

CONSTITUTION OF THE CANADIAN AGRI-MARKETING ASSOCIATION
(MANITOBA CHAPTER)

As at ~~June 27, 2013~~ ~~October 9, 2018~~

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ARTICLE 1 - NAME

The name of the organization shall be the CANADIAN AGRI-MARKETING ASSOCIATION (MANITOBA CHAPTER) hereinafter called the Association and commonly referred to as CAMA.

ARTICLE II -- PURPOSE

The purpose of this Association shall be to promote excellence in agricultural marketing by:

- encouraging the study and better understanding of all the elements of the marketing function as it applies to products and services required by farmers and agribusiness firms, and
- providing means through which agricultural marketers may assist each other in areas of mutual interest.

The slogan of the association shall be: "PROMOTING EXCELLENCE IN AGRI-MARKETING"

ARTICLE III - MEMBERSHIP

Section I - Members

The Association shall consist of:

- ACTIVE MEMBERS: any person engaged in any phase of sales and marketing to or for the field of agriculture, and/or whom subscribes to the purposes of the Association shall be eligible for active membership.
- HONORARY MEMBERS: the Board of Directors may elect as an honorary member, any person distinguished for his/her contributions in the field of marketing.

Section II - Application for membership

All applications for membership will be made online at www.cama.org or by request to the Executive Director ~~in writing to the Board of Directors on the prescribed form.~~

Membership is on an individual basis and not on a company basis and may only be transferred on the approval of the Board of Directors.

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A member may be expelled, for due cause, from the Association by a two-thirds (2/3) majority of the Board of Directors.

A membership shall be considered to have terminated immediately upon death, expulsion or written resignation, or on ~~December 31st~~ ~~April 30th~~ upon failure to pay membership dues for the current fiscal year.

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A member may at anytime terminate his/her membership in the Association by giving written notice, but there shall be no refund of membership dues.

Section III – Dues

All membership dues es- upon one year of their membership purchase or renewal. ~~are payable October 1st for the ensuing year.~~

The amount of the annual membership dues of the Association for active members shall be set by the Board of Directors as deemed necessary, and approved by a 2/3 majority vote at the AGM.

ARTICLE 1V - ADMINISTRATION

Section I - Board of Directors

The affairs of the Association shall be directed by a Board of between 5 and 8 directors, elected by ballot at the annual meeting of the association plus the Past President.

The directors shall be elected from amongst active members in good standing. The directors shall be representative of the agri-marketing industry.

Directors shall hold office for terms of two (2) years.

The Board of Directors shall have the power to fill any vacancies, which may occur among their number, but such appointments shall terminate at the next annual meeting at which time an election shall be held to fill the expired portion of the term.

Terms shall be restricted to three (3) terms.

Section II - Officers

The officers of the Association shall consist of the following:

- i) President
- ii) Vice-President
- ~~iii) Treasurer~~ **Executive Director**
- iv) Past President

The officers of the Association (other than the Past President) shall be elected annually by the Board of Directors from among their number at their first meeting after the annual meeting. They shall hold office for one year or until a successor is elected.

The immediate past President shall hold office as such until the conclusion of the annual meeting next following his/her replacement as President and shall retain all of the responsibilities of an elected director.

Section III - Executive Director

The Board of Directors shall appoint or contract an Executive Director who shall, under their direction, manage all the affairs of the Association and arrange for the execution of all activities normally handled by a secretary and treasurer.

Section IV - Duties

President: The President shall preside at the meetings of the Association and of the Board of Directors, shall sign all official documents, appoint all committee chairpersons except as otherwise provided and perform such other duties as are usually required by this office. He/she shall be a member of all committees, either standing or special, except the nominating committee where he/shall be an ex-officio member.

Vice-president: the vice-president shall perform his/her duties at the direction of the President, and shall, in the absence of the President, assume the duties of the President.

Directors: The Directors shall perform their duties at the direction of the President, or, in his/her absence, the vice-president. In the absence of both, the President and the vice-president, one of the Directors, at the Direction of the Board of Directors, shall assume the duties of the President.

~~Treasurer: The Treasurer shall collect or cause to have collected all association fees and subject to the provisions of any resolution of the Board of Directors, shall have the care and custody of all the funds and securities of the association and shall cause them to be deposited in the name of the association in such banks or with such depository as the Directors may direct. The Treasurer shall keep or cause to be kept the books of account and accounting records as required by the association and shall report on the same to all meetings of the Board of Directors and the members.~~

Board of Directors: The Board of Directors shall have general supervision of all the Association business; shall pass upon and authorize the annual budget controlling expenditures; shall pass upon, authorize and audit any expense incurred in excess of the approved annual budget; pass upon eligibility of applications for membership; pass upon the expulsion of member; fill all vacancies, approve all appointments; hear all grievances; consider and dispose of all matters referred to it by the Association. All duties not specifically mentioned which tend to better the welfare of the Association shall automatically devolve upon the Board of Directors for their completion.

