

Draft approved by CHS Executive, 17 August, 2010. All proposed changes to this document are shown *in ITALICS*.

COBOURG HORTICULTURAL SOCIETY

CONSTITUTION

ARTICLE I: NAME

The name of the organization shall be Cobourg Horticultural Society, henceforth referred to as "the Society".

ARTICLE II: AUTHORITY

The society is organized under the authority of **Article 36 of the Agricultural and Horticultural Organizations Act, R.S.O. 1990, Chapter A.9**, of the Province of Ontario and all articles of the Constitution shall be read to conform with said Act.

ARTICLE III: OBJECTIVES

The objectives of our Society are to encourage interest and improvement in horticulture by:

- a) holding meetings respecting the theory and practice of horticulture
- b) encouraging the planting of trees, shrubs, flowers, and *vegetables*, on public and private grounds
- c) promoting outdoor art, public beautification, balcony and plot gardening
- d) arranging garden tours, flowers shows, *competitions* (*replacing: a photography competition*) and awarding prizes
- e) distributing seeds, plants, bulbs, flowers and shrubs
- f) promoting the protection of the environment
- g) promoting the circulation of horticultural information through the media

ARTICLE IV: MEMBERSHIPS

- a) Adult memberships shall be open to any person over the age of 18 years, upon the payment of the annual membership fee, by the first Wednesday of April. Membership runs for one calendar year from January 1st. Members may participate in the activities of the Society, may vote on issues requiring approval of members and are encouraged to serve as Directors, Officers and Committee members.
- b) Life memberships may be conferred on members who have rendered notable service to the Society
- c) All junior gardeners, who so wish, shall automatically become members of the Society with all privileges, other than that of voting.

ARTICLE V: MEETINGS OF THE SOCIETY

a) GENERAL MEETINGS

- i. There shall be a General Meeting every month except January, July and August at a time and place determined by the Board of Directors
- ii. One quarter of the membership shall constitute a quorum at a general meeting
- iii. A general meeting may decide on all matters brought to it by the Board.

b) ANNUAL MEETING

- i. The annual meeting of the Society shall be held on the first Wednesday of ***November*** (*replacing: October*). Notice will be published in the local press at least 7 days prior to the meeting.
- ii. One quarter of the membership shall constitute a quorum at the annual meeting.
- iii. At the annual meeting:
 - 1) the Board will report the year's activities of the Society and provide a detailed accounting of receipts, expenditures, assets and liabilities of the Society, certified by the Auditors.
 - 2) the Nominating committee, consisting of the Past President and those Directors serving their last term, will propose members to fill vacancies. In addition, nominations for the positions open will be welcomed from members at large, with membership lists being made available prior to the Annual meeting to facilitate members' choices.
 - 3) an election will be held to fill vacant positions.
 - 4) Newly elected Officers and Directors will be installed.
 - 5) Auditors will be appointed.

c) SPECIAL MEETINGS

Special meetings may be called from time to time by the Board or on request from a minimum of 10 members of the Society.

ARTICLE VI: OFFICERS

- a) Members shall elect from among themselves at the Annual meeting a President, 1st Vice-president and, when deemed appropriate, 2nd Vice-president. The term of President shall be for a minimum of 2 years.
- b) The President, 1st and 2nd Vice-Presidents and a Secretary and Treasurer appointed by the Board, will be the Officers of the Society.
- c) Duties of Officers are set out in the Policies and Procedures Manual.

ARTICLE VII: COMPOSITION OF THE BOARD OF DIRECTORS

- a) The Board of Directors shall consist of a minimum of 8, and up to 12 directors plus those officers serving as ex-officio directors. Of the directors, half will have been elected to a two-year term at the last election and half will be serving the final year of a two-year term to which they were elected the previous year.
- b) Directors shall be eligible for re-election at the end of their two-year term, as requested and as agreed, ***to a maximum of 8 consecutive years.***
- c) Officers may be appointed as ex-officio directors.
- d) One-half of the members of the Board shall constitute a quorum.
- e) In the event of a vacancy occurring on the Board by the death or resignation of any officer or director, or otherwise (e.g. failure to attend a minimum of 5 meetings during the year), the remaining members of the Board have the power to appoint any member of the Society to fill the vacancy. Should three or more vacancies occur, a special general meeting of the Society would be called to elect replacements.

