



## Statutes of the International Eventing Officials Club

Revised March 2009, 2<sup>nd</sup> August 2010, July 2013, September 2022

### 1. Name

1.1 The Club's name is the International Eventing Officials Club (IEOC).

### 2. Definitions

2.1 In these Statutes, unless there is something in the subject or context which is inconsistent:

**Annual General Meeting** means the Club's Annual General Meeting

**Board** means the Executive Board elected or appointed in accordance with these Statutes

**Board member** means a person elected or appointed to the Executive Board in accordance with these Statutes, including the Chairman, Vice Chairman, Treasurer and Secretary General

**Chairman** means a person elected or appointed as Chairman of the Club in accordance with these Statutes

**Club** means the International Evening Officials Club (IEOC)

**Extraordinary General Meeting** means an Extraordinary General Meeting of the Club

**General Meeting** means an Annual General Meeting or an Extraordinary General Meeting

**Majority** means more than fifty percent

**Member** means a Member of the Club

**Objects/purposes** means the Club's objects/purposes as specified in these Statutes

**Returning Officer** means an independent person appointed to establish and implement an administrative procedure to enable Members to elect Board members in accordance with these Statutes

**Secretary General** means a person elected or appointed as the Club's Secretary General in accordance with these Statutes

**Statutes** means these Statutes, as amended or supplemented

**Vice Chairman** means a person elected or appointed as Vice Chairman of the Club in accordance with these Statutes.

### **3. Background**

- 3.1 The IEOC was founded in 1998 to represent FEI listed Eventing Judges, Course Designers, Technical Delegates and Stewards.

### **4. Objects/purposes**

4.1 The Club's objects/purposes are to:

- a) Provide a forum for communication between, and education of, its Members and a pooling of knowledge of the technical aspects of Eventing. It shall liaise with, and assist, the FEI Eventing Committee and the FEI Executive.
- b) Provide guidance to Officials in exercising their duties and responsibilities.
- c) Further the education of Members by organising meetings and seminars.
- d) Promote the impartial exercising of the duties of Eventing Officials.
- e) Promote the avoidance of conflict of interest of Officials.
- f) Promote teamwork among Officials and Organisers.
- g) Disseminate technical information to its Members.
- h) Represent and defend the interests of its Members.
- i) Promote good horsemanship and the welfare of the horse, in accordance with the FEI Code of Conduct.
- j) Maintain the integrity of the sport of Eventing.
- k) Monitor the Rules for Eventing and provide input for their revision.
- l) Provide input for the future development of the sport.
- m) Maintain close communication with other organisations in equestrian sport, including the Event Riders Association (ERA), the International Dressage Officials Club (IDOC), the International Show Jumping Officials Club (ISJC) and the Equestrian Organisers (EO).

### **5. Membership**

- 5.1 All FEI listed Eventing Officials (Judges, Course Designers, Technical Delegates, Stewards, Veterinarians) are entitled to be Members of the IEOC.
- 5.2 Membership is extended to retired FEI Eventing Officials.
- 5.3 The Organising Committees of all FEI Events may nominate one representative to join the IEOC.
- 5.4 Organisers and Riders are welcome to attend all IEOC meetings.
- 5.5 There is no membership fee. Members are asked to pay a voluntary subscription fee which will be used for the running costs of the Club.

## **6. Members' Rights**

6.1 Each Member may:

- a) Attend and speak at all General Meetings.
- b) Submit topics for discussion at all General Meetings and vote.

6.2 Only members who are current or retired FEI listed Evening Officials, or FEI Event Organisers are eligible for nomination to any Board position.

## **7. Members' Obligations**

7.1 All Members must.:

- a) Comply with and observe these Statutes.
- b) Acknowledge that the Statutes of the IEOC, the FEI General Regulations and Rules for Eventing provide the structure within which they shall work as International Eventing Officials.
- c) Continue to meet the eligibility criteria in clause 5.

## **8. Cessation and Cancellation of Membership**

8.1 A person ceases to be a Member if:

- a) They give the Secretary General written notice of their resignation as a Member.
- b) The Board cancels their membership because they bring the IEOC, or the sport of Eventing into disrepute.

8.2 The Secretary General must notify the person in writing of the Board's decision to cancel their membership, including the reasons.

8.3 The person has the right to appeal the decision of the Board at the next Annual General Meeting. Any such appeal must be submitted in writing to the Secretary General within six weeks of receiving notice of the Board's decision to cancel their membership.

