

TURKEY FARMERS OF ONTARIO

BY-LAW NO. 1-2025

A By-law relating generally to the
transaction of the business and affairs

of

Turkey Farmers of Ontario
(Hereinafter referred to as the TFO)

BE IT ENACTED as a By-law of Turkey Farmers of Ontario as follows:

HEAD OFFICE

1. The head office of TFO shall be at the City of Kitchener, in the Regional Municipality of Waterloo and at such place therein as the members of TFO may, from time to time, determine.

SEAL

2. (1) The seal, an impression whereof is stamped in the margin hereof, shall be the corporate seal of TFO.
- (2) The general manager shall have custody of the seal.
- (3) Where the seal is used it shall be attested by anyone of the chair, vice-chair, executive member, if any, or the general manager.

MEETINGS OF TFO

3. The first meeting of the newly elected Board of Directors after every general election of the members thereof shall be held within thirty days after every such general election of the members thereof.
4. (1) Meetings of the Board of Directors shall be held from time to time at such place, at such time and on such day as the chair or vice-chair or any two members of the Board may determine and the general manager, when directed or authorized by either of the said officers or by any two members of the Board of Directors, shall give or cause to be given notice of the meeting.

- (2) Unless otherwise stated in the notice calling the meeting, meetings of TFO shall be held at the head office.
- (3) Notice of a meeting shall,
 - a) include the date and time of the meeting, and
 - b) be given:
 - i) in writing by mail or electronic transmission, or
 - ii) orally or by telephone
 - iii) not fewer than 2 days before the date on which the meeting is held.
- (4) Notwithstanding the foregoing, notice of a meeting, if given by electronic transmission, orally or by telephone, shall be given not less than 8 hours before the time at which the meeting is to be held.
- (5) No notice of a meeting is required to be given, where, in addition to the members of the Board of Directors present, those absent waive notice of the meeting either before or after the meeting.
- (6) Notice in writing by mail or electronic transmission shall be sufficiently given if mailed or transmitted to a member at his or her last address as recorded in the books of TFO.

TRANSACTION OF BUSINESS OTHER THAN AT A MEETING

- 5. (1) The Board of Directors may transact a matter of business other than at a meeting called and conducted in accordance with paragraph 4 upon the condition that,
 - a) the chair of TFO is of the opinion that the matter of business should be decided sooner than a meeting can be called,
 - b) the chair submits the matter to be decided to the general manager of TFO,
 - c) the chair or the general manager submits the matter for decision to at least two-thirds (2/3) of the members of the Board of Directors,
 - i) by mail or electronic transmission,
 - ii) by telephone, or

- iii) orally; and
 - d) the general manager (or appointed staff) makes a record in the minute book of TFO of the matter to be decided and the decision of each member.
- (2) Where the conditions prescribed in sub-paragraph (1) have been complied with and the record shows a majority of members in favour of, or against, the matter of business, it shall be decided accordingly.
- (3) Where the general manager (or appointed staff) of TFO makes a record in the minute book under sub-paragraph (1), the record shall be read and confirmed at the next meeting of the Board of Directors.

VOTES TO GOVERN

- 6. (1) All questions at a meeting of the Board of Directors shall be decided by the majority of the votes of the members present and in the event of a tie vote, the chair of the meeting shall have the deciding vote.
- (2) All votes at a meeting of the Board of Directors shall be taken by ballot if so demanded by any member present, but if no demand is made; the question shall be decided by a show of hands.

QUORUM

- 7. A majority of the members of TFO constitute a quorum for the transaction of business. Notwithstanding vacancies, the remaining members may exercise all the powers of TFO so long as a quorum of TFO remains in office.

MINUTES

- 8. Minutes of each meeting of TFO shall be kept by the general manager and approved at the next regular meeting of the Board of Directors.

ORDER OF BUSINESS AT MEETING

- 9. (1) The order of business at a meeting of TFO shall be,
 - a) roll call;
 - b) approving of minutes of last meeting;

- c) business arising out of minutes;
 - d) reports;
 - e) dealing with correspondence;
 - f) unfinished business; and
 - g) new business.
- (2) The order of business may be varied by the chair.