ARTICLE VIII: MEETINGS OF THE BOARD OF DIRECTORS

- a) The Board shall meet ***at least 6*** times a year, ***as required.*** (replacing: on the third Wednesday of January, March, May, July, September and November).
- b) One-half the members of the Board shall constitute a quorum.
- c) Only elected directors and any ex-officio directors may vote on matters discussed at Board meetings.
- d) Powers and Duties: In addition to specific duties and powers assigned elsewhere, the Board shall:
 - i. take the initiative in preparing general policies and actions for consideration and possible adoption by the membership; place these policies and actions before the membership for approval
 - ii. put into effect policies and actions approved by the membership
 - iii. enter into contracts in the name of the Society
 - iv. be responsible for the management of the Society between general meetings
 - v. advise the membership of matters discussed by the board at each meeting.

ARTICLE IX: COMMITTEES AND SUBCOMMITTEES

- a) Committees and subcommittees shall be headed by a Director, unless otherwise approved by the Board. All committees are responsible to the Board.
- b) Current committees and their responsibilities are set out in the Policies and Procedures Manual. Committees may be added or deleted from time to time as circumstances dictate, with Board and members approval.

ARTICLE X: FINANCES

- a) The fiscal year shall be from October 1st to September 30th.
- b) Expenditures for items in excess of **\$1,000** (replacing: **\$200**) that are not included in the budget for the current fiscal year shall require approval by a motion passed at a general meeting.
- c) Cheques from the general account (or other accounts established from time to time) must bear the signature of any two of the Treasurer, President or Secretary, or, when required, one other as designated by the Board.
- d) A qualified accountant, not a member of the Society, appointed at the Annual meeting, shall audit financial records.
- e) No officer, director or member of the Society (*delete: **except the Secretary or Treasurer***) shall receive remuneration for carrying out his/her duties. Expenses incurred in travel on Society business, approved by the Board, may be reimbursed upon presentation of receipts.
- f) Financial accounts and other books of the Society shall be available for inspection by a member's reasonable request.

ARTICLE XI: RULES OF ORDER

Robert's Rules of Order shall govern meetings of the Board and Society in all matters not covered by the Constitution. Meetings are conducted as part of the organization and constitution of the Ontario Horticultural Association within the context of good parliamentary procedure. When required, reference can be made to any accepted Rules of Procedure manual and to the attached procedures for the making, amending and voting on motions.

ARTICLE XII: CHANGE IN CONSTITUTION

- a) Changes to this Constitution may be made and/or adopted, amended or repealed by the Board of Directors, providing all are confirmed at an annual meeting or general meeting of the Society.
- b) All regulations as set forth in the ***Agricultural and Horticultural Organizations Act***, or as it may be revised from time to time, shall become part of this Constitution.

ARTICLE XIII: DELEGATES TO DISTRICT MEETINGS

Eligible delegates to the OHA district meetings and annual convention shall be paid ***mileage at the current OHA approved rate*** (replacing: *25 cents per kilometer*), plus the registration fee. Delegates shall give a report to members at the next general meeting.

ARTICLE XIV: CHANGE IN CONSTITUTION

If a person is to be paid for a job, it shall be tendered and a minimum of two responses shall be required. Members shall be made aware of any possible conflict of interest on the part of those tendering.

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COBOURG HORTICULTURAL SOCIETY

POLICIES AND PROCEDURES MANUAL

GENERAL INSTRUCTIONS FOR COMMITTEE CHAIRS

1. Chairs/convenors are expected to canvass the membership (including directors) when they need assistance in carrying out their responsibilities.
2. Petty cash flows can be made available with the approval of the Board. All expenditures on behalf of the Society, whether by float or otherwise, must be backed up by invoices given to the Treasurer. Undocumented expenses may be refused payment.
3. Where required, chairs shall submit a proposed budget for their activity to the Treasurer by September of each year to cover the ensuing fiscal year.
4. Outgoing chairs are requested to pass along any needed records and instructions to their successors. In a timely manner, copies of incoming and outgoing correspondence, properly filed should be given to the Secretary to form part of the Society's records.
5. When problems are encountered, chairs are to report to the Board for possible solutions.