## **9. Board**

9.1 The Board will oversee and manage the Club's activities and transactions on behalf of the Members.

9.2 Members of the Board must:

- a) Act and make decisions honestly, in good faith and in the Club's best interests.
- b) Avoid conflicts of interest.
- c) Keep informed about the Club's activities
- d) Monitor the Club's transactions and financial status.
- e) Review the Club's financial statement at least once each calendar year.

9.3 No action will be taken against Board members for any act or decision they make in accordance with these Statutes, if there is a subsequent resolution passed by a majority of all votes cast by Members invalidating the act or decision.

## **10. Membership of the Board**

- 10.1 The Board will consist of between four and six members elected in accordance with clause 11, including the Chairman, Vice Chairman, Treasurer, Secretary General and up to two additional Board members.
- 10.2 Subject to sub-clause 10.1, the Board, in consultation with Members, may determine the Board's size and composition.
- 10.3 The Board will appoint the Chairman, Vice Chairman, Treasurer and Secretary General from amongst its members.
- 10.4 The majority of members of the Board must be current or retired FEI listed Eventing Officials.
- 10.5 The Board elected under clause 11 may co-opt additional individuals onto the Board.
- 10.6 Board membership is honorary and carries no remuneration. Expenses incurred while fulfilling the functions of a Board member may be met by the Club.

## **11. Election of Board members**

### **Returning Officer**

- 11.1 The Board must appoint a Returning Officer for the election of Board members.
- 11.2 Board members and election candidates are not eligible for the position of Returning Officer.

### **Election**

- 11.3 The Returning Officer must establish and implement an administrative procedure to enable Members to elect Board members in accordance with these Statutes.
- 11.4 The procedure must:
- a) Provide a fair and transparent process for Members to participate in the election of Board members.
  - b) Apply democratic principles to the nomination and election of Board members.

### **Timing of election**

- 11.5 Unless sub-clause 11.6 applies, an election for any Board member position must be held:
- a) Not more than 90 calendar days before the end of the term of the current Board member; and
  - b) not less than one calendar day before the end of the term of the current Board member.
- 11.6 The timing of an election to fill a casual vacancy for any Board member position will be determined by the Board and must be held in accordance with these Statutes.

### **Nominations**

- 11.7 Nominations of individuals to fill any Board member position must be:
- a) Submitted to the Returning Officer in a form approved by the Board
  - b) Include details of a proposer and seconder, and
  - c) Received by the Returning Officer at least 30 calendar days before an election to fill any vacancies on the Board.

## **Election of Board members**

- 11.8 All elections to fill a Board member position:
- a) Must be conducted in a manner consistent with the procedure established under sub-clause 11.3.
  - b) May be conducted by electronic voting, and
  - c) Must be decided by a majority of all votes cast.

## **Ballot material**

- 11.9 Each Member will be sent an email containing, or providing access to, the following material:
- a) Name of each candidate.
  - b) Name of each candidate's proposer and seconder.
  - c) Biography from each candidate.
  - d) Voting instructions.
  - e) Closing date for voting.
  - f) Ballot paper, and
  - g) Other relevant election details.

## **Communication of results**

- 11.10 If the election is held as part of a General Meeting, the Returning Officer must formally notify those present at the meeting of the election results.
- 11.11 The Returning Officer must, within 10 days of the closing date for voting, give notice of the election to fill a Board position to:
- a) The Board.
  - b) Each candidate nominated to fill a Board position, and
  - c) All Members

## **12. Term of office of Board member positions**

- 12.1 Except in relation to a member elected to fill a casual vacancy, the term of any Board member is four years.
- 12.2 There is no limit to the number of terms a person may serve on the Board.
- 12.3 To ensure continuity of the work of the Board the term of members' positions will be staggered over a four-year cycle with approximately half of the terms starting and ending in year two, and the other terms starting and ending in year four.

## **13. Removal and resignation of Board members**

- 13.1 The Members may by a resolution passed by at least two thirds of all votes cast by Members at an Extraordinary General Meeting remove any Board member at any time.
- 13.2 The position of a Board member becomes vacant if the person holding that position:
- a) Ceases to be a Member.
  - b) Dies.

