

**SHAWNIGAN COBBLE HILL FARMERS INSTITUTE
AND AGRICULTURAL SOCIETY**

CONSTITUTION

October, 2013

PURPOSES:

The purposes of the Shawnigan Cobble Hill Farmers Institute and Agricultural Society (SCHFIAS) are as follows:

- a) to promote rural life and the theories and practices of agriculture;
- b) to promote public awareness of the role of agriculture in today's society;
- c) to promote the management and maintenance of the assets of the Shawnigan Cobble Hill Farmers Institute and Agricultural Society on behalf of its members;
- d) to promote and celebrate the legacy of agriculture;
- e) to promote and support the education and participation of youth in agriculture.



GREG TEGART

The operations of the SCHFIAS are to be carried on chiefly at the Cobble Hill Hall, 3550 Watson Avenue, Cobble Hill, B. C.

SHAWNIGAN COBBLE HILL FARMERS INSTITUTE AND AGRICULTURAL SOCIETY

BYLAWS

1. DEFINITIONS:

- “board or board of directors”** means the President, Vice-President, Directors and the Secretary and Treasurer of the institute;
- “bylaws”** means the bylaws of the SCHFIAS;
- “conduct detrimental to the SCHFIAS”** means conduct that slanders, libels or causes harm to the institute
- “constitution”** means the SCHFIAS’ constitution;
- “district A”** means all of the farmers' or women's institutes located within the geographical area of Vancouver Island as designated under section 25 (1) of the *Farmers and Womens Institutes Act Regulations*;
- “extraordinary resolution”** means a resolution passed by 2/3rds of the members, unless stated otherwise, entitled to vote who are present in person at a general meeting of which 14 calendar days notice specifying the intention to propose an extraordinary resolution has been given;
- “funds of the institute”** means all monies belonging to the Shawnigan Cobble Hill Farmers’ Institute and Agricultural Society;
- “institute”** means a farmers' or women's institute incorporated, or deemed to have been incorporated, under the *Farmers and Womens Institutes Act*;
- “majority vote”** means a result of 50% plus one unless otherwise specified herein.
- “minister”** means the provincial Minister responsible for Agriculture in the Province of British Columbia;
- “member”** means a person whose dues are paid for the current fiscal year;
- “nominating committee”** means up to three members appointed by the board of directors to canvass the membership for candidates for office;
- “quorum”** means the minimum number of participants required for a meeting to be held as designated in these bylaws;
- “reviewer(s)”** means a person or persons selected by the membership at an annual general meeting to review the financial statements of the institute;
- “SCHFIAS”** means the Shawnigan Cobble Hill Farmers Institute and Agricultural Society;
- “Superintendent of Farmers Institutes”** means the designate of the Ministry of Agriculture responsible for oversight of farmers’ institutes.

2. MEMBERSHIP:

- 2.1. The members of the institute are the subscribers of the constitution and persons admitted to membership in accordance with these bylaws;
- 2.2. Every person desiring to become a member of the institute shall:
 - 2.2.1. submit an application to the Secretary or Membership Chair on the membership form as prescribed by the board;
 - 2.2.2. agree to conform to and abide by the bylaws of the institute and the regulations made under the *Farmers and Womens Institutes Act*;
 - 2.2.3. pay the annual membership dues to the Secretary or the Membership Chair who will issue a signed and dated receipt for dues paid;
 - 2.2.4. once admitted as a member he or she has a right to propose motions, to have a voice and to have one vote (as per 3.6);
- 2.3. Life members are those who for extraordinary reasons have been deemed worthy for special recognition by the board of directors. Life members have all rights and privileges of membership except they are not required to pay dues;
- 2.4. A person 18 years of age or older may be admitted as a voting member of the SCHFIAS, may be elected or appointed to an office and is liable to pay membership dues;
- 2.5. A member of the SCHFIAS is not liable in his or her individual capacity for a debt or liability of the SCHFIAS.

3. DUES AND VOTING:

- 3.1. Each member shall pay dues,
 - 3.1.1. at the beginning of January of each year for existing members, or
 - 3.1.2. at the time of becoming a member, for new members;
- 3.2. The amount of the dues will be determined yearly by a majority vote of the members present at a general meeting of the institute;
- 3.3. A member whose membership dues are unpaid is not entitled to hold office as a director or officer or to vote at any meeting;
- 3.4. A member is not entitled to vote by proxy;
- 3.5. Voting on matters coming before the membership shall be by show of hands, except for elections to the Board of Directors which shall be by secret ballot at the annual general meeting;
- 3.6. A new member must have been a member for at least one month prior to being permitted to vote at any annual or general meeting of the institute.

