



## North Lanark Agricultural Society

195 Water St. PO Box 1608

Almonte, ON K0A 1A0

[www.almontefair.ca](http://www.almontefair.ca)

### CONSTITUTION

*of the*

### North Lanark Agricultural Society

#### **Article I. Name**

The name of the Society shall be known as North Lanark Agricultural Society. The Fair held under its auspices shall be known as “The Almonte Fair”.

#### **Article II. Authority**

The Society is organized under the authority of the *Agricultural Societies Act* of the Province of Ontario.

#### **Article III. Purposes**

The Purposes of the Society shall be in accordance with the objectives as stated in the *Agricultural Societies Act* which reads as follows:

1. The objects of an agricultural society are to encourage an awareness of agriculture and to promote improvements in the quality of life of persons living in an agricultural community by,
  - a) researching the needs of the agricultural community and developing programs to meet those needs;
  - b) holding agricultural exhibitions featuring competitions for which prizes may be awarded;
  - c) promoting the conservation of natural resources;
  - d) encouraging the beautification of the agricultural community;
  - e) supporting and providing facilities to encourage activities intended to enrich rural life; and
  - f) conducting or promoting horse races when authorized to do so by a by-law of the society.
2. Should the Society expend any of its funds in a manner inconsistent with the objectives set out in subsection (1) it shall forfeit all claims to participate in any legislative grant.
3. For all intents and purposes the Society shall operate as a non-profit organization.

#### **Article IV. Head Office**

The Head Office of the Society shall be located in the Almonte Ward of Mississippi Mills in the Province of Ontario and at such a place therein as determined from time to time by the Board of Directors of the Society.

#### **Article V. Membership**

1. Any person upon payment of annual Membership Fee shall be deemed to be a member of the Society in good standing. Only members in good standing during the previous and current years are entitled to vote. No person under the age of eighteen years is eligible to vote or hold office in the Society.
2. A firm or an incorporated company may become a member by payment of the regular fee, but the name of one person only in any one year may be entered as the representative or

agent of such firm or company and that person only shall exercise the privileges of membership in the Society.

3. Requirements for Membership:
  - a. Payment of the annual Membership Fee as determined by the Board of Directors from time to time by September 30 of the current year.
  - b. Attainment of the age of eighteen years, as of January 1st of the current year;
  - c. Privileges of Membership:
    - i. A volunteer shall be entitled to participate in the activities of the Society as shall be defined by the Board of Directors each year.
    - ii. Only members who have paid their membership fee may vote or hold office in the Society.
4. If a Volunteer wishes to perform work designated as required by the Board, that volunteer should respond to a bid request published by NLAS. If the volunteer is selected, then that volunteer will be paid for the work done and any expenses incurred. Otherwise the work is done on a voluntary basis with no pay.
5. In addition, only those who were members during the previous year are entitled to vote at the Annual Meeting.
6. Every member and volunteer shall be indemnified and saved harmless out of the available funds of the Society against relevant cost, charges and expenses incurred with regards to any action or suit brought against the member or volunteer with respect to any deed performed on behalf of the society, unless charges or expenses are incurred as a result of his own willful act or negligence.

## **Article VI. Directors**

1. The affairs of the Society shall be conducted by a Board of Directors of twelve (12) members minimum, composed of a President, two (2) Vice Presidents, the Immediate Past President, Chairperson of the Homecraft Division, Vice Chairperson of the Homecraft Division, and six (6) directors at large, as determined in Article V (Membership). A quorum shall be formed by 7 directors, 2 of which must be members of the executive committee.
2. The Board of Directors shall be responsible for appointing a Secretary and a Treasurer and any other persons necessary to service the Society.
  - a. Compensation may be reviewed at the request of the appointed person or at a meeting of at least seven (7) directors who form a quorum. Any changes to compensation will be announced at the first meeting following the decision.
  - b. If any person appointed by the Society who is paid a sum for their services is for any reason not performing their duties as expected by the Society and/or the Board of Directors; the Board of Directors may review the performance and relieve that person of their duties.
3. The Directors shall have power to fill the vacancies within sixty (60) days which may occur on their Board by death or otherwise until the next Annual Meeting.
4. The President and Secretary (or Secretary /Treasurer) shall have the power to call meetings of the Directors whenever they think necessary and if the President and Secretary neglect to do so, any three (3) Directors shall have the power to call a meeting. Due notice shall be given previous to its taking place, by mail, telephone or advertisement for two weeks in any local newspaper. Notice must be given to ALL directors.
5. It shall be the duty of the Directors to conduct the affairs of the society consistent with the constitution as may be necessary to carrying its design into effect.