ELECTIONS

10. (1) Prior to October 1st each year, general elections for the District Turkey Producers' Committee shall take place under the provisions of Regulation 439 as amended and in accordance with the rules of procedure dated the 12th day of June, 2025 and identified as Schedule A to this By-law.
- (2) Where the producers in any district fail to elect a representative to the local board in accordance with the provisions of Regulation 439 and the rules as identified in Schedule A to this by-law, at the first meeting after every general election of the members thereof, the Board of Directors shall appoint such producer-members as are necessary to complete the Board of Directors under the provisions of Regulation 439 as amended.
- (3) At the meeting mentioned in sub-paragraph (2) the Board of Directors shall after appointment of any producer-members necessary to complete the Board of Directors conduct its annual elections in accordance with the rules of procedure dated the 12th day of June, 2025 and identified as Schedule B to this By-law.

OFFICERS

11. (1) The chair shall, when present, preside at all meetings of TFO.
- (2) The chair, when present, shall preside at any annual or special general meeting of producers.
- (3) The chair shall act as liaison with the general manager of TFO who shall be charged with the general supervision of the business and affairs of TFO. The chair shall also perform such duties and exercise such powers as the Board of Directors may prescribe.

- (4) During the absence of the chair or his or her inability to act, the chair's duties may be performed by the vice-chair. The vice-chair shall also perform such duties and exercise such powers as the Board of Directors may prescribe.
- (5) Where the chair and vice-chair are absent from a meeting, the Board of Directors may elect a chair for the purpose of that meeting from among the members present at the meeting.
- (6) The chair, vice-chair and executive member of the Board of Directors shall hold office until their successors are elected.
- (7) The Board of Directors shall appoint a general manager, a secretary and a treasurer.
- (8) The same person may be appointed, general manager, secretary and treasurer.
- (9) The Board of Directors may appoint such other officers and employees, as it deems necessary.
- (10) The Board of Directors shall not appoint a member of the Board of Directors as an officer or employee thereof except for the positions of chair, vice-chair and executive member which shall be filled by members of the Board.

DUTIES OF THE GENERAL MANAGER

12. The Board of Directors may delegate to the general manager full authority to manage and direct the business and affairs of TFO (except such matters and duties as by law must be transacted or performed by members of the Board of Directors) or may delegate to him or her any lesser power. The general manager shall liaison with the chair and shall conform to all reasonable and lawful orders given by the Board of Directors and shall at all reasonable times give the Board of Directors all information it may require regarding the affairs of TFO. The position of General Manager and Secretary may be held by the same person.

13. The general manager (or appointed staff) of TFO shall:

- (a) attend all meetings of the Board of Directors and keep true minutes thereof and shall send a copy of the minutes to every member of the Board of Directors within ten days, excluding Saturdays, Sundays and holidays, after the meeting;

- (b) conduct the correspondence of TFO;
- (c) keep a record of,
 - i) all business transactions of TFO,
 - ii) all orders, directions or determinations of TFO,
 - iii) all reports of committees that are from time to time appointed by TFO, and
 - iv) all annual statements and financial auditor's reports;
- d) maintain at the head office of TFO true copies of all regulations, orders and policy statements of TFO and an index identifying all regulations, including amendments, by subject matter, and shall during the normal business hours of TFO,
 - i) permit any person to inspect the copies and index without charge, and
 - ii) provide to any person upon request copies of the regulations, orders and policy statements; and
- e) file with the Farm Products Marketing Commission orders, directions, regulations, policy statements, reports, financial statements, appointments of agents and special statements, as may be required from time to time by the Commission through regulation;
- f) perform such other duties as may be prescribed from time to time by the Board of Directors.

DUTIES OF THE TREASURER

14. The treasurer of TFO shall,
- a) under the direction of the Board of Directors, provide for the deposit of money, the safekeeping of securities and the disbursement of the funds of TFO;
 - b) maintain separate accounts for the deposit of,
 - i) money received by TFO in trust for any other person, and
 - ii) levies or charges imposed by TFO pursuant to powers exercised under authority granted under the Agricultural Products Marketing Act (Canada);

- c) keep full and accurate books of account in which shall be recorded all receipts and disbursements of TFO;
- d) prepare reports showing the financial position of TFO as the Board of Directors may direct from time to time; and
- e) perform such other duties as may be prescribed from time to time by the Board of Directors.

ASSISTANTS

15. Any of the powers and duties of an officer to whom an assistant has been appointed by the Board of Directors may be exercised and performed by the assistant.

