

# CONSTITUTION AND BY-LAWS OF THE FERGUS AGRICULTURAL SOCIETY

- ARTICLE 1** The organization shall be known as **the Fergus Agricultural Society** thereafter referred to as the "Society".
- ARTICLE 2** The Society is organized under the Agricultural and Horticultural Societies Act of the Province of Ontario.
- ARTICLE 3** The Head Office of the Society shall be the office of the Secretary.
- ARTICLE 4** The Objects of the Society are to encourage an awareness of Agriculture and to promote improvements in the quality of life of persons living in our agricultural community by:
- a) Holding the Fergus Fall Fair annually, featuring agricultural competitions, for which prizes may be awarded, and agricultural exhibits.
  - b) Supporting and providing facilities to encourage activities intended to enrich rural life.
  - c) Creating an awareness of life skills through education of the rural and urban community.
- ARTICLE 5** Any Person is entitled to be a member of the Society. A member is considered a person whom has paid an annual membership fee. Only members **18 years of age** or older are eligible to vote at meetings of the Society.
- ARTICLE 6**
- a) An annual membership fee shall be set by the Board of Directors.
  - b) A member shall be entitled to exhibit at the Fergus Fall Fair and participate in the activities of the Society.
- ARTICLE 7** The Board of Directors shall consist of nineteen (19) members to be elected as follows:
- a) Twelve (12) members shall be Directors of which four (4) Directors shall be elected at an annual meeting every year for a three year term, which is renewable.
  - b) Three (3) members will be Junior Directors. They must be between the ages of 16 and 23 as of January 1<sup>st</sup> of the new fiscal year. These positions are for a one-year term and are renewable.

- c) The four (4) remaining members will be the President, 1<sup>st</sup> Vice President, 2<sup>nd</sup> Vice President, and the Past President; each of these 4 having been elected at the annual meeting for a term of two years.

**ARTICLE 8** The Board of Directors:

- a) Any Director missing three consecutive meetings without the approval of the board may be removed from office by the Board.
- b) 50% of the Board of Directors shall constitute a quorum.
- c) Only members of the Board of Directors age 18 years of age or older are eligible to vote at Board meetings.

**ARTICLE 9** The Executive of the Board shall consist of six members  
– the President, First and Second Vice-Presidents, immediate Past President, Secretary and Treasurer of the Society.

**ARTICLE 10** The Nominating Committee shall consist of the Past President, President, and the 1<sup>st</sup> Vice President. They shall meet at least once a year to recommend nominees for vacant positions within the Society.

**ARTICLE 11** Standing Committees under the direction of the Board of Directors shall carry out the activities of the Society. Standing Committee members shall be known as Associates or Junior Associates.

- a) Standing Committee Chairs shall be members in good standing who have attained the age of at least 18 years.
- b) Standing Committee Chairs shall bring on associates of the Society who have attained the age of at least 18 yrs. & Junior Associates of the Society who have attained a minimum age of 12 yrs.
- c) Associates and Junior Associates may be removed from the list of Standing Committees by
  - i) Resignation,
  - ii) The Board by its own discretion or upon recommendation of a committee chair.

**ARTICLE 12** The Annual Meeting shall be held the last Friday in January, in Fergus, or as determined by the Board of Directors.

- a) Only those who were members in good standing the previous year and who have paid the membership for the current year are eligible to vote at the Annual Meeting.
- b) At least two weeks notice of the Annual Meeting shall be given by publication in at least one local newspaper having general circulation in the Municipality.
- c) Written notice of the Annual Meeting must be sent to all Directors and Standing Committee Chairs.

- d) Twenty-five members in good standing shall constitute a quorum at the Annual Meeting or any duly called meeting of the Society.
- e) The audited financial report shall be presented at the Annual Meeting.

**ARTICLE 13** The fiscal year of the Society shall be from January 1<sup>st</sup> to December 31<sup>st</sup>.

**ARTICLE 14** Two qualified auditors or an auditing firm shall be appointed at the Annual Meeting for a period of one year.

**ARTICLE 15** In the event of the necessity for a special general meeting regarding the business of the Society, the President, or on petition signed by no less than twenty-five members in good standing, the Secretary shall call a general meeting in the manner outlined in ARTICLE 12 b) and c) and carried out as in 12 a) and d).

**ARTICLE 16** The Constitution, By-Laws, and Regulations of the Society may be made, adopted, amended, or repealed at any Annual or Special Meeting of the Society by a two-third majority vote of the members present. Any proposed changes to the Constitution or By-Law must be in the hands of the Secretary at least thirty days prior to the Annual or Special Meeting. Proposed changes are to be circulated to the Directors and Standing Committee Chairs.

**ARTICLE 17** No Officer, Director, Associate or Member of the Society except the Secretary, Treasurer or Secretary-Treasurer or Manager shall receive remuneration for carrying out the duties as Officer, Director or Associate. Traveling and living expenses may be allowed while engaged in the business of the Society. The Board may fix such remuneration, which shall be payable out of the funds of the Society.

**ARTICLE 18** The Executive or an Appointed Committee shall review the Constitution and Bylaws of the Society biannually.

**ARTICLE 19** The Junior Director will hold the position for the purpose of leadership, development, and educational opportunities with the Fergus Agricultural Society.

**ARTICLE 20** Board of Directors between the ages of 16 and 23 holding existing terms as of 2010 will be grandfathered.

## **BY-LAWS**

**BY-LAW 1** The Fergus Agricultural Society will be the sole user and have exclusive use of the farm building/storage facility at the Centre Wellington Community Sportsplex for the societies equipment and other assets at no charge until such time as the Fergus Fall Fair ceases to operate. They will then have three (3) months to remove all items from this facility.

**BY-LAW 2** Banking Arrangements, Contracts, and Execution of Instruments may be entered into at the discretion and under the direction of the Board of Directors who have the power to invest and/or borrow money as deemed necessary for the satisfactory operation of the Society.

**BY-LAW 3** The power to rent buildings and chattels is given to the Board of Directors.

**BY-LAW 4** The Secretary-Treasurer or Secretary and Treasurer shall be appointed by the Board and shall hold office until his/her term is terminated by resignation or by the wish of the Board. The Board shall require the Secretary-Treasurer or the Secretary and Treasurer to give security to cover against any loss of the funds of the organization. The Board shall inquire, in each year, into the sufficiency of the security.

**BY-LAW 5** The Board of Directors shall secure liability insurance to cover any person working under the direction of the Society.

**BY-LAW 6** All Standing Committees are appointed by the Board and reviewed yearly.

- a) Each Standing Committee shall hold at least one yearly meeting prior to March 1<sup>st</sup>.
- b) Each Standing Committee shall elect a chair from the committee members.

- c) The Chair shall be responsible to see that each committee member is notified of subsequent meetings and informed as to the duties of the committee members.

**BY-LAW 7** The Board of Directors and Members of the Society shall meet the last Monday of each month, excluding December. If it is necessary to change the date the Secretary shall notify all Board members.

**BY-LAW 8** The rules and regulations as printed in the Prize List will apply to the exhibition.

**BY-LAW 9** Where the Board of the Society has reason to believe that any person exhibiting any animal or goods at the exhibition of the Society has committed a fraud or made misrepresentation of any kind, the Board may withhold payment or delivery of any prize or premium to such person until such person proves to the satisfaction of the Board that no fraud or misrepresentation had in fact been committed or made.