

**SCHEDULE “B” BY-LAWS OF
PRINCE ALBERT EXHIBITION INCORPORATION**

1. **NAME:**

The name of the Corporation is “**PRINCE ALBERT EXHIBITION INC.**”

2. **DEFINITION:**

- a) Corporation shall mean “**PRINCE ALBERT EXHIBITION INC.**”
- b) The Board shall mean the Board of Directors of “**PRINCE ALBERT EXHIBITION INC.**”
- c) Officers shall mean the duly elected official of “**PRINCE ALBERT EXHIBITION INC.**”
- d) The Department shall mean the Department of Agriculture, Province of Saskatchewan.
- e) Minister shall mean the Minister of Agriculture, Province of Saskatchewan.

3. **MEMBERSHIP:**

Any person may, subject to the approval of the Board of Directors, become a member who:

- a) Is interested in the objectives of the Corporation;
- b) Is over eighteen (18) years of age and a resident of the Province of Saskatchewan.
- c) Is a member in good standing with the Prince Albert Exhibition Incorporation.

PRIVILEGES OF A MEMBER:

- a) To attend the Annual Meetings of the membership.
- b) Shall be eligible to be nominated for the position of Director.
- c) Shall be eligible to be appointed to a committee and become a committee member.

4. **MEMBERSHIP FEE:**

- a) Membership fees in the Corporation: There is a one-time initial membership fee of \$10.00 and \$5.00 for every year thereafter.
- b) New voting members are not eligible to vote until the following year at the AGM.
- c) All memberships must be purchased 30 days before the Annual General Meeting.
- d) Life time members do not pay an annual membership fee and retain the same privileges of a membership paying person.
- e) All members are expected to participate in PAEX events.
- f) Memberships are non-transferable and non-refundable.

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MEMBERSHIP FEE: CONTINUED

- g) Payment of the membership fee entitles the person to the privileges and responsibilities of membership including voting in elections for the Board of Directors.
- h) The purchase of a membership in the Corporation is for the purpose of gaining membership in the Corporation only; the Corporation will not pay dividends or interest in any form on any membership.

5. **BOARD OF DIRECTORS:**

The Board of Directors of the Association shall consist of:

- a) Fifteen elected Directors; and
- b) One Director appointed by the City of Prince Albert. The City of Prince Albert Director, will have voting rights at all meetings and is eligible to hold any Executive position.
- c) Only members of the Corporation shall be qualified to be elected as a Director or to vote at an election for a Director of the Corporation.

6. **ELECTION OR APPOINTMENT OF DIRECTORS AND OFFICERS**

- a) There will be 15 elected Directors:
 - 5 for 1 year
 - 5 for 2 years
 - 5 for 3 years
- b) Of the 15 Directors, 5 Directors will serve as Executive Directors.
 - 1) President;
 - 2) Vice President;
 - 3) 2nd Vice President;
 - 4) 2-Directors at Large
- c) The order of vacant positions will be:
 - 1) The elected Directors with the most votes, will fill the vacancies starting with the longest terms in that given year.
- d) The President and Vice-President shall be elected by the Board of Directors, as soon as possible after the annual general meeting.
- e) Appointed Directors for the Executive Board, shall serve until the next annual general meeting.

7. **TERM OF OFFICE**

- a) A vacancy occurring on the Board may be filled by appointment of the Board. The appointed member to serve until the next annual general meeting, when the vacancy will be declared open and an election held.
- b) A member appointed by the Board shall have the same rights of a duly elected member.
- c) Any director absent for three or more consecutive Board meetings, without reason, the Executive Committee shall then review that Director's position and may ask for his/her resignation.

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8. **ELECTION OF DIRECTORS:**

- a) The election of the Directors of the Corporation shall be held at the annual general meeting of the Corporation by ballot.

9. **EXECUTIVE OF THE CORPORATION:**

- a) The executive of the Corporation shall consist of a President, 1st Vice president, 2nd Vice President, and two directors at large.

10. **ELECTION OF EXECUTIVE:**

- a) A special meeting of the newly elected Directors shall be held within one month of the annual meeting to elect from its membership a President, a 1st and 2nd Vic-President and two Directors to serve on the Executive for the ensuing one year.

