

Board Policies and Procedures 2019/2020



LANDSCAPE ONTARIO STAFF:

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Show Manager: Heather MacRae, ext. 2323 (hmacrae@) Exhibit Sales Specialist: Darryl Bond, ext. 2366 (dbond@) Trade Show Coordinator: Keri McIvor, ext. 2354 (keri@

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LANDSCAPE ONTARIO CHAPTERS AND INDUSTRY SECTOR GROUPS

Landscape Ontario's framework provides a local forum for networking, education, professional development and industry promotion. Landscape Ontario has nine chapters and ten industry sector groups:

Landscape Ontario's membership is organized by a chapter system, based regionally. The opportunity to network is one of the principals of our association. By defining specific regions, Landscape Ontario encourages community projects, local promotion of the Green For Life brand, networking with peers and local relevance with education partners.

- Durham
- Georgian Lakelands
- Golden Horseshoe
- London
- Ottawa

- Toronto
- Upper Canada
- Waterloo
- Windsor

LANDSCAPE ONTARIO INDUSTRY SECTOR GROUPS

Landscape Ontario is a large and diverse trades association representing a wide range of companies in the horticultural industry.

There are no additional membership fees to join an industry sector group.

Depending on the nature of their business, each member of Landscape Ontario is categorized under one or more of these industry sector groups. A Sector Group is governed by owners or representatives and meets regularly to discuss and deal with issues of particular concern to that industry sector.

It is the responsibility of each industry sector group board to identify those projects or initiatives that will help to improve the overall business environment for their industry sector. Because issues and needs change regularly, so does the scope and mandate of each industry sector group.

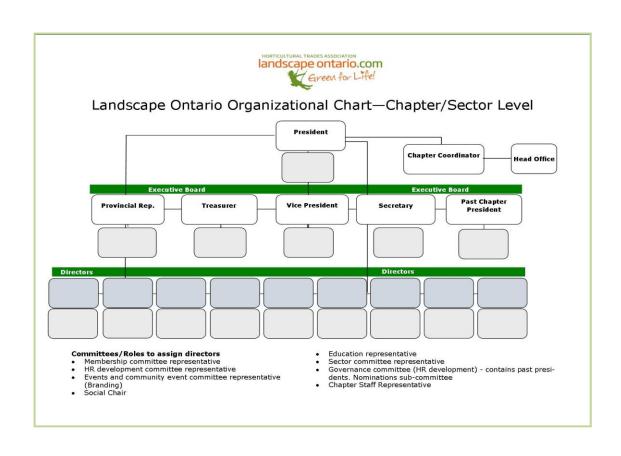
INDUSTRY SECTORS

- Garden Centre
- Grounds Management
- Grower
- Interior Plantscaper
- Irrigation

- Landscape Contractor
- Landscape Designer
- Lawn Care
- Lighting
- Snow and Ice

CHAPTER/SECTOR GROUP ORGANIZATIONAL STRUCTURE Elected Positions

Chapter Officers	Sector Group Officers
Provincial Board Representative	Provincial Board Representative
President	Chair
Vice-President(s)	Vice Chair
Past President	Past Chair
Secretary	N/A
Treasurer	Treasurer
Directors	Directors



Qualification

- Each Officer must be:
 - An Active Member, OR
 - An Associate, Chapter Associate, or a Horticultural Member
- In total the Associate, Chapter Associate or Horticultural members shall not comprise more than 20% of the total number of officers.

Duties of all Chapter /Sector Group Officers

- To attend all Board of Directors and General Chapter/Sector Group meetings
- To report regularly to the Chapter/Sector Group Board of Directors
- To report, as required, to the General Membership
- To promote Landscape Ontario to members and the industry.
- To perform such duties as may be assigned to him by the President and/or Board of Directors
- To chair a committee, if required
- To act as a liaison between the general membership and the Chapter Board/Sector Group leadership

ELECTIONS

Term of Office for Chapters/Sector Groups

- Elections of Chapter Board of Directors and a representative to the Provincial Board of Director will be held before the end of the prior fiscal year. This needs to happen prior to September. This gives the outgoing leadership time to train the incoming members before their term begins.
- Elections must happen at a public chapter or sector meeting once a year. This is a requirement of any transparent association. The chapter board receives authority from chapter members they do not have authority in isolation.
- Each Officer shall enter upon their official duties as of the 1st day of September for a term of one year or until a successor assumes office.
- Lists of the newly appointed Directors must be sent to the LO office within two weeks following elections.