- c) Becomes bankrupt or makes any arrangement or composition with his creditors generally.
- d) Becomes of unsound mind or their estate is liable to be dealt with in any way under the law relating to mental health.
- e) Is removed from office in accordance with this clause.
- f) Resigns his or her office by written notice to the Secretary General or, if the Secretary General is resigning, the Chairman, or
- g) Is absent from all Board meetings for a period of 12 months without permission of the Board or a reasonable excuse.

#### **14. Casual vacancy of Board member positions**

- 14.1 If a Board member position becomes vacant under clause 13, or if a regular Board member becomes incapable of performing his or her duties, the position must be filled in accordance with clause 11
- 14.2 Any Board member appointed or elected to fill a casual vacancy under this clause will hold office for the balance of the term of the Board member whose position is being filled and at the end of that term, he or she will be deemed to have served an entire term.

#### **15. Board meeting arrangements**

- 15.1 The Secretary General will schedule Board meetings in consultation with the Chairman, based on activity levels.
- 15.2 The Secretary General will maintain a written record of each Board meeting (minutes/meeting notes). This will record decisions, actions, recommendations and the rationale for them only, and will not constitute a verbatim record of the discussion.

#### **16. Regional Representatives**

- 16.1 The Board may appoint Regional Representatives to act as a link between the Board and Members.
- 16.2 Regional Representatives liaise with Members in their region and organise regional meetings of Members.
- 16.3 Minutes of any regional meetings must be submitted to the Secretary General within 30 calendar days of the meeting for circulation to all Members.

#### **17. Working groups**

- 17.1 The Board may establish and appoint working groups for a defined term to provide advice and guidance to the Board on specific issues and projects.

#### **18. Administrative arrangements**

- 18.1 The Board will oversee administrative arrangements for the Club that reflect its needs and resources.

## **19. Financial arrangements**

- 19.1 The Board will oversee the Club's financial arrangements.
- 19.2 The Board will assign responsibility for administration of the Club's financial arrangements to a Board member (the Treasurer).
- 19.3 The Board must ensure the Club maintains written financial records that comply with any legal obligations and:
  - a) Correctly record and explain the Club's transactions and financial position and performance, and
  - b) Enable true and fair financial statements to be prepared and, if required, subjected to an independent review.

## **20. Communication and reporting**

- 20.1 The Secretary General is responsible for overseeing communication between the Club and its Members.
- 20.2 Communications between the Board and Members will be by email.
- 20.3 The Secretary General manages the Club website.

## **21. Annual General Meetings**

- 21.1 The Board:
  - a) Must convene an Annual General Meeting (virtual or physical) every calendar year, and
  - b) Determine the dates and times of each Annual General Meeting.

## **22. Extraordinary General Meetings**

- 22.1 A General Meeting other than a meeting convened under clause 21 is an Extraordinary General Meeting.
- 22.2 The Board may convene an Extraordinary General Meeting at the request of:
  - a) Thirty Members, or
  - b) A majority of Board members.
- 22.3 A request under sub-clause 22.2 must be sent to the Secretary General by email and must state the proposed agenda item(s).
- 22.4 The Secretary General must notify all Members about any request under sub-clause 22.2 within 30 calendar days of receiving such a request.

## **23. Use of technology for General Meetings**

- 23.1 The Board may decide any General Meeting will be held using any technology that:
  - a) Gives the Members present a reasonable opportunity to participate in proceedings
  - b) Enables the Chairman to be aware of proceedings, and
  - c) Enables members to vote.

## **24. Notice of General Meeting**

- 24.1 The Board must give Members at least 21 days' notice of each General Meeting.
- 24.2 A notice of any General Meeting must include:
- a) The meeting date.
  - b) The meeting time.
  - c) The meeting place or advise that the meeting will be held virtually using technology.
  - d) A dedicated electronic address for the Secretary General to receive any information or documents sent by Members in electronic form.
- 24.3 Members and the Board must notify the Secretary General of any proposed topics for inclusion in the agenda at least 14 calendar days before an Annual General Meeting.
- 24.4 The Secretary General must notify every Member of the agenda at least 7 calendar days before a General Meeting. The agenda must include the following items:
- a) Approval of minutes of the previous General Meeting
  - b) Chairman's report on behalf of the Board
  - c) Secretary General's report
  - d) Presentation of the annual statement of accounts
  - e) Hearing of any appeals against cancellation of membership
  - f) Discussion topics submitted in advance by Members or the Board

## **25. Chairing of General Meetings**

- 25.1 General Meetings are chaired by the Chairman.
- 25.2 If the Chairman is not present, and has not delegated the Chairmanship, the Vice Chairman, or in his or her absence the Treasurer, will chair the General Meeting.

