

AGRICULTURAL SOCIETY
PROGRAM

FEB 07 2022

APPROVED

Carman A. Andrew

ARDROSSAN RECREATION & AGRICULTURAL SOCIETY

(ARAS)

BYLAWS

November 2021

**Ardrossan Recreation & Agricultural
Society
(ARAS)**

November 2021

Ardrossan Recreation & Agricultural Society

Bylaws

Revised November 16, 2021

I. Definition:

In these bylaws,

- a. "Act" means the Agricultural Societies Act of Alberta and Regulations. This legislation creates the administrative, organizational and financial structures for Agricultural Societies;
- b. "Annual Return" means the required annual submission to Alberta Agriculture and Forestry which includes a copy of all reports and statements presented to the AGM; as well as, a list of Directors, activities report, AGM, Membership sign-in sheet. AGM Minutes, year-end audited financial statements, upcoming four years business plan, business plan report for the past year, and optional grant application;
- c. Alberta Agriculture and Forestry means the Ministry that offers support to all agricultural societies volunteers through annual and project funding, resources, and network opportunities, who oversee compliance with the Act, and, to whom societies provide the required Annual Return;
- d. "Audit" or "Review Engagement" means an examination and adjustment of accounts by an auditor
- e. "Auditor" means an individual who meets the requirements for preparation of the financial statements according to Regulations and is not a Director of the Society.
- f. "Society" means the Ardrossan Recreation & Agricultural Society (aka ARAS)
- g. "Board" means the Board of Directors of the Society;
- h. "Board Meeting" means the meetings of the Board;
- i. "Bylaws" means an individual elected by Membership to serve on the Board of Directors;
- j. "Director" means an individual elected by Membership to serve on the Board of Directors;
- k. "Executive Committee" means a group of Directors appointed to act on behalf of, and within the powers granted by the Board. This group is comprised of the Officers of the Society. The committee members shall not act individually under the powers granted to the Executive committee as a group;
- l. "General Meetings" means meetings of the Membership of the Society, such as the Annual; General Meeting (AGM) or Special General Meeting, as required;
- m. "Member" means an individual, family, group, or business that holds a paid membership and is entitled to one vote at the AGM, or Special, General Meeting of the Membership;
- n. "Member in Good Standing" means a Member who has paid their membership fee;
- o. "New business" means matters initiated in the present meeting;
- p. "Officer" means Directors appointed by the Board to serve with individual responsibilities as outlined in Article X. Officers serve specific roles required by the Act. As per the Act, the roles are President; Vice President; and Treasurer/Secretary or Treasurer and Secretary
- q. Proxy means an agent legally authorized to act on behalf of another party or a format that allows a director to vote without being physically present at the meeting
- r. "Real property" means land, buildings on land, fences and fixtures. Fixtures include shelves that are drilled into the wall;

- s. "Regular, or ordinary resolution" means a formal motion requiring more consideration, and requires a simple majority vote, as per parliamentary authority, at a meeting with advanced written notice provided specifying the intention to propose the resolution;
- t. "Special or extraordinary, resolution" means a resolution of important consequence, such as revising the Society's Bylaws, and requires 75% vote, as per parliamentary authority, at a General Meeting with 21 days advance written notice provided specifying the intention to propose the resolution;
- u. "Unfinished business" means matters that are scheduled to be completed later in the present meeting (a scheduled time for matters that require more time to consider the question (motion) that was postponed earlier in the meeting); or matters that have come over from the preceding meeting (due to the time of adjournment arriving before all matters of the agenda of the preceding meeting were considered).

II. Objectives:

As stated in the Agricultural Societies Act of Alberta, Article Three:

The object of a Society is to encourage improvement in agriculture and in the quality of life of persons living in an agricultural community by developing programs, services and facilities based on needs in the agricultural community.

As part of the Act, the Society must hold a minimum of one agricultural event per fiscal year. AF provides a guide of eligible and not-eligible expenses to plan and prepare the Annual Return.

Further specific objectives include, but shall not be limited to:

- a. Sponsor an annual community Picnic & Parade;
- b. Develop and support activities to encourage and interest youth in the work of agricultural societies;
- c. Develop and /or support various eligible agricultural and recreational programs related to rural development leadership, such as but not limited to volunteer, staff and youth leadership training, board development activities; as well as, activities and programs such as farm safety, agriculture fairs, home-business markets, agriculture education, 4-H camps, community beautification, community agricultural, and recreational development;
- d. Manage and operate the Ardrossan Memorial Hall.

