

## **HALDIMAND HORTICULTURAL SOCIETY BY-LAWS**

**(As revised November 2011)**

### **By-Law 1      INTERPRETATION**

In the By-Laws and in the Constitution of the Haldimand Horticultural Society, unless the context otherwise specifies or requires:

1. "Society" means the Haldimand Horticultural Society.
2. "Act" means the Agricultural and Horticultural Organizations Act, R.S.O. 119, Chapter A.9, as amended from time to time and every statute that may be substituted thereafter.
3. "Financial Reviews" are conducted by independent, objective and knowledgeable persons at least once a year, in accordance with generally accepted accounting principles. Note: To meet the requirements of the Act, a financial review is considered sufficient for Societies.
4. "Board" and or "Executive" means the Board of Directors of the Society.
5. "Member" shall be any qualifying individual that has paid their current membership fee as set from time to time by the membership at an annual meeting.

### **By-Law 2      MEETINGS**

1. The Society shall hold its General meeting on the fourth Thursday of the month, with the exception of November which is the third Thursday.
2. The Society shall hold its Board of Directors meeting on the second Thursday of the month.
3. The Society shall hold its Annual General meeting during the month of November, at which time the President shall present a report of the activities and accomplishments of the Society during the preceding year, and the Treasurer shall present a written statement for the preceding year, certified by the auditors on the form prescribed by the Minister of the Ontario Ministry of Agriculture and Food; the presentation and approval of the Nominating Committee Report and the installation by a representative of the District 6 OHA of the Incoming Executive.
4. Meeting dates, both General and Board of Directors, may be changed at the discretion of the Executive; for example, when a meeting conflicts with another major event in the community.
5. The new Executive will approve its budget for the upcoming term immediately following the AGM at its December Executive Meeting and present it to the January General Meeting for approval.
6. The new Executive will appoint its new Committee Chairs immediately following the AGM at its December Executive Meeting and present the slate to the January General Meeting for information.
7. A bus trip is held in July in lieu of a meeting and there is no meeting in December.

### **By-Law 3      MEMBERSHIP**

1. Every person of the full age of sixteen years or over, who has paid the annual fee, shall be entitled to membership in the Society.

2. The annual fees shall be \$8.00 per year for a single membership. Membership for a family shall be \$12.00 per year.
3. All adult members in good standing shall be entitled to vote and to hold office.

By-Law 4      BOARD OF DIRECTORS

At the November Annual General Meeting there shall be elected:

- (a) An Executive consisting of the following Officers:  
President; 1<sup>st</sup> Vice-President; 2<sup>nd</sup> Vice-President; Treasurer; Secretary\*  
(\*position may be shared)
- (b) Two auditors, not members of the Board of Directors, and in accordance with the Horticultural Societies Act. Note: These Officers to take office before the close of the Annual General Meeting.
- (c) There shall be up to sixteen (16) and no less than ten (10) Directors; five (5) of them to be elected for a two year term, to serve along with five so elected the previous year.
- (d) Each Director and Officer must be a member in good standing of the Society.

By-Law 5      OFFICERS AND TERMS

1. The Society may appoint Associate Officers, but they shall not have the power to vote at meetings of the Board.
2. The Board shall consist of the Past President, the Executive as listed above, and up to sixteen (16) and no less than ten (10) Directors. No person shall hold the same Executive office for more than two consecutive years, with the exception of the Secretary and Treasurer, who may hold office up to five years consecutively.
3. Every Committee formed for whatever reason will normally have as chairperson a member of the Board, and that chairperson shall report to the Board on all activities of the Committee at each Board meeting. The chairperson shall not hold that office for more than three consecutive years. When the chairperson is not a member of the Board, that chairperson shall be ex-officio to the Board for as long as serving as chairperson, or to the next annual election, but shall not have power to vote at any Board meeting.
4. The Executive shall appoint the Standing Committees each year after the Annual General Meeting, at its December Executive meeting.
5. Should any member of the Board miss three consecutive Board meetings without just cause, as determined by the Board, such position may be declared vacant and that member notified. The Board may appoint a person to fill the vacancy for the remainder of the year.
6. The quorum for a meeting of the Board shall consist of half of the Board of Directors members, plus one, in accordance with Rogers Rules of Order.
7. No person shall be on the Board for more than eight consecutive years.

By-Law 6      INSURANCE

The Society shall have insurance coverage, satisfactory to the requirements of the Ontario Horticultural Association.