4. FUNDS:

The funds of the institute shall be devoted solely to the promotion of the purposes of the SCHFIAS as set out in the constitution.

5. PROPERTY, BUILDINGS AND GROUNDS:

The real property of the SCHFIAS will be managed and controlled by the membership. Disposition may only be by an extraordinary resolution of the membership approving the disposition with a 2/3rds vote in favour of the resolution by those members present.

6. FISCAL YEAR:

The fiscal year of SCHFIAS begins on November 1st and ends on October 31st.

7. DIRECTORS:

- 7.1. The institute shall have at least 5 directors to a maximum of 12 including the president and the vice president;
- 7.2. The election of the president, vice president, secretary, treasurer and directors should be for a two year term. The president, secretary and one half of the directors shall be elected in odd numbered years, and the vice president, treasurer and one half of the directors shall be elected in even numbered years.
- 7.3. The elections shall be held at the Annual General Meeting and the vote shall be conducted by secret ballot;
- 7.4. To be eligible to stand for election a member must have held membership in the institute for the year immediately prior to the year in which the election is held and be a member in good standing;
- 7.5. No member of the board of directors may serve for a period longer than 3 consecutive terms with the exception of 7.6. After a lapse of 1 year, the member may once again stand for office;
- 7.6. The directors may appoint a secretary and/or a treasurer from the membership who need not be directors, if no one is elected at the annual general meeting or if a vacancy occurs;
- 7.7. The remuneration, if any, of the secretary and/or treasurer shall be determined by the directors of the institute;
- 7.8. The president shall preside at all meetings of the directors and of the institute, and when he or she is absent or unable or unwilling to act the vice president shall act in his or her place;
- 7.9. Vacancies among the directors shall be filled by the board from the membership;
- 7.10. In any case where the secretary or treasurer ceases to act, the president or vice president shall perform his/her duties until the vacancy is filled by election or appointment;

- 7.11. The quorum at a meeting of directors shall be not fewer than half their total number;
- 7.12. The directors control the affairs of the institute and shall outline the work and the policies of the institute and present the policies to the members for their approval;
- 7.13. The directors shall prepare and present an annual budget for the upcoming year to the membership prior to the end of the fiscal year;
- 7.14. A director may not appoint a substitute during his or her absence from the board of directors.

8. BORROWING:

Money shall only be borrowed in the name of the institute by an extraordinary resolution of the membership approving the borrowing with a 2/3rds vote in favour by those members present.

9. DUTIES OF THE SECRETARY:

The secretary shall:

- 9.1. keep or cause to be kept the minutes of all meetings;
- 9.2. conduct or cause to be conducted the correspondence of the institute;
- 9.3. keep or cause to be kept a register of the members, with their full contact information;
- 9.4. prepare and forward reports to the Superintendent; on forms supplied or via a document containing the information required by the superintendent
- 9.5. have custody of the seal.

10. DUTIES OF THE TREASURER:

The treasurer shall:

- 10.1. at each general meeting, account for all moneys paid or received by the institute and present a report to the members present;
- 10.2. be responsible for all deposits, except those authorized by special resolution of the board;
- 10.3. pay the normal operating expenses of the institute such as hydro, water, fuel, garbage and regular contract services as previously approved as part of the yearly budget;
- 10.4. prepare the annual financial statements of the institute made up to the end of the fiscal year.

