

COCHRANE & DISTRICT AGRICULTURAL SOCIETY

CONSTITUTION AND BYLAWS

ADOPTED OCTOBER 10, 2000

Amended November 22, 2007

Amended November 19, 2009

THE COCHRANE & DISTRICT AGRICULTURAL SOCIETY

CONSTITUTION

We, as citizens of the Province of Alberta, will be governed by these regulations in compliance with the *Agricultural Societies Act* (RSA, C. A-12), and do hereby repeal all previous constitutions and bylaws and adopt this Constitution and Bylaws effective October 10, 2000. Certificate of Organization is dated June 1, 1973.

ARTICLE I - NAME AND ADDRESS

- 1.01 The name of the organization shall be the **COCHRANE & DISTRICT AGRICULTURAL SOCIETY** (hereinafter called the "The Society").
- 1.02 The address of the Society shall be established from time to time by the Board.

ARTICLE II - INTERPRETATION

- 2.01 In this Constitution:
- a. "Act means the Agricultural Societies Act, RSA Chapter A-12, as amended from time to time;
 - b. "Bylaws" means the bylaws of the Society as amended from time to time;
 - c. "Annual General Meeting" means the meeting of the society held annually to deal with matters of business described in Bylaw 9.05;
 - d. "Ordinary Resolution" means any resolution, other than a Special Resolution, passed by a simple majority of those members voting at any duly constituted meeting Unless specifically stated to the contrary in the Constitution or bylaws, all matters considered by the Society shall be decided by Ordinary Resolution;
 - e. "Special General Meeting" means a general meeting of the members of the Society convened to address matters of interest and importance to the Society.
 - f. "Special Resolution" means a resolution passed by seventy-five percent (75%) of those members voting at any duly constituted meeting.
 - g. "Mail " refers to hardcopy mail through postal services, facsimile transmissions, or similar electronic communications.
- 2.02 In this Constitution and in the Bylaws, and as the context requires, words importing the singular number shall include the plural and vice versa; words importing the masculine gender shall include the feminine and neuter genders, words importing persons shall include an individual, partnership, association, body corporate, executor, administrator or legal representative and any number or aggregate of persons.

ARTICLE III - OBJECT

- 3.01 The object of the Society is to encourage improvement in agriculture and in the quality of life of persons living in the urban and rural agricultural community served by the Society by developing programs, services and facilities based on the needs of the agricultural community.

ARTICLE IV - BYLAWS

- 4.01 At an Annual General Meeting or a Special General Meeting called for that purpose, the members of the Society may make, alter and repeal Bylaws for the general management of the Society.
- 4.02 A copy of the Bylaws shall be filed with the appropriate Provincial regulatory agency and any changes shall be forwarded immediately upon resolution of same.

- 4.03 Subject to the Bylaws of the Society, the Directors shall act for and on behalf of the Society and all grants and other funds of the Society shall be received and expended under their direction.
- 4.04 In the event the Bylaws do not adequately cover any situation or item of concern to the Executive Committee, Board of Directors, or members, reference shall be made to the Act which shall be the supreme authority whereby the actions and activities of the Society are managed and controlled.

ARTICLE V - AMENDMENTS TO THE CONSTITUTION AND BYLAWS

- 5.01 Amendments to this Constitution and/or Bylaws shall be made by Special Resolution at an Annual General Meeting or a Special General Meeting of the Society of which notice specifying the intention to propose the resolution has been duly given.
- 5.02 Amendments may be proposed at any time by the Board or by three voting members in good standing of the Society or any three voting members in good standing may request the Board draft amendments to carry out specific changes in the constitution and/or Bylaws as set forth in the said request.
- 5.03 The Secretary shall notify all members of the Society in accordance with the Notice provisions contained in the Bylaws of the adoption of any proposed changes to the Constitution and/or Bylaws.