III. Annual General Meetings:

1. Annual General Meetings of the Society, shall be held prior to December 1 following the end of each fiscal year of the Society, on a day and at an hour and place decided by the Board.
2. The primary purpose of the Annual General Meeting of the Society is to do the following;
 - a. To approve revisions to the Bylaws as required;
 - b. To review and approve financial statements and other pertinent reports;
 - c. To elect Directors to serve on the Board.
3. The following shall be the order of business at Annual General Meetings of the Society;
 - a. Call to order
 - b. Determination of quorum
 - c. Reading and approval of the minutes of the previous Annual, or Special, General meeting;

VI. Quorum:

1. At a meeting of the Society, ten (10) Members constitute a quorum for the transaction of business at a General Meeting of the Society.
2. Five (5) Directors constitute a quorum for the transaction of business at a meeting of the Board.
3. The Chair cancels a General Meeting if a quorum is not present within one-half (1/2) hour after the time set. If cancelled, the meeting is rescheduled for one (1) week later at the same time and place. If a quorum is not present within one-half (1/2) hours after the set time of the second meeting, the meeting will proceed with the Members in attendance.

VII. Voting:

1. At a General Meeting of the Society, a majority vote of the member's casting votes may decide all questions, except when an extraordinary resolution is required.
2. Each Member in good standing is allowed one vote on any question.
3. Majority is determined by 50% plus 1 of members present.
4. The President should abstain from casting a vote, until the event of a tie
5. No Member may vote by proxy.
6. At the approval of the Board, alternative methods of voting may be acceptable such as electronic voting, voice voting via phone, or texting

VIII. Composition and election of the Board of Directors:

1. The Board of the Society must consist of 9 Directors.
2. Any Member in good standing is eligible to be elected as a Director.
3. Candidates for election to the office of Director must be nominated openly at a General Meeting of the Society.
4. The term of office of a Director is three years. One third of the board position will come to election each year. There is no limit to the number of terms a director may serve.
5. No person shall be eligible to serve more than six consecutive years in the same office of President, Vice-President, Treasurer, or Secretary.
6. In compliance with the Agricultural Societies Act, no Director shall receive remuneration.
7. A director may participate in a meeting in person, via telephone or by video conference.

IX. Powers and Duties of the Board of Directors:

1. The Board directs and supervises the business of the Society, and may exercise all the powers of the Society that are not required to be exercised by the Membership in the General Meeting
2. The Board of Directors ensures the Society is functioning according to its mission statement and goals, operates within the rule of law, Agricultural Society Act of Alberta, Objects of Agricultural Societies specified in the Act, the Society's Bylaws and all relevant provincial and federal acts and regulations.
3. The Board may appoint an Executive Committee comprising the Officers of the Society and the Executive, and prescribe the committee's duties and authority to lead, manage and operate the society of behalf of the Board. The Executive Committee reports to the Board. The officers are elected Directors and shall serve

- d. Addresses and reports of Officers including a report on the implementation of the previous year's business plan and a brief description of the previous year's activities
- e. Financial report and appointment of accountant for next year;
- f. Reports of committees;
- g. Unfinished business;
- h. New business;
- i. Addresses and discussions;
- j. Election of Directors;
- k. Adjournment

IV. Special General Meetings:

1. A special general meeting of the Society may be called at any time by the Board when the Board considers it necessary or advisable. Notice of meeting must be sent to all members 21 days ahead of meeting.
2. The Board must call a special general meeting of the Society when requested to do so by at least 10 Members. Notice of the meeting must be sent to all members 21 days ahead of the meeting via email, phone call or text.
3. A request under subsection IV (2) must be in writing and state clearly the nature of the business to be transacted at the meeting.
4. Where the Board receives a request in accordance with subsections IV (2) and IV(3),
 - a. If the Board does not issue a call for the meeting within 14 days from the day of receiving the request, or;
 - b. If the meeting called is not to be held within 60 days from the day of the Board receiving the request, the Members making the request or any other 10 or more of the Members, may call a meeting of the Society.

V. Notice of Meetings:

1. The Board or Members calling a General Meeting of the Society must give at least 14 days' notice of the meeting to the Membership
 - a. By emailing to each Member of the Society, at the address provided with annual membership registration, and on the Member list held in the office of the Society, a notice stating the hour, day and place of the meeting, or;
 - b. By advertising the hour, day and place of the meeting in a newspaper circulating throughout the Society's locality.
2. If the addition or repeal of or amendment to any provision of the Bylaws of the Society or its memorandum of Society is to be proposed at the meeting, the intent of the proposed change must be included in the notice of meeting.
3. Notwithstanding section IV(1), the Directors shall provide a minimum of 30 days' notice if the meeting is called for the purpose of selling, purchasing, mortgaging, leasing for over one year or to otherwise dispose of any real property owned by the Society.