COMMITTEES

1. The committees of the Society are as follows:
 - a) Archives
 - b) Beautification/*Community gardens*
 - c) Budget and Finance
 - d) Cheer and Visitation/*Friendship*
 - e) Flower Shows
 - f) Library
 - g) Membership
 - h) Newsletter
 - i) Nominating
 - j) Plant Sales
 - k) Programme Planning
 - l) Properties
 - m) Publicity
 - n) Scholarships
 - o) Social
 - p) Website
 - q) Yearbook

All active committees are headed by a director or member as approved by the Board

COMMITTEE RESPONSIBILITIES

a) ARCHIVES

As requested by the Board, prepare narrative or precis histories based on records kept at the Cobourg Public Library Archives, *and maintain current binders and archival materials.*

b) BEAUTIFICATION/ COMMUNITY GARDENS

- i) co-operate with the Town of Cobourg Parks Superintendent in an effort to be part of larger beautification schemes for the Town and area
- ii) prepare proposals for locations, plantings, design, clean-up and budgets for approval of the Board
- iii) once approved, obtain workers, plant materials, equipment and schedules of work, providing necessary supervision and/or hands-on assistance
- iv) report status of projects as required to the Board
- v) be responsible for all of the Society's gardening equipment

c) BUDGET AND FINANCE

(Chairmen: Treasurer: ex officio members 1st and 2nd Vice Presidents)

- i) appoint additional members to the Committee if needed
- ii) in consultation with the President and others, prepare an annual budget for the presentation to the October *Board meeting*
- iii) *present the past year's financial statements at the November annual meeting*
- iv) propose fund-raising ideas to the Board and, after approval, assist in carrying them out

d) CHEER AND VISITATION/FRIENDSHIP

- i) ascertain when a member is ill or out of circulation and send good wishes on behalf of the Society
- ii) in the event of longer illnesses, arrange for brief, friendly visits
- iii) in the event of death, send condolences

e) FLOWER SHOWS

- i) plan, arrange and supervise all the details of any flower show
- ii) prepare (by December) the schedule of exhibits at shows to be published in the yearbook
- iii) hire suitable judges giving them, in writing, complete instructions as to time, place and how to reach the show site, as well as a copy of the relevant Society's Yearbook showing Flower Show categories, and, at the show, present the usual honorarium cheques to them
- iv) set up table covers, dividers and class markers for each show
- v) at major shows provide two clerks, and adequate helpers for set-up, take down, and assistance to the exhibitors
- vi) have the two clerks record one copy each of all winners in each class, Best in Class entries and Best in Show entry

- vii) ensure a supply of entry tags, ribbons, and rosettes, which pertain to each show
- viii) arrange an area of tea tables for the Social Committee
- ix) prepare lists of winners and prize awards for the Annual Awards Night. In spring/early summer establish, with Board approval, flower show dates for the following year, and contract for show sites
- x) requisition cheques and pay for sites, as well as any extra assistance required for set up/take down

f) **LIBRARY**

- i) prepare and maintain a list of all books, magazines and other information belonging to the Society, kept in the library cart
- ii) make such material available at all meetings, keep a list of all borrowers, and ensure all material is returned
- iii) from time to time, recommend additions to the library

g) **MEMBERSHIP**

- i) collect annual membership fees and distribute membership cards at the first meeting of the year and each subsequent meeting as required
- ii) keep an accurate and up-to-date list of all members names, addresses, *e-mail addresses* and telephone numbers, distributing this information as required by the Board or members
- iii) at Society meetings, greet members and guests; set up displays of Society paraphernalia; display and sell tickets for draw items
- iv) arrange membership drives, stimulating interest in the Society, in cooperation with the Publicity Committee
- v) *E-mail notices to members of upcoming meetings and events.*

h) **NEWSLETTER**

- i) Three times a year, collect material relating to the Society's activities and related community and gardening matters
- ii) integrate the material in an attractive manner, and *distribute it* to all members *by e-mail or mail.*

i) **NOMINATING**

(The Nominating Committee consists of the Past President and those directors serving the last year of a two-year term)

j) **PLANT SALES**

- i) for publication in the Yearbook and in consultation with the Board, establish date, time and place, *and budget* for the annual plant sale, ensuring that the selected premises is available
- ii) at prior meetings of members, and in the Newsletter advertise the sale and request contributions of plants for sale from members