## **26. Attendance of observers at General Meetings**

- 26.1 The Board may invite or permit observers to attend any General Meeting.
- 26.2 Observers are:
- a) Not entitled to propose or second motions or vote at a General Meeting, and
  - b) Entitled to speak at a General Meeting only if permitted or invited by the Board to do so.

## **27. Quorum and adjournment of General Meetings**

- 27.1 No business can be transacted at a General Meeting unless a quorum is present.
- 27.2 If a General Meeting is held virtually, a Member who joins the meeting using the relevant technology is taken to be present at the General Meeting.
- 27.3 The quorum for any General Meeting is ten Members.
- 27.4 The Chairman will count the number of Member present at a General Meeting.
- 27.5 If a quorum is not present within 30 minutes of the starting time:



- a) An Annual General Meeting is adjourned to a date decided by the Board; and
  - b) An Extraordinary General Meeting is dissolved.
- 27.6 If a quorum is not met within 30 minutes of the start of an adjourned Annual General Meeting, five Members will constitute a quorum.

## **28. Voting at General Meetings**

### **Voting rights at a General Meeting**

- 28.1 Every Member present in person or via technology at a General Meeting has one vote.
- 28.2 The General Meeting Chairman does not have a casting vote.

### **Method of voting at a General Meeting**

- 28.3 Members may cast their vote using electronic voting.

### **Outcome of voting**

- 28.4 Unless stated otherwise in these Statutes, any proposed resolution or motion put to the vote is passed if a majority of votes cast are in favour of the proposed resolution or motion.
- 28.5 If an equal number of votes is cast in favour of and against a proposed resolution or motion that requires a majority of votes cast to be in favour of it, the matter is decided in the negative.

## **29. General Meetings minutes**

- 29.1 The Secretary General must provide the draft minutes of each General Meeting to Members within 90 calendar days of the respective meeting.
- 29.2 If a General Meeting is held virtually by technology the General Meeting minutes will record that the respective meeting was held using technology.

## **30. Power of Board to propose resolutions without a General Meeting**

- 30.1 The Board may propose resolutions to Members without convening a General Meeting.
- 30.2 Voting on any resolutions proposed under this clause must be in accordance with clause 31.

## **31. Voting on resolutions proposed outside a General Meeting**

- 31.1 The Board must establish and implement an administrative procedure for Members to decide resolutions without a General Meeting.
- 31.2 The procedure established under sub-clause 31.1 must:
- a) Enable Members to cast their vote using electronic voting.
  - b) Provide a fair and transparent process for Members to participate in the vote including a dedicated electronic address for the Secretary General to receive any questions to the Board about the proposed resolution.
- 31.3 The Secretary General must send written notice of the outcome of the vote to all Members within 30 calendar days of the close of voting.

## **32. Winding up or dissolution**

- 32.1 A resolution to wind-up or dissolve the Club requires a resolution passed by at least three quarters of all votes cast by Members at an Extraordinary General Meeting.
- 32.2 If the Club is wound-up or dissolved, after it has paid all debts and other liabilities, any remaining assets must:
- a) Be given to an organisation that will make use of them to promote the sport of Eventing, and
  - b) Not be paid to or distributed among the Members.
- 32.3 The Board must determine before the time of the winding-up or dissolution, the organisation to which the assets will be given to under sub-clause 32.2.

## **33. Members' Liability**

- 33.1 If the Club is wound up or dissolved, the Members and current and past Board members have no liability to contribute to the assets and no personal responsibility for settling its debts and liabilities.

## **34. Language**

- 34.1 The official language of the Club is English.
- 34.2 The official language must be used for all meetings and documents referred to in these Statutes.

## **35. Alterations to Statutes**

- 35.1 These Statutes may be amended by a resolution passed by at least two thirds of all votes cast by Members.
- 35.2 These Statutes may be repealed by a resolution passed by at least two thirds of all votes cast by Members at a General Meeting.

**Approved at the 21<sup>st</sup> IEOC AGM, 2<sup>nd</sup> September 2022**

**Andy Griffiths** [Chairman]

**Sue Stewart** [Secretary General]