Who Can Vote?

- All Active, Associate, Chapter Associate and Horticultural members can vote.
- Only one vote per member company

Nominated positions

- Only 'Directors' are nominated and elected at the Chapter/Sector meeting
- As a group, the Directors elect their Executive Officers (President/Chair, Vice President/Vice Chair, Treasurer, Provincial Rep, committee chairpersons) at their next Chapter Board /Sector Group meeting. Lists of the newly appointed nominated positions must be sent to the LO office within two weeks of meeting.

Election Procedures

- Nominations are made and seconded by motion. (It is important for the Board/Sector group to be proactive about the nomination process; this is a serious job because nominees are the future stewards of the association.)
- If more than the required number of directors is nominated, then an election is held. (10 to 12 directors is recommended)
- If voting by ballot, counters are appointed (usually non-voting members, staff, etc.). The counters report the results to the President/Chair who will announce the elected candidates.
- If the number of nominations equals the number of Directors needed, the Chair declares the nominations closed and the nominees are elected by acclamation.
- Election of Executive Officers takes place at the following board meeting. Each position is filled separately, by nomination and election, until all positions are filled.
- Elections of select Executive Officers of each Industry Sector Group by the members occurs at a general meeting.
- It is understood there is an expected chronology; the 1st VP/VC normally goes on to be President/Vice Chair, 2nd VP/VC becomes 1st, Secretary or Treasurer becomes 2nd etc., however this does not have to be the case. The purpose for all positions declared vacant is to allow maximum flexibility. All positions should be decided by the general membership, allowing for mutual accountability.
- Each Officer shall enter upon his/her official duties as of the first day of the new Fiscal Year (September 1), and shall serve a term of one year or until his/her successor assumes office.

Quorum

- A majority of the members of the Board of Directors/Sectors shall constitute a quorum for any meeting of the Chapter Board of Directors/Sector Group.
- All questions shall be decided by the majority vote of these Members present and voting.
- The Chairman of the meeting shall vote only in the event of a tie vote.

ABSENCE POLICY

- Any Director who has attended less than half of the meetings in a year shall not stand for re-election unless the Board of Directors pass a resolution to the contrary. (By-law #1, Article VI, Section 3 (a).
- After two (2) absences without notice, a Board /Sector member may be suspended (Bylaw #1, Article VI, Section 3 (d))
- After three (3) absences, a Board member should be asked to reconsider their commitment or provide a replacement. (*Board motion August, 1992*).

Nomination Procedures

2nd by:

All aspects of the election must be reco	rded in the minutes		
1) Chair/Moderator – declares all p	Chair/Moderator – declares all positions vacant		
(President/Chair, Vice President	/Vice-Chair, Secretary/Treasurer & Provincial Board Rep)		
2) Assign two scrutineers to count	Assign two scrutineers to count vote ballets (if required)		
(if present President is stepping down available)	and not being nominated for a position & LO Staff if		
3) Request nominations for each p	osition from the floor		
Motion to nominate	for the position of		
Nominated by:			
2 nd by:			
Ask the person who is nominate	d if they will allow their name to stand		
If more than one person is nominated (this should not be done by a show of	for a specific position – a ballot vote should take place hands).		
After each position – request a r	notion to close nominations		
Motion to close nomination for	the position of		
Motion by:			
2 nd by:			
4) Once all positions have been ass	igned – announce the new Chapter Board		
Request a motion that all ballots be	e destroyed		
Motion to destroy all election ballots			
Motion by:	_		

RESPONSIBILITIES OF INDIVIDUAL OFFICERS

The following position descriptions apply to the Provincial board, Chapters and/or Sector Group leaders as follows:

President/Chair

- Presides over board meetings, or designates an alternate in his/her absence
- Prepares an Annual Report of the chapter activities (typically in November)
- Attend the Annual General Meeting (January at Congress)
- Provides a list of all Board of Directors and their Board positions to home office prior to August 31
- Will receive Provincial board Minutes and circulate to board
- Oversees Year- end audit with Treasurer

Provincial Board of Directors Representative

- Act as a liaison between the Chapter/Sector Group and the Provincial Board of Directors.
- Submit reports to the Provincial Board about Chapter/Sector Group activities and/or concerns.
- Report to the Chapter/Sector Group general membership about provincial Board meetings, Industry Sector group/Chapter meetings & activities and other activities pertaining to their Chapter/Sector.
- Submit requests for additional funding to the Finance Committee on behalf of the Chapter/Sector Group
- Advise LO office (in writing) of any concerns the chapter has re: new member applications.

Vice-President/Vice Chair

- This position is elected by the board of directors.
- Substitutes for the president in his/her absence.
- Performs duties assigned to him/her by the President or Board of Directors in preparation for his/her term as president.

Past President/Past-Chair

- Offers guidance to the incoming President.
- Shall perform duties that may be assigned to him/her by the President or the Board of Directors.
- Shall form a Nominating committee of previous Past Presidents to recruit potential Chapter/Sector Group Board members.
- Shall conduct the Chapter/Sector Group elections.

Secretary

- Record and keep on record, minutes of all meetings
- Provide a copy of all bulletins and the minutes of all meetings to the Landscape Ontario home office within <u>1 week</u> of the meeting. These minutes are legal documents and must be shared.
- Provide copies of minutes for circulation at Chapter/Sector group meetings.
- Be responsible for notifying all Chapter/Sector Members and Chapter Coordinator of all regular and special meetings including board meetings

Treasurer

- Keep all of the accounts of the Chapter/Sector.
- Maintain all financial accounts of the Chapter/Sector Group with Landscape Ontario's controller.
- Prepare regular quarterly reports for the Provincial Board, Chapter/Sector and submit to LO.
- Send request for additional funds to Finance Committee.

Directors:

- Individuals are elected to the board as per the election process on page 15. Once elected, specific positions are appointed/elected by the Board of Directors/ Sector Group.
- A director may serve as either a Chair of a Chapter committee and/or as a representative to an existing Provincial Industry Sector group or Committee.
- Serve and support committee work.

MEETING PROCEDURES – CHAPTER/SECTOR GROUPS

Landscape Ontario's framework provides a consistent procedure for meetings at all levels. While there are small variations depending on the participants, the foundations are the same.

CHAPTER/SECTOR BOARD OF DIRECTORS MEETING

- Chapter Board of Directors/Sector group meetings should be held prior to the Chapter/Sector Group General Meetings in order to confirm last minute arrangements.
- Prepare the agenda for the next upcoming General Chapter/Sector Group meeting.
- Minutes of the previous meeting should be distributed in advance, in order to dispense with them quickly.
- 'Business arising from the Minutes' should be included in order to keep a continuous trail of information from meeting to meeting. It acts as an action sheet and assigns responsibilities to individual Directors.

Parliamentary Procedure

- Designed so that meetings consider and settle one item at a time
- Use 'Roberts Rules of Order'

Recording Motions in Meeting Minutes

- Obtain the floor and make the motion
- Wait until some seconds the motion. If not, the motion dies
- The chair recognizes the motion and seconder and calls for debate/discussion.
- Calls the question "Are you ready for a vote"
 - o By Voice yes or no
 - By Roll Call Recorded Vote
 - By General Consent
 - By Division 'Raise your hand' etc.
 - By Ballot
- Main Motion (lowest priority)
- Move to amend
- Refer motion to a committee
- Motion to table

Chair's Responsibility

- Runs meeting smoothly and fairly
- Unbiased control
- Selects speakers
- Follows the agenda and asks for motions
- Calls the question

SAMPLE CHAPTER/SECTOR BOARD MEETING AGENDA

[INSERT CHAPTER NAME] Board of Directors Agenda [DATE AND TIME OF MEETING]

Location of Meeting

[Directions to meeting location]