VARIATION OF DUTIES

16. The Board of Directors may add to or limit the powers and duties of an officer or his or her assistant.

BORROWING

17. (1) A by-law passed by the Board of Directors,
- a) for borrowing money on the credit of TFO;
 - b) for issuing, selling or pledging securities of TFO;
 - c) for charging, mortgaging, hypothecating or pledging all or any of the real or personal property of TFO, including books debts and unpaid calls, rights, powers franchises and undertakings; or
 - d) to negotiate for any securities or any money borrowed, or other debt, or any other obligation or liability of TFO,
- shall state the purpose or purposes for which the money, credit, debt or liability are to be used.
- (2) No by-law referred to in subsection (1) is effective unless it is passed at a meeting of the members of the Board of Directors called for the purpose of considering the by-law and not less than two-thirds of the members are present and vote in favour thereof.

INVESTMENT OF FUNDS

18. (1) Subject to section 14, TFO shall not invest any surplus funds of TFO other than in,
- a) bonds, debentures or other evidences of indebtedness,
 - i) of or guaranteed by the Government of Canada,
 - ii) of or guaranteed by the government of any province of Canada,
 - iii) of or guaranteed by the Government of the United Kingdom,
 - iv) of any municipal corporation in Canada, including debentures issued for public, separate, secondary or vocational school purposes, or guaranteed by any municipal corporation in Ontario, or secured by or payable out of rates or taxes levied under the law of any province of Canada on property in that province and collectible by or through the municipality in which the property is situated;
 - a.1) bonds, debentures or other evidences of indebtedness of a corporation that are secured by the assignment to a trustee of payments that the Government of Canada has agreed to make, if those payments are sufficient to meet the interest as it falls due on the bonds, debentures or other evidences of indebtedness outstanding and to meet the principal amount of the bonds, debentures or other evidences of indebtedness upon maturity;
 - a.2) debentures of any loan corporation that is registered under the *Loan and Trust Corporations Act*;
 - a.3) guaranteed investment certificates of any trust corporation that is registered under the *Loan and Trust Corporations Act*;
 - a.4) deposit receipts, deposit notes, certificates of deposits, acceptances and other similar instruments issued or endorsed by any bank listed in Schedule I or II to the *Bank Act* (Canada) or by any authorized foreign bank within the meaning of section 2 of the *Bank Act* (Canada);
 - a.5) term deposits accepted by a credit union as defined in the *Credit Unions and Caisses Populaires Act, 1994*;
 - b) investment certificates of a bank listed in Schedule I or II to the *Bank Act* (Canada) or of an authorized foreign bank within the meaning of section 2 of the *Bank Act* (Canada); and

- c) paid up shares of,
 - i) any credit union league to which the Credit Unions and Caisses Populaires Act applies; and
 - ii) The Ontario Co-operative Credit Society.
- (1.1) Despite subsection (1), TFO shall not invest its surplus funds in the investments listed in that subsection unless the investment is in other respects reasonable and proper.
- (2) TFO may lend money to a fund established under the Farm Products Payments Act.

ANNUAL AUDITS

- 19. (1) TFO shall cause its accounts to be audited annually by one or more auditors within three months after the end of the fiscal year of TFO.
- (2) The auditor shall make a report to TFO based on the accounts examined by him or her and on every balance sheet laid before the TFO at a general meeting and in the report shall state whether, in the auditor's opinion, the balance sheet referred to in the report is properly drawn up so as to exhibit a true and correct view of the state of the TFO's affairs as shown by its books and the treasurer's financial statements.
- (3) The secretary of TFO shall file the report of the auditor.
- (4) TFO shall within four months of the close of its fiscal year publish in one issue of at least one edition of a newsletter or a magazine having general circulation among its producers, its annual statement of operations and the financial report of TFO.

BONDING

- 20. (1) The Board of Directors shall require the treasurer to furnish a bond for the faithful discharge of his or her duties in such form and with such security as the Board of Directors may from time to time prescribe.

- (2) The Board of Directors may require such other officers and such employees and agents as the Board of Directors considers advisable to furnish bonds for the faithful discharge of their duties in such form and with such security as the Board of Directors may from time to time prescribe.
- (3) TFO shall pay the cost of any bond or bonds required under subsections (1) or (2).

