

# The Constitution of the Belle River & District Horticultural Society

## **ARTICLE 1 – NAME:**

The name of the organization shall be the **BELLE RIVER AND DISTRICT HORTICULTURAL SOCIETY**, henceforth referred to as “the Society”.

## **ARTICLE 2 – AUTHORITY:**

The Society is organized under the authority of the Agricultural and Horticultural act of the Province of Ontario.

## **ARTICLE 3 – PURPOSES:**

The objects of a horticultural society are to encourage interest and improvement in horticulture

- a) By holding meetings respecting the theory and practice of horticulture;
- b) By stimulating an interest in the field of horticulture;
- c) By encouraging the planting and care of trees, shrubs and flowers on public and private grounds;
- d) By promoting enthusiasm and beautification of gardening in the community;
- e) By arranging fieldtrips, contests, competitions and exhibitions related to horticulture and awarding prizes;
- f) By distributing seeds, plants, bulbs, flowers, trees and shrubs;
- g) By promoting an awareness for the protection of the environment.

## **ARTICLE 4 – HEAD OFFICE:**

The head office of the Society shall be located in the Town of Lakeshore, in the County of Essex and Province of Ontario and at such a place therein as determined from time to time by the Board of Directors of the Society.

## **ARTICLE 5 – MEMBERSHIP:**

1. Every person shall be entitled to be a member of the Society.
2. Requirements for membership:
  - a) Payment of the annual membership fee, as determined by the Board of Directors from time to time.
  - b) Attainment of the age of 18 years.
  - c) Junior membership must be of the age of 6 years or greater.
3. Privileges of membership:

A member shall be entitled to participate in the activities of the Society and vote or hold office in the Society.

## **ARTICLE 6 – DIRECTORS:**

1. The Board of Directors may consist of up to 16 Directors or less.
2. The general membership of the Society shall elect at each Annual Meeting from among themselves such Directors AS ARE NECESSARY FROM TIME TO TIME for a two (2) year term (to a maximum of five (5) terms).
3. Past President may be an ex-officio director.

4. One half plus one, of the members of the Board will constitute a quorum.
5. In the event of a vacancy occurring on the Board by death, or written resignation any officer of the Board shall have power to appoint any officer of the Board of Directors to fill such vacancy. If three or more vacancies occur at the same time, a special general meeting of the Society shall be called and directors elected to fill the vacancies.
6. The Board of Directors shall have power to act for on behalf of the Society in all matters, subject to the bylaws and regulation of the Society.

#### **ARTICLE 7 – OFFICERS:**

1. The members will elect at the Annual Meeting a President, 1<sup>st</sup> Vice President, 2<sup>nd</sup> Vice President, a Secretary and Treasurer to be known as the officers of the Society. Upon the expiration of the term of office of the aforementioned officers of the Society, if they do not seek re-election pursuant to Article 6 (2) herein.
2. The President, 1<sup>st</sup> Vice President, 2<sup>nd</sup> Vice President, Secretary, Treasurer and the remaining officers shall be and constitute the Board of the Society.
3. The Secretary shall keep accurate account of the proceedings of Board and General Meetings.
4. a) The Treasurer of the Society should be in good standing. The Treasurer will be responsible for all accounting and paying of bills and depositing all monies received to Society accounts and the Society will purchase adequate liability insurance, annually, as offered through the insured of the Ontario Horticultural Society.  
b) If the Board neglects to procure and maintain proper and sufficient security, each member thereof shall be personally responsible for any loss suffered by the Society thereby.

#### **ARTICLE 8 – MEETINGS OF THE SOCIETY:**

1. The Annual Meeting of the Society shall be held on the 3<sup>rd</sup> Wednesday of November of each year at 7:30 p.m. or as determined by the Board of Directors.
2. General Meetings:
  - a. Regular meetings shall be held monthly on the third Wednesday of the following months: January, February, March, April, May, June, September, October and November, or as agreed upon at a time and place by the Board and such time and place as determined by the Board of Directors for the month of June and December in each year.
  - b. A general meeting may decide on all matters brought to it by the Board.
3. Directors' Meeting:
  - a. A meeting of the Board shall be held on the 4<sup>th</sup> Wednesday of each of the following months: January, February, March, April, May, August, September, October, and November. Or it may be called by the President or any three (3) members of the Board upon seven (7) days written notice to all members of the Board.
  - b. One half plus one, member of the Board shall constitute a quorum.
  - c. Voting: At a Board meeting, only the elected Directors and any ex-officio President(s) are eligible to vote.
  - d. Powers and Duties: In addition to other specific duties and powers assigned elsewhere in this constitution, the Board shall:
    - Take the initiative in preparing general policies and actions for consideration and possible adoption by the membership.
    - Put into effect all policies and actions approved by the membership.

- Be responsible for the management of the affairs of the Society between general meetings.
- e. Committees and Subcommittees:
- The Board may establish committees and subcommittees from time to time in order to conduct its business more effectively. All committees are accountable to the Board of Directors.

**ARTICLE 9 – FINANCES:**

1. The fiscal year of the Society shall be from November 1st to October 31<sup>st</sup>.
2. The financial records of the Society shall be audited by two qualified individuals appointed by the Board of Directors.
3. Remuneration:  
No officer or member of the Society shall receive any remuneration for carrying out his/her duties. Travelling and living expenses may be provided to any officer, director or member while engaged in duties on behalf of the Society. The Board may fix such reasonable remuneration and travelling and living expenses which shall be payable out of the funds of the Society.
4. The financial accounts and other books of the Society shall be made available for inspection by member's reasonable request.

**ARTICLE 10 – CHANGE IN CONSTITUTION AND BY-LAWS:**

1. Officers of the Society are responsible for the safe custody of:
  - a. Deeds, title papers and other documents of the Society.
  - b. At least one copy of minutes, resolutions and by-laws of the Society.
2. The Secretary of the Society shall:
  - a. Attend all meetings of the Society and keep true minutes thereof;
  - b. Conduct the correspondence of the Society and keep a record of:
    - All business transactions of the Society;
    - All resolutions and amendments passed by the Society;
    - A list of the members of the Society and their address;
    - A list of persons to whom prize money is paid and the amounts paid to each person;
    - All annual statements and financial and auditor's reports.
3. The Treasurer of the Society shall:
  - a. Receive all monies paid to the Society and deposit them to the credit of the Society in a chartered bank.
  - b. Keep proper books of account and entries of all receipts and expenditures of the Society.
  - c. Prepare the annual financial statement of the Society.
  - d. Sign all cheques with the president to pay expenses of the Society.

The foregoing constitution of the Belle River and District Horticultural Society, revised as of the 25<sup>th</sup> day of October, 2006, is hereby ratified, confirmed and accepted on behalf of the members of the Belle River and District Horticultural Society. By a quorum of its Directors as evidenced by their signature as set below: