

Alberta Lamb Producers Bylaws

Overview

Current	Proposed	Rationale
<p>Definitions 1.e)“electronic means,” in respect of attending or holding a meeting or voting, means a method of electronic or telephonic communication that enables all persons attending the meeting to hear and communicate with each other instantaneously and also to vote, without limitation, teleconferencing and computer network-based, telephone-based, or internet-based communication and/or voting platforms,</p>	<p>Definitions 1.e) “electronic means,” in respect of attending or holding a meeting or voting, means a method that the Commission has made available for that purpose. This may include teleconferencing and computer network-based, telephone-based, or internet-based communication and/or voting platforms,</p>	<p>Amending the definition of electronic means to include any method that the Commission has made available.</p>
<p>Functions of the Commission 3. The Commission must c) when investing its assets must make prudent investments in accordance with the requirements of section 3 of the <i>Trustee Act</i> respecting the investment of assets and may delegate to an agent in accordance with section 5(1) to (3) of that Act,</p>	<p>Functions of the Commission 3. The Commission must c) when investing its assets make prudent investments in accordance with the requirements of section 33 of the <i>Trustee Act and</i> may delegate to an agent in accordance with section 51(1) and (2) and 53 of that Act,</p>	<p>Updating reference to align with changes made to the <i>Trustee Act</i>.</p>

Current	Proposed	Rationale
<p>Eligible Producers 8. For the purpose of the Plan and these bylaws,</p> <p>c) any producer who is not listed on the Commission's list of eligible producers must be added to the list where the producer can provide proof to the Commission that the producer has paid a service charge under this Plan in the current year for which the application is made,</p>	<p>Eligible Producers 8. For the purpose of the Plan and these bylaws,</p> <p>c) any producer who is not listed on the Commission's list of eligible producers must be added to the list where the producer can provide proof to the Commission that the producer has paid a service charge under the Plan in the current year for which the application is made,</p>	<p>Administrative clean up.</p>
<p>Removal from office by eligible producers 35. A vacancy recreated by the removal of a director under paragraph 34 may be filled at the meeting of eligible producers at which the director is removed, or it not so filled, may be filled under paragraph 37.</p>	<p>Removal from office by eligible producers 35. A vacancy recreated by the removal of a director under paragraph 34 may be filled at the meeting of eligible producers at which the director is removed, or if not filled, may be filled under paragraph 37.</p>	<p>Administrative clean up.</p>
<p>Voting on motions 58. In the case of an annual meeting or special meeting held in whole or in part by electronic means, a person attending the meeting by electronic means who is entitled to vote at the meeting may vote by electronic, telephonic or other method that the Commission has made available for that purpose.</p>	<p>Voting on motions 58. In the case of an annual meeting or special meeting held in whole or in part by electronic means, a person attending the meeting by electronic means who is entitled to vote at the meeting may vote by any method that the Commission has made available for that purpose.</p>	<p>Amending to any method that the Commission has made available.</p>
<p>Voting in election of directors 63. Paragraph 62.b) does not apply if a person votes by advance mail-in ballot, electronic ballot or telephonic ballot.</p>	<p>Voting in election of directors 63. Paragraph 62.b) does not apply if a person votes by advance mail-in ballot, electronic ballot or any method that the Commission has made available.</p>	<p>Amending to any method that the Commission has made available.</p>

Current	Proposed	Rationale
<p>64. The Commission shall determine for each election which one or more of the following voting methods may be used</p> <ul style="list-style-type: none"> a) mail-in ballot, b) electronic ballot, c) telephonic ballot, d) in person ballot. 	<p>64. The Commission shall determine for each election which one or more of the following voting methods may be used</p> <ul style="list-style-type: none"> a) mail-in ballot, b) electronic ballot, c) in person ballot, d) any method that the Commission has made available. 	<p>Removing the term telephonic ballot and replacing with any method that the Commission has made available.</p>
<p>66. An election held under this Plan is void and the position for which the election is held is vacant if</p> <ul style="list-style-type: none"> a) the election is held at an annual meeting, and there is not in attendance at the meeting a quorum of persons who are eligible to vote at the election, or b) the election is held in advance of an annual meeting by mail-in ballot, electronic ballot or telephonic ballot and less than 20 ballots are cast in that election. 	<p>66. An election held under the Plan and these bylaws is void and the position for which the election is held is vacant if</p> <ul style="list-style-type: none"> a) the election is held at an annual meeting, and there is not in attendance at the meeting a quorum of persons who are eligible to vote at the election, or b) the election is held in advance of an annual meeting by mail-in ballot, electronic ballot or any method that the Commission has made available and less than 20 ballots are cast in that election. 	<p>Administrative clean up.</p> <p>Removing the term telephonic ballot and replacing with any method that the Commission has made available.</p>
<p>68. If an election will be conducted by mail-in ballot, electronic ballot or telephonic ballot,</p> <ul style="list-style-type: none"> a) the election information must be made available to each eligible producer at least 30 days before the ballot closing date, and b) the ballot closing date must be at least 10 days immediately preceding the annual meeting. 	<p>68. If an election will be conducted by mail-in ballot, electronic ballot or any method that the Commission has made available,</p> <ul style="list-style-type: none"> a) the election information must be made available to each eligible producer at least 30 days before the ballot closing date, and b) the ballot closing date must be at least 10 days immediately preceding the annual meeting. 	<p>Removing the term telephonic ballot and replacing with any method that the Commission has made available.</p>

