

PART A: CONSTITUTION

1. NAME

The name of the association is: "Ontario Beekeepers' Association" (OBA).

2. DEFINITION

The OBA is a non-profit association incorporated under the *Agricultural and Horticultural Organizations Act, RSO 1990*, whereby professional and amateur apiculturists, producers, packagers, apiculture researchers and interested individuals or groups gather in commitment, in whole or in part, to furthering the Objects of the OBA.

3. OBJECTS

The objects of the OBA are to promote, support and advocate, by all proper means:

- 3.1 the interests of the members as beekeepers;
- 3.2 the craft of beekeeping and the use of honey and honey bee products;
- 3.3 the importance of beekeeping and bees importance as pollinators;
- 3.4 honey bee health and the availability of healthy and sustainable habitats for bees and all pollinators;
- 3.5 the interests of Apiculture in the Province of Ontario;
- 3.6 good relations with regional and national beekeeper associations, and the general public;
- 3.7 the research, testing and educational outreach for beekeeping in Ontario.

4. MEMBERSHIP

- 4.1 **Eligibility:** Any person or entity interested or actively engaged in beekeeping in Ontario, or who provides services and support to beekeeping in the province, is eligible for membership in the OBA. Membership applications shall be made freely and publicly available through the OBA website or by contacting the OBA's office.
- 4.2 **Membership Fees and Renewal:** An individual or entity may join or renew membership in the OBA by payment of the corresponding membership fee. The membership fee is renewable annually, and shall be payable by the first of March.
- 4.3 **Standing:** All members are in good standing except members who fail to pay their current annual membership fee or other debt owing by them to the OBA. Only members in good standing may serve as officers of the OBA.
- 4.4 **Termination of Membership:** Termination of membership occurs when:
 - a) The membership fee is not paid;
 - b) A resignation is submitted in writing to the OBA office;
 - c) For good and sufficient cause, by a majority vote of members present at the Annual General, General or Special Meeting of the OBA. No such dismissal shall be effective before the member has been given an opportunity to be heard at such meeting.
- 4.5 **Membership Registry:** The OBA shall keep a register with the name of every member, along with the following information:
 - a) Full name, resident address and contact details;
 - b) Category of membership;
 - c) Dates of membership and renewals;
 - d) The date membership is terminated.
- 4.6 **Protection of Member Privacy:** The OBA membership register shall be securely retained for a period of seven (7) years after which time the information will be destroyed in a secure manner.
- 4.7 **Membership Voting Rights:** All members, with the exception of Industry Members are entitled to a vote at the Annual General Meeting or Special Meetings of the OBA.

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5. RULES OF ORDER

Robert's Rules of Order shall govern proceedings of the OBA.

6. MEETINGS

6.1 Annual General Meeting: The OBA shall hold an Annual General Meeting within 90 days of the end of the fiscal year, in the province of Ontario, and not more than 15 months after adjournment of the previous Annual General Meeting.

6.2 General Meeting: The OBA may hold a General Meeting for involving members in a special project or regulatory development, as determined by the Board of Directors.

6.3 Special Meeting: A Special Meeting may be called by the Board of Directors, or on the written request of ten percent (10%) of members in good standing or 50 members in good standing, whichever is lesser.

6.4 Notice of Meeting: The OBA shall mail and publish on its website a notice of meeting and proposed business items a minimum of 14 days prior to a meeting.

7. QUORUM

7.1 Ten percent (10%) of members in good standing or 50 members in good standing, whichever is lesser, shall constitute a quorum for the election of directors and transaction of any business at the Annual General, General, or Special Meeting.

7.2 Quorum of the Board of Directors shall be eight (8) voting members.

7.3 Quorum of the Executive Committee shall be the President or Vice President acting on behalf of the President and three (3) other members of the Executive Committee.

7.4 A majority vote of quorum shall be required in all instances.

8. BOARD OF DIRECTORS

8.1 Members: The Board of Directors shall consist of fourteen (14) members in good standing (Directors).

8.2 Powers: The Directors shall have power to act for and on behalf of the Association, and all grants of money and other funds of the Association shall be received and expended under their direction, subject to the By-laws and regulations of the Association.

8.3 Standing Committees: The Directors shall establish all Standing Committees.

8.4 Appointments: The Directors may appoint one or more representatives to Standing Committees, stakeholder groups, and other relevant organizations.

