

Ontario Horticultural Association District 1 By-Laws

Bylaw 1. DEFINITIONS

- 1.1. "Act" means [*The Agricultural and Horticultural Organizations Act, R.S.O. 1990*](#) regulated under The Province of Ontario.
- 1.2. "Association" means the Ontario Horticultural Association
- 1.3. "District" refers to the group of societies designated by the Association as the geographic entity within the Province declared to be District 1
- 1.4. "Financial Review" means an examination of the books and records by financial reviewers, at least once a year, in accordance with generally accepted accounting principles.
- 1.5. "Financial Reviewers" means two objective and knowledgeable persons, who are not related to each other or any member of the District Executive, and who complete the financial review.
- 1.6. "Horticultural Society" or "Society" means a Society incorporated under the Act.
- 1.7. "Member" means any Horticultural Society or Associate organization inside the District boundaries, which is In Good Standing with the District and the Association.
- 1.8. "Society Member" means a person who is In Good Standing with a Member.

Bylaw 2. HEAD OFFICE

The head office of the District shall be located at the home of the Secretary.

Bylaw 3. MEMBERSHIP and FEES

- 3.1. Membership in the District shall consist of the following classes: member, associate, and partner.
- 3.2. Member: Membership shall be open to any horticultural society incorporated under the Act. An annual fee shall be assessed each member on a per capita basis. The District Executive shall recommend the fee, for ratification, at a general meeting of the membership. The Secretary shall notify societies of any proposed change in fees at least 90 days prior to a general meeting. Following the guidelines outlined in the Association Bylaw 13 .11
- 3.3. Associate (non-voting) membership is available to other related organizations that support the purpose of the District and meet the requirements of [Article 38](#) of the Act. The District Executive shall determine the fee for Associate organizations.
- 3.4. Partners: As approved by the Association Board of Directors.
- 3.5. Membership fees shall be paid to the District Treasurer by the end of each fiscal year.

Bylaw 4. ADMINISTRATION

- 4.1. The District Executive shall consist of the District Director, the Assistant Director(s), the Immediate Past District Director, the Secretary, and the Treasurer, or the Secretary/Treasurer.
- 4.2. The District Executive shall transact the business of the District between Annual General Meetings.

Bylaw 5. ELECTIONS and APPOINTMENTS

- 5.1. The District Director and at least one Assistant District Director(s) are elected following the guidelines outlined in the Association's Bylaw 13
- 5.2. The Secretary and the Treasurer or Secretary/Treasurer are/is appointed by the District Director.
- 5.3. All candidates for office must be Society Members.
- 5.4. Two financial reviewers are appointed by the membership at the District Annual General Meeting.
- 5.5. The term of office for each District Executive position is one year to a maximum of five consecutive years. An additional one year of service is acceptable under extreme circumstances for the District Director. (Assoc Bylaw 5.6)
- 5.6. The District Executive has the authority to make appointments for vacancies that occur during the term of the office. (Assoc Bylaw 13.5.1)
- 5.7. The Immediate Past District Director or a person appointed by the District Executive shall serve as the Nominations Chair.
- 5.8. The closing date for nominations to the Nominations Chair shall be four weeks prior to the District Annual General Meeting. A report of all nominations shall be provided to the Members at least 10 days prior to the meeting.
- 5.9. Nominations from the floor will be accepted at the District Annual General Meeting.
- 5.10. The Chair for the elections shall be the Nominations Chair.

Bylaw 6. ROLES of DISTRICT EXECUTIVE

- 6.1. The roles and responsibilities of the District Director, Assistant District Director(s), Immediate Past District Director, Secretary, and the Treasurer are outlined in Section 13 of the Association bylaws.
- 6.2. The District Director shall preside over all meetings of the District Executive, and the District Annual General Meeting. The District Director shall rule on all questions of order at meetings.
- 6.3. The Assistant District Director(s) shall be responsible for the advancement of the purpose of the District. In the absence of the District Director, an Assistant District Director shall assume the responsibilities of the District Director.
- 6.4. The immediate Past District Director shall be responsible for the advancement of the purpose of the District.
- 6.5. The Secretary shall be responsible for recording minutes of the District Executive meetings, and the District Annual General Meeting, and shall handle all correspondence of the District in an efficient and expeditious manner.
- 6.6. The Treasurer shall receive and account annually, or as often as may be required by the District Executive for all monies belonging to the District, and shall pay and disburse funds under the direction of the District Executive, following the Bylaw 11.
- 6.7. In the case of a Secretary/Treasurer, the duties as described in By-Law VI, 6.5 and 6.6 shall be performed by this person.