## **Article VII. Meetings of the Society**

### REGULAR MEETINGS:

1. Proxies are not permitted at any general or any meeting of the Society.
2. It shall be the duty of the Secretary to make and keep a record of all proceedings of the Society and of the Board of Directors, and to perform such other appropriate duties as may be assigned to him/her by them.
3. The Secretary shall make available a list of those members eligible to vote and hold office as determined in Article V above.
4. It shall be the duty of the President to preside at all meetings of the Society and the Board of Directors. A Vice President shall preside in the absence of the President, and in the absence of a Vice President, a Director elected by the Board.

### ANNUAL MEETINGS:

1. There shall be an Annual Meeting of the Members of the Society held within three (3) months of the fiscal year end at which time all seats will be declared vacant and the Executive and directors for the ensuing year shall be elected, under the Chairpersonship of an appointee of the President. Scrutineers shall be appointed and nominations called for.
2. The Directors of the Society shall be elected at the Annual Meeting.
3. At January Board of Directors meeting following the Annual General Meeting, the Board of Directors shall appoint an accounting firm, whose duty shall be to audit and/or review the accounts of the Society and submit a written report for presentation at the next Annual Meeting.
4. The Secretary shall make available a list of those members eligible to vote and hold office as determined in Article V (Membership).

## **Article VIII. FINANCE**

1. The fiscal year of the Society shall be from October 1<sup>st</sup> to September 30<sup>th</sup>.
2. All expenditures for items in excess of \$2,000 (two thousand dollars) that are not included in the budget for the current fiscal year shall require approval by a motion passed at a general meeting or at a meeting of the Board of Directors.
3. It shall be the duty of the Treasurer to keep an accurate account of all receipts and expenditures of the Society, to be audited or reviewed and presented at the Annual Meeting.
4. It shall be the duty of the Treasurer to hold and keep all monies of the Society in a chartered bank, which may be withdrawn only by cheque, signed by the Treasurer and counter-signed by the President or 1<sup>st</sup> Vice President as appropriate. When circumstances arise where cheque payments are not feasible, cash payments may be made only when authorized by two signing officers. The Treasurer shall also perform such other appropriate duties as may be assigned to him/her by the Board of Directors.
5. The Treasurer shall submit to the Annual General Meeting and each Regular Meeting a report as to the state of the finances, a general account of the Society's affairs and such other information that may be of benefit to advancing the objectives of the Society.
6. In the event of an emergency, the Secretary or an elected Director may temporarily take the place of the Treasurer until the Board of Directors replaces the position or until the Treasurer is able to continue his/her duties.

## **Article IX. Change to Constitution**

1. Changes to the Constitution can be made only at the Annual General Meeting. Notice of change must be in the hands of the Secretary at least thirty (30) days prior to the Annual Meeting. These proposed changes are to be made available at least two (2) weeks prior to the Annual Meeting. In order to be eligible to vote at the Annual Meeting, one must have paid a membership fee to the Society for the previous year. No person under the age of eighteen (18) is eligible to vote.
2. All regulations as set forth in the *Agricultural Societies Act*, or as it may be revised from time to time, shall become part of this constitution.

## **Article X. Executive**

1. The Executive of the Society is responsible for the safe custody of:
  - a. deeds, title papers and other documents relating to the Society's property,
  - b. at least one copy of minutes of proceedings, resolutions and constitutions of the Society,
  - c. Books and records of the Society.
  - d. The newly elected Executive Committee shall meet within ten (10) days of the Annual General Meeting to appoint Committees and Chairpersons. The Secretary shall present the report of the new Committee Chairpersons at the first monthly meeting of the board following the meeting of the Executive Committee.
2. The Executive Committee
  - a. Shall consist of the Immediate Past President, the President, 1<sup>st</sup> and 2<sup>nd</sup> Vice Presidents, Chairperson of the Homecraft Division, Vice Chairperson of the Homecraft Division, the Secretary and the Treasurer (or Secretary/Treasurer).
  - b. Shall conduct the affairs of the society consistent with the constitution as may be necessary to carrying its design into effect.