



The Canadian Highland Cattle Society

2026 proposed By-law amendments

**as presented to
the general membership on July 18th, 2026**

The proposed amendments contained in this document are intended to improve consistency throughout the Canadian Highland Cattle Society Bylaws and to provide greater clarity for members in the interpretation and application of the Bylaws. Additionally, bullet points will be replaced with a structured numbering or lettering system for sections, subsections, and sub-subsections, applied consistently throughout the by-laws. All sections that are deleted, subsequent sections (or paragraphs, as required) will be renumbered accordingly.

At the 2025 Annual General Meeting, members approved motions directing that several proposed bylaw amendments be reviewed and presented for consideration at the 2026 Annual General Meeting. Following review by the Bylaw Committee and the Board of Directors, certain proposed amendments have not been advanced at this time.

Section 56 – Colour

The proposed amendment to include the terms "*udder and scrotum*" in the definition of the animal's underbelly has not been incorporated into these bylaw amendments. The Bylaw Committee and the Board determined that additional consultation is required regarding colour and the Society's Breed Standard. Further discussion is needed to establish clear guidance on matters including parti-coloured animals, the percentage and specific areas of the body that may display an alternate colour, and potential updates to the animal registration process. These matters will be considered further.

SUBSECTIONS 10 & 11

Change from:

10. Rejection of Membership

The Society has the power to reject any application for membership by resolution of the Board of Directors. The Board of Directors may reject an applicant for any, but not limited to, of the following reasons:

- o Does not meet the membership qualifications as stated in Article 7 (Section 2);
- o Presented false information in its application;
- o Exhibited disruptive behaviour in the application process; and/or
- o Is considered ineligible by the Board of Directors.

If the applicant is rejected, a notification will be sent to the applicant, either via electronic or written means, including the reason for rejection and any appeal procedures.

11. Appeal of Rejection of Membership

An applicant that has been rejected for membership may appeal, either via electronic or written means addressed to the Board of Directors, within fifteen (15) days of the rejection notice. The applicant should submit any additional information or evidence to support their appeal, such as clarifying details or addressing any concerns raised in the rejection notice.

The Board of Directors will review any new information or evidence to reconsider the application. The Board of Directors will send its final decision either via electronic or written means.

Change to:

Remove section 10 and 11.

Rationale: Sections 10 and 11 are proposed for removal as they do not reflect the Society's current membership application process. New membership applications are received and processed by the Registrar, CLRC, and are not submitted to the Board of Directors for approval or rejection. Accordingly, the provisions outlining the Board of Directors' authority to reject membership applications and the associated appeal process are no longer applicable. Any concerns regarding the conduct or eligibility of a member are addressed under Section 18, *Discipline of Members: Suspension and Expulsion*, which provides the appropriate governance framework for disciplinary action.

SUBSECTION 18

Change from:

18. Discipline of Members: Suspension and Expulsion

The Society may suspend or expel any member who:

- o Is in arrears of any fees owing to the Society.
- o Contravenes the By-laws relating to the eligibility for registration, identification of animals or the keeping of private breeding records.
- o Contravenes any provision of the Animal Pedigree Act or the regulations thereunder.
- o Contravenes any provision of the Health of Animals Act (S.C. 1990, c. 21) or the regulations thereunder.
- o Carries out any conduct which may be detrimental to the Society as determined by the Board of Directors.

A suspended member is no longer considered a member in good standing and may no longer be granted the full rights and privileges of membership for the duration of a suspension.

The expulsion of a member will include the loss of the rights to register and transfer animals.

A non-member's rights to register and transfer animals may also be suspended or forfeited by the Society for the same reasons as for members described above.

Notification of suspension or expulsion will be made in writing to the member, detailing the reasons for the suspension or expulsion, and sent by registered mail.

Change to:

18. Discipline of Members: Suspension and Expulsion

The Society may suspend or expel any member, **by the vote of at least two-thirds of the Board of Directors, who:**

- o Is in arrears of any fees owing to the Society.
- o Contravenes the By-laws relating to the eligibility for registration, identification of or the keeping of private breeding records.
- o Contravenes any provision of the Animal Pedigree Act or the regulations thereunder.
- o Contravenes any provision of the Health of Animals Act (S.C. 1990, c. 21) or the regulations thereunder.
- o Carries out any conduct which may be detrimental to the Society as determined by the Board of Directors.