Item Number	Agenda Item	Time	Notes/Action Items
Agenda item	President's Welcome – Call the Meeting to	5	
1	Order	mins.	
Agenda item	Approval of Agenda	10	
2	Approval of past BOD Minutes	mins.	
Agenda Item	Business arising from past meeting	10	
3	Action items & follow up	mins.	
Agenda item	Committee Reports	15	
4	a. Financial	mins.	
	b. Education		
	c. Community Project/Outreach		
	d. Provincial Board		
	e. Sector Groups		
	f. Membership Committee		
	g. Golf		
	h. Baseball		
	[THESE ARE EXAMPLES OF POSSIBLE		
	COMMITTEE REPORTS]		
Agenda item	Upcoming meetings	20	
4	- Date - Venue	mins.	
	- Food - Speaker		
	- Sponsor - Lead contact		
Agenda item	New Business/Round table	20	
5		mins.	
Agenda item	Next meeting dates	5	
6		mins.	
Agenda item	Adjourn Meeting	5	
7	_	mins.	

MEETING MINUTES

WHAT ARE MINUTES AND WHY ARE THEY IMPORTANT

Minutes are the complete history of the chapter and industry sector groups and they should be kept in a permanent binder in chronological order.

Minutes are the property of the chapter/industry sector group and the association, but are usually held in the secretary's possession. In addition, Landscape Ontario home office is to be given a copy of all minutes.

Minutes are prepared by secretary/staff and distributed by email or mail within one week of the meeting.

Minutes should include discussion on motions, as it provides information about the topic and why the vote was carried or declined. Motions which are withdrawn are not recorded, nor is any mention made in the minutes of the fact that they were withdrawn.

MEETING MINUTES PROCEDURES

Templates for minutes are available. At each meeting, the minutes of the previous meeting should be approved. The minutes must be approved subject to the correction of errors and the inclusion of any omissions. All minutes are to be signed by the President and Secretary/Treasurer.

If after the minutes have been approved, a mistake is found, they may be amended by a motion and approved by a 2/3 majority vote. This is done to protect the records from being changed by one or two persons.

The exact wording of all motions presented, and the names of members making and seconding the motions are entered into the minutes.

Any member who is absent at a meeting has the right to learn from the minutes what occurred at the meeting.

A copy of all written committee reports should be filed with the minutes by the secretary.

A copy of the minutes and reports from Chapter and Industry Sector group meetings must be sent to the Landscape Ontario office (Chapters are to send their minutes to the Provincial Membership and Chapter Coordinator) within one week of the meeting.

PLANNING CHAPTER MEETINGS

In order to successfully promote chapter meetings, the following information is required:

- Topic
- Speaker
- Location
- Date
- Time
- If food will be provided
- If guests must pre-register
- If there is a fee to attend

Each chapter meeting should have a lead or a small committee of no more than four people to help organize and run the meeting or event. These individuals are responsible for sharing the aforementioned details with the Chapter Coordinator so that the meeting/event can be promoted. As a lead person for a meeting or event you are responsible for:

- Selecting a topic
- Suggesting speakers
- Setting a date and time and determining possible meeting locations
- Determining is guests must pre-register and if there is a fee
- Determining if food will be served

To assist in the organization of Chapter meetings, your Chapter Coordinator can:

- Find and book meeting spaces
- Book speakers
- Handle catering and A/V needs with venues
- Set up and monitor pre-registration
- Marketing and promotion
- On-site assistance

Meeting dates and topics should be selected during spring board meetings so that the information for the coming fiscal year can be shared with members. All meeting dates and topics for September through April of the coming year are due to home office no later than **AUGUST 1**st.

PROCEDURE FOR CHAPTER AND SECTOR GROUP MEETINGS

A successful general chapter meeting is a mix of education, networking and social time. 'A short, active meeting is more successful than a long, unproductive one!'

- A greeter's table is essential. Members should be welcomed at the door and given a meeting agenda.
- New members who feel welcome are more likely to return and participate.
- The board of directors should sit at a head table.
- Brand "Green For Life" message with Landscape Ontario promotional materials, and other branding including table cloths, pop up signage etc.
- Promote upcoming LO and Chapter events

NUMBER OF MEETINGS

May be convened each month by (a) President, or (b) a majority of the Provincial Board of Directors. (By-law #1, Article VII, Section 1). It is noted from the minutes that meetings are usually held: October, November, February, March, and April.