Current	Proposed	Rationale
<p>Indemnities to Directors and Officers 81. The Commission may advance funds to a person in order to defray the costs, charges and expenses of a proceeding referred to in paragraphs 79 or 80, but if the person does not meet the conditions of paragraph 79, he shall repay the funds advanced.</p>	<p>81. The Commission may advance funds to a person in order to defray the costs, charges and expenses of a proceeding referred to in paragraphs 79 or 80, but if the person does not meet the conditions of paragraph 79, they shall repay the funds advanced.</p>	<p>Administrative clean up.</p>
<p>Bylaw amendment, repeal or replacement 84. The repeal or amendment or a new bylaw relating to the requirements of the Act and Plan may be initiated by</p> <p>a) a motion of the Commission,</p> <p>b) a petition of eligible producers in accordance with paragraph 85, or</p> <p>c) upon the request of Council.</p>	<p>Bylaw amendment, repeal or replacement 84. The repeal or amendment or a new bylaw relating to the requirements of the Act and Plan may be initiated by</p> <p>a) a motion of the board, or</p> <p>b) upon request of Council.</p>	<p>Removing any reference to a petition.</p> <p>Amending a motion of the Commission to a motion of the Board.</p>

Current	Proposed	Rationale
<p>85. A petition under paragraph 84.b) must</p> <p>a) clearly state the proposed amendment or repeal of the bylaws or the new bylaw and the reasons for the proposed amendment, repeal or new bylaw,</p> <p>b) be signed by at least 20 eligible producers,</p> <p>c) set forth in a legible manner the name, address, phone number, e-mail address and signature of the eligible producers,</p> <p>d) be presented to the Commission</p> <p>(i) within 3 months from the date the first petitioner signed the petition, and</p> <p>(ii) at least 90 days prior to the annual meeting or special meeting.</p>	<p>Repeal and Replace with</p> <p>Subject to the requirements of the Act, these bylaws may be amended or repealed by the Board upon a 2/3 majority vote of producers during an annual general meeting or special general meeting or through whatever means determined appropriate by the Board.</p>	<p>Removing any reference to holding a petition and adding in a 2/3 majority vote of producers to amend the bylaws – this aligns with other Marketing Boards and Commissions and ensures that producers have a vote in amending the bylaws without having to hold a petition.</p>
<p>86. Subject paragraph 87, these bylaws may be amended or repealed by special resolution of the eligible producers at an annual meeting or special meeting.</p>	<p>86. Subject to paragraph 85, these bylaws may be amended or repealed by special resolution of the eligible producers at an annual meeting or special meeting.</p>	<p>Administrative clean up.</p>
<p>Conflicts</p> <p>91. These bylaws form a part of the Plan to the extent that they do not conflict with the Act, the Plan and the Marketing regulation. If there is a conflict between these bylaws, the Act, or a regulation made under the Act, the Act and the regulations prevail.</p>	<p>Conflicts</p> <p>91. These bylaws form a part of the Plan to the extent that they do not conflict with the Act, the Plan and the Commission regulation. If there is a conflict between these bylaws, the Act, or a regulation made under the Act, the Act and the regulations prevail.</p>	<p>ALP has a Commission Regulation not a Marketing Regulation.</p> <p>Administrative clean up.</p>

Current	Proposed	Rationale
<p>Review 92. In compliance with the ongoing review cycle of regulations, these bylaws must be reviewed on or before April 30, 2027.</p>	<p>Review 92. In compliance with the ongoing review cycle of regulations, these bylaws must be reviewed on or before April 30, 2034.</p>	<p>To align with the seven-year regulatory review processes.</p>
<p>ENACTED by the Commission this day of _____, 2021. _____, Chair of the Alberta Lamb Producers</p>	<p>Repeal</p>	<p>Administrative clean up. No longer required.</p>

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