11. ANNUAL AND GENERAL MEETINGS:

- 11.1. General meetings are to be held quarterly or as requested by the directors or at the written request of a majority of the members;
- 11.2. The secretary shall give 14 calendar days notice of the Annual General Meeting to the members by way of any convenient manner, for example: Electronic mail, posting notice on the notice board, mail, newspaper ads, phoning or posting on the website;
- 11.3. If an annual or general meeting is not held on the day specified in the notice calling it, the directors shall call a replacement meeting within 3 months of the original meeting and notify the Superintendent of Farmers Institutes;
- 11.4. A quorum at an annual or general meeting is 25% of the membership and if a quorum is not present within 15 minutes time of the appointed meeting time, those members numbering 10 or more who are present and eligible to vote shall constitute the quorum;
- 11.5. At the annual general meeting the membership shall select a reviewer(s) to review the financial statements of the institute;
- 11.6. The treasurer shall, at the annual general meeting, present the financial statement(s) of the institute to the end of the fiscal year as reviewed and approved by the reviewer(s);
- 11.7. The president shall present a written annual report on the affairs of the institute for the past year;
- 11.8. Within one month of the annual general meeting, the secretary shall compile a copy of the annual report(s) and the financial statement together with a list of the directors and officers who were elected at the meeting, and forward a copy of the annual report to the Superintendent;
- 11.9. The order of proceedings at an annual general meeting shall, according to circumstances, be as follows:
 - 11.9.1. call to order;
 - 11.9.2. disposing of minutes of preceding meeting;
 - 11.9.3. business arising out of minutes;
 - 11.9.4. president's report;
 - 11.9.5. treasurer's report;
 - 11.9.6. reports of directors and financial reviewer(s);
 - 11.9.7. reports of standing and/or special committees;
 - 11.9.8. appointment/selection of financial reviewer(s);
 - 11.9.9. election of directors;
 - 11.9.10. correspondence;
 - 11.9.11. new business;

- 11.10. The Board of Directors will appoint a nominating committee of up to three (3) members and shall appoint other committees as deemed appropriate for the functioning of the institute. The nominating committee, appointed two months before the annual general meeting, shall canvas the membership for candidates for office, but this does not prevent any nominations from the floor at the meeting. If a nominee is unable to be present, he or she must signify in writing of willingness to stand for the office for which he or she has been nominated;
- 11.11. The annual general meeting shall be held within 3 months of the close of the fiscal year. If this is not possible, permission from the Superintendent of Farmers Institutes must be obtained to schedule the meeting at a later date.

12. RULES OF ORDER:

The current edition of The Democratic Rules of Order by Francis and Francis shall be the authority for all questions of procedure not covered by this Constitution and Bylaws.

13. REVOCATION OF MEMBERSHIP:

- 13.1. By secret ballot, the institute may revoke membership of any member for conduct that is detrimental to the Institute, on a 2/3rds majority vote of the members present at a general meeting;
- 13.2. The allegation shall be in writing and be signed by at least 2 voting members in good standing and the member against whom the charge has been made shall be given at least 2 weeks' notice in writing of the allegation and the time and place when and where the matter will be considered by the institute.

14. CUSTODY OF THE RECORDS AND BOOKS OF THE INSTITUTE:

- 14.1. The records of the SCHFIAS shall be held in the custody of the secretary and/or treasurer with key legal documents being held in a safety deposit box and may be inspected by the directors or by any person appointed by the superintendent;
- 14.2. The minutes of the general meetings shall be posted on the SCHFIAS website;
- 14.3. Subject to compliance with the *Personal Information Protection Act* (PIPA) the board of directors, upon a written request will provide the records of the SCHFIAS to a member as soon as reasonably possible.

15. DISTRICT A:

The executive shall each year appoint a representative to District A in the month following the Annual General Meeting.

MEMBERSHIP IN OTHER SOCIETIES OR ASSOCIATIONS:

The SCHFIAS may by recommendation of the board and by extraordinary resolution subscribe to, become a member of and cooperate with another society or association, if all or some of its purposes are similar to those of the institute.


17. AMENDMENT OF THE BYLAWS:

- 17.1. These bylaws may only be altered or added to by an extraordinary resolution of the SCHFIAS;
- 17.2. The proposed amendment(s) must be in writing and seconded by a member in good standing and notice of the proposed amendment(s) are to be posted on the notice board at the hall on the corner of Watson Avenue and Fisher Road and provided by electronic mail 14 days before the special meeting at which the amendments are to be considered;
- 17.3. The amendments must be approved by a 2/3rds majority of the voting members present;
- 17.4. Where the SCHFIAS amends its bylaws, it shall submit a copy of the amendment to the appropriate ministry for approval.

Shawnigan Cobble Hill Farmers Institute and Agricultural Society

By: 
George Baird, President

By: 
Brenda Krug, Vice President

By: 
Bonnie Wadds, Secretary

By: 
Mary Noakes, Treasurer