Chapters are required to meet a minimum of five (5) times per year. A meeting can be defined as any event that includes professional development, networking or Green for Life promotion at the local level.

CHAPTER MEETING SPONSORSHIP

Chapter meetings and special events are often utilized by members to showcase a product or service. This is done through sponsorship.

In an effort to increase companies sponsoring multiple chapter events, it is recommended that the Chapters embrace a unified sponsorship package.

The following is the recommended sponsorship package that chapters should offer to Associate/Chapter Associate members of Landscape Ontario. Non-member companies are also welcome to attend/sponsor Chapter events.

Gold Sponsorship (Event/Meal Sponsorship) \$350

- Includes business name, logo and website link on the meeting reminders and information page
- Promotion on Chapter's social media pages with company name, logo and website link.
- A personal introduction and thank you at the event by the Master of Ceremonies
- 10-15 minutes to directly address the attendees at the meeting
- Table at the event to display signage, marketing materials and product samples

Silver Sponsorship (Coffee/Dessert Sponsorship) \$200

- Includes business name, logo and website link on the meeting reminders and information page
- Promotion on Chapter's social media pages with company name, logo and website link.
- A personal introduction and thank you at the event by the Master of Ceremonies
- 5-10 minutes to directly address the attendees at the meeting
- Table at the event to display signage, marketing materials and product samples

Bronze Sponsorship (Vendor Table) \$125

• Table at the event to display signage, marketing materials and product samples

Should chapter board members find a company wishing to sponsor a chapter meeting or event, please direct them to home office. Sponsor registration and payment should be handled by the chapter coordinators. Chapter coordinators will also obtain the sponsoring company's logo to include on event promotion. Chapter meeting sponsorship opportunities and pricing for the coming year must be shared with your coordinator by **AUGUST 1**st.

COMMUNICATION GUIDELINES FOR ALL CHAPTERS AND SECTOR GROUPS

Chapter mailings and e-mail communications are to be handled by an LO staff person. If a chapter wishes to send out their own communication, the piece must go through home office staff. This will provide a seamless, professional look to all Landscape Ontario communications. All electronic communications will be sent through home office.

Distribution Guidelines

- Meeting notices should be emailed or mailed out no less than one week before the chapter or sector group meeting to ensure members are made aware of the event. (Bylaw #1, Article VII, Section 1).
- All electronic communications will be sent through home office. Please notify your Chapter Coordinator if you would like an email blast sent on behalf of the Chapter and home office will coordinate this using our database.
- Chapters have been allocated Fridays as the designated day to send out email blasts. Please respect this schedule when requesting mass mailing to your Chapters as each department sends communications on different days. Special requests can be made for time sensitive events.
- Membership lists can be requested for the Chapter board to make phone call invitations
- Robo-calls can be generated by LO staff but at least one week's notice is needed. There is an additional fee to circulate these as we use an outside company.
- Email blast requests must be made no later than two weeks from the desired date to circulate. All information for the event is required prior to web promotion.
- Flyer requests for Chapter meetings must be made no later than one month from the event. Special events should be given more time to promote.







VOLUNTEER CONDUCT

This section is to assist all Chapter/Industry Sector board members with challenges dealing with Conflict of Interest, Confidentiality, Health and Safety and Violence and Harassment. The resource to use is The Landscape Ontario Bylaws and home office Staff.

1.1 Conflict of Interest

It is in the best interest of Landscape Ontario Horticultural Trades Association to be aware of and properly manage all conflicts of interest and appearances of a conflict of interest. This conflict of interest policy is designed to help directors, officers, employees and volunteers and volunteers identity situations that present potential conflicts of interest and to provide a procedure to appropriately manage conflicts in accordance with legal requirements and the goals of accountability and transparency.

1.2 Conflict of Interest Defined

In this policy, a person with a conflict of interest is referred to as an "interested person." For purposes of this policy, the following circumstances shall be deemed to create a Conflict of Interest.

