

4-H Foundation of Alberta

Application and Bylaws

ARTICLE I

The name of the organization shall be "4-H Foundation of Alberta", hereinafter referred to as "the Foundation".

ARTICLE II

Objects

1. To solicit, receive and hold by gift, devise, transfer or otherwise, property for any charitable object or charitable purpose of Alberta 4-H, not inconsistent with the terms of any trust or condition imposed by the donor, as the trustees may deem proper and to administer any such property in accordance with the mandate entrusted to the Foundation by the Alberta 4-H program to plan, build, operate and manage a 4-H Centre, plus administer other areas of a charitable nature which Alberta 4-H deems within the jurisdiction of the Foundation.
2. Subject to the trusts and conditions upon which they are held, to invest and reinvest any funds of the Foundation in securities authorized by law for the investment of trust funds, or insurance company funds or as may be directed by the donor.
3. Subject to the trusts and conditions upon which the property and income therefrom may be held, to apply any property of the Foundation or the income therefrom to the making of such payments or grants to the Alberta 4-H program or other persons or organizations as a majority of the trustees believe to be in the interests of the 4-H program in Alberta.
4. To enter into such contracts as may be necessary, desirable or expedient to give effect to such trusts and conditions.

ARTICLE III

Operation of the Association is to be carried on throughout the Province of Alberta.

BYLAWS

A. Membership

1. The membership of the Foundation is by appointment and shall include:
 - Immediate Past President of the Alberta 4-H Council,
 - Not less than seven (7) members at large,
 - One (1) member to the position of Treasurer,
2. The following positions will be members of the board in an ex-officio capacity:
 - Immediate Past Chair of the 4-H Foundation
 - Chief Executive Officer
 - 4-H Branch Liaison
3. The board of directors has the option to invite strategic guests to provide information, as required. These strategic guests may include but are not limited to 4-H sponsor representatives, 4-H partner representatives and/or Alberta Agriculture, Food and Rural Development representatives.
4. All potential Foundation members must be interviewed and recommended by Alberta 4-H Partners Nomination Committee to the 4-H Foundation of Alberta board.
5. Any member wishing to withdraw from membership may do so upon a notice in writing to the Executive through its Chief Executive Officer.
6. Any member upon two-thirds majority vote of all members of the Foundation in good standing may be expelled from membership for any cause which the Foundations deems reasonable.

B. Terms of Office

1. Members of the Foundation shall be appointed at the Foundation's annual meeting for a term of two (2) years. The Alberta 4-H Partners Nomination Committee will make recommendations for consideration by the 4-H Foundation of Alberta board of directors.
2. The maximum length of service (commencing March 2006) can not exceed six (6) years except for the position of Treasurer and for those members serving the position of Vice Chair or Chair. The position of Treasurer will be elected annually and have no term limit.
3. Members of the Executive shall be elected at the time of the annual meeting of the Foundation and shall not hold the same office (with exception of Treasurer) for more than two consecutive years.
4. An exception for an additional one-year term can be made to B.3 upon two-thirds majority vote of all members (in attendance) of the Foundation in good standing.
5. Any elected members of the Executive may be removed from office by a two-thirds majority vote of all members of the Foundation at a regular meeting of the Foundation.
6. As long as the 4-Foundation of Alberta maintains a membership with the Canadian 4-H Council the representative must be elected through an application, interview and election by written ballot procedure. The term of this representative shall be two years, to a maximum of four consecutive years unless the representative has been elected to the executive committee or the board of directors of the Canadian 4-H Council or Canadian 4-H Foundation.
7. Any voting member in good standing shall be eligible for any office on the Foundation.

C. Meetings

1. The annual meeting shall be held within one hundred and twenty days following the fiscal year end with members being notified via telephone, mail and/or email.
2. The number dates and location of both special and regular meetings will be at the discretion of the executive and/or the chair with members being notified via telephone, mail and/or email.

