
District 10 By-Laws, Procedures and Protocols

Governed by the Ontario Horticultural Association Constitution

Article I: NAME

The name of the organization shall be Ontario Horticultural Association, District 10 - Thames Valley and shall consist of all societies in the counties of Elgin, Middlesex, Oxford and Perth, plus the society of Grand Bend in Lambton County.

Article II: AUTHORITY

District 10 - Thames Valley of the Ontario Horticultural Association is established under the authority of the Ontario Horticultural Association Constitution.

Article III: OBJECT

- a. The object of the District is to encourage the development of horticultural as defined in section 36 of the Agricultural and Horticultural Organizations Act, R.S.O. 1990 A.9.
- b. To act as a liaison between the societies and the Ontario Horticultural Association.

Article IV: MEMBERSHIP

- a. Membership shall be open to all horticultural societies in District 10- Thames Valley incorporated under the Agricultural and Horticultural Organization Act that are members in good standing with the Ontario Horticultural Association.
- b. A membership fee, based on society membership numbers, shall be paid each year to the District Treasurer.
- c. The fee shall be established and reviewed by the district executive from time to time, and approved at the district Annual General Meeting (AGM).
- d. Any change in fee structure is to be proposed 90 days prior to the AGM, ratified at the AGM, and come into effect the next fiscal year.
- e. New societies start to pay fees the year after incorporation.

Article V: OFFICERS

- a. The Officers of the District shall consist of a District Director, Past District Director (for one year or more at the discretion of the executive), (4) four Assistant Directors, (1) one each from Elgin, Middlesex, Oxford and Perth, to be elected each year at the AGM.



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- b. A Secretary, a Treasurer (or Secretary/Treasurer) and **financial reviewers** two Financial Examiners or an Auditor shall be appointed each year by the outgoing officers and approved by the membership at the AGM.
- c. The position of Assistant Directors should rotate among the societies within each county. Co-assistants may be appointed by the executive, if necessary.

Article VI: ELECTION OF OFFICERS

Will take place at the AGM in April of each year.

Article VII: MEETINGS

- a. An AGM shall be held on a date in April of each year.
- b. Each member society shall receive notice of the set date in early January of that year same year.
- c. Such notice shall include a draft agenda, and other pertinent information.
- d. District Executive meetings shall be scheduled at the discretion of the District Director, usually after OHA board meetings in this way new information maybe passed on to the District board.
- e. A quorum for the AGM shall be delegates from 50% plus one of the member societies in the district.
- f. A quorum for a district executive meeting shall be (5) five members.

Article VIII: VOTING

- a. Each eligible delegate is entitled to one vote on each issue.
- b. A society must have paid current District fees in order for delegates from that society to be able to vote.

Article IX: DUTIES OF OFFICERS

- a. It shall be the duty of the District Director or designate to attend all OHA board meetings, to preside at all District meetings, decide all questions of order and advance the interests of the District and the Association.



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b. It shall be the duty of the Assistant to assist the Director and in the Director's absence, the powers and duties of the Director shall be assumed by the Senior Assistant, if the Director is unable to assign someone the duty, due to illness etc.

c. It shall be the duty of the Secretary to attend all meetings of the District, keep correct minutes, and send copies to the Board within 10 days of a meeting, conduct all correspondence, present the annual report, approve all Press and other reports, with the approval of the Director. The senior Assistant Director or Secretary shall deal with emergency situations in the absence of the Director.

d. The Treasurer shall receive and account annually, or as often as may be required by the District Executive, for all monies which shall be deposited in any chartered bank or trust company approved by the District Executive. All expenditures of money must be approved by the Board. The Treasurer shall close the books December 31 and prepare the Annual Financial Statement, and have it approved by the financial reviewers or auditor. Copies are required for the OHA Treasurer, OMAFRA by the first of February and for the District AGM.

e. It shall be the duty of the Financial Examiners or Auditor to certify the correctness of the financial activities of the District and verify the financial account books maintained by the Treasurer.