ARTICLE VI - OPERATIONS AND EVENTS/PROGRAMS/FUNCTIONS OF THE SOCIETY

- 6.01 The operations, and events/ programs/ functions of the Society are carried out chiefly within the Municipal District of Rocky View and/or within the corporate limits of the Town of Cochrane at the designated locations as deemed logical and feasible at the time by the Society and which are mutually compatible with the scheduled dates of others who may be affected.

ARTICLE VII - INSURANCE

- 7.01 All clubs, associations, and other user groups of the Society shall obtain liability and/or livestock insurance.

**COCHRANE & DISTRICT AGRICULTURAL SOCIETY
BYLAWS**

ARTICLE I - INTERPRETATION

- 1.01 In these Bylaws, words defined in the Act or in the Constitution shall have the same meaning as defined in those documents. In these Bylaws:
- a. "Associate Members" means any child in a family in good standing. Associate Members are not permitted to vote on any matters related to the Society.
 - b. "Day" means a day of the week that is not a Saturday, Sunday or Statutory Holiday in the Province of Alberta, or the day that any Notice is sent or the day of the meeting.
 - c. "Family" means the parents plus the children residing at the same address.
 - d. "User Group Committee" means any of those groups included on Schedule A, hereto, as amended from time to time by the Board.
 - e. "Voting Member" means any member in good standing who is over 18 years of age.
 - f. "The Board" means the Board of Directors of the Society.

ARTICLE II - NOTICE

- 2.01 Where the Constitution or Bylaws require that Notice be provided to members, the Secretary shall mail to each member (or family in situations where more than one member resides at the same mailing address), not more than twenty-five (25) days nor less than fifteen (15) days prior to the meeting a notice giving the time and place of the meeting and sufficient information as to the matter(s) to be considered at the meeting to permit the members to prepare adequately for the meeting.
- 2.02 Where the Constitution or Bylaws require that General Notice be provided to the members, the Secretary shall cause such General Notice to be advertised in the local newspapers not more than twenty-five (25), nor less than fifteen (15) days prior to the meeting giving the time and place of the meeting (if any) and such additional information as the Directors may decide.
- 2.03 Notice of meetings of Directors shall be given not less than ten (10) days prior to such meeting. Notice of meetings of Directors may be communicated to the Directors by the Secretary, by mail or by telephone, facsimile transmission or similar electronic communications.
- 2.04 The requirement for Notice of any meeting of the Society or the Directors may be waived if all constituent members of the said meeting vote in favor of waiving the Notice period.
- 2.05 The non-receipt of the Notice by any one member shall not invalidate the proceedings of any meeting.

ARTICLE III - MEMBERSHIP

- 3.01 Any person shall have the right to become a member if he is interested in the aims and objectives of the society, and is a resident of the Province of Alberta.
- 3.02 Membership dues in the Society shall be established by the Board annually and approved by the membership at each Annual General Meeting.
- 3.03 A member ceases to be a member upon written resignation or by default of payment of dues.
- 3.04 A member or user group committee may be expelled from the Society in accordance with guidelines established by the Board from time to time, by Special Resolution passed at a Special General Meeting to

consider expulsion. Notice of the Special General Meeting shall be provided by the Secretary in accordance with these Bylaws.

- 3.05 Payment of membership dues as prescribed in these Bylaws entitles the Voting Member to the privileges and responsibilities of membership including but not limited to voting in elections for the Board of Directors at the Annual General Meeting.
- 3.06 Members may bring guests to a meeting of the Society under such rules and regulations as the Board may from time to time prescribe. Guests may speak with permission at the meeting, but shall not have voting privileges.
- 3.07 A member shall be considered in good standing if dues for the current calendar year are paid, except as provided for in clause 3.04.