11. **MEETINGS OF THE CORPORATION:**

- a) The Corporation shall hold an annual meeting on or before the 30th day of November in each year at such a time and place as may be determined by the Directors:
- b) All members will be notified by phone or e-mail of notice of the annual meeting at least two weeks prior to the meeting giving the time and place of the meeting and such additional notice or information as the Directors may decide.
- c) The Directors shall present to the annual general meeting:
 - i) A Financial Report
 - ii) A Managers Report
 - iii) By-Law updates
- d) Meetings of the Corporation other than the annual general meeting may be held at any time that the Directors may determine.

13. **MEETINGS OF THE DIRECTORS:**

- a) The first meeting held by the Board of Directors following the annual meeting shall include an orientation for new Directors to be conducted by the Board Members.

14. **QUORUM:**

- a) Quorum for the AGM meeting shall be 50% of active members excluding elected board members.
- b) Quorum for Director meetings shall be 50% plus one of the current Directors.

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15. **OFFICERS AND DIRECTORS:**

- a) Directors shall serve on a voluntary basis without remuneration by the Corporation.
- b) The affairs of the Corporation shall be administered by the Board as directed at an annual or general meeting by the membership or as required under the by-laws of the Corporation or by the Non-Profit Corporations Act.
- c) Receive a financial statement from the Treasurer and approve payment of the outstanding accounts.
- d) The Board will appoint those standing committees required to meet the objects of the Corporation or special committees to examine or take action as the board may require and provide the committee with the necessary detailed direction as to its responsibility.
- e) The Board will assure that all necessary records whether of a financial or program nature, are kept to be able to inform the membership of activities of the Corporation.
- f) The Board shall be responsible to see that the duties of officers, employees and volunteers are properly performed.
- g) The Board will develop a budget for the following year to be presented at the annual meeting for discussion and direction.

16. **COMMITTEES:**

- a) Committees will be authorized by the Board of Directors.
- b) Each committee will be organized by a Director and he/she will be a member of the committee.
- c) With the exception of one Director, the balance of the committee may be recruited from the general public.
- d) The committee will receive from the Board of Directors a detailed outline of what they are expected to do, time limits for completion the task, directions for when and how they are to report to the Board, directions as to a budget.
- e) The committee will set up the necessary organization to carry out the task as identified by the Board and to report back to the Board.
- f) The committee will have the power to develop needed sub-committees to complete the task.
- g) The President shall automatically be a member of the committee.

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17. **DUTIES OF THE PRESIDENT:**

- a) Preside at all meetings of the Corporation.
- b) Provide leadership to the Corporation that will result in the achievement of the objectives of the Corporation.
- c) Exercise general supervision and direction over the business of the Corporation.
- d) Delegate tasks and responsibilities to other board members who may take an active part in the affairs of the Corporation.
- e) Represent the Corporation in the community and with other community organizations.
- f) Be the lead as it pertains to #19 Responsibilities and Duties of The Board of Directors.
- g) The President shall receive remuneration of \$1,500.00 per year.

18. **DUTIES OF THE VICE-PRESIDENT:**

- a) Act in the absence of the President.
- b) Perform such duties as may be directed by the President or the Board.
- c) Be the lead as it pertains to #19 Responsibilities and Duties of The Board of Directors.

19. **RESPONSIBILITIES AND DUTIES OF THE BOARD OF DIRECTORS:**

The Directors are entrusted with the well being and the future direction of the exhibition association. Many years of labor have been invested in establishing the reputation of the association in the community and it is this trust, that the Board of Directors works to protect. The duty of trusteeship is defined as "conducting the affairs of the association, so as to bring credit to the pioneering spirit of our forefathers". The following describes the expectations.

Every Director, in the exercise of his or her powers and the discharge of his or her duties, must act honestly and in good faith, with a view to the best interests of the association, exercise the care, diligence and skill, that a reasonably prudent person would exercise in comparable circumstances.

Every Director must comply with the Act governing Agricultural Societies, exhibition associations and with the Bylaws of the association.

