is not present, the meeting shall stand adjourned to the same place and at the same hour of the same day in the following week.

- (b) At all meetings of a committee, the committee chair shall preside. If the committee chair is absent or unwilling to act, the meeting shall appoint one of the other committee members to preside at that meeting. The committee chair shall be appointed annually by the committee from amongst their number.



- (c) Questions arising at a committee meeting shall be determined on a show of hands or, if demanded by a member, by a poll taken in such a manner as the person presiding at the meeting may determine.
- (d) Each committee member present at a committee meeting (except the ESA Executive Officer but, including the ESA Chair) is entitled to one deliberative vote on any issue. Therefore, there is no casting vote.
- (e) A resolution in writing signed or assented to by facsimile, text or other form of visible or other electronic communication by all the committee members for the time being present in Australia shall be valid and effectual as if it had been passed at a meeting of the committee duly convened and held. Any such resolution may consist of several documents in like form each signed by one or more of the committee members.
- (f) Without limiting the power of the committee to regulate its meeting as it thinks fit, a meeting of committee members may be held where one or more of the committee members is not physically present at the meeting, provided that:
  - (i) notice of the meeting has been given to all the committee members entitled to notice in accordance with the procedures detailed in clause 5.1(b);
  - (ii) all persons participating in the meeting are able to communicate with each other effectively, simultaneously and instantaneously – whether by means of telephone or other form of communication;
  - (iii) in the event that a failure in communications prevents the conditions in clause 5.2(f)(ii) from being satisfied by that number of committee members which constitutes a quorum, then the meeting shall be suspended until the condition is satisfied again. If such condition is not satisfied within 15 minutes from the interruption, the meeting shall be deemed to have terminated; and
  - (iv) any meeting held where one or more of the committee members is not physically present shall be deemed to be held at the place specified in the notice of meeting provided a committee member is there present and if no committee member is there, the meeting shall be deemed to be held at the place where the chair of the meeting is located.

iii) Annual Meeting

- (a) Unless otherwise determined by the Board, the "Annual Meeting" of a Committee is called to deal with the following business:
  - (i) for a committee, the election of any Technical / Sport positions on the committee as required; and
  - (ii) any other business which a member desires to bring before the meeting of which at least seven days' notice in writing has been given to the committee.

No business other than that set out in the notice convening the meeting shall be transacted at the meeting. The Annual Meeting is to be called after the ESA AGM with committee elections.

## Appendix

### 6) INTERPRETATION AND DEFINITIONS

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This Regulation will be interpreted in the same manner as the Constitution and in accordance with it. In this Regulation, all words or phrases defined in the Constitution have the corresponding definition. Further, unless the contrary intention appears:

**Committee** means, in this Regulation, any sub-committee of the Board created under this Regulation.

**Constitution** means the constitution of the Association as amended from time to time.

**Discipline** means an element of Equestrian, including Dressage, Eventing, Jumping, Show Horse, Carriage Driving, Vaulting and Interschool.

**Executive Officer** means the executive officer of the Association appointed by the Board in accordance with the Constitution.

**Chair** means the chair of the Association appointed in accordance with the Constitution from time to time.

**Regulation** means this By-Laws document.