INDEMNITY OF MEMBERS AND OFFICERS

- 21. (1) Every member or officer of TFO and his or her heirs, executors or administrators, and estate and effects respectively shall, from time to time and at all times, be indemnified and saved harmless out of the money of TFO, from and against any action, suit or proceeding that is brought, commenced or prosecuted against the member or officer in respect of any matter to which subsection 3 (6) of the Act applies.
- (2) Where any member or officer of TFO or his or her heirs, executors or administrators or estate and effects receives any money from any person on account of any matter with respect to which the member or officer has already received money from TFO under subsection (1), the member or officer shall forthwith pay to TFO the amount of money that he or she received respecting that matter from TFO or the amount of money that he or she received respecting that matter from the other person, whichever is the lesser amount.
- 22. (1) In addition to the indemnity provided by section 23 and except in respect of an action to procure a judgment in favour of TFO, every member, officer, clerk or employee of TFO, past, present and future, against whom any action, suit or proceeding has been or may be brought, commenced or prosecuted or who is required by law or otherwise agreed to participate in any investigation, hearing, inquiry, appeal, examinations for discovery, trial or any judicial or other proceeding in connection with TFO business, shall:
 - i) receive from TFO such legal counsel and assistance as TFO may reasonably determine;
 - ii) in the case of board members, past or present, be paid by TFO per diems at the rate paid to board members at the time;
 - iii) in the case of officers, clerks or employees, past or present, be paid by TFO the lower of the equivalent current salary of the person in that or a similar position or the per diem paid to board members at the time; and

- iv) be reimbursed for all out-of pocket expenses including travel and other costs.
- (2) Provided however that, in exchange for the presentation of these provisions of indemnity and remuneration and reimbursement such member, officer, clerk or employee, past, present or future, as the case may be, shall co-operate fully with TFO in the defense of such proceedings and shall be subject to such direction as TFO or its counsel shall deem appropriate, failing which such provision of indemnity, remuneration and reimbursement provided hereby shall forthwith lapse and be of no further force and effect.

REMUNERATION OF MEMBERS OF THE BOARD OF DIRECTORS

23. The members of TFO shall be paid such remuneration on a per diem basis as the Board of Directors may from time to time determine. In addition, TFO may pay its members a monthly honorarium and may from time to time award special remuneration to any member of the Board of Directors who performs any special work or service for or undertakes any special mission on behalf of TFO outside the work or services ordinarily required of a member of the Board of Directors. Subject to approval of the audit committee of TFO, the members of the Board of Directors shall be paid such sums in respect of their out of pocket expenses incurred in attending meetings of TFO and committees or otherwise in respect of the performance by them of their duties as the Board of Directors may from time to time determine.

BANKING ARRANGEMENTS

24. The banking business of TFO, or any part thereof, shall be transacted with such bank, trust company or other firm or corporation carrying on a banking business as TFO may designate, appoint or authorize from time to time by resolution and all such banking business, or any part thereof, shall be transacted on the TFO's behalf by such one or more officers and other persons that the Board of Directors may designate, direct or authorize from time to time by resolution and to the extent therein, provided, including, but without restricting the generality of the foregoing, the operation of TFO's accounts; the making, signing, drawing, accepting, endorsing, negotiating, lodging, depositing, or transferring of any cheques, promissory notes, drafts, acceptances, bills of exchange and orders for the payment of money; the giving of receipts for and orders relating to any property of TFO; the execution of any agreement relating to any such banking business and defining the rights and powers of the parties thereto; and the

authorizing of any officer of such banker to do any act or thing on TFO's behalf to facilitate such banking business.

EXECUTION OF DOCUMENTS

25. Regulations, orders, contracts, documents or other instruments in writing requiring the signature of TFO may be signed by the chair, vice-chair and the secretary and all such regulations, orders, contracts, documents and instruments in writing so signed shall be valid and binding upon TFO, and all others affected thereby without any further authorization or formality. The Board of Directors shall have power from time to time by resolution to appoint any officer or officers, person or persons on behalf of TFO, either to sign contracts, documents or instruments in writing.

FISCAL YEAR

26. The fiscal year of Turkey Farmers of Ontario shall end on the 31st day of December in each year.

MEETINGS OF PRODUCERS

27. (1) TFO shall call an annual meeting of the producers under the plan.
- (2) The annual meeting of the producers shall be held on or before the 1st day of May in each year at such date and time and at such place as the Board of Directors determines.
- (3) At the annual meeting referred to in paragraph (1) TFO shall present the auditor's report referred to in subsection 19 (2) and shall announce the appointment of auditors for the next succeeding annual meeting.
28. (1) Where TFO receives a petition or request from at least ten per cent of the producers under the plan requesting that a special meeting of the producers be held for discussion of matters respecting the operation of the plan or of TFO, the Board of Directors shall call a special meeting of the producers within thirty days of receipt of the petition or request.
- (2) A petition or request shall contain or be accompanied by a statement of the matters for discussion at the special meeting.