The Directors have a duty of loyalty and good faith to the association.

A Director must fully disclose to the Board of Directors the nature of any interest he or she may have with the association, either as a vendor, purchaser or otherwise. If a Director fails to disclose his or her interest, a contract with the association would likely be void.

SCHEDULE "B" BY-LAWS OF PRINCE ALBERT EXHIBITION INCORPORATION

RESPONSIBILITIES AND DUTIES OF THE BOARD OF DIRECTORS: - continued

Directors should have sufficient information to enable them to make knowledgeable decisions on matters coming before the Board. They should be familiar with all aspects of the business and affairs of the association. At each Directors meeting, it is the responsibility of each Director to ask such questions as will satisfy him or her, that all the necessary information on which to base a decision has been provided. If a Director does not exercise the required standard of care, diligence and skill, he or she can be held personally liable, but, he or she is not liable if he or she relies in good faith, upon certain financial statements and reports. In doubtful cases, a Director should insist on the production of such reports.

At common law, it was held that while a Director must act honestly and exercise both care and diligence in coming to a decision, so long as he or she acts honestly, that Director cannot be made responsible in damages, unless guilty of gross or culpable negligence in the business sense. Directors were not liable for mere errors in judgement. There has, however, been an increase tendency to bring actions against Directors and Officers of Societies/Associations and the Courts are likely to impose a higher standard on Directors than was previously imposed on them by the common law.

In simplest terms, the role of the Board of Directors of any society or exhibition association, regardless of size, is to provide leadership. This may be accomplished in the following ways:

1. By establishing, with the membership, the goals of the organization;
2. By establishing priorities of goals and of activities to achieve the goals – overall planning;
3. By establishing or organizing to accomplish activities and goals;
4. By providing direction to committees as to responsibilities;
5. By overall decision making for the organization;
6. By communication within the organization and between the organization and community;
7. By coordination and evaluation of activities and programs;
8. By recognition of the contributions of volunteers;
9. Know who is authorized to sign cheques and in what amount, as well as who is authorized to sign contracts on behalf of the exhibition association and in what manner;
10. Avoid self-serving policies;
11. Inquire if there is something you do not understand, or if something comes to your attention which causes you to question a policy or a practice;
12. Insist that there is an effective personnel program in place;
13. Avoid the substance or appearance of conflict of interest, fiscal or in matters of programming;
14. Be certain the exhibition association is fulfilling all aspects of its Not-For-Profit (and, in some cases, tax exempt) status;
15. Insist on a written board membership and nominating committee procedure, and that these procedures be followed;
16. Monitor the community and professional image of the exhibition association;
17. Be certain that the "policies" of the Board are clearly identified, and that the Board's action on them is on behalf of the total Board rather than the action of a small group of people;
18. Know the other members of the Board and the Staff;
19. Require that the exhibition association has proper legal counsel, not a Board or member volunteer;
20. Visit the facilities and support the activities of the exhibition association;
21. Follow through with dispatch on the commitments of the exhibition association;
22. Understand the difference between staff and board function, staff and board roles, policy and implementation;
23. Recognize that staff has other responsibilities besides its work with the board;
24. Become aware of the work of other exhibition associations in the province;
25. Make adequate arrangements for delegates to represent the exhibition association at SAASE District and Annual meetings.

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20. **DUTIES OF THE MANAGER:**

- a) Keep minutes of all meetings of the Executive, Directors and general membership of the Corporation.
- b) Send notices of all meetings as required by the by-laws.
- c) Receive and respond to all correspondence as directed by the Board.
- d) File the necessary annual corporate returns for the Not-For-Profit Corporation, Regina, Saskatchewan, as and when required.
- e) Perform such other duties as may be directed by the Board of Directors.
- f) Circulate information of interest to the general membership.
- g) Maintain such records as are required by the Board of Directors.
- h) Present the records for audit and present the audited statement at the annual meeting.
- i) Prepare the annual financial statement as required by the Board of Directors for the Not-For Profit Corporations or delegate to Auditor.
- j) Receive & deposit all funds of the Corporation in the bank designated by the Board of Directors.
- k) Submit all bills for approval of payment to the Board of Directors.
- l) Prepare cheques in payment of accounts for signature.
- m) Be available at the annual meeting at least one hour prior to the meeting to receive membership fees for the ensuing year.
- n) Prepare the necessary documentation required for application for general, operating or capital grants that may be available to the Corporation.

