

CONSTITUTION OF THE
NIAGARA FEDERATION OF AGRICULTURE (NFA)
2021

Definitions:

County shall also mean Regional Municipality or part thereof, where applicable.

Federation shall mean the County or District Federation of Agriculture.

Director shall mean a member duly elected to serve on the board of directors.

Executive shall mean a member of the board of directors elected to serve in a leadership position.

Officer – shall mean a member of the Executive.

ARTICLE 1 - NAME

This organization shall be known as the **NIAGARA FEDERATION OF AGRICULTURE (NFA)**

ARTICLE 2 - OBJECTIVES

1. To develop and consolidate farmer opinion for the promotion of any activity within the Region which will improve the welfare of the individual farmer and the farming industry.
2. To bring the viewpoints and concerns of the Niagara Region membership to the Ontario Federation of Agriculture (OFA) for policy development and action, and, in turn communicate OFA policy, to all members in the Niagara Region.
3. To facilitate the spread of information of concern to the farming industry, to all farmers in the Niagara Region.
4. To maintain a strict independence from any political party and to conduct its affairs in an objective and non-partisan manner.
5. To promote and educate the public, about the practices and benefits of the local agriculture sector through the use of various communication strategies and organization of events

ARTICLE 3 - BOARD OF DIRECTORS

The affairs of the Niagara Federation of Agriculture shall be managed by a Board of Directors consisting of up to 12 NFA members in good standing.

1. Directors shall be elected at the Annual General Meeting each year, by those NFA members present at the meeting.

2. A representative, appointed by a non-profit farm and rural organization in Niagara, is welcome to attend board meetings in an advisory capacity, (non-voting) as approved by the Niagara Board of Directors.
3. The Executive shall consist of the President, two Vice-Presidents (*of equal status*) and one Executive member and shall be elected by secret ballot from among the duly elected NFA Board of Directors.
4. The NFA Board of Directors shall be responsible for:
 - a. appointment or hiring of a Secretary-Treasurer (Administrator)
 - b. management and regulation of all business of the NFA between general meetings of the members
 - c. create, amend and implement NFA Operating Procedures and Policies.
 - d. implementation of the Review and comment on Regional and Provincial policy
 - e. implementation of NFA objectives
presentation of a reviewed financial statement, at the Annual General Meeting of the NFA
 - f. be responsible for the proper financial operations of the NFA
5. If a director under Article 3 is unable to complete their term of office, the NFA Board of Directors may name a replacement to complete the term of office.
6. A director shall take a leave of absence upon nomination as a candidate for election to the Parliament of Canada or to the Legislature of Ontario and shall resign as director of the NFA upon election as a member of the Parliament of Canada or the Legislature of Ontario.

ARTICLE 4 – EXECUTIVE COMMITTEE

1. The executive of the NFA shall be the President, two Vice-Presidents, and one Executive member elected from the directors to be the Officers of the NFA.
2. The election of Executive will take place at the first directors meeting, within 30 days following the Annual General Meeting.
3. Executive shall be elected annually. In the event that an officer is unable to complete the term of office, the Board of Directors may elect a replacement by majority vote for the remainder of term.
4. Executive shall be responsible for financial operations of the NFA between meetings of the Board.

ARTICLE 5 – NIAGARA FEDERATION STAFF

1. The NFA shall employ an individual or individuals to serve in the role of Secretary/Administrator and Treasurer. The roles and responsibilities of these positions are documented in NFA Policy documents.
2. NFA staff is accountable to the Board of Directors, through functions as described in the role description, and reports to the NFA President.

ARTICLE 6 - NOMINATION AND ELECTION PROCEDURES

Nominations for board members will be accepted up until the voting at the Annual General Meeting (AGM). Nomination for virtual AGM will be 7 days prior to the date of the meeting. Nominees must be current Niagara members as stated in Article 3. Elected positions in the NFA shall be by secret ballot. Elections of executive positions will be completed by the board of directors. Nomination committee shall be struck by the board of directors in advance of the Annual General Meeting. The parameters of the task of this nomination committee will be listed in the NFA Operating Policies and Procedures.

ARTICLE 7 - FINANCES

1. All funds managed by the NFA will be in keeping with the objectives as outlined in Article 2
2. The NFA financial records shall be reviewed by a third party on an annual basis and presented at the Annual General Meeting.

ARTICLE 8 - CONDUCT OF MEETINGS

1. All meetings of the NFA shall be conducted according to the rules of parliamentary procedure described in Roberts Rules of Order.

ARTICLE 9 - MEETINGS

1. There shall be an Annual General Meeting within 60 days following the end of the fiscal year (September 30th), notice of such meeting to be given electronically, and/or mail, and/or insertions in local media at least 10 full days in advance of the date fixed. The agenda shall include at least Election of Directors, review of Financial Statement and selection of financial reviewers. Should also include review and approval of minutes of the previous AGM.
2. General meetings may be called by the Executive or the Board of Directors for which notice of up to seven full days by insertion in the local media and by mail, email shall be given.
3. The Administrator shall call a special general meeting upon written request signed by twelve members of the NFA.

4. There shall be at least six meetings of the Board of Directors in each year.
5. Special meeting of the board of directors may be called by the executive.
6. Meetings of the executive shall be at the call of the president.

ARTICLE 10 - QUORUM

The quorum for general meetings of the members shall be the members present.

The quorum for the Board of Directors shall be 50% plus 1 (of the number of directors on the board); that of the Executive shall be 3.

ARTICLE 11 - FISCAL YEAR

The fiscal year of the NFA shall close on the 30th day of September in each year.

ARTICLE 12 - EXPULSION AND SUSPENSION

Board members shall sign an Oath of Office which includes a Code of Conduct. If the Oath and Code are not being followed, this may be grounds for discussion of a board director's position. The expulsion of an officer or director may be pronounced for sufficient cause, after contradictory investigation, by 75% majority vote of the Directors present at the meeting called to consider the question. Temporary suspensions may be pronounced in lieu of expulsion in the same manner.

ARTICLE 13 – ATTENDANCE

Any director missing three (3) consecutive monthly board meetings without providing notice will have their board status as a director reviewed by the Board of Directors at the next regular board meeting.

ARTICLE 14 - INDEMNIFICATION

The Niagara Federation of Agriculture shall indemnify and save harmless the director, their heirs, executors and administrators, and estates from and against:

- a) All costs, charges and expense whatsoever that he/she sustains or incurs in or about any action, suit or proceeding that is brought, commenced or prosecuted against him/her, for or in respect of any act, deed matter or thing whatsoever made, done or permitted by him/her in the execution of the duties of his/her office except costs, charges and expenses as are occasioned by his/her own willful neglect, default or dishonesty; and
- b) All other costs that he/she sustains or incurs in or about or arising from or in relation to the affairs of the Federation except costs, charges or expenses thereof as are occasioned by his/her own willful neglect, default or dishonesty.

ARTICLE 15 - AMENDMENTS

The provisions of this constitution may be amended at the Annual General Meeting or Special Meeting by a two-thirds majority vote of the members present.

This constitution has been ratified by a vote of the members of the Niagara Federation of Agriculture

Date _____

President _____

Secretary/Administrator _____

Explanation of Changes

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