Executive Director: The Executive Director, appointed by the Board of Directors, shall keep a record of the proceedings including all meetings and annual meeting minutes, and financial affairs of the Association and be responsible to the executive for the operation of the Association's office. The responsibilities of the Association's office shall be as follows: notify members of their acceptance or expulsion; keep a roll of members; issue notices of all meetings of the Association and of the Board of Directors; conduct correspondence; make an annual report in writing at the annual meeting; collect all dues; receive and take charge of all moneys and other assets of the Association; disburse same upon the authority of the President; sign all cheques and create a full written report of the detail of receipts and disbursements to present at each board meeting and at the annual meeting of the Association; and perform such other duties as usually pertain to this office or that may be assigned to him/her by action of the Board of Directors.

The Board of Directors will review and determine the monthly honorarium for services provided by the Executive Director. Such review shall be completed at the first meeting of the Board of Directors in each fiscal year.

Section V - Committees

In all cases, the chair of any committee of the Association must be a member of the Board of Directors. Additional members of any committee may be appointed from the Board of Directors and/or from the active membership of the Association.

ARTICLE V - OFFICES

The head office of the Association shall be situated within the province of Manitoba as determined by the Board of Directors from time to time.

ARTICLE VI - FISCAL YEAR

The fiscal year of the Association shall be from ~~June 1st to May 31st~~ May 1st to April 30th. At each annual meeting the membership shall appoint an auditor for the current year. The Board of Directors may fill any casual vacancy in the office of auditor.

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ARTICLE VII - ELECTIONS

Section I

The Past President shall, at the annual meeting of the Association, present nominees for Director. The Executive Director shall send the names of all nominees to each member with notice of the annual meeting. Additional nominations may be made from the floor. Any person so nominated must have given their prior consent.

Section II

Elections shall be by ballot, or acclamation, and only active members in good standing and present at the annual meeting shall be entitled to vote.

Section III

Constitution of Committees and Task Forces:

The Board may from time to time appoint such committees and /or task forces in addition to committees stated in this by-law as it deems necessary to assist the association in carrying on the affairs of the association and the Board shall prescribe the duties of all committees or task forces so appointed. Chairs of the appointed Committee/Task Force must be a Director and the Board may also appoint members of these committees or Task Forces from amongst the Board of Directors and/or the membership of the association.

ARTICLE VIII - MEETINGS

Section I

There shall be a members meeting of the Association at least 4 times a year or at the discretion of the board of directors ~~once every two months~~, except during July and August, unless otherwise determined by the Board of Directors. The Executive Director shall send notice of each meeting to all members at least fourteen (14) days in advance of meeting.

Section II

The annual meeting of the association shall be held at such place within Manitoba and on such date in each year as the Board may determine provided that the annual meeting is held within 120 days of the end of the fiscal year. At the meeting the directors shall report on the affairs of the association, and place before the meeting the financial statements of the association and directors shall be elected.

Notice of the annual meeting shall be given to the members at least 21 days in advance of the meeting and not more than 50 days prior to the meeting.

Section III

Special meetings of the Association may be called at any time by the Board of directors, or by the President, or on request of any ten (10) members of the Association provided, however, proper notice, stating the object of such meeting, shall be given to each member of the Association at least fourteen (14) days prior to such meeting.

Section IV

The Board of Directors shall meet as often as may be necessary for the proper conduct of the business of the Association. Special meetings of the board may be called at any time at the direction of the President, or upon request of any three members of the Board of Directors. The Executive Director shall notify the board members of each regular or special meeting at least seven (7) day prior to such meeting.

Section V

At each annual meeting the membership shall appoint an auditor for the current year, whose report is to be heard at the annual meeting.

Section VI

Robert's Rules of Order shall govern all meeting when not inconsistent with these by-laws.

ARTICLE IX

Section I

Ten percent of the members in good standing shall constitute a quorum of a regular or Special Association meeting.

Section II

Four or more Directors in good standing shall constitute a quorum at any meeting of the Board of Directors.

ARTICLE X - AMENDMENTS

The constitution and by-laws may be altered, amended, revised or repealed by a two-thirds (2/3) majority vote of the active members in good standing present and voting at any regular meeting, or at any special meeting called for that purpose, provide a notice designating the section (s) it is proposed to alter, amend, revise or repeal has been mailed to each member of the Association at least fourteen (14) day prior to the date of the meeting.

Approved as Amended by the Membership on ~~June 27, 2013~~ October 9, 2018

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President

~~Executive Director~~ Vice President

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Director

~~Executive Director~~