21. **CORPORATION FUNDS:**

- a) The funds of the Corporation, however derived, shall not be expended for any objects inconsistent with those of the Corporation or authorized by The Non-Profit Corporations Act.
- b) The funds shall be deposited to the credit of the corporation in a chartered bank or other similar institution as directed by the Board of Directors.
- c) Cheques of the Corporation and e-transfers and/or e-banking payment methods shall be signed by any two Executive Board members, or one executive member and the Manager. For example, the President or first Vice-President and/or the Manager.

22. **BORROWING BY THE CORPORATION:**

- a) The Corporation may, for the purpose of carrying out its objects or for capital purposes, from time to time borrow sums of money and may from time to time issue notes, bonds, debenture and other securities.
- b) Any capital purchases must be approved by the Board of Directors.

23. **BY-LAWS**

- a) At an annual meeting of the Corporation or at a special meeting called for that purpose, the members of the Corporation may make, alter and repeal by-laws for the general management of the Corporation.
- b) A copy of the original by-laws will be forwarded to all Board Members and any changes will be forwarded immediately.

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24. **FISCAL YEAR:**

- a) The fiscal year of the Corporation shall be a twelve-month period commencing on the 1st day of October each year.

25. **AUDIT:**

- a) An auditor for the corporation shall be appointed at the annual general meeting, and shall hold office until the next annual meeting.
- b) No member of the Board of Directors shall be appointed auditor during his/her term of office as a Director.
- c) The accounts of the Corporation shall be audited annual in advance of each annual meeting by the auditor and the audited statement of the financial affairs of the Corporation shall be presented to the annual meeting.

26. **DISSOLUTION:**

No member shall have any right or interest in or to the property or assets of the corporation. In the event of dissolution of the Corporation, the Board shall distribute any assets remaining for community, charitable or educational purposes.

27. **ALL OTHER MATTERS:**

In the event that these by-laws do not adequately cover any situation or item of concern to the Executive, Directors or members, reference shall be made to The Non-Profit Corporations Act which shall be the supreme authority whereby the actions and activities of the Corporation are managed and controlled.

The Foregoing bylaws shall supersede and replace all bylaws previously adopted by the PRINCE ALBERT EXHIBITION INC.

The Bylaws of the PAEX take precedence over the application of policy, however, in the event the PAEX Board determines that there may be a conflict or inconsistency between the Bylaws and Policy, the "Agricultural Societies Act of Saskatchewan" and the "Not-for-Profit Act of Saskatchewan" will take precedence over conflicting Bylaws and Policy. The "Not-for-Profit Act of Saskatchewan" will take precedence over the "Agricultural Societies Act of Saskatchewan". The Bylaws of the PAEX must fully comply with the "Not for Profit Act of Saskatchewan".

NOTE:

- * This Schedule "B", By-Laws and;
- * Appendix A: Mission & Vision Statement and;
- * Appendix B: Objectives and;
- * Appendix C: Code of Conduct Principles and Practices.
- * Appendix D: Life Membership Criteria

PRINCE ALBERT EXHIBITION INC.
“WHERE TOWN AND COUNTRY MEET”

MISSION

Dedicated to the promotion of agriculture
And its contributions for the betterment
Of the community and surrounding areas.

VISION

To facilitate Agricultural Awareness through year-round
entertainment, Education and Competition Activities.

To be successful we will integrate Rural and Urban talents
and strive to maintain relevancy in all areas for the
changing needs of our community.

Funds will be raised to meet these goals.



APPENDIX B:

OBJECTIVES

The Corporation recognizes five main objectives:

- 1) To encourage improvement in the quality of Canadian livestock and agricultural products, horticulture, homemaking, manufactures and the useful arts.
- 2) To educate people about Canada's basic industry – agriculture.
- 3) To foster and promote trade of agricultural, horticultural, manufactured articles and useful art products.
- 4) To improve the quality of life in our community by sponsoring or supporting cultural events; and
- 5) To be aware of the changing needs of people and adjust our programs to meet this change.