- c. Ensures the Society's records are delivered to the designated accountant for review and preparation of a review engagement statement;
- d. Makes sure a review engagement statement of the Society is prepared and presented to the Annual General Meeting;
- e. Is available at the Annual General Meeting at least one hour prior to the meeting to receive membership dues for the ensuing year;
- f. Prepare the necessary documentation required for application for any grants that may be available to the Society and submit before deadlines;
- g. Is an Officer of the Society and a member of the Executive Committee;
- h. Carries out other duties assigned by the Board.

4. Secretary

- a. Attends all meetings of the Society, the Board and the Executive Committee;
- b. Keeps accurate minutes of these meetings;
- c. Notifies the membership and Directors of meetings as required by the bylaws;
- d. Receives and respond to all correspondence as directed by the Board;
- e. Makes sure a record of names and addresses of all members of the society is kept;
- f. On or before the 15th of February each year return to Alberta Agriculture and Forestry, the annual return documentation required by Alberta Agriculture and Forestry including but not limited to: a list of Directors and officers elected at the Annual General Meeting for the ensuing year; a report of the year's activities; a signed copy of the financial statement approved by the membership and prepared by a designated accountant; three year business plan.
- g. Is an Officer of the Society and a member of the Executive Committee;
- h. Carries out other duties assigned by the Board.

5. Past President (when possible)

- a. Attends meeting of the Society, the Board and the Executive Committee;
- b. Chairs the Nominating Committee;
- c. Assists with Board recruitment and orientation to the Board;
- d. Supports the current Chair of the Board;
- e. Assists with Board training;
- f. May chair special events; and
- g. Provides historical continuity about the Board's activities.

6. Director at Large (when possible)

- a. Attends meeting of the Society, the Board and the Executive Committee;
- b. Assists with Board recruitment and orientation to the Board;
- c. Is an Officer of the Society and a member of the Executive Committee;
- d. Supports the current Chair of the Board;
- e. Assists in executive committee dealings and replaces other officers when required temporarily or permanently; situation dictating; and
- f. Carries out duties assigned by the Board.

7. Every member, director and employee of ARAS must sign a Code of Conduct

XI. Meeting of the Board:

At the first meeting of the newly elected Board after each Annual General Meeting of the Society, the Board is to meet and elect Officers from among the Directors.

without remuneration by the Society. Any decisions by the Executive Committee outside the prescribed authority shall be presented at the Board meeting for ratification.

4. The Board will develop and approve a budget each year to grant authority to the individual or group assigned powers to operate the Society, whether the Executive or the Executive Committee. Material changes must be approved by the Board.
5. The Board shall be responsible for providing policies, procedures and terms of reference to all committees of the Society.
6. Directors shall serve on a voluntary basis without remuneration by the Society for their Directorship. Director expenses within a preapproved budget shall be reimbursed, otherwise only after Board approval.
7. No one (1) individual on the Board will carry or exercise more authority than another unless operating within Board approved Policies that authorize the individual to do so.
8. Directors have the fiduciary duty to act honestly and in good faith, with a view to the best interests of the Society. Directors must disclose any interests that may be in conflict with the interests of the Society and abstain from voting on such matters.
9. Directors must exercise duty of care which requires Directors to take appropriate steps to make informed decisions. Directors must ensure they have the information needed in order to make decisions.
10. Directors must not disclose confidential information of the Society.

X. Duties of the Officers of the Society

The Officers of the Society are individual Directors appointed by the Board to serve specific roles as required by the Act. The Officers, act on behalf of, and within the powers granted to them by, the Board of Directors. This Executive Committee may be granted authority as per terms of reference, to be reviewed and revised as required by motion at a Board meeting.

The Officers each have individual roles and responsibilities to act on behalf of the Board and in accordance with the Act.

1. President

- a. Supervises the affairs of the Board;
- b. When present, chairs all meetings of the Society, the Board, and the Executive Committee;
- c. Is an *ex-officio* member of all Committees;
- d. Acts as the spokesperson for the Society;
- e. Is an Officer of the Society and a member of the Executive Committee;
- f. Ensures new Board members orientation is complete;
- g. Carries out other duties assigned by the Board.