ARTICLE IV - OFFICERS AND BOARD OF DIRECTORS

- 4.01 The management of the Society shall be vested in a Board composed of 12 Directors.
- 4.02 The Nominating Committee shall present at each Annual General Meeting a list of candidates which will include, but not be limited to, representatives from the User Group Committee. One third of the candidates will represent User Group Committees.
- 4.03 Each Director shall be elected for a term of three years except where the Director (Replacement Director) is appointed to fill a vacancy caused by the resignation, expulsion or death of a previous Director (Retired Director), in which case the Replacement Director shall be appointed for a term equal to the unexpired term of the Retired Director. One third of the total number of Directors shall be elected each year.
- 4.04 The Officers of the Society shall be the President, First Vice President, Second Vice President, Secretary, and Treasurer, each of whom shall be elected by the Directors from among their membership.

ARTICLE V - DUTIES OF EXECUTIVE COMMITTEE

- 5.01 The Officers shall form the Executive Committee and shall provide leadership to the Society and act on pressing or emergency matters and shall ensure that matters of importance are dealt with by the Board and its committees in accordance with these Bylaws. These would include but are not limited to: nominations, budgets and finance, public relations, planning and coordination, legal and maintenance agreements regarding facilities and grounds, membership and other matters of importance to the Society.
- 5.02 The President shall:
 - a. Preside as chairman of all meetings of the Society;
 - b. Provide overall leadership to the Society that will result in the achievement of the objectives of the Society;
 - c. Exercise general supervision and direction over the business of the Society;
 - d. Delegate tasks and responsibilities to other Board members so that they may take an active part in the affairs of the Society;
 - e. Provide orientation to the new Board members immediately after their election;
 - f. Initiate appropriate workshops or other in-service training for new Board members and the total membership to improve the functioning of the Society;
 - g. Represent the Society as spokesman in the community and with other community organizations;
 - h. Be the custodian of one of the society's mailbox keys;
 - i. Be an ex-officio member of all committees of the Society.
- 5.03 The First Vice President shall:
 - a. Act in the absence of the President;

- b. Act in the absence of the Secretary;
 - c. In conjunction with the other vice president(s), share responsibility for advertising and public relations work;
 - d. Perform such other duties as may be directed by the President or the Board.
- 5.04 The Second Vice President shall:
- a. Act in the absence of the First Vice President;
 - b. Act in the absence of the Treasurer;
 - c. In conjunction with the other Vice President(s) share responsibility for advertising and public relations work;
 - d. Perform such other duties as may be directed by the President or the Board.
- 5.05 The Secretary shall:
- a. Keep minutes of all meetings of the Society, the Executive Committee and the Directors;
 - b. Maintain or cause to be maintained in a secure place a strict master filing system containing all the historical materials and financial statements of the Society in chronological order. As a minimum, such records shall be maintained in printed form. Some or all of the records may also be stored in electronic form to facilitate easier retrieval and access. Such electronic records shall not replace the printed records of the Society and in instances where the printed and electronic records of the Society are found to be different, the printed records shall be taken to be correct;
 - c. Make available Notices and agendas of all meetings of the Society, the Directors and the Executive Committee. Seven (7) days prior to a meeting the minutes of the previous meeting shall be made available;
 - d. Arrange for publication of General Notices in local newspapers when required to do so by the Bylaws or Board;
 - e. Receive and respond to all correspondence received by the Society as directed by the Executive Committee or Board;
 - f. Maintain or cause to be maintained an up-to-date organizational chart of the Society showing the positions of the Officers and Directors and such other information about the Officers and Directors and their duties and responsibilities as the Board shall direct;
 - g. Be the custodian of one of the Society's mailbox keys;
 - h. Prepare, following the Annual General Meeting of the Society, a list of the persons elected at the Annual General Meeting as officers of the Society, and a copy or summary of each report and statement presented to the annual meeting, to be submitted to Alberta Agriculture in Edmonton not later than the 15th day of January each year;
 - i. Perform such other duties as may be directed by the President or the Board.
- 5.06 The Treasurer shall:
- a. Receive and deposit all funds of the Society in the accounts of the Society;
 - b. Submit all bills for approval of payment to the Executive Committee or Board as the case may be;
 - c. Prepare cheques in payment of accounts for signature;
 - d. Prepare or cause to be prepared the necessary documentation required for application for general operating or capital grants that may be available to the Society;
 - e. Prepare or cause to be prepared the annual financial statements as required for the Annual General Meeting;
 - f. Prepare or cause to be prepared the annual budget for the Society for approval by the membership at the Annual General Meeting;
 - g. Maintain or cause to be maintained an up-to-date membership list of the Society;
 - h. In conjunction with the Secretary, following the AGM, ensure that the audited financial statement for the preceding year, is submitted to Alberta Agriculture in Edmonton on or before the 15th day of January each year;
 - i. Prepare or cause to be prepared a written financial report at each Executive and/or Board meeting;
 - j. Perform such other duties as may be directed by the President or the Board.