The Corporation proposes to promote these objectives:

By holding exhibitions, or competitions at which prizes may be awarded for:

- 1) Excellence in the raising of livestock;
- 2) Excellence in production of grain of all sorts, or vegetables, plants, fruit and flowers;
- 3) Proficiency in the skill of farming and homemaking operations;
- 4) The improvement of invention of agricultural implements;
- 5) By holding auctions or other sales through which buyers and sellers of livestock, poultry and farm equipment may be brought together;
- 6) By developing activities to encourage and interest boys and girls in the work of agricultural societies and the development of leadership in our community;
- 7) By sponsoring clinics, seminars, short courses, demonstrations for the discussion of subjects connected with the theory and practice of any of our objectives.
- 8) To sell, manage, lease, mortgage, dispose of, or otherwise deal with property of the Corporation within the limits of the Non-Profit Corporations Act and the By-Laws of the Prince Albert Exhibition Inc.
- 9) To assist in the development and well being of all citizens by providing facilities for a wide variety of entertainment, recreation and personal involvement.

APPENDIX C:

CODE OF CONDUCT PRINCIPLES & PRACTICES

PURPOSE: To provide PAEX Board members with principles and practices that will guide them in their efforts to provide leadership and direction to the exhibition association.

PRIMARY FOCUS & COMMITMENT: PAEX Manager and PAEX Staff will work together to provide services to the PAEX Membership and Public in a manner that places the overall interests of the PAEX ahead of the interests of Affiliated Organizations and other parties. They will do so in a manner that conveys and communicates a positive image for the PAEX. They will also do so in a manner that is consistent with and in support of the policy and other direction set by the PAEX Board.

SUSTAINABILITY: The PAEX Board, PAEX Manager and PAEX Staff will work together to proactively ensure that both operating activities and capital plans reflect the intent to provide services for today as well as for the future.

FINANCING: The PAEX Board, PAEX Manager and PAEX Staff will work together to effectively, economically and efficiently manage available funds in a manner that features balanced annual operating and capital budgets, the retention of cash flow liquidity for day-to-day operations and minimal reliance on interim and long-term borrowings to finance operating costs and capital projects.

CONFLICTS OF INTEREST: The PAEX Board, PAEX Manager and PAEX Staff will conduct themselves in a manner that avoids situations and instances in which their personal gain, or the benefits to other Affiliated Organizations, Competing Organizations or Organizations they may dually serve on the board of, takes precedence over the interests of the PAEX Board, Membership and Facilities. In those situations, and instances where PAEX Board Members are aware of potential conflicts of interest, they are to declare these conflicts to the PAEX Executive prior to related matters being considered by the PAEX Board. The PAEX Executive will then determine if any conflict does exist and if so, will direct that the PAEX Board Member(s) will be excused from participating in the review of and voting on related matters.

PROTOCOL PRINCIPLES & PRACTICES:

POLICY DEVELOPMENT & IMPLEMENTATION: The PAEX Board retains primary responsibility for developing and approving policy. This role is fulfilled in a number of ways, including formally approving policies, establishing operating and capital budgets, facilitating long-term capital plans, setting Facility Rental Rates and adopting motions during PAEX Board meetings. The PAEX Manager and PAEX Staff retain primary responsibility for implementing policies.

DAILY OPERATIONS: The PAEX Manager and PAEX Staff retain overall responsibility for managing and operating the Facility on an ongoing basis. PAEX Staff are accountable to the PAEX Manager for completing their duties pursuant to the direction they receive from the PAEX Manager or PAEX Committees to which PAEX staff serve as secretary. As a part of the PAEX Manager's accountability to the PAEX Executive Committee and Board, reports will be regularly presented that include operating activity highlights, financial updates and response to service and information requests received from the PAEX Membership and other parties.