f. INDEMNIFICATION OF DIRECTORS AND OFFICERS

Every Director and Officer of the Ontario Horticultural Association, District 10 and his or 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 Ontario Horticultural Association, District 10 only from and against:

a) all costs, charges and expenses whatsoever such Director or Officer sustains or incurs in or about any action, suit or proceeding that is brought, commences or prosecuted against him or her for or in respect of any deed, act, matter or thing whatsoever made, done or committed by him or her, in or about the execution of the duties of his or her office;

b) all other costs, charges and expenses he or she sustains or incurs in or about or in relation to the affairs of the Ontario Horticultural Association, District 10; except such costs, charges and expenses as are occasioned by his or her own negligence or default, or failure to act honestly and in good faith with a view to the best interests of the Ontario Horticultural Association, District 10. The Ontario Horticultural Association, District 10 may provide insurance to cover this liability of the Ontario Horticultural Association, District 10.

Article: X: CHANGES TO BY-LAWS and PROCEDURES

These By-Laws and Procedures may be amended, revised or revoked by a majority of the members present at any Annual Meeting (AGM).



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- a. A notice of motion in writing of such proposed amendment, revision, or revocation has been given at the previous AGM, or
- b. The Board ensures that each District Society is notified in writing of the proposed amendments 60 days prior to an AGM or Special Meeting, or
- c. District Society notifies the Secretary in writing of the particulars of a proposed amendment 60 days prior to an AGM or Special Meeting.

PROCEDURES and PRODICAL:

Article I: THE SCHEDULED ROTATION OF OFFICERS

As a fair solution every society will take a turn at representing their county. The Structure of the District Executive should be as follows:

- a. Director, (5) five year term, (recommended by OHA). Next change is 2020, then 2025, 2030 etc. (May be extended in unusual situations with the approval of the OHA board).
- b. Assistant Directors (4) four year term. Four to be elected annually, one from each county. Assistant Director chosen from societies within each county, ideally rotating among the societies within that county, Perth (has the addition of the Grand Bend society from District 11, Lambton County). Assistant Directors, (4) four year term, as per rotation schedule.
- c. Secretary and Treasurer, (4) four to (5) five year terms, alternating around the Directors term. (Director and Secretary should not leave the same year to maintain continuity of procedures).
- d. The District Director, Secretary, and Treasurer, may come from any society in District 10.

Article II: ROTATION OF NOMINATION CHAIR & MASTER GARDENER SPEAKER

- e. Nomination Chair: is a Past Director.
- f. Master Gardener Speaker: to be selected from the Counties of District 10 if available.

NOTES:

First Constitution passed October 1989, became effective 1990 by Cecil Wright.
Revised April 1997 & 1999 by Florence Kelly, Marian Mainprize, Anna Peterson.



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Revised April 9, 2011 by Anna Peterson (Past District Director), Cheryl Losch (Assistant Director for Middlesex).

Revised April 21st, 2018 by Shelley MacKenzie (District Director), Joyce Schlegel (Assistant Director Middlesex), Sheryl Law (Assistant Director Perth), Sherry Burgess (Assistant Director Elgin), Albert Acre (Assistant Director Oxford), Carol Acre (Treasurer) and Dona Birtwistle (Secretary).

Revised by addition of Indemnity Clause November 21 2020

Shelley MacKenzie, (St Thomas, District 10 Director); Maureen Cocksedge (Stratford, Secretary); Sherry Burgess, (St Thomas, Assistant Director Elgin); Joyce Schlegel, (Strathroy-Caradoc, Webmaster/Reports Coordinator / Director at large); Samm Okolisan, (West Lorne, Treasurer); Bernice Barratt, (Stratford, Assistant Director Perth/Lambton Shores; Albert Acre (Tillsonburg, Assistant Director Oxford Pat Graham, (London, Assistant Director Middlesex