By-Law 7      DUTIES OF THE OFFICERS

(a)      President

It shall be the duty of the President to preside at all meetings of the Society, decide all questions of order, and to advance the interests of the Society. He or she shall be an ex-officio member of all Committees appointed.

In the event that the Secretary or Treasurer must be replaced, the President and the Board may appoint a replacement.

(b)      Vice-President(s)

It shall be the duty of the Vice-President(s) to aid and assist the President. In the absence of the President, his or her powers and duties shall devolve upon the First and Second Vice-President in the order named.

(c)      Secretary

It shall be the duty of the Secretary to attend all meetings of the Society, and to keep correct minutes of the same, and to conduct all correspondence. The Secretary or Treasurer shall be responsible for negotiating an annual contract for the meeting place.

The Secretary shall be responsible for distributing copies of the Constitution and By-Laws to new Board members at the earliest opportunity.

(d)      Treasurer

The Treasurer shall receive and account annually, or as often as required by the Board, for all monies belonging to the Society, which shall be deposited in any chartered bank/credit union approved by the Board, and shall pay all bills and accounts that have been approved by the Board.

The Treasurer is empowered to pay, without specific approval, any account up to a maximum, approved annually, by the Board of Directors.

(e)      All Officers

It shall be the duty of the Officers to set a budget for the year, to be presented to the membership for approval no later than the January meeting each year.

(f)      Signing Authority for banking documents shall be the Treasurer, plus either the President, 1<sup>st</sup> Vice-President, or Secretary, dependent upon convenience.

(g)      The Treasurer is to be bonded through the Ontario Horticultural Association.

By-Law 8      COMMITTEES

The Society may have the following Committees:

(a)      Public Planting

- (b) Program
- (c) Publicity
- (d) Ways and Means
- (e) Social
- (f) Nominating
- (g) Membership
- (h) Constitution/By-Laws/Policy
- (i) Newsletter
- (j) Show – (i) Annual; (ii) Monthly
- (k) Youth
- (l) Memorial Trees
- (m) Archives
- (n) Library
- (o) Green Thumb
- (p) Bus Trip/Excursions
- (q) Canada Day Parade
- (r) Caledonia Fair Exhibit
- (s) Plant Sale
- (t) Award Committee
- (u) Bursary Committee
- (v) Bulb, Seeds & Plant Sale Convenor

By-Law 9      DUTIES OF COMMITTEES

(a)      Public Planting Committee

Purpose:            To promote and co-ordinate the planting of trees, shrubs and flowers, and to otherwise promote out-of-door art and public beautification.

Membership: Chairperson and one or more Society members.

Duties:

- To co-ordinate public planting with Haldimand County or any other organization with similar interest.
- To recommend the appropriation of funds for purchase of public plant requirements.
- To supervise the public plantings of the Society.
- To document the activities of the Committee.

(b)      Program Committee

Purpose:            The planning of programs for all monthly meetings.

Membership: Chairperson and one or more Society members, ex-officio, Ways and Means Chairperson.

Duties:

- To secure speakers or other program material for the monthly meetings from March to February yearly.
- To send written confirmations to speakers outlining time, place, subject heading, and honorarium.
- To obtain the speaker's resume and file it.
- To provide information about the program to the Newsletter Editor.

- To arrange to greet the speaker, for introduction, for thanks, for hospitality, and for payment of remuneration.
- To prepare a list of alternative subjects in the event of speaker cancellation.
- The program chairperson is authorized to spend an amount as set by that year's budget for fees and travel expense per speaker. Additional amounts require Board approval.

(c) Publicity Committee

Purpose: To make the Society known through the public information media, and to be responsible for the publicity for any Society events and activities.

Membership: Chairperson and one or more Society members.

Duties:

- Send notices of meetings (date, time, and place) to newspapers, radio and TV as may be appropriate.
- Special events, announcements to local and out-of-town media.
- Announcements in other locations (stores, malls, nurseries, etc.)
- To act as a Press Reporter.

(d) Ways and Means Committee

Purpose: The raising of funds for the Society.

Membership: Chairperson (to be one convenor) and:

- (i) monthly draw convenor
- (ii) other members as required for revenue-producing functions

Duties:

(i) Monthly Draw Convenor

- Obtain prizes (donations or purchase)
- Obtain tickets
- Attend meeting place half-hour before commencement of meeting to sell draw tickets.
- Maintain records

(e) Social Committee

Purpose: To arrange hospitality for monthly meetings, potluck supper, and other Society events.