A suspended member is no longer considered a member in good standing and may no longer be granted the full rights and privileges of membership for the duration of a suspension.

The right to register and transfer animals may be forfeited if found guilty of contravening the *Animal Pedigree Act*.

A non-member's rights to register and transfer animals may also be suspended or forfeited by the Society for the same reasons as for members described above.

Notification of suspension or expulsion will be made in writing to the member, detailing the reasons for the suspension or expulsion, and sent by registered mail.

Rationale:

This amendment is proposed for consistency throughout the Bylaws by specifying that a motion requires the approval vote of at least two-thirds.

The amendment also updates the provision regarding the loss of the right to register and transfer animals to more accurately reflect the requirements of the *Animal Pedigree Act*. The revised wording clarifies that these rights may be forfeited where a person is found to have contravened the *Animal Pedigree Act*, ensuring the Bylaws are consistent with the legislative framework governing animal registration.

SUBSECTION 19

Change from:

19. Appeal of Suspension and Expulsion of Members

A member who has been suspended or expelled may appeal the suspension or expulsion in writing, addressed to the Board of Directors, within sixty (60) days from the date of suspension or expulsion, stating the grounds for appeal.

The Board of Directors will hear the appeal virtually at a time mutually convenient to both parties. A quorum of the Board of Directors must be present at an appeal hearing. The appellant may present all relevant evidence in support of the appeal. An appellant will be reinstated by the vote of at least two-thirds of the Board of Directors present at the hearing.

If the appeal is dismissed, the appellant may file a final appeal in writing, addressed to the Society within sixty (60) days from the decision of the Board of Directors. The case shall be reviewed at the next general meeting of members, at which the appeal may be dismissed, or the appellant reinstated, by the vote of at least two-thirds of the members present and eligible to vote.

Change to:

19. Appeal of Suspension and Expulsion of Members

A member who has been suspended or expelled may appeal the suspension or expulsion in writing, addressed to the Board of Directors, within sixty (60) days from the date of suspension or expulsion, stating the grounds for appeal.

The Board of Directors will hear the appeal virtually at a time mutually convenient to both parties. A quorum of the Board of Directors must be present at an appeal hearing. The appellant may present all relevant evidence in support of the appeal. **An appellant will be reinstated by the vote of at least two-thirds of the Board of Directors.**

If the appeal is dismissed, the appellant may file a final appeal in writing, addressed to the Society within sixty (60) days from the decision of the Board of Directors. The case shall be reviewed at the next general meeting of members, at which the appeal may be dismissed, or the appellant reinstated, by the vote of at least two-thirds of the members present and eligible to vote.

Rationale:

This amendment is proposed for consistency throughout the Bylaws by specifying that a motion requires the approval vote of at least two-thirds.

SUBSECTION 20

Change from:

20. Annual General Meeting

An annual meeting of the Society (to be called “Annual General Meeting”) must be held once every calendar year at such a time and place as the Board of Directors designate. Notice of the meeting must be sent to all members in good standing and the Minister of Agriculture and Agri-Food Canada (the “Minister”), at least sixty (60) days prior to the meeting, either via electronic or written means, and shall include the date, time and location of the meeting. The accidental omission to give notice to any member, or non receipt by any member of such notice, will not invalidate the proceedings. The notice will list the Board positions up for election. Nominations will be accepted at the Annual General Meeting. All voting members at the Annual General Meeting shall elect the Board of Directors.

Change to:

20. Annual General Meeting

An annual meeting of the Society (to be called “Annual General Meeting”) must be held once every calendar year at such a time and place as the Board of Directors designate. Notice of the meeting must be sent to all members in good standing and the Minister of Agriculture and Agri-Food Canada (the “Minister”), at least sixty (60) days prior to the meeting, either via electronic or written means, and shall include the date, time and location of the meeting. The accidental omission to give notice to any member, or non receipt by any member of such notice, will not invalidate the proceedings. The notice will list the Board positions up for election. Nominations **must be received at least seven (7) days in advance of** the Annual General Meeting. All voting members at the Annual General Meeting shall elect the Board of Directors.

Rationale:

This amendment is proposed to establish a nomination deadline of at least seven (7) days prior to the Annual General Meeting. Establishing a nomination period provides sufficient time to confirm each nominee's willingness to stand for election and ensures that only eligible candidates who have accepted their nomination are presented to the membership.