- a. A director, officer, employee or volunteer, (or a family member of any of the foregoing) is a party to a conflict, or involved in a transaction for goods or services.
- b. A director, officer, employee or volunteer, (or a family member of an of the foregoing) has a material financial interest in a transaction between Landscape Ontario and an entity in which the director, officer, employee or volunteer, or a family member of the foregoing, is a director, officer, agent partner, associate, employee, trustee, personal representative, receiver, guardian, custodian, or other legal representative.
- c. A director, officer, employee or volunteer, (or a family member of the foregoing) is engaged in some capacity or has a material financial interest in a business or enterprise that competes with Landscape Ontario.

Other situations may create the *appearance* of a *conflict*, or present a *duality of interests* in connection with a person who has influence over the activities or finances of the nonprofit. All such circumstances should be disclosed to the board or staff, as appropriate, and a decision made as to what course of action the organization or individuals should take so that the best interests of the nonprofit are not compromised by the personal interests of stakeholders in the nonprofit.

Gifts, Gratuities and Entertainment

Accepting gifts, entertainment or other favors from individuals or entities can also result in a conflict or duality of interest when the party providing the gift/entertainment/favor does so under circumstances where it might be inferred that such action was intended to influence or possibly would influence the interested person in the performance of his or her duties. This does not preclude the acceptance of items of nominal or insignificant value which are not related to any particular transaction or activity of Landscape Ontario.

2.0 Definitions

- a. A "Conflict of Interest" is a circumstance described in Part 1 of this Policy
- b. An "Interested Person" is any person serving as an officer, employee or member of the Board of Directors of Landscape Ontario or a major donor of Landscape Ontario or anyone else who is in a position of control over Landscape Ontario who has a personal interest that is in conflict with the interests of Landscape Ontario.
- c. A "Family Member" is a spouse, parent, child or spouse of a child, brother, sister, or spouse of a brother or sister, of an interested person.
- d. A "Material Financial Interest" in an entity is a financial interest of any kind, which, in view of all the circumstances, is substantial enough that it would, or reasonably could, affect an interested Person's or Family Member's judgment with respect to which the entity is a party.
- e. A "Contract or Transaction" is any agreement or relationship involving the sale or purchase of goods or services, the providing or receipt of a loan or grant, the establishment of any other type of financial relationship, or the exercise of control over another organization. The making of a gift to Landscape Ontario is not a Contract or Transaction.

3.0 Personal Conduct of Leaders

All Landscape Ontario members will conduct themselves with the pride and respect expected of their positions. Leaders will use good judgment and discretion in carrying out the business of the Association.

4.0 Confidentiality

Landscape Ontario requires that a strict code of confidentiality of information be maintained. No staff member or association member will store information outside of the company (either written or electronic form) about any matter pertaining to the conduct of the associations business. No information regarding the associations business will be communicated to anybody without permission of the Executive Director.

CHAPTER ITEMS TO ORDER

Chapter Board Member Clothing

Chapter Board Wichiber Clothin	<u> </u>	
Water Resistant Hooded Jacket with fleece lining	\$49.90	
Long Sleeve Collared Shirt	\$27.40	
Short Sleeve Collared/Golf Shirt	\$24.25	
Soft shell Jacket	\$66.50	
Fleece ¼ Zip Sweater Shirt	\$41.65	

Chapter Promotional Items

Customized Chapter Pop Up Suitable for trade shows, chapter events etc.	\$250-\$300	LOCAL CHAPTERS hosting educational and social events throughout the year Landscape Ontario Waterloo Chapter connects you with fellow professionals. Meet peers, suppliers and mentors, to share ideas. Enjoy events like golf, baseball, family days and support local communities Join a sector group, so you can improve your specialty. Discover new business opportunities at Congress, our largest trade show. Visit Locongress.com
Chapter Table Cloth	\$110	ADMITICALITURAL TRADES ASSOCIATION Iandscape ontario.com Presentor Life! DURHAM CHAPTER
Custom Pens	Minimum Qty 500 \$0.77 / piece	A stress int