9. POLICY

The articles of incorporation and By-laws are modeled after similar non-profit organizations in Ontario and shall govern this Association.

10. AMENDMENTS

10.1 A resolution to amend the Constitution may be passed at the Annual General Meeting if the following conditions are met:

a) the proposed resolution has been submitted in writing to the OBA Board of Directors not less than sixty (60) days in advance of the Annual General Meeting, and

b) the proposed amendment receives an affirmative vote of not less than two-thirds (2/3) of those members in good standing present at the Annual General Meeting who, if entitled to do so, vote.

Notice of Amendment: Notice of a proposed amendment of the Association Constitution shall be contained in the Notice to members calling the meeting. The Notice of Amendment shall include the text of the proposed constitution amendment.

11. FISCAL YEAR

The fiscal year of the Association shall run from the first day of October to the thirtieth day of September of the following year.

12. BY-LAWS

Items not covered in the Constitution shall be provided for in the By-laws.

PART B: BY-LAWS

1. INTERPRETATION

- 1.1. **“Active Member”** means a member in good standing as described in the Constitution.
- 1.2. **“Association”** means the Ontario Beekeepers’ Association.

2. MEETINGS

- 2.1 **“Annual General Meeting”** means a meeting that is dedicated to the business, education, or research activities, in which reports of the Board of Directors for the past year and for all other general purposes relating to the affairs of the Association are made available, and to elect Directors and appoint accountant(s) or auditor(s) for the ensuing year.
- 2.2 **“General Meeting”** means a meeting of the Association that is dedicated to the business, education or research activities.
- 2.3 **“Special Meeting”** means a meeting that has been called to address time-sensitive business.
- 2.4 **“Resolution”** means a decision adopted by majority of the Active Members at a Meeting. A By-law requires two-thirds majority of quorum. A Resolution has the same meaning as a Motion in parliamentary proceedings.

3 ELECTION OF BOARD OF DIRECTORS

- 3.1 The members shall, from the membership of the Association, elect Directors. Nine (9) of the fourteen (14) Directors shall be Commercial Beekeeper Members, in good standing with the OBA.
- 3.2 The members may elect a person not a member of the Association, but the person so elected must, within ten (10) days, become a member, and he/she is entitled to act as Director only after he/she has become a member of the Association.
- 3.3 All elections of Directors shall be by plurality vote received by a member in a ballot of the Active Members of the Association.
- 3.4 The Term of an elected Director is three (3) years, unless specified otherwise.
- 3.5 Directors whose terms have expired shall be eligible for re-election.

4 ELECTION OF OFFICERS

- 4.1 The Directors, on the second day of the Annual General Meeting shall, among themselves, elect a President, and two (2) Vice-Presidents and shall also from among themselves or otherwise, appoint a Secretary and a Treasurer or a Secretary-Treasurer.
- 4.2 If from any cause a vacancy occurs in the Board of Directors, it may be filled for the unexpired term by the Board of Directors from among the membership of the Association.
- 4.3 A vacancy in any office of the Association may be filled for the unexpired term by the Board of Directors.
- 4.4 At the Board of Directors’ meetings, in case of an equality of votes, in addition to his or her original vote, the President shall have a casting vote.

5 DUTIES OF OFFICERS

- 5.1 The **President**, if present, shall:
 - 5.1.1 Preside at all meetings of the Association and of the Board of Directors, shall call meetings of the Association and the Board of Directors when necessary, and shall do all things necessary to the proper conduct of his or her office.
 - 5.1.2 In the absence of the President, one of the Vice-Presidents shall have and exercise all the rights and powers of the President.
- 5.2 The **Secretary** shall:
 - 5.2.1 Keep a record of the proceedings of all meetings of the Association and of the Board of Directors, and all committees.
 - 5.2.2 Have the custody of all books, papers, and the records belonging to the Association, which he or she shall deliver when authorized so to do by a resolution of the Board of Directors to such person or persons as named in the resolution.

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5.2.3 Prepare the annual report of the Association and reports required by the Government.

5.2.4 Assist Officers and Committee Chairs of the Association as necessary in the performance of their duties.

5.3 The Treasurer shall:

5.3.1 Be responsible for the administration of the Association's financial affairs, subject to the policies established by the Executive Committee and any resolutions approved at a meeting.