The amendment also supports the effective use of available technology to communicate candidate information to members in advance of the Annual General Meeting, promoting a more informed and efficient election process.

SUBSECTION 21

Change from:

21. Annual General Meeting Quorum

Ten (10) members of the Society eligible to vote, present in person or participating by electronic means, constitute a quorum at a general meeting of members. A simple majority is required to pass resolutions.

Change to:

21. Annual General Meeting Quorum

Ten (10) members of the Society eligible to vote, present in person or participating by electronic means, constitute a quorum at a general meeting of members.

Rationale:

This amendment is proposed to remove a redundant provision from the Bylaws. Voting requirements for motions are already governed by *Robert's Rules of Order*, except where a different voting threshold is expressly prescribed within the Bylaws. Removing this sentence eliminates unnecessary duplication while maintaining the existing requirements for the adoption of motions and resolutions.

SUBSECTION 23

Change from:

23. Notice to the Minister

After the Annual General Meeting, the following information must be sent to the Minister and the Registrar:

- o Annual Report
- o Audited Financial Statement
- o Updated list of Directors and Officers

A notice of meeting setting out proposed amendments of the By-laws and three (3) copies of the proposed amendments must also be submitted to the Minister at the same time and in the same manner as it is being sent to members as stated in Article 46 (Section 7).

Change to:

23. Notice to the Minister

Before and after the Annual General Meeting, the Society will follow requirements for document submission as directed by the Animal Pedigree Act.

Rationale:

This amendment is proposed to align the Bylaws with the current document submission requirements established under the *Animal Pedigree Act*. In February 2026, Agriculture and Agri-Food Canada updated its submission procedures, transitioning from paper-based to electronic document submissions.

Replacing the detailed submission requirements with a reference to the requirements prescribed under the *Animal Pedigree Act* ensures the Bylaws remain compliant with current legislative and administrative requirements. This approach also eliminates the need for future bylaw amendments should the document submission procedures be revised by Agriculture and Agri-Food Canada.

SUBSECTION 27

Change from:

27. Appointment of Officers

The President and Vice-President shall be appointed by resolution of the Board of Directors from amongst their number at the first meeting of the Board of Directors following the election of Directors.

With member approval at each Annual General Meeting, the Board of Directors shall appoint a Secretary-Manager and a Treasurer, who are not required to be a Director or member of the Society, and who shall act under the control and with the approval of the Board of Directors. For further certainty, if the Secretary-Manager and Treasurer are appointed from within the Board of Directors, they are Directors with full voting powers within the meaning of these By-Laws. If the Secretary-Manager and Treasurer are appointed from outside the Board of Directors, they are not Directors and therefore no voting rights within the meaning of these By-laws.

Officers shall be subject to removal by resolution of the Board of Directors at any time.

Change to:

27. Appointment of Officers

The President and Vice-President shall be appointed by resolution of the Board of Directors from amongst their number at the first meeting of the Board of Directors following the election of Directors.

With member approval at each Annual General Meeting, the Board of Directors shall appoint a Secretary-Manager and a Treasurer, who are not required to be a Director or member of the Society, and who shall act under the control and with the approval of the Board of Directors. For further certainty, if the Secretary-Manager and Treasurer are appointed from within the Board of Directors, they are Directors with full voting powers within the meaning of these By-Laws. If the Secretary-Manager and Treasurer are appointed from outside the Board of Directors, they are not Directors and therefore no voting rights within the meaning of these By-laws.

Officers shall be subject to removal by a **majority vote of two-thirds** of the Board of Directors at any time.

Rationale:

This amendment is proposed for consistency throughout the Bylaws by specifying that a motion requires the approval vote of at least two-thirds.

SUBSECTION 32

Change from:

32. Vacancies of Board of Directors

The office of a member of the Board of Directors will be automatically vacated if the Director:

- o Ceases to be a member with the right to vote and hold office,
- o Submits a resignation in writing to the Board of Directors,
- o Is convicted of an indictable offence or is removed from office by resolution passed by two-thirds vote of those present at a duly convened meeting called for that purpose, of which notice thereof has been given.

Any interim vacancies shall be filled by the Board of Directors by appointment.

Change to:

32. Vacancies of Board of Directors

The office of a member of the Board of Directors will be automatically vacated if the Director:

- o Ceases to be a member with the right to vote and hold office,
- o Submits a resignation in writing to the Board of Directors,
- o Is convicted of an indictable offence or is removed from office by resolution passed by two-thirds vote of those present at a duly convened meeting called for that purpose, of which notice thereof has been given.