2. Vice-President

- a. Presides at meetings in the President's absence. If the Vice –President is absent, the Directors elect a Chair for that meeting;
- b. Replaces the President at various functions when asked to do so by the President or the Board;
- c. Is an Officer of the Society and a member of the Executive Committee;
- d. Carries out other duties assigned by the Board.

3. Treasurer

- a. Ensures all monies paid to the Society are deposited into a chartered bank or institution as directed by the Board of Directors;
- b. Makes sure a detailed account of revenues and expenditures is presented to the Board as requested;

- a. A Chair or President, and;
- b. A Vice-Chair or Vice-President;
- c. A Treasurer/Secretary; or
- d. A Treasurer;
- e. Director at Large; and
- f. A Secretary.

Any reference in these bylaws to the Chair or Vice-Chair shall be read as also referring to a President or Vice-President respectively.

2. At a meeting at which the Secretary is absent, a meeting assistant may take minutes.
3. The meeting assistant may, but need not, be director or a member.
4. Minutes shall be drafted, reviewed by President or designate, and distributed as a draft to all Directors within two weeks. The minutes shall be corrected as may be required and approved the following meeting of the Board.
5. The Board shall hold a meeting no less than one every three (3) months and, subject to subsection XI(1); the Board may hold other meetings on days and at places and times decided on by the Board.
6. The Secretary shall give each Director at least two (2) weeks' notice of all regular meetings of the Directors. In special circumstances, a meeting of the Directors may be called on less than two (2) weeks' notice.
7. The Chair must call an Emergency Meeting of the Board on the written request of a majority of the Directors or if the Chair considers it to be necessary. The Secretary must give each Director notice of a Special Meeting at least 24 hours ahead of such meeting.
 - a. Stating the time and place at which it is to be held and the format (ie. in person, via phone. video conference. Voting may occur in person, via phone, via video conference or text
 - b. Stating, in general terms, the nature of the business to be transacted at the meeting.
 - c. Notice of Special Meeting of the board can be sent via email, telephone call or text
 - d. Emergency situations may include but are not limited to those that deal with legal, land, labour or and any time sensitive matters that require an urgent response
 - e. When a motion is voted upon via email, that vote is to be confirmed by voice vote at the next regular directors meeting.
8. Notwithstanding this section, if all the Directors are present at a Director's meeting, it is deemed to have been properly called whether or not the notice of the meeting has been given or properly given.

XII. Proceedings at Board meetings:

1. Five (5) Directors constitute a quorum for the transaction of business at a meeting of the Board.
2. The Chair may vote on any question, but having done so, the Chair does not have a casting vote in the event of a tie.
3. If there is not a majority in favour of a motion, the motion is lost.
4. At the meeting of the Board held before the Annual General Meeting of the Society, the Directors shall adopt a report covering all the activities of the Society for the preceding year for presentation at the Annual General Meeting.

XIII. Vacating a Director's office:

1. Where a Director fails to attend three (3) consecutive meetings of the Board of which the Director has been duly notified, the director's office may be declared vacant by the Board if the Director's absence has not been explained to the satisfaction of the Board.
2. Where
 - a. A Director, or;
 - b. A corporation whose representative is a Directorceases to be a member of the Society, the office of that director is to be declared vacant by the Board.
3. Where a Director's office is vacated before the director's term of office expires, the remaining Directors shall appoint a person who is eligible to be elected as a director to fill the vacancy for the unexpired term.
4. The Board, at a Special Meeting of the Board called for that purpose, may suspend a Member's membership.

XIV. Committees:

1. Standing or special committees may be established by the Board.
2. Each committee will have at least one Director who will act as the liaison and report to the Board.
3. The Board shall establish in writing the operational guidelines (Terms of Reference) for each committee.
4. Unless a committee is given written notice of a budget or authority to expend funds, the committee has no authority to expend Society funds or bind the Society to a financial commitment.
 - a. Pre-budget expenses - where a committee has not been able to prepare a budget and have it approved by the Board but expenses have to be incurred for the ongoing work of the committee then that committee may incur expenses up to \$1,000 in increments of not more than \$300.00 for each item or service to be purchased
5. Unless a committee is given written authority to the contrary, the committee does not have the authority to bind the Society to any decision or undertaking. If a committee is authorized to bind the Society, the authorization must be clear and the committee must be operated within the limited authority granted.