ARTICLE VI - DUTIES AND RESPONSIBILITIES OF DIRECTORS

- 6.01 Directors shall serve on a voluntary basis without remuneration by the Society except for the reimbursement of reasonable out-of-pocket expenses. However, Directors may provide services to the Society which are in the ordinary course of business for the Director and not part of the duties of the Director to the Society and in such circumstances, the Director may be paid for such services to the extent that the charges for the services are reasonable in the circumstances and the amount of such charges represents no more than the fair market value for the services provided.
- 6.02 In any situation where a Director is contemplating providing services to the Society in return for compensation as provided for in Article 6.01, such Director shall make a full disclosure to the Board of his intention to charge for work to be done, the nature of the work to be performed and the fees to be charged for the work. Such disclosure shall be made and shall be approved by the Board by Ordinary Resolution prior to commencement of any such work. The Director who plans to provide the said work shall not participate in any debate leading up to the approval of such work, and shall not note on the matter.
- 6.03 The affairs of the Society shall be administered by the Board as directed under the Bylaws of the Society and the provisions of the Act. In all actions undertaken by a Director on behalf of the Society in his role as Director, he shall act honestly and in good faith with a view to the best interest of the Society.
- 6.04 The Board shall approve all expenditures of the Society. The Board may delegate to the Executive Committee the approval of individual expenditures of less than \$500 or expenditures of greater than \$500 that are part of a project or larger expenditure that was previously approved by the Board. No Director can commit the Society to any expenditure without the prior approval of the Board.
- 6.05 The Board shall appoint the Standing Committees required to meet the objectives of the Society and such Special Committees as it sees fit to examine or take action on special matters of interest or importance to the Society.
- 6.06 The Board shall be responsible to see that the duties and responsibilities of Officers, employees and volunteers are properly performed.
- 6.07 The Board may, from time to time, elect from among their number, an Officer to fill any vacancy in the Executive Committee.
- 6.08 Subject to the Constitution, the Bylaws, and the Act, the Society shall indemnify and save harmless any Director or any person working on behalf of the Directors who was or is a party or is threatened to be made a party in any threatened, pending or completed action, suit, or proceeding, whether civil, criminal, administrative or investigative (other than a right by or in the right of the Society) by reason of the fact that he is or was serving at the request of the Society as a Director, Officer, employee, agent or other appointee of the Society against expenses (including legal fees), judgements, fines and any amount actually and reasonable incurred by him in connection with such action, suit or proceeding if he acted honestly and in good faith with a view to the best interest of the Society, and with respect to any criminal or administrative action or proceeding that is enforced by monetary penalty, had reasonable grounds to believe that his conduct was lawful. The termination of any action, suit or proceeding by judgement, order, settlement or conviction shall not, of itself, create a presumption that the person did not act honestly and in good faith with a view to the best interest of the Society, and with respect to any criminal or administrative action or proceeding that is enforced by monetary penalty, had no reasonable grounds for believing that his conduct was unlawful.

ARTICLE VII - DUTIES OF COMMITTEES AND SUB-COMMITTEES

- 7.01 The work of the Society may be vested in Standing Committees as listed in Schedule A of these Bylaws as amended by the Board from time to time.