Any interim vacancies **may** be filled by the Board of Directors by appointment.

Rationale:

This amendment is proposed to provide the Board of Directors with discretion in determining whether to fill an interim vacancy by appointment. Replacing the word "*shall*" with "*may*" allows the Board to consider the circumstances of the vacancy, including the timing within the director's term, the remaining length of the term, and the best interests of the Society. This amendment provides greater administrative flexibility while maintaining the Board's authority to appoint a qualified individual.

SUBSECTION 48

Change from:

48. Eligibility for registration

The following animals are considered purebred Highland animals and eligible for registration and inclusion in the Herd Book:

- o Animals born in Canada, and which are the progeny of animals registered in the Herd Book. All animals born on or after January 1, 2026, must be DNA typed, and be DNA parentage verified to sire. The animal must also be parentage verified to dam, if the dam has a DNA profile on file.

- o Animals born in Canada which are the result of artificial insemination, provided that

- The dam and the sire have been registered in the Herd Book, the donor bull shall be DNA typed, and the results are filed with the Registrar prior to the registration of any progeny; and
- The collection, freezing, labeling, importing, use and recording of the semen have been performed in compliance with the applicable governmental laws and regulations.

All animals born on or after January 1, 2026, must be DNA typed, and be DNA parentage verified to sire. The animal must also be parentage verified to dam, if the dam has a DNA profile on file.

- o Animals born in Canada which are a result of embryo transplant, provided that:

- The genetic sire and dam are DNA typed and are registered in the Herd Book or, in the case of foreign animals, would be eligible for registration as imported animals;
- Proof of parentage, verified to sire and dam, is provided;
- The recipient cow may require DNA typing;
- The collection, freezing, labeling, importing, use and recording of embryos and fertilized ova have been performed in compliance with the applicable governmental laws and regulations; and
- The registration number of the animals will be preceded by the letter “T”.

- o Animals imported into Canada accompanied by a five-generation pedigree, provided that:

- Those animals are either registered in the American Highland Cattle Association Herd Book; or
- Those animals are registered in the United Kingdom Highland Cattle Society Herd Book with no ancestors registered in a grading-up appendix since January 1, 1994; or
- Satisfactory proof is made to its purebred status as may be authorized by the Pedigree Committee.

All imported animals must be DNA parentage verified to sire and dam prior to registration.

An animal imported in utero, whose dam is registered in the Herd Book and whose sire is eligible for registration in the Herd Book.

SUBSECTION 48

Change to:

48. Eligibility for registration

The following animals are considered purebred Highland animals and eligible for registration and inclusion in the Herd Book:

- Animals born in Canada, and which are the progeny of animals registered in the Herd Book, provided that:
 - All animals born on or after January 1, 2026, must be DNA typed, and be DNA parentage verified to sire. The animal must also be parentage verified to dam, if the dam has a DNA profile on file.
 - Animals registered after the age of 24 months or older must be DNA typed and parentage verified to sire and dam.
- Animals born in Canada which are the result of artificial insemination, provided that:
 - The dam and the sire have been registered in the Herd Book, the donor bull shall be DNA typed, and the results are filed with the Registrar prior to the registration of any progeny; or in the case of foreign donor bull, would be eligible for registration as an imported animal and is included in the Herd Book.
 - The collection, freezing, labeling, importing, use and recording of the semen have been performed in compliance with the applicable governmental laws and regulations.
 - All animals born on or after January 1, 2026, must be DNA typed, and be DNA parentage verified to sire. The animal must also be parentage verified to dam, if the dam has a DNA profile on file.
 - Animals registered after the age of 24 months or older must be parentage verified to both sire and dam.
- Animals born in Canada which are a result of embryo transplant, provided that:
 - The genetic sire and dam are DNA typed and are registered in the Herd Book or, in the case of foreign animals, would be eligible for registration as imported animals and are included in the Herd Book.
 - They are DNA typed and parentage verified to sire and dam.
 - The recipient cow may require DNA typing;
 - The collection, freezing, labeling, importing, use and recording of embryos and fertilized ova have been performed in compliance with the applicable governmental laws and regulations;
 - The registration number of the animals will be preceded by the letter “T”.

