

4-H Council of Alberta

By-Laws

February 2015

A. Membership/Directors

1. The members/directors of the Council shall include:
 - a. one (1) elected member/director from each of the seven (7) 4-H Regions;
 - b. two (2) members/directors at large, elected by 4-H Council of Alberta.
2. Any member/director wishing to withdraw from membership may do so by written notice to the Council.
3. Any member/director may be expelled from membership upon a two-thirds vote of Council member/directors if:
 - a. the member/director in question has missed three (3) consecutive meetings and/or
 - b. the member/director in question does not carry out the objects and code of ethics of the Council and/or
 - c. the member/director in question does not meet the 4-H Leader screening requirements.
4. The Council expects of itself and its members/directors ethical and business like conduct. This commitment includes proper use of authority, conforming to the purpose and objects of the 4-H Council of Alberta and abiding by the Council's Code of Ethics.

B. Terms of Office of Executive & Representatives

1. a. Executive members/directors shall be elected by majority vote at the annual Council meeting and shall not hold the same office for more than two consecutive years.
 - b. Any member/director of the executive may be removed from office by two-thirds (2/3) vote of those member/directors present at a Council meeting.
 - i) Any member/director upon a majority vote of all member/directors in good standing may be removed from office for any cause which the council may deem reasonable.
2. Members/directors shall be elected at their respective annual regional meeting prior to the Council's annual meeting.
 - a. The members/directors at large will be elected at the 4-H Council of Alberta's annual general meeting.
3. All voting Council members/directors are eligible for any office or committee on the Council.

C. Meetings

1. The annual meeting shall be held within ninety (90) days of the year-end.
2. General and special Council meetings may be called at the discretion of the president, or by request of one-third of the members/directors. The Council Staff Support shall e-mail a written notice and agenda to each member/director with in a seven day period for conference calls and 30 days for an in person meeting.

3. Executive meetings may be held to conduct Council business. A telephone conference call shall constitute an executive meeting. Any decision made at executive meetings must be ratified by Council members/directors at the next Council meeting.
4. The Council shall meet a minimum of three times a year, and more frequently if required. Meetings shall be at a mutually agreed location and/or method. Observers may attend meetings only with the consent of all members/directors of the Council.

D. Voting

1. Each elected member/director shall have one vote.
2. Voting shall be conducted by a show of hands, or upon request, by secret ballot.
3. Voting by proxy is not permitted.
4. In the event of a tie vote, the motion shall be defeated.

E. Quorum

1. At least two-thirds (2/3) of the voting members/directors shall constitute a quorum for **general** and special Council meetings.
2. All three (3) members/directors of the executive shall constitute a quorum for executive meetings.

F. The Executive

1. The Executive shall be: President, Vice-President, Secretary/Treasurer

G. Roles and Responsibilities of Council Members/directors

1. President

- a) Direct and lead activities of the Council
- b) Chair and maintain orderly, efficient meetings
- c) Coordinate the agenda for each meeting
- d) Conduct meetings according to parliamentary procedure
- e) Act as the formal spokesperson for the Council
- f) Act as a role model and build relationships
- g) Plan – take a leadership role in Council planning
- h) Delegate (when appropriate) – understand and channel levels of Council member/director expertise
- i) Liaise with other 4-H Partners (4-H Foundation of Alberta and 4-H Branch)
- j) Provide Council member/directors with meeting highlights within thirty (30) days of each meeting

2. Vice-President

- a) Perform the duties and exercise the powers of the president, in the absence of the president.
- b) Act as the president-in-training
- c) Assist the president as required
- d) Maintain the list of Actionable Items at each Council meeting
- e) Coordinate with the past president to provide orientation for new member/directors
- f) Liaise with other 4-H Partners (4-H Foundation of Alberta and 4-H Branch)

3. Past President

- a) Act as an advisor to the Council
(is a repository of the organizational and Council history).
- b) Act as mentor for all member/directors
- c) Coordinate with the vice president to provide orientation for new member/directors
- d) Chair the Nominations Committee
- e) Past President term may conclude before their two year commitment is complete, be it resolved that if the Past President six year term is up prior to their two year term they will remain on Council in an ex-officio capacity to complete the term.