XV. Execution of certain documents:

All contracts, financial and legal documents must be signed by the Officers of the Society or by other Directors as may be authorized to do so by motion of the Board.

XVI. Society Funds:

1. The funds of the Society, however derived, shall not be expended for any objects inconsistent with those of the Society or authorized by the Act.
2. The funds shall be deposited to the credit of the Society in a chartered bank or other institution as directed by the Board.
3. Investment of Society funds must be in accordance to Section 29(3) of the Trustee Act.
4. Cheques or electronic transfers of funds of the Society shall be signed or authorized by any two (2) of the following with a \$5,000 limit. If the amount is over \$5,000 prior approval of the board must be obtained:
 - a. The President (or Chair);
 - b. A Vice-President (or Vice-Chair); and
 - c. The Treasurer or Secretary/Treasurer

Signers can be added or deleted by amending this bylaw.

XVII. Borrowing by the Society:

1. The Society may for the purpose of carrying out its objects or for capital purposes, from time to time borrow money
2. The Board may not borrow more than \$5,000.00 without the authorization of the Members of the Society.

XVIII. Fiscal Year:

The fiscal year of the Society is the year beginning on July 1 and ending on the following June 30.

XIX. Auditor:

1. No person holding office in or employed by the Society is eligible to be appointed as the auditor of or to perform any of the duties of the auditor of the society.
2. The auditor is to be appointed by resolution passed at an Annual General Meeting of the Society or at a special general meeting of the Society called for that purpose.
3. The auditor must be a member in good standing of an association of accountants recognized by the Directors.

XX. Financial Statements:

1. The financial statement referred to in Section III of the bylaws in accordance with the Act must be a review engagement report or audit report prepared by a Chartered Professional Accountant (CPA).

XXI. Membership:

1. A person may become a Member of the Society if that person pays the membership dues and is interested in the Objectives of the Society.
2. A person who is 18 years of age or older may become a voting Member as provided for under the Act.
3. A person under the age of 18 may become a non-voting Member.
4. A corporation, association or society may be a Member of the Society.
5. Where an entity (corporation, association or society) becomes a Member of the Society, the entity must, in accordance with the Act, appoint only one designated individual who is to be the entity's representative with the right to attend meetings of the Society, to vote at General Meetings, or to be elected and serve as a Director and vote at Board Meetings.
6. A designated individual who represents an entity
 - a. Must be in a form acceptable to the Society;
 - b. Must be provided to the Society at the time the membership fee is paid, and;
 - c. May be changed from time to time by a like designation.
7. Payment of the membership dues by a person or entity provides that person or entity entitlement to the privileges of the associated membership category for the year for which the dues are paid.
8. A Member shall, at the time of payment of the Member's membership dues, provide the mailing and email addresses to which all notices of meetings and other notices to the Member shall be sent.
9. The Board reviews and determines membership dues by motion of the Board.

10. ARAS shall keep a Register of Members including their full names, mailing addresses, email addresses, date admitted and date ceased. Upon request by a member ARAS shall supply a copy of the Register of Members if it will be ONLY used for matters relating to ARAS.
11. The sale of memberships may be suspended when a special meeting is called and until the business of that meeting is concluded.

XXII. Suspension of Membership:

1. The Executive Committee, after an investigation may call for a special meeting of the board to determine if a member has acted not in good order or faith of the society. The Executive can council the member on the issue if a special meeting is not warranted.
2. The Board, at a special meeting of the Board called for that purpose, may suspend a member's membership not more than three (3) months, for one or more of the following reasons:
 - a. If the Member has failed to abide by the bylaws;
 - b. If the Member has been disloyal to the Society;
 - c. If the member has acted in the pretense of the society not in good faith;
 - d. If the member has discussed or disclosed information of the board or members of the society or board not in good faith;
 - e. The member is the cause of undue interpersonal conflict with in the society;
 - f. If the Member has disrupted meetings or functions of the Society; or
 - g. If the Member has done or failed to do anything judged to be harmful to the Society.
3. The affected Member will receive written notice of the Board's intention to determine whether that Member should be suspended or not. The member will receive at least two (2) weeks' notice before the special Board meeting.
4. The notice will be sent by single registered mail to the last known address of the member shown in the records of the Society. The notice may also be delivered by an Officer of the Board.
5. The notice will state the reasons why the suspension is being considered and time, date, location of the meeting.
6. The Member will have an opportunity to appear before the Board to address the matter. The Board may allow another person to accompany the member, the companion may speak in behalf of the member. The member may address the Board in written language.
7. When dealing with complaints against a member of the society, the person that raised the complaint may address the Board either in person or in writing.
8. The Board will determine how the matter will be dealt with, and may limit the time given the member and or complainant to address the Board.
9. The Board conducts discussion of the matter, including the deciding vote in *camera*.
10. The Board will vote on these matters by secret ballot.
11. The board may decide to suspend the member pending a Special General Meeting for the termination of membership (see para XXIII(4)).
12. The decision of the Board is final.