- iii) arrange set up and take down of tables, workers for sale, money float, and remittance of proceeds to Treasurer
- iv) through the Publicity Committee, place timely notices of the sale in unpaid sections of local media *and arrange for paid advertisements.*

k) **PROGRAMME PLANNING**

- i) by December each year, *set budget*, prepare *printed schedule of* programmes for all of the meetings of the Society, and for inclusion in the Yearbook
- ii) contact speakers, send suitable information to them, greet them, arrange introductions, thank-you, and honoraria, and host them during the meeting as required; keep lists of speakers and topics for future reference
- iii) ascertain that all *audio-visual* equipment is available for presentations e.g. videos, carousels, booklets, table set-ups, projectors, radios, etc.
- iv) plan and oversee any other activities of the Society such as garden tours, picnics, bus trips etc., as approved by the Board and as outlined in the Society's Yearbook programmes

NOTE:

Regarding bus trips the following criteria apply:

- all trips are on a cost-recovery basis, paid for in advance by those taking the tour
- as a rule of thumb, for a 47 passenger bus, 30 people must commit for the cost recovery; any profit goes to the Society
- for insurance purposes, non-members may *NOT go on such trips, as they are not covered under the OHA group insurance policy.*
- refunds are available only on resale of ticket

l) **PROPERTIES**

In the absence of a Properties Committee, the Society's secretary shall:

- i) catalogue all items owned by the society and location of storage
- ii) maintain a record of all items removed, noting the dates of removal and return
- i) assist with the setting up the Flower Shows and special events

m) **PUBLICITY**

- i) be responsible for all Society publicity; all notices or reports distributed by members require the approval of this committee
- ii) establish contact with press, radio, and television representatives, giving them advance notice of special speakers and outstanding events, for free publication
- iii) with Board approval place paid advertisements regarding special Society events
- iv) write up reports and photograph successful events and meetings for free reportorial publication, or encourage media to do so
- v) where needed, cooperate with all committee events in the preparation of display items, posters etc.

n) **SCHOLARSHIPS (replacing BURSARY)**

(awarded to Cobourg high school student graduates to further study in agriculture, *horticulture, landscape architecture or environmental science.*)

- i) in the October budget, seek approval for the amount of Society funds (if any) to be made available for the bursary purposes
- ii) when funds are available, advertise in local media and high schools for likely candidates
- iii) with the assistance of teachers and guidance instructors, interview, by written applications, students eligible for such bursaries
- iv) with the approval of the Board, choose and advise the winner(s); and arrange for suitable Society members to present the bursaries at a time and place designated by the high school, with appropriate publicity whenever possible.

o) SOCIAL

- i) arrange for refreshments served at all meetings, flower shows, and ensure that all needed supplies are on hand, enough servers are available and that kitchens are left clean and in good order when finished
- ii) launder Society linen supplies after each use, and replace as requested, with all appropriate approvals

p) WEBSITE (replacing TELEPHONE & E-mail)

- i) *maintain Society's website, www.cobourggardenclub.org and keep it current with appropriate changes and updates*
- ii) *maintain contact with Society's website host for major changes to website, as necessary*
- iii) *post updates on the Society's page of the OHA website, www.gardenontario.org*

q. YEARBOOK

- i) by December/January, collect all material necessary to update or add to the information set out in the Yearbook
- ii) integrate the information in an attractive manner and prepare a draft for editing and printing in sufficient quantities for distribution to members at the February meeting, upon payment of annual fees.
- (iii) Coordinate advertising sales in the Yearbook*