3. Any individual(s) and/or group(s) wishing to make a presentation to the Foundation must submit a summary of presentation in writing to the Foundation office a minimum of fifteen (15) days prior to a Foundation meeting. The executive will then determine whether the presentation is applicable to the Foundation.
4. The Chief Executive Officer of the Foundation is employed by the Foundation. The Chief Executive Officer shall be responsible to insure accurate minutes of all meetings and all books and/or records of the Foundation are kept. He/she shall also be charged with the custody and use of the seal of the Foundation.

D. Voting

Each member of the Foundation shall have one vote. Ex-officio members are not allowed to vote.

E. Quorum

At least two-thirds of the voting members shall constitute a quorum for the transaction of regular business at special or annual meetings of the Foundation.

F. Executive

The Executive, to be elected at the time of the annual meeting, shall be:

- Chair,
- Vice Chair,
- Treasurer,
- Immediate Past President of Alberta 4-H Council

The following positions will serve on the executive in an ex-officio capacity

- Immediate Past Chair
- Chief Executive Officer

G. Duties of the Executive

1. Meet as an Executive as often as the business of the Foundation shall require.
2. Receive recommendations from individuals, sponsors, partners, 4-H clubs, District 4-H Councils, Regional 4-H Councils and Alberta 4-H Council and present these to the Foundation.
3. Make revisions of the bylaws and place them before the Foundation for ratification.
4. Make recommendations to the board for appointment of an auditor whose duty shall be to audit the books of the Foundation at least once annually.

All members of the Executive must be present in order to conduct business of the Executive.

H. Foundation Committees

1. The Foundation shall have the power to appoint and dissolve the committees deemed necessary to carry out the work of the Foundation.
2. Membership to these committees need not be confined to the Directors of the Foundation, but must be chaired by a Director. A non board member(s) of a committee needs to be interviewed and approved by the board of directors.
3. The Foundation Board shall be responsible for appointing Committees.
4. Each Committee shall be responsible for selecting Committee Chair.

I. Fiscal Year

The fiscal year of the Foundation will be January 1 to December 31.

J. Banking, Financing and Borrowing Powers

1. All Foundation funds shall be deposited in a recognized financial institution designated by the Executive.
2. The Foundation will utilize a "Cheque Requisition" system for issuing payable cheques. A list of all cheques will be forwarded to the Treasurer or Treasurer Designate for approval before cheques are generated. For all cheques over \$10,000.00 (except payroll, utilities and trust funds governed by a separate agreement) additional approval will be required from Chair or Vice Chair.
3. The Foundation Board of Directors will designate the persons authorized to sign cheques at a regular scheduled board meeting.
4. The Foundation may raise or secure funds in such a manner as it sees fit. There shall be no borrowing or issuing of debentures without the sanction of an extraordinary resolution of the Foundation.

K. Auditing

1. Accounts and records of the Foundation shall be audited at least once per year by a duly qualified accountant. A complete financial statement for the previous year shall be submitted at the annual meeting.
2. The books and records of the Foundation may be inspected by any member of the Foundation.

L. Remuneration

1. No Foundation member (except CEO) shall receive any remuneration for his/her services, but will be reimbursed for expenses as determined by a motion at any regular scheduled meeting.
2. Travel and subsistence, not to exceed current provincial civil service rates, may be paid to all members of the Foundation to attend all meetings of the Foundation and meetings of the Executive.

M. Liabilities

No member of the Foundation is, in his/her individual capacity, liable for any debt or liability of the Foundation.

N. Amendments to the Bylaws

1. Amendments to the Bylaws may be considered at any regular meeting of the Foundation if notice of motion has been given to members in writing at least thirty (30) days before the meeting.
2. A three-fourths majority vote is necessary for any amendment to the Bylaws to pass.
3. Any changes to the membership or terms of office shall be reviewed by the Alberta 4-H Partners (10.01 – Alberta 4-H Council policies). The comments made by the Alberta 4-H Partners will be made available to the 4-H Foundation members prior to any vote on changes. The Alberta 4-H Partners shall consist of 2 members of the Alberta 4-H Council, Alberta 4-H Branch and the 4-H Foundation of Alberta.

O. Dissolution

In the event that the 4-H Foundation of Alberta ceases operations, all assets of the Foundation will become the property of the Alberta 4-H Council.