- 7.02 Each Standing or Special Committee appointed by the Board shall include a Director and shall be composed of such other Directors and Members as may be required to fulfill the mandate of the Committee.
- 7.03 The Chairman of each Committee shall appoint a recording secretary, and may also appoint a financial coordinator and such other such persons as may be required for the Committee to function properly, and shall establish the rules of conduct under which the Committee shall operate including rule of notice and voting, such rules of conduct are generally consistent with the same rules of conduct for the Society.
- 7.04 The Board shall provide the Chairman of each Committee with a detailed written outline which may include, but is not limited to, what the Committee is expected to do, the time limits for completing the task, directions for when and how the Committee is to report to the Board, and details of any budget the Committee is to work within, This outline will be known as a Committee's Terms of Reference.
- 7.05 Each Committee shall have the power to form sub-committees it deems necessary to complete the tasks assigned to the Committee. Such sub-committees shall not be given any power or authority not previously given the Committee by the Board, and shall have no power of authority to take any action or cause any action to be taken that does not lie within the powers of the Committee.
- 7.06 The Chairman of each Committee shall submit written reports to the Board as directed by the Board detailing all actions taken by the Committee and recommendations for further actions and activities of the Committee.
- 7.07 The Chairman of each Committee shall submit a written report to the Society at each Annual General Meeting detailing all actions taken by the Committee during the year and recommendations for further actions and activities of the Committee in the ensuing year.
- 7.08 The minutes and financial statements of each Committee shall be reported to the Board and incorporated on a regular basis into the master filing system of the Society. In the event that a committee does not adhere to or complete its outlined terms of Reference (see bylaw 7.04), the president shall call an executive meeting to determine the required course of action to be taken, and if necessary the president, as an ex-officio member of said committee, may exercise the authority to assume the position or appoint an alternative director to become the chairman of said committee.

ARTICLE VIII - DUTIES OF USER GROUP COMMITTEES

- 8.01 The User Group Committees of the society shall be those committees listed in Schedule B of these Bylaws as amended by the Board from time to time.
- 8.02 All User Group Committees shall have in place a Facilities User Agreement with the Society that is updated annually at a date set by the Board.
- 8.03 All User Group Committees, for the Society's year-end purposes, shall provide an annual report and financial statement, as per requirements set out by the Board from time to time.
- 8.04 User Group Committees do not require a society Director as part of their committee.
- 8.05 All User Group Committees, as a financial requirement, shall inscribe the words: "*A committee of the Cochrane & District Agricultural Society*" on each cheque.