4. Secretary/Treasurer

- a) Oversee the Council's financial affairs
- b) Work with the 4-H Foundation, who administers Council finances as directed by Council.
- c) Prepare a proposed budget to be approved by Council at its annual general meeting. Track the budget.
- d) Present an interim financial statement at each Council meeting.
- e) Authorize (or in his/her absence, a voting executive designate) by signed requisition, the payment of Council bills by the 4-H Foundation, after an approved Council motion.
- f) Approve cheque requisitions issued by the 4-H Foundation by fax/email before cheques are issued.
- g) Record and distribute all Council meeting minutes within thirty (30) days after each meeting to all Council member/directors.
- h) Prepare and distribute correspondence as specified by Council.
- i) Record attendance at all meetings.
- j) Provide a "Summary of Motions" after each meeting, to all Council member/directors within thirty (30) days.

5. Support Staff

- a) Receive and review Council correspondence.
- b) Assist the executive in issuing correspondence, as directed by Council.
- c) Be responsible for physical arrangements for all meetings.
- d) May assist the secretary/treasurer in the distribution of Council minutes and summary of motions.
- e) Assist in the preparation of the annual budget.
- f) Maintain all Council records, except those of the Treasurer
- g) Have custody and use of the corporate seal of the Council.
- h) Responsible for Council day to day operations.

6. All Members/directors

- a) Be a positive ambassador of 4-H Alberta and the Council
- b) Be responsible for communicating the needs, trends and opinions of grass roots 4-H in Alberta, and for reporting policies and decisions of Council to the grass roots.
- c) Keep the chair and the Council informed.
- d) Participate in at least one committee.
- e) Attend meetings, bring new issues to the Council, participate in discussion, and vote.
- f) Support Council decisions once they are made.

H. Committees

The Council shall have the power to appoint and dissolve committees deemed necessary to carry out the work of the Council.

I. Fiscal Year

The fiscal year of the Council shall be April 1 to March 31.

J. Banking, Financing and Borrowing Powers

1. All Council funds shall be deposited in a recognized financial institution.
2. All cheques shall be issued through the 4-H Foundation of Alberta as directed by the Council's minutes with approval from the treasurer (or in his/her absence, a voting executive designate).
3. For the purpose of carrying out its objectives, the Council may raise or secure the payment of money in such manner as it thinks fit, and in particular by the issue of debentures, but this power shall be exercised only under the authority of the society, and in no case shall debentures be issued without the sanction of a special resolution of the Council.

K. Account Review

1. An account review shall be conducted annually by the auditor appointed by the 4-H Foundation of Alberta.
2. The finance committee will meet prior to each Council meeting to review the current financial statement(s).
3. The books and records of the Council may be inspected by any member/director of the Council where records are filed.
4. The books, accounts and records of the Council shall be audited at least once each year by a duly qualified accountant or by two member/directors of the Council elected for that purpose of the annual meeting.

L. Remuneration

1. The 4-H Council of Alberta may reimburse accommodations and travel expenses incurred by Council Members/directors attending official meetings.
2. Any representative assigned to Council business may be reimbursed their expenses from Council funds.
3. All members/directors including executive on the Council shall be without salary.

M. Liabilities

1. No members/director of the Council, in his/her individual capacity, shall be liable for a debt or liability of the Council.

N. Amendment of By-Laws

1. The bylaws may only be amended by a “**Special Resolution**”, which is:
 - a) a motion that has had a “notice of motion” sent to all Council member/directors, via email or registered mail, thirty (30) days before the meeting, and is passed at any Council meeting at which 75% of the eligible voters are present, or
 - b) a motion passed as a “**Special Resolution**” at any Council meeting with less than thirty (30) days’ prior “notice of motion” sent to all Council member/directors if 75% of the eligible voters are present and unanimously agree.
2. By-Law changes are in effect when registered by the registrar.
3. A copy of the registered amendments shall be sent to the 4-H Branch and the 4-H Foundation.

O. Dissolution

1. In the event the Council becomes defunct, all assets, along with such monies as may be on deposit, shall be distributed to the 4-H Foundation of Alberta within a year (12 months).

4-H Council of Alberta

Code of Ethics

Members/director's Roles and Responsibilities

- Represent the grass roots voice from your regional council
- Council ensures adequate discussion on each issue. Once a decision is made, all individuals are obligated to support the decision in a positive manner
- 4-H Council of Alberta members/directors are provincial representatives and as such must support and monitor 4-H Alberta policies at any 4-H event they may attend
- Keep informed and knowledgeable
- Ask pertinent questions
- Keep confidential information confidential (Information to be shared with 4-H Alberta will be presented in the meeting highlights.)
- Act in a professional manner at all 4-H events