APPENDIX C:

CODE OF CONDUCT PRINCIPLES & PRACTICES - CONTINUED

COMMUNICATIONS PROTOCOL: To ensure that effective communications are consistently maintained between the PAEX Board, the PAEX Manager and PAEX Staff, the following protocols will be implemented:

- (i) PAEX staff will obtain their direction exclusively from the PAEX Manager, or from the PAEX President in the PAEX Manager's absence or in the absence of both, a member of the executive committee and also from the director in charge of PAEX committees to which PAEX staff serve as secretary.
- (ii) PAEX Board Members will direct their inquiries and comments, or those received from other parties, regarding PAEX actions or operations directly and exclusively to the PAEX Manager or the designated PAEX Public Relations Officer.
- (iii) PAEX Board Members will direct their inquiries and comments, or those received from the PAEX Membership, regarding policy implementation directly and exclusively to the PAEX Manager, PAEX President, or in their absence, a member of the Executive Board.
- (iv) The PAEX President and PAEX Manager, or designated PAEX Staff Member, will work directly with PAEX Committees, representative of Affiliated Organizations, the City of Prince Albert, other parties to schedule operating activities and arrange for related rental payments.
- (v) The PAEX Manager will address all aspects of PAEX Staff performance, Facility maintenance, appearance, security, risk management and customer conduct on behalf of the PAEX Board. If the PAEX Board Members wish to address any concerns or successes pertaining to any of the above noted items they may observe, or that have been drawn to their attention by other parties, they will do so by communicating with the PAEX Manager or in the absence of the PAEX Manager, the PAEX President.
- (vi) The PAEX Board will rely on the PAEX Executive Committee to assume a lead role on its behalf with regards to working with the PAEX Manager to review and plan for the Facility's operations, finances, upkeep and capital enhancements. The PAEX Executive Committee will provide regular reports to the PAEX Board that highlight key initiatives, as well as related recommendations, for each of the above noted items. The PAEX Executive Committee will make available to the PAEX Board, all minutes from any PAEX Executive Committee Meetings.
- (vii) The PAEX President reserves the right to call meetings of various PAEX Executive Committee, PAEX Board and the PAEX Manager to review specifically identified matters and future planning initiatives (without making final decisions that are within the PAEX Board of Directors mandate). The PAEX Board will be kept informed by the PAEX Executive Committee of all these meetings.

APPENDIX C:

CODE OF CONDUCT PRINCIPLES & PRACTICES - CONTINUED

- (viii) The PAEX Manager and the PAEX Executive Committee will keep the PAEX Board informed on an ongoing basis of the status of the Annual Budget via the issuance and presentation of Financial Reports at PAEX Board meetings. During these presentations, budget variances, as well as plans to address these variances will be highlighted along with year-end projections for the PAEX Board's consideration. In addition, costs and financing plans for new initiatives or projects not included in the Annual Budget will be presented to the PAEX Board for approval before related expenditures are incurred.

EXPENDITURE APPROVAL: The PAEX Executive Committee and the PAEX Manager are responsible for regularly informing the PAEX Board of cheque, automated bank payments and E-transfer disbursements that have been approved in compliance with PAEX signing authority protocols. The PAEX Manager is authorized to release such payments. The Payment Disbursement Reports presented to the PAEX Board, are intended to be received as information items. In conjunction with reviewing these Reports, the PAEX Board is entitled to seek clarifications and other information that will assist with identifying the purposes for payments.

CONSISTENCY & COMPLIANCE WITH PAEX BYLAWS AND APPLICABLE ACTS: The Bylaws of the PAEX take precedence over the application of this document (Appendix C) in the event the PAEX Board determines that there may be a conflict or inconsistency between the Bylaws and this document (Appendix C). The "Agricultural Societies Act of Saskatchewan" and the "Not for Profit Act of Saskatchewan" will take precedence over conflicting Bylaws. The "Not for Profit Act of Saskatchewan" will take precedence over the "Agricultural Societies Act of Saskatchewan". The Bylaws of the PAEX must fully comply with the "Not for Profit Act of Saskatchewan".

DEFINITIONS:

PAEX MEMBERSHIP: Based on the payment of their annual membership fees, the Residents of Prince Albert and area as well as other Communities who are the primary recipients of events and other services organized or provided by the PAEX Board, Manager and Staff.