XXIII. Termination of Membership:

1. Any Member may resign from the Society by sending or delivering a written notice to the secretary or President of the Society. Once notice is received, the Member's name is removed from the membership register.
2. The membership of a Member is ended upon a Member's death.

3. If a Member has not paid the annual membership dues within three (3) months following the date the dues are owing, the Member is considered to have submitted their resignation.
4. The Society may, by Special Resolution at a Special General Meeting called for that purpose, expel any Member for any cause which is deemed sufficient in the interests of the Society. This decision is final.
5. No right or privilege of any Member is transferable to another person.
6. Although a Member ceases to be a member, they are liable for any debts owing to the Society at the date of ceasing to be a Member.

XXIV. Security:

1. The Society shall at all times maintain theft insurance or fidelity insurance against loss for damage caused by employee, Officers, and Directors.
2. The Society shall at all times maintain general liability insurance in an amount not less than \$2,000,000 inclusive per occurrence (insuring against personal injury and property damage (including loss of use of property)).
3. In this section "theft insurance", "fidelity insurance", and "general liability insurance" have the meaning given to them by the Classes of Insurance Regulation (AR 121/2001).
4. The Society shall at all times maintain Directors and Officers liability insurance.
5. No Member is, in the individual capacity, liable for any debt or liability of the Society as long they acted in good faith of the society.

XXV. Amendments to the Bylaws:

1. At the Annual General Meeting of the Society or at a Special General Meeting called for that purpose, the Members of the Society may make, alter and repeal bylaws for the general management of the Society.
2. Two signed copies of the membership approved amended bylaws shall be sent to the Agricultural Society Program, to Alberta Agriculture and Forestry for approval. Once approved by to Alberta Agriculture and Forestry, the amended bylaws are in effect.
3. The Bylaws shall be reviewed annually by the Board prior to the next Annual General Meeting and any changes presented for approval to the membership at the Annual General Meeting, or a Special General Meeting called for that purpose.

XXVI. Parliamentary Authority:

The rules contained in the current edition of Robert Rules of Order Newly Revised shall govern the Society in all cases to which they are applicable in which they are not inconsistent with these bylaws and any special rules of order the Society may adopt.

XXVII. Dissolution or Amalgamation of the Society:

1. The Society may not distribute its property or pay dividends to its members.
2. If the Society is dissolved, any funds or assets remaining after paying all the debts are to be paid to a non-profit organization which has objectives similar to those of the Society.
3. Members are to select the organization to receive the assets at a special meeting called for that purpose.

4. If the society (ARAS) decides to amalgamate with another agricultural society, any assets in ARAS shall be transferred to the new society. A special meeting of ARAS is required to approve the amalgamation and transfer of assets.

XXVIII. All Other Matters:

In the event that these bylaws do not adequately cover a situation or concern of the Officers, Executive, Directors, or Members, reference shall be made to the Act which shall be the supreme authority whereby the actions and activities of the Society are managed and controlled.

XXIX. Annual Returns (Reports) to Alberta Agriculture and Forestry

ARAS shall submit an Annual Return (Report) to Alberta Agriculture and Forestry (AAF) in the manner prescribed by AAF and by the deadline set by AAF (presently February 15).

Acknowledgement of Bylaws

These bylaws were acknowledged before an Annual General Meeting, or Special General Meeting called for the purpose of approval of these documents, by the Members of the Ardrossan Recreation & Agricultural Society (ARAS)

Signed before the Members at this meeting at Ardrossan in the Province of Alberta , this 16th day of November, 2021.

