



***ESA Discipline &
Coaching Committee
By-Law***

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2.2	17/08/2022	Complete re-write of Discipline Committee By-Law document
2.3		Review and update to relevant sections of the ESA Discipline & Coaching Committee By-Law

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1) INTRODUCTION

This By-Law is made under rule 31 of the Constitution of Equestrian South Australian Inc.

The Board is responsible for the overall control and management of the Association. The Board delegates the operational and technical management of the equestrian Disciplines and coaching accreditation to the Committees under this By-Law.

The Board is responsible for the oversight of the operations of the Committees.

2) COMMITTEE ESTABLISHMENT

Rule 19.2(a) of the Constitution empowers the Board to establish and delegate any of its functions, powers or duties (except the power to delegate) to such Committee or Committees as it thinks fit.

A Committee established by the Board will be constituted and managed in accordance with this By-Law.

The Board establishes the following Committees:-

1) Discipline Committees:

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

2) The Coaching Committee to administer the National Coaching Accreditation Scheme.

3) COMMITTEE TERMS OF REFERENCE

Each Discipline Committee is responsible for:

- I. promoting and developing the relevant disciplines from junior to national level in South Australia and implementing the relevant Equestrian Australia policy and rules;
- II. in conjunction with the Board, determining major strategic directions for their respective disciplines;
- III. where practical, conduct at least one State Championship event or one showcase event annually or at an interval agreed with the Board;
- IV. where relevant, appointing a representative to the State Selectors Panel;
- V. where relevant and at the discretion of each Committee, selecting and training of State Squads;
- VI. recruiting, training and appointing adequate numbers of qualified national officials, who must be members of the Association;
- VII. appointing members to management and technical positions in the manner set out by the Committee in conjunction with the Executive Officer;
- VIII. developing an annual budget for the Committee's funds, to be approved by the Board, and management of funds within the approved budget;
- IX. the Committee budgets, which must be submitted to the Executive Officer by 30th of April each year;
- X. conducting meetings in accordance with the procedure set out in this By-Law;
- XI. providing an annual report to the Board by 15th August of each year;
- XII. appointing one or more Committee representatives to attend an open forum conducted with the Board at least annually on dates agreed to by the Board;
- XIII. engaging in fundraising activities, as approved by the Executive Officer, to assist with the Discipline development;
- XIV. Committee funds which will remain the funds of the relevant Committee to expend in accordance with their budget, subject at all times to the overall cash flow requirements of the Association;
- XV. the management of Committee bank accounts in accordance with the ESA Discipline Committee Bank Accounts By-Law; and
- XVI. developing and implementing effective communications with the relevant Association members and where relevant, with affiliated clubs.

Coaching Committee

In addition to the above relevant terms of reference, the Coaching Committee is also responsible for:

- I. administering the training and assessment of Equestrian coaches to enable them to obtain accreditation; and
- II. advising on the development and administration of Equestrian coaching in South Australia.

For the avoidance of doubt, 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

Discipline Committees

- 4.1(a) Each Discipline Committee will comprise a minimum of three and a maximum of twelve Individual Members (excluding the (ESA) Chair and (ESA) Executive Officer), being:
- (i) a maximum of nine people appointed by the Board following an election process to be set by the Board; and
 - (ii) up to three people co-opted by the Committee members subject to at least three appointed members being on the Committee.

Coaching Committee

- 4.1(b) The Coaching Committee will comprise a minimum of three and a maximum of eight Individual Members (excluding the (ESA) Chair and (ESA) Executive Officer), being :
- (i) a maximum of six people appointed by the Board following an election process to be set by the Board. Where possible the Committee shall consist of up to three representatives, who are registered coaches, in each of Level 1 and Level II. Should Level III coaches be available they may be substituted for these positions; and
 - (ii) up to two people co-opted by the Committee members subject to at least three appointed members being on the Committee.

All Committees

- 4.2(a) Other than representatives co-opted under clause 4.1(a)(ii) and 4.1(b)(ii), all representatives shall be appointed to a Committee for a period of three years, unless otherwise set out in this By-Law or determined by the Board.
- 4.2(b) Representatives co-opted under clause 4.1(a)(ii) and 4.1(b)(ii) may only be co-opted for 12 months from the date of formal notification to the Board.
- 4.2(c) There is no limit on the number of consecutive terms for members appointed under clause 4(a)(i) and 4(b)(i).
- 4.2(d) Co-opted members can only serve for two consecutive terms.
- 4.2(e) In the event of a casual vacancy, a Committee may appoint an appropriate individual member to the vacant position. The person so appointed may continue in office up to the end of the term of the member they are replacing. Such appointments must be minuted accordingly and approved by the Board.
- 4.2(f) The initial Committee members appointed under cls 4.1(a)(i) and 4.1(b)(i) shall by random selection determine their term on the Committee such that three discipline Committee members and two Coaching Committee members are required for appointment each year.
- 4.2(g) No Committee member may be a Director of the Board during their term on a Committee.
- 4.2(h) The ESA Chair and ESA Executive Officer are ex-officio members of any Committee.
- 4.2(i) The Board may, at any time, remove a person from a Committee if it deems this appropriate. The Board reserves the right to make such removal without stating the cause.
- 4.2(j) 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.

5) COMMITTEE PROCEDURES

5.1 Convening a Meeting

- (a) All Committees established under this By-Law shall meet as often as required, but at least six times annually;
- (b) All Committee members will be provided with at least three 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).
- (c) 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.

5.2 Circular resolutions.

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

5.3 Meeting Procedure

- (a) A quorum for the transaction of business of a meeting will be constituted by:
 - i. any 50%, plus one of the Committee members (round up to the nearest whole number); 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 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 5.3(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 present there 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.
- (g) Within 14 days of any meeting of a Committee, the Committee shall send a copy of the minutes and any supporting documents to the Executive Officer.
- (h) The form and manner of minutes will be determined in consultation with the Executive Officer.

5.4 Conflict of Interest

All Committee members should be aware of and abide by the ESA Conflict of Interest Policy.

6 ANNUAL MEETING

Unless otherwise determined by the Board, the "Annual Meeting" of a Committee is called to deal with the following business:

- (a) the election of a Committee Chair and other positions as required for the operation of the Committee;
- (b) 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 held immediately after, or within 30 days of, the ESA Annual General Meeting.

Appendix

INTERPRETATION AND DEFINITIONS

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

Committee means any sub-committee of the Board created under this By-Law..

Committee Chair means the Chair of a Committee established under this By-Law

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.