ARTICLE IX - MEETINGS OF THE SOCIETY

- 9.01 Board meetings shall be held upon Notice at least once every two months, with the exception of July and August when no Board meeting will be held, at such time and place as may be disclosed in the Notice.
- 9.02 Committee meetings shall be held upon Notice at such time and place as may be disclosed in the Notice at such intervals as may be determined by the Chairman of the Committee.
- 9.03 Executive Committee meetings shall be held upon Notice at least monthly at such time and place as may be disclosed in the Notice.
- 9.04 The Annual General Meeting of the Society shall be held on or before the 30th of November each year. The Secretary shall provide Notice to the members and General Notice of the Annual General Meeting as provided in these Bylaws.
- 9.05 The Order of Business for the Annual General Meeting shall be as follows:
- a. Reading of the Minutes of the previous Annual General Meeting;
 - b. Addresses and reports of Officers;
 - c. Reports of Committees;
 - d. Unfinished business;
 - e. New business;
 - f. Addresses and discussions;
 - g. Election of Directors;
 - h. Adjournment.
- 9.06 At the Annual General Meeting, the Directors and Committee Chairmen shall each present written reports as follows:
- a. a report of their proceedings for the most recent financial year with such remarks and suggestions as to the state of matters under their area of responsibility;
 - b. a statement showing the name, occupation and post office address of each member and opposite his name, the amount of his subscription to the Society for the current financial year and the date the said subscription was paid to the Society;
 - c. a detailed statement, certified by the auditors, of the assets and liabilities of the Society and of each respective Committee of the Society;
 - d. a report of each activity carried out by the Society and / or Committee during the current financial year, giving a brief description of the activity, and the numbers of participants;
 - e. a separate statement for each activity referred to in Article 9.05 (c.) showing the amount offered and the amount actually paid out for prizes and awards and the number of entries in each class.
- 9.07 Fifteen (15) members of the Society (one of whom shall be the President or Vice President and one other Officer) shall constitute a quorum of any duly constituted meeting of the Society.
- 9.08 Six (6) Directors (one of whom shall be the President or a Vice President) shall constitute a quorum of any duly constituted meeting of the Board.
- 9.09 The quorum for any duly constituted meeting of any Committee shall be a majority of the members of that Committee.
- 9.10 The Chairman of any meeting may, with the consent of any meeting at which a quorum is present, if so directed by the meeting, adjourn the meeting from time to time and from place to place, but no business shall be transacted at any adjourned meeting other than the business left unfinished at the meeting from which the adjournment took place. When a meeting is adjourned for more than ten (10) days, notice of the adjourned meeting shall be given as in the case of the original meeting. Save as aforesaid, it shall not be necessary to give any notice of adjournment or of the business to be transacted at an adjourned meeting.
- 9.11 In order to be eligible to vote at any meeting of the Society a member must have paid the prescribed membership fees for the current year at least five (5) days prior to the meeting.

- 9.12 The Treasurer or his designate, shall be present at the Annual General Meeting of the Society one hour before the meeting for the purpose of selling memberships for the upcoming year. Any member of the Society eligible to vote and anyone paying membership dues at the meeting may speak on any matter coming before the membership for consideration, but only those members eligible to vote may vote. The Chairman of the meeting shall have the final say on the eligibility of any individual claiming to have the right to vote.
- 9.13 The result of any vote (whether Ordinary Resolution or Special Resolution) at any duly constituted meeting shall be determined by counting only the votes in favor or against any resolution that are cast on the matter. Abstentions shall not be considered in determining whether a resolution is passed or lost.
- 9.14 Directors absent for three or more consecutive Board meetings shall forfeit their position as Director and be replaced per Bylaw 4.03 except in extraordinary circumstances, the Board of Directors will decide.

ARTICLE X - ELECTION AND VOTING

- 10.01 The election of the Directors shall be held at the Annual General Meeting.
- 10.02 The election process is determined and directed by the Nomination Committee, and the results of the ballot shall be deemed to be the resolution of the meeting.
- 10.03 At all matters coming before the meeting, each Voting Member shall be entitled to one vote. On a ballot, votes must be given personally. No proxies are permitted.
- 10.04 The Chairman of any meeting shall not have the right to vote on all matters coming before the meeting. In the case of equality of votes, whether on a show of hands or on a ballot, the Chairman of the meeting shall be entitled to a casting vote.
- 10.05 Each Voting Member shall be eligible for election as a Director.
- 10.06 The Officers (executive committee) shall be elected from among the elected directors at the first Board of Directors meeting held immediately following the Annual General Meeting of the Society.