Membership: Chairperson (to be one convenor) and;

- (i) Monthly meeting refreshment convenor
- (ii) Potluck supper convenor
- (iii) Card convenor

Duties:

(i) Monthly meeting refreshment convenor

- Request Society members to provide baked goods, etc.
- Purchase required supplies.
- Attend meeting place half-hour before commencement of meeting to set up.
- Obtain minimum of two members to help set up, serve and clean up.

- (ii) Potluck Supper Convenor
  - Arrange for set up of dinner area.
  - Purchase required supplies.
  - Arrange assistance for setting up kitchen, staffing, and clean up.
- (iii) Card Convenor
  - Send cards to members who are ill or bereaved
  - Request information for members in order to do above.
- (f) Nominating Committee

Purpose: To select members for nomination to Executive and Directors positions, and for Auditors.

Membership: Executive members of the Board of Directors

Duties:

- To meet in September to discuss possible names for nomination.
- To then approach members for permission to submit their names for nomination for executive positions, as detailed in By-Law 4, and also for Directorships as detailed in By-Law 5.
- To obtain auditors for the following year. Auditors may be any two responsible people, preferably with financial training or experience, who are not members of the Executive and who are not related to each other.
- To present the proposed slate of Officers and Directors to the November Directors meeting for approval.
- To appoint a person not on the proposed incoming Board of Directors to conduct the election at the November Annual General Meeting.
- To request the District Six Director or authorized representative to conduct the Annual Installation of Society Officers at the November Annual General Meeting.

- (g) Membership Committee

Purpose: To renew existing memberships and accept new members for the coming calendar year. Fees collected from members from November 1 to December 31 constitute membership for the following year.

Membership: Chairperson

Duties:

- To enlist the aid of Society members in obtaining new memberships.
- To attend meeting place half-hour before commencement to accept memberships.
- To maintain membership records.
- To collect annual fees and turn over to the Treasurer.
- To attend other Society functions to accept memberships (Annual Flower Show, Fair, etc.)
- Arrange to greet and welcome members and visitors at entrance to hall, and encourage them to sign the register.
- Supply nametags to visitors and new members
- Obtain supplies.

(h) Constitution, By-Law and Policy Committee

Purpose: To annually review the Constitution by October.

Membership: Chairperson and one or more Society members, President, ex-officio.

Duties:

- To bring recommended changes to the Board of Directors meeting in October, for discussion and approval.
- To bring approved changes to the membership at the November Annual General meeting for confirmation
- Notwithstanding the above, as stated in Article VI – Amendments – of the Constitution of the Society, by-laws of the Society may be made, and/or adopted, amended, or repealed by the Board of Directors, provided that this action is confirmed at an annual or regular meeting of the Society.

(i) Newsletter Committee

Purpose: To produce a monthly newsletter to keep the members informed.

Membership: Editor and one or more Society members.

Duties:

- To collect for any source information about coming events, horticultural facts, and Society news for inclusion in the newsletter for the interest of members.
- To be cognizant of copyright laws as they may affect reproduction of material.
- To prepare the newsletter and take to printer in time for distribution
- The newsletter is to be distributed at general meetings and by mail and email in advance of meetings.
- When newsletter is to be mailed out (hard copy and electronic), to enlist help in addressing and mailing as needed.

(j) Show Committee

(i) ANNUAL

Purpose: To plan and organize an annual horticultural show.

Membership: Joint Chairpersons (Past President, President, 1<sup>st</sup> Vice President) Two or more Society members (one to be show Secretary)

Duties:

- To establish date and location of show
- To establish annual categories and review rules and point systems
- To arrange for: judges; decoration; prizes, including trophies; publicity; concessions relating to horticulture; refreshments; set up and clean up
- Following the show, to conduct an assessment at the Board of Directors meeting, to note recommendation, and to pass along to the next Chairperson.

(ii) REGULAR MEETINGS

Purpose: To encourage members to participate in competitions at the regular monthly meetings, and to plan these competitions.

Membership: Chairperson and one or more Society members.

Duties:

- To decide on type and frequency of competitions
- To arrange for a judge
- To inform Newsletter Editor of upcoming competitions
- To arrange for recognition of prize winners
- Set up and clean up arrangements
- To co-ordinate with the Program Committee.

(k) Youth Committee

Purpose: To establish a youth group, with the purpose of encouraging young horticulturalists.

Membership: Convenor, and as many adult Society members as possible to act as an advisory committee, leaders, judges, etc. as the Youth Advisory Committee may decide.