President:


SIGNATURE

Jessica Lutz
PRINT NAME

Vice President:


SIGNATURE

Agnes Goppe
PRINT NAME

Director:


SIGNATURE

Shauna Cameron
PRINT NAME

Director:


SIGNATURE

Leighton Harsid
PRINT NAME

1. Welcome and Opening Orders of Business

a) Introduction of Members

- Art welcomed all attendees to the AGM and each was introduced

b) The meeting was called to order at 6:45PM

c) Attendance and determination of quorum - quorum is 10 members

- Voting members – 14 present

Paul Smith, Sandi Lange, Art Lange (chair) Diana Balbar, Agnes Gagne, Shauna Cameron, Leighton Larson, Christy Parker, Jessica Lutz, Cara Shan, Arlene Lackner, Ken Timperley, Gordon Silzer, Sherry Isely (recording secretary)

- Guests

Jolie Smeland (Hall manager), Scott Hanevelt (ARAS accountant), Aaron Nelson (county councilor), Karen Bracegirdle (Farmers' Market Manger), Mark Wilson, Margaret Charlotte, Angie Banks (ARAS bookkeeper)

d) Approve the ARAS 2021 AGM agenda

MOTION - Shauna Cameron - Sandi Lange
to approve the 2021 AGM agenda

CARRIED

e) Approve ARAS Nov. 17, 2020 AGM minutes

MOTION by Jessica Lutz – Christy Parker
to approve the minutes from the Nov. 17, 2020 Annual General Meeting

CARRIED

2. ARAS Board and Activity Reports

a) President's Report – Art Lange

- Art recognized the ARAS employees Angie (bookkeeper), Kelsea (past hall manager), Jolie Smeland (new hall manager) and Karen Bracegirdle (Farmers' Market manager) for helping to make it a successful year for ARAS amid the Covid-19 crisis. He also thanked Kerry Parsons for taking the helm as Parade coordinator
- PowerPoint presentation which outlined many of the activities that ARAS hosted through the past year.

b) Farmers' Market Report – Sandi Lange

- Sandi reported on the very successful 2021 Farmers' Market and plans for the upcoming monthly indoor winter markets at the Ardrossan Rec Centre. She thanked Karen Bracegirdle (market manager) and the volunteers who made this past season a great community success.
- Power Point presentation which outlined highlights and added attractions that were part of the markets this summer.

c) Special Events Report – Jessica Lutz

- Jessica reported on the many special events that were hosted by ARAS over the past year, including the Parade & market, Creepy Doll night (sold out event). Hallowe'en events including the High school pumpkin carving contest and Scarecrow contest, ARAS sponsored weekly free skate at ARC. She also reported that ARAS had won 3 – 1st AAAS media awards

d) Diana Balbar Scholarship Report – Jessica Lutz

- Bryce Cameron is the recipient of the \$1000, 2021 scholarship. The scholarship will award \$1000/year for the next 11 years.

e) Skate Park Report – Leighton Larson

- Leighton reported on the history behind the skate park project which went back to a 2009 high school fundraiser, funds which eventually were given to ARAS to use for youth in the community. ARAS was instrumental in bringing this project to the county's attention and over a 4-5 year period attended meetings to help in the planning stages. The original \$30,000 earmarked ARAS contribution for landscaping was eventually not needed, because of a generous donation from Trans Mountain Pipeline. Total budget was approximately \$700,000.

3. **Treasurer's Report** – Presented by Scott Hanevelt, CPA, Society accountant 2020-2021

a) Approve the year-end financial report from the society accountant

- Scott thanked Angie (bookkeeper) for doing an excellent job. He mentioned that she applied for the Federal Gov't wage subsidy, which helped ARAS income over the past year.

MOTION - Leighton Larson - Arlene Lackner

to accept the financial statements for the year ending June 30, 2021 as presented

CARRIED

b) Appoint/reappoint the accountant

MOTION - Sandi Lange - Agnes Gagne

to reappoint Scott Hanevelt, CPA as the Society's accountant for 2021-2022 fiscal year

CARRIED

4. New Business

- a) **BYLAWS** - Approve ARAS Bylaw revisions as presented by ARAS Governance Committee
- Art outlined the changes to the ARAS bylaws required by the New Provincial Societies Act and reviewed these changes with the members present.
 - Once approved by the membership, the bylaws must be submitted to the Provincial Gov't for approval, before changes can be made to ARAS governance practices.

MOTION - Leighton Larson – Christy Parker
to accept the ARAS bylaw revisions as presented
CARRIED

b) Announcements N/A

5. Unfinished Business & Discussion N/A

6. Election of Directors

- a) Nominations from the Nominating Committee for the positions open for a 3 year term
- Shauna Cameron (re-elect)
 - Mike Pace (re-elect)
 - Christy Parker (re-elect)
 - Rachel Burgemeister (new)

- b) Additional nominations from the floor
- There were no addition nominations

c) Nominations cease

MOTION - Sandi Lange - Cara Shan
for nominations to cease
CARRIED

- d) Confirmation of eligibility and acceptance of nominees – Sherry Isely
- Sherry confirmed that all nominees were current ARAS members and had completed all the required documentation.