Bylaw 7. COMMITTEES

- 7.1. The District Executive has the authority to appoint committees as required.

Bylaw 8. FISCAL YEAR and MEMBERSHIP YEAR

- 8.1. The fiscal year for the District shall be from January 1st to December 31st.
- 8.2. The membership year shall be from January 1st to December 31st.

Bylaw 9. QUORUMS and VOTING

- 9.1. The quorum for meetings of the District Executive shall be 50% plus 1 of the voting members.
- 9.2. The quorum for the District Annual General Meeting and special meetings shall be 50% plus 1 of the member Societies within the District
- 9.3. Voting at the District Annual General Meeting and special meetings shall be by the registered voting delegates of each society. If a registered delegate is unable to attend, an alternate is permitted providing notice to the Secretary is received before business commences. Each Society will have voting delegates as outlined in the OHA bylaw 13.10

Bylaw 10. MEETINGS

- 10.1. The District shall hold an annual District Annual General Meeting.
- 10.2. Notice of the District Annual General Meeting shall be sent by the District Secretary to each Society.
- 10.3. The District Executive may call special meetings of the Association whenever it deems advisable. Notice of all special or general meetings, with a statement of the subjects to be discussed, shall be sent to all member societies at least 10 days prior to said meeting.
- 10.4. Each Society shall advise the District Secretary of the number and names of their voting delegates who will be attending the District Annual General Meeting. A minimum of 10 days advance notice is required before the meeting.
- 10.5. Meetings of the District Executive will be called by the District Director as required. A minimum of two weeks advance notice shall be given for District Executive Meetings.

Bylaw 11. EXECUTION of DOCUMENTS

Any two of the District Director, the District Secretary and the District Treasurer shall sign all cheques and documents requiring the signature of the District. In the case of there being a Secretary/Treasurer, any two of the District Director, the Secretary/Treasurer, and one Assistant District Director shall sign all documents requiring the signature of the District.

Bylaw 12. INDEMNIFICATION of the DISTRICT EXECUTIVE

Every member of the District Executive and his/her heirs, executors and administrators respectively shall from time to time, and at all times, be indemnified and saved harmless out of the funds of the Association only from and against:

- i) all costs, charges, expenses whatsoever such as they may sustain or incur in or about any action, suit or proceeding that is brought, commenced or prosecuted against them for or in respect of any deed, act, matter or thing whosoever made, done or committed by them in or about the execution of their duties;
- ii) all other costs, charges and expenses sustained or incurred in or about or in relation to the affairs of the District; except such costs, charges, expenses as are occasioned by their own negligence or default, or failure to act honestly and in good faith with a view to the best interests of the District. The District may provide insurance to cover the liability of the District.

Bylaw 13. RULES of ORDER

- 13.1. The latest Edition of Robert's Rules of Order shall govern proceedings at all meetings of the Association. If the rules of order are in conflict with the By-Laws, the latter shall prevail.

Bylaw 14. AMENDMENTS

- 14.1. The District By-Laws, may be amended or revoked provided that changes are approved by a two-thirds majority of the votes cast at a District Annual General Meeting or a special meeting called for that purpose.
- 14.2. A notice of motion shall be put in writing of the proposed amendment(s) and must be submitted to the District Secretary at least 90 days in advance of the District Annual General Meeting or special meeting called for the purpose of amending the Constitution and or By-Laws. All voting members must be notified 60 days prior to the meeting.
- 14.3. Any Society Member of the District may submit a notice of motion.

Signed by:

District Director: _____

Secretary or
Secretary-Treasurer: _____

Date: _____