Duties:

- (to be determined when a Committee is established and duties to be incorporated into By-laws through meeting requirements)

(l) Memorial Tree Committee

Purpose: To plant a tree on public property in Haldimand County as a memorial to a deceased member who had been an active member of the Haldimand Horticultural Society. The Active member standing shall be confirmed by the Executive.

Membership: Chairperson, and other members of the Society as needed.

Policies:

- The Board of Directors will decide if and where a tree is to be planted, considering the wishes of the family.
- The Society will replace a memorial tree that is under warranty, after which time, the Society will contribute labour only to replace a tree on request.

(m) Archives Committee

Purpose: To maintain a collection, including minutes, membership list and other pertinent information pertaining to the history of each year in the Haldimand Horticultural Society.

Membership: Chairperson

(n) Library

Purpose: To make an assortment of catalogues and other horticultural publications available to members.

Membership: Librarian and assistants as needed.

Duties:

- To obtain catalogues and other horticultural publications
- To handle library circulation and suitable records

(o) Green Thumb "Dahlia Award" Committee

Purpose: To establish community garden competitions

Membership: Chairperson and one or more Committee members

Duties:

- To establish date and location of show
- To establish annual categories and review rules and point systems
- To arrange for a judge; prizes; publicity
- Following the competition, to provide an assessment at the Board of Directors meeting, to note recommendation, and to pass along to the next Chairperson.

(p) Bus Trip/Excursions Committee

Purpose: To plan and arrange for an annual bus trip (held in July on the general meeting date - 4<sup>th</sup> Thursday of the month) and any excursions that may be decided upon. Note: Every attendee shall be a paid up member of a Horticultural Society for insurance purposes.

Membership: Chairperson and one or more Committee members

Duties:

- To establish trip itinerary
- To promote trips
- To make all arrangements for trip (ie confirm bus, arrange and confirm locations to visit, arrange for meal)
- Handle all monies associated with fees from attendees; and payment to locations visited and meal providers
- Following the trip and excursion, to provide an assessment at the Board of Directors meeting, to note recommendation, and to pass along to next Chairperson.

(q) Canada Day Committee

Purpose: To co-ordinate the entry of a float representing the Society in the Caledonia Canada Day Parade.

Membership: Chairperson and one or more Committee members.

Duties:

- To confirm entry in Parade
- To arrange for flatbed and truck
- To acquire decorations for float
- To arrange to decorate float with assistance from others
- Following the Parade, to provide an assessment at the Board of Directors meeting, to note recommendation, and to pass along to next Chairperson.

(r) Fair Exhibit Committee

Purpose: To co-ordinate the entry in the Horticultural Societies competition at the Caledonia Fair

Membership: Chairperson and one or more Committee members.

Duties:

- To confirm entry with Fair organizers
- To confirm Fair theme and to publicize and encourage members to enter arrangements and provide help in setting up and dismantling the booth
- After the Exhibit, to provide an assessment at the Board of Directors meeting, to note recommendation, and to pass along to next Chairperson.

(s) Plant Sale Committee

Purpose: To co-ordinate the holding of a plant sale.

Membership: Chairperson and one or more Committee members.

Duties:

- To confirm date and location of sale
- To advise other Chairpersons of date and location for publication purposes
- To arrange for contributions from Society members for the sale
- To arrange for Society members to assist on the day of the sale with selling, setting up, dismantling at the end of the sale
- To handle all monies associated with the sale
- After the Sale, to provide an assessment at the Board of Directors meeting, to note recommendation, and to pass along to next Chairperson.

(t) Award Committee

Purpose: To recognize outstanding contributions by past and present members.

Membership: Chairperson and one or more Committee members

Duties:

- To recommend award recipients to the Board of Directors for approval
- To make all arrangements associated with presentation and publication of the Award

Amended 2007 (see Summary page for changes)

Amended at Annual General Meeting on January 22<sup>nd</sup>, 2009 (see Summary page for changes)

(u) Bursary Committee

Purpose: To liaise with the Haldimand County High schools to invite their recommendation on one student per school who meets the criteria of pursuing further education in horticulture.

(v) Bulbs, Seeds and Plant Sale Convenor

- Recommend to Society, flower and vegetable selections for sale and/or distribution to members.
- Order appropriate seeds, bulbs, and plants for sale to members at monthly meetings. Repackage and price seeds as required.
- Attend meeting place half-hour before commencement of meeting to sell products.
- Notify Newsletter Editor of items for sale at each meeting.
- Maintain records.