PAEX BOARD MEMBERS: Those individuals who are formally elected or appointed to serve on the PAEX Board.

PAEX PRESIDENT: The President of the PAEX Board.

PAEX MANAGER: The hired individual or appointed Board Member who retains responsibility for managing the PAEX Facility's Operations, as well for being accountable to the Board.

PAEX STAFF: Those individuals who are responsible for operating the PAEX Facilities on an ongoing basis, as well as for being accountable to the Manager.

AFFILIATED ORGANIZATIONS: Other non-profit Organizations that work with the PAEX to organize events, provide recreational and other services to the PAEX Membership and/or Public within PAEX Facilities or their grounds.

PAEX: Prince Albert Exhibition Inc. (Legal Name) & Prince Albert Exhibition Association (Known as)

FACILITIES: The physical buildings, equipment, structures and other assets owned by the PAEX.

Appendix D

Life Membership Criteria

LIFE MEMBERSHIP

Life Membership is the highest Award available to recognise the exceptional contribution of individuals to the Prince Albert Exhibition Inc. (PAEX). It is therefore only to be awarded in exceptional circumstances.

Nomination for Life Membership

Any Member may nominate another member for consideration for the Life Membership award. Nominations must be submitted in writing & must be signed by two current members (unrelated members) of the PAEX.

The nomination should be prepared so as to set out the achievements & activities of the nominee & at a minimum must meet the award criteria as set out below. Nominations must be received by the executive board no later than September 1, in the year which the nomination is to be considered.

Award Criteria

In considering for the award of a Life Membership, an individual should have demonstrated significant, sustained and high quality service, enhancing the reputation and future of the board and the code of conduct within the PAEX.

The points will be taken into account when considering any nomination:

- The nominee's length of service to the Club shall be at least 10 years in either or both an on site, or off site role, with such service in either role being taken concurrently.
- The general attitude and overall demeanour of the nominee to ensure that the attitude is one that reflects a dedication to the values of the PAEX.
- The nominee will have demonstrated a commitment to the values and principals of the PAEX and must be a member in good standing.
- The nominee will have provided valued leadership and/or been an outstanding role model to the members in general.
- The nominee's service must reflect favourably on and brought credit to the PAEX.
- The nominee must be a currently active, member.

Important Note

These points apply in whatever role the nominee has participated in during their service in the PAEX. Achieving the minimum service levels will not in any way automatically guarantee the award of Life.

Appendix D

Life Membership Criteria - Continued

Membership.

Process for Assessment of Applications

All nominations must demonstrate attainment of minimum service requirements and other details of exemplary service.

The Executive Committee (a minimum quorum is required) will assess any nominations for Life Membership based on the established criteria. The Executive Committee will discuss & consider the application over two (2) regular meetings prior to the AGM meeting. The Executive Committee will assess all nominations put forward and only those nominations that the Committee considers worthy of a Life Membership shall be endorsed & put to a vote at the October executive meeting. Note: A unanimous vote by the Executive Board, will be required for approval.

Retraction of a Life Membership

Retraction of a Life Membership Award may occur where the recipient has conducted him/herself in a manner that reflects directly and adversely on the image or activities of the PAEX, generally or on a specific code. This provision will only be exercised in exceptional circumstances and will require the unanimous agreement of the Executive Committee to be enacted. As part of the deliberations, the Life Member in question is to be given an opportunity to present their case for retention of their Life Membership status.

Benefits of Life Membership

In addition to the status of membership of a select group within the PAEX, Life Membership will be recognized by:

- Award of the Life Membership at the PAEX Annual AGM meeting.
- Exemption from membership fee associated with the PAEX (Registration or entry fees to cover PAEX costs would apply for events and activities).
- Listing in the PAEX Web site and other official documents.
- Invitations to attend all official PAEX functions.

Life Membership Award Introduction

This Award policy will be effective upon approval at the AGM. Retrospective allocation of this award to individuals no longer involved in The PAEX will not be made.

This policy is to be reviewed at the AGM two years after introduction.