5.3.2 Have control and oversight and keep custody of all money and securities of the Association.

5.3.3 Ensure all accounts of the Association shall be reviewed by an accountant(s) or auditor(s), who shall be appointed at the Annual General Meeting of the Association each year.

5.3.4 Ensure that no director or employee of the association shall act as its accountant or auditor.

5.3.5 Apprise the Board of Directors of vacancies in the position of accountant or auditor, which may be appointed by the Board of Directors.

6 COMMITTEES

6.1 Executive Committee shall consist of the President, Past President, first Vice-President, and second Vice-President, Secretary, Treasurer, and may include up to two directors at large or Committee Chairs, with general administrative powers. The Executive Committee shall:

6.1.1 Convene on matters of urgency to beekeepers or the OBA, as determined by the President or other member of the Executive and require immediate action. **Quorum:** The President or Vice President acting as the President and three (3) members of the Executive Committee shall constitute a quorum for a transaction of committee business.

6.1.2 Liaise with other beekeeping associations, industry and government as required.

6.1.3 Perform all duties that encompass the management of any business affecting the beekeeping industry and the OBA, which include:

a) Account for any government grant.

b) Maintain records of the OBA's reports, financial statements and member registry.

c) Submit reports as required by the *Agricultural and Horticultural Organizations Act RSO 1990*.

d) Adjudicate all OBA governance questions, such as amendments to the Constitution and By-laws.

6.2 Standing Committees shall be formed consisting of Board Members and Active Members and others as deemed appropriate. At a minimum, to include:

a) **Finance Committee**

b) **Governance Committee**

c) **Research and Knowledge Transfer Committee**

d) **Honey Promotion Committee**

e) **Membership and Communications Committee**

f) **Issues Management and Stakeholder Relations Committee**

g) Additional Standing Committees, ad hoc committees and working groups may be created at the discretion of the Board of Directors as necessary.

7 FINANCIAL AFFAIRS

7.1 Conduct. The Association shall conduct its financial affairs as a non-profit organization dedicated to the well-being of its members.

7.2 Treasurer. The Treasurer shall be responsible for the administration of the Association's financial affairs, subject to the policies established by the Executive Committee and any resolutions approved Business Meeting.

PART B: BY-LAWS

7.3 Annual Budget. The Finance Committee shall prepare an annual budget for the Association, which shall be designed to achieve a balance between Association revenues and expenditures, including contributions to a reserve fund.

8 MEMBERSHIP CATEGORIES

8.1 Membership Term. Membership runs on a calendar basis, commencing January 1st.

8.2 Membership Categories: There are five (5) Categories of membership in the OBA:

8.2.1 **Young Member** – beekeeper under the age of 25.

8.2.2 **New Member** – beekeeper who has not been a member of the Association.

8.2.3 **Small-scale Beekeeper Member** – beekeeper with fewer than 50 active colonies.

8.2.4 **Commercial Beekeeper Member**– beekeeper with 50 or more active colonies.

8.2.5 **Industry Member** – individual or entity wishing to support the objectives of the OBA. Industry Members are non-voting members, unable to vote in any matters of OBA business.

8.3 Membership Fees. On an annual basis the Board of Directors shall review and set membership fees for all categories of members, with a view of ensuring the financial viability of the organization.

8.4 Termination of Membership due to non-payment. If the annual fee is not received by the Association by March 1st, membership is terminated.

8.5 Partial Year Fee: Fee will not be pro-rated for those seeking membership after January 1st. Fee for the year membership shall be the same regardless of when one becomes a member, and the fee for the next year will be due January 1st of the following calendar year.

9 AMENDMENTS

9.1 A resolution to amend the By-laws may be passed at the Annual General Meeting if the following conditions are met:

a) the proposed resolution has been submitted in writing to the OBA Board of Directors not less than sixty (60) days in advance of the Annual General Meeting, and

b) the proposed amendment receives an affirmative vote of the majority of members in good standing present at the Annual General Meeting who, if entitled to do so, vote.

Notice of Amendment: Notice of a proposed amendment of the Association By-laws shall be contained in the Notice to members calling the meeting. The Notice of Amendment shall include the text of the proposed By-laws amendment.