- Animals imported into Canada, provided that:
 - Those animals are either registered in the American Highland Cattle Association Herd Book; or those animals are registered in the United Kingdom Highland Cattle Society Herd Book with no ancestors registered in a grading-up appendix since January 1, 1994; or satisfactory proof is made to its purebred status **as** authorized by the Pedigree Committee.
 - They are accompanied by a copy of their foreign registration papers, a five-generation pedigree, and a copy of the CFIA import permit.
 - They are DNA typed and parentage verified to sire and dam, with the results on file with the Registrar. The method of DNA testing must meet current Society standards.
 - An animal imported in utero, must have its dam registered in the Herd Book as an import and its sire eligible for registration as an imported animal and included in the Herd Book.

Rationale:

This amendment is proposed to provide greater clarity regarding the registration requirements for animals produced through natural service, artificial insemination, embryo transfer, and importation of live animals, semen and embryos. By clearly identifying the documentation and verification required for registration, these amendments are intended to improve the administration of the registration process and offer clarity for members when making breeding decisions.

SUBSECTION 53

Change from:

53. Application for Registration

Applications for registration in the Herd Book must be filed with the Registrar, accompanied by payment of the relevant fee. The application for registration of an animal:

o Born in Canada, can only be made by and in the name of the owner or lessee of the dam at the time of the animal's birth, provided that, in the case of an animal produced by embryo or fertilized ovum transplant, the application must be made by and in the name of the owner of the calf at birth. o Imported into Canada, can only be made in the name of the Canadian resident in whose name the animal has been imported, supported by a five-generation pedigree, DNA parentage verified and the foreign certificate of registration, duly transferred to the importer.

Applications for registration of an animal over twelve (12) months will be subject to a surcharge.

When an animal is a multiple birth, the application must disclose the sex of all multiple birth siblings. Failure to do so will invalidate the application.

Change to:

53. Application for Registration

Applications for registration in the Herd Book must be filed with the Registrar, accompanied by payment of the relevant fee. The application for registration of an animal:

- o Born in Canada, can only be made by and in the name of the owner or lessee of the dam at the time of the animal's birth, provided that, in the case of an animal produced by embryo or fertilized ovum transplant, the application must be made by and in the name of the owner of the calf at birth.
- o Imported into Canada, can only be made in the name of the **owner** in whose name the animal has been imported, supported by a five-generation pedigree, DNA parentage verified, **a copy of the CFIA import permit** and the foreign certificate of registration, duly transferred to the importer.

Applications for registration of an animal over twelve (12) months will be subject to a surcharge.

When an animal is a multiple birth, the application must disclose the sex of all multiple birth siblings. Failure to do so will invalidate the application.

Non-compliance with identification or registration requirements shall constitute a contravention of these Bylaws and may result in removal of the animal from the Herd Book and disciplinary action under Article 18.

Rationale:

This amendment is proposed to clarify the registration requirements for animals imported into Canada, to provide members with clearer guidance on the requirements to complete the registration process.

The amendment also introduces a provision identifying the consequences of non-compliance with the Society's identification and registration requirements. Including these consequences within the Bylaws promotes transparency, consistency, and member awareness regarding the Society's registration requirements.

SUBSECTION 55

Change from:

55. Registration and Use of Tattoo Letters

Registration of an animal without a tattoo that adheres to the requirements outlined is in violation of the Society By-laws and the Animal Pedigree Act. Failure to comply may result in disciplinary action as described in Article 17 (Section 2) including, but not limited to, removal of the animal from the Herd Book.

Change to:

55. Registration and Use of Tattoo Letters

Registration of an animal without a **correct** tattoo that adheres to the requirements outlined is in violation of the Society By-laws and the Animal Pedigree Act.

Rationale:

This amendment is proposed to clarify that an animal must bear the correct tattoo in accordance with the Society's identification requirements, rather than simply having a tattoo. The revised wording removes potential ambiguity and ensures the provision applies where an incorrect or non-compliant tattoo has been used.

The amendment also removes the reference to disciplinary action, as the consequences of non-compliance are addressed elsewhere in the Bylaws. This avoids duplication while maintaining consistency in the application of the Society's enforcement provisions.

SUBSECTION 62

Addition of:

62. In the event of a conflict between the paper Herd Book and the online Herd Book, the online Herd Book will prevail.

Rationale:

The provision provides clarity regarding which record prevails where errors in printed records have been identified and subsequently corrected.