ARTICLE XI - FINANCIAL ASPECTS, BORROWING POWERS, EXECUTION OF CONTRACTS

- 11.01 The fiscal year end of the Society shall be September 30 of each year.
- 11.02 The funds of the Society, however derived, shall not be expended for any objects inconsistent with those of the Society or authorized by the Act.
- 11.03 The funds of the Society shall be deposited in accounts in a Chartered Bank or such other banking institution as is permitted under the Act. All bank accounts of the Society shall be maintained in branches of the banking institutions that are located within the Town of Cochrane.
- 11.04 Upon approval of the Board or Executive Committee, as the case may be, all cheques of the Society shall be signed by the President or Vice President together with the Secretary or Treasurer. Two signatures are required on each cheque. No two family members are permitted to sign any cheque. All other documents to be executed by or on behalf of the Society shall be authorized by resolution of the Directors and shall be executed by such Officers, Directors or other persons as the Board may designate in the authorizing resolution, and those documents shall not be binding on the Society unless properly executed on behalf of the Society as aforesaid.
- 11.05 The Board may, from time to time, borrow in any manner and without limit to amount on the credit of the Society and in such manner and from such sources and in such amounts as the Board may think proper and may cause to be executed mortgages and pledges of the real and personal property and rights of the Society

and may cause to be signed bills, notes, contracts and other evidence of securities of money borrowed or to be borrowed, such money to be borrowed from any person, firm or corporation or bank on such terms as the lender may be willing to advance the same; provided that the indentures shall not be issued without the sanction of a Special Resolution by the General Membership of the Society.

- 11.06 A review engagement report or audit report of the accounts of the Society shall be prepared by an independent Certified General Accountant, Certified Management Accountant or Chartered Accountant. The financial report must be approved at the annual general meeting by the membership.
- 11.07 A Member may request copies of certain records. A member shall submit such requests to the Board.

ARTICLE XII - FACILITIES - USAGE AND RENTALS

- 12.01 The Board shall establish policies and procedures for the usage and rentals of all facilities owned or controlled by the Society.
- 12.02 The Facilities Management and Operations Committee shall be delegated the responsibility for ensuring that the policies and procedures established by the Board are followed in all cases of usage or rental of facilities owned or controlled by the Society whether such usage is by User Group Committees or third parties.
- 12.03 The Board shall have the ultimate authority to approve or disapprove all proposed usage or rentals of Society facilities.
- 12.04 All groups or individuals using or renting any of the Society's facilities shall sign and abide by the Society's Facilities User Agreement, which shall contain all the terms and conditions under which the user is granted access to the facility. The Facility User Agreement shall contain terms including, but not limited to, the date and time of access, limitations on the area or purpose of the use, the number of participants permitted, fees (if any) charged by the Society for the use and an indemnity from the users in favor of the Society.

ARTICLE XIII - REAL ESTATE

- 13.01 The Society may acquire and hold such real estate in the regional area as may be necessary for the purpose of carrying out the objects of the Society.
- 13.02 The Directors shall not sell, mortgage, lease for a period greater than one year, or otherwise dispose of any real property owned by the Society, unless authorized to do so by Special Resolution at a Special General Meeting or Annual General Meeting.
- 13.03 The Society shall receive permission in writing from the Director of Agricultural Societies to encumber or dispose of real property.

ARTICLE XIV - DISSOLUTION OF THE SOCIETY

- 14.01 In the case of dissolution of the Society, for the year the dissolution occurs, all assets on the inventory lists of the respective User Group Committees listed in Schedule B shall become the property of each User Group Committee.

This Constitution and these Bylaws are made effective by Special Resolution of the members of the Society and passed this 10th day of October, 2000. The Bylaws have been amended effective by Special Resolution of the members of the Society on November 19, 2009.

(President)

(Secretary)

SCHEDULE “A”

The following are the Standing Committees of the Cochrane & District Agricultural Society as of **November 19, 2009:**

Standing Committees

- Communication
- External Relations
- Facilities
- Finance
- Grants
- Health, Safety & Environment
- Operations
- Sales & Marketing

SCHEDULE "B"

The following are the User Group Committees of the Cochrane & District Agricultural Society as of **November 19, 2009:**

Big Hill West Light Horse 4-H Club
Cochrane BMX Association
Cochrane Horse Trials Committee
Cochrane Pony Club
Cochrane Roping Club
Westbrook Pony Club

The following are Direct Committees under the Cochrane & District Agricultural Society as of **November 19, 2009:**

Cochrane Horse Show Committee
Cochrane Fun Riders