MOTION - Paul Smith - Shauna Cameron
to accept the named nominees
CARRIED

Adjournment

Art declared the meeting adjourned at 8:34PM

ARAS

ARDROSSAN RECREATION
& AGRICULTURAL SOCIETY

AGM Meeting Attendance

November 16, 2021

Meeting held via zoom

Quorum is 10 members

| NAME | | Member- ship form | Mtg Attendance |
|---------------------------|---|----------------------|-------------------|
| Member's NAME | ADDRESS | | |
| Paul & Merla Smith | 54277 RR 220 Ft Sask T8L 3Y7 | ✓ | ✓ zoom |
| Sandi Lange | 145, 52312 Rg Rd 225 Sherwood Park T8C 1E1 | ✓ | ✓ Zoom |
| Art Lange | 145, 52312 Rg Rd 225 Sherwood Park T8C 1E1 | ✓ | ✓ Zoom |
| Diana Balbar | 51148 RR 215 Sherwood Park T8A 5P2 | ✓ | ✓ Zoom |
| Agnes Gagne | Box 31 Gainford AB T0E 0W0 | ✓ | ✓ Zoom |
| Shauna Cameron | 50, 52242 rr 223 sher pk T8C 1B2 | ✓ | ✓ Zoom |
| Sherry Isely | 242, 53050 RR 214 Ardrossan T8E 2E1 | ✓ | ✓ Zoom |
| Leighton (Breanne) Larson | 158, 52505 RR 214 Ardrossan T8E 2H3 | ✓ | ✓ Zoom |
| Christy (Dean) Parker | 26, 21410 Twp Rd 524 Ardrossan T8E 2H5 | ✓ | ✓ Zoom |
| Jessica Lutz | 481, 53310 RR 221 Ardrossan T8E 2L1 | ✓ | ✓ Zoom |
| Cara Shan | 85, 53151 RR 222 Ardrossan T8E 2J8 | ✓ | ✓ Zoom |
| Arlene Lackner | 373, 52465 RR 213 Ardrossan T8G 2E7 | ✓ | ✓ Zoom |
| Ken Timperley | 229c-52435 RR 223 Sherwood Park T8A 4P8 | ✓ | ✓ Zoom |
| Gordon Silzer | 266,52152 RR 210, Sherwood Park, AB T8G 1A5 | ✓ | ✓ zoom |
| | | | 14 members |
| Guests: | | | |
| Angie Banks | ARAS bookkeeper | | |
| Jolie Smelland | ARAS Hall Manager | | |
| Scott Hanevelt | ARAS accountant | | |
| Karen Bracegirdle | ARAS Farmers' Market Manager | | |
| Aaron Nelson | Strathcona County Councillor | | |
| Mark Wilson | | | |
| Margaret Charlotte | | | |

ARAS

ARDROSSAN RECREATION
& AGRICULTURAL SOCIETY
Est. 1945

List of revisions/changes that have been made to the bylaws

| | | | | |
|---------|------------|------------------------------------|----------------|----------------|
| I. | | L –removed & letters shift down | Q – add proxy | t. changed |
| II. | No change | | | |
| III. | | 3d. changed | 4 - removed | |
| IV. | | 2. changed | 4. b - changed | |
| V. | No change | | | |
| VI. | No change | | | |
| VII. | | 6. changed | | |
| VIII. | 1. changed | 5. changed | 6. added | |
| IX. | | 4. removed 4. added | | |
| X. | | 4. f - changed | 7. added | |
| XI. | | 7. changed | 7. a. changed | 7. c,d,e added |
| XII. | | 5. removed | | |
| XIII. | No change | | | |
| XIV. | | 4. a - added | | |
| XV. | No change | | | |
| XVI. | | 4. Changed/added | 4. c. changed | |
| XVII. | | 1. changed | | |
| XVIII. | No change | | | |
| XIX. | No change | | | |
| XX. | No change | | | |
| XXI. | | 10, 11 added | | |
| XXII. | | Title changed | | |
| XXIII. | No change | | | |
| XXIV. | No change | | | |
| XXV. | No change | | | |
| XXVI. | No change | | | |
| XXVII. | | Title change | 4. added | |
| XXVIII. | No change | No change | | |
| XXIX. | | added | | |
| | | | | |
| | | | | |