29. (1) A meeting referred to in section 27 or 28 may be called,
- a) by giving notice thereof to each producer who is entitled to attend; or
 - b) by publication of a notice in at least one newspaper or magazine having a general circulation among the producers.
- (2) Notice of a meeting referred to in section 27 shall be given or published at least two weeks before the date of the meeting.

INTERPRETATION

30. In this by-law and all other by-laws of TFO, expressions used, unless the contra intention appears, shall have the same meaning as similar expressions in the Farm Products Marketing Act and Regulations as amended from time to time; words importing the singular number only shall include the plural and vice versa; words importing the masculine gender shall include the feminine and neuter genders; words importing persons shall include companies, corporations, partnerships and any number or aggregate of persons.

Revocation

31. By-Law No. 1-2024 is hereby revoked and this By-Law is substituted therefore.

ENACTED and confirmed by the members of Turkey Farmers of Ontario in their respective capacities as directors and members thereof this 10th day of July, 2025.

WITNESS the corporate seal of Turkey Farmers of Ontario.



Chair



General Manager

TURKEY FARMERS OF ONTARIO
BY-LAW NO. 1-2025 -- SCHEDULE A
RULES OF PROCEDURE - District Elections

1. ELECTION PROCEDURES FOR DISTRICTS

1.01 On or before October 1, 2007 and in every second year after that, the producers in District 1 shall elect, from amongst themselves, their representatives to their committee, and from their committee representatives, their representatives to the local board, to hold office for two years from October 1.

1.02 On or before October 1, 2008 and in every second year after that, the producers in District 2 shall elect, from amongst themselves, their representatives to their committee, and from their committee representatives, their representatives to the local board, to hold office for two years from October 1.

1.03 On or before October 1, 2007 and in every second year after that, the producers in District 3 shall elect, from amongst themselves, their representatives to their committee, and from their committee representatives, their representatives to the local board, to hold office for two years from October 1.

1.04 On or before October 1, 2008 and in every second year after that, the producers in District 4 shall elect, from amongst themselves, their representatives to their committee, and from their committee representatives, their representatives to the local board, to hold office for two years from October 1.

1.05 Election meetings shall be a three step process as follows:

- a) Nomination of District Committee Representatives, if required;
- b) Election of District Committee Representatives to their committee; and
- c) Election of members to the local board from the elected District Committee Representatives.

2. ELECTION MEETING FORMATS AND VOTING METHODOLOGIES

2.01 TFO will arrange meetings of producers in a district for the purpose of conducting the nomination and election of directors and of district committee members.

2.02 TFO may utilize virtual meeting formats and associated technologies such as "Election Buddy" and may conduct hybrid meetings in which some participants attend in person and some participate virtually.

2.03 Where persons are designated in accordance with these Rules, the designation shall be made using the written form prescribed by TFO.

2.04 In these Rules, “ballot” means a method of confidential voting utilizing either a paper or electronic format.

3. NOMINATION PROCEDURE

3.01 A candidate may self-nominate in an election of District Committee representatives. A candidate may also be nominated by a producer of their District and in this instance the candidate must accept the nomination to be eligible.

3.02 Confirmation of the nomination and the acceptance must be provided to the General Manager, either in electronic form via email or delivered in hand-written form. The nomination process shall be completed no later than 48 hours before the date of the election.

3.03 Nominations will not be accepted at the meeting and must be received in accordance with the provisions in paragraph 3.02.

3.04 The slate of candidates for the election of the members of the board are those persons elected as District Committee Representatives at the meeting.

4. ELIGIBILITY REQUIREMENTS

4.01 District Turkey Producers’ Committee Representative: To be eligible to stand for election, as a member of the District Turkey Producers’ Committee a person shall,

- a) have their mailing address in that district, and
- b) be a producer, or
- c) be a shareholder in a company that is a producer, or
- d) be designated in writing as representing a producer or company that is a producer.

4.02 TFO Director: To be eligible to stand for election as a director of TFO a person shall,

- a) have their mailing address in that district, and
- b) be a producer, or
- c) be a shareholder in a company that is a producer, and
- d) be a representative of the District Turkey Producers’ Committee.

4.03 Voting:

- a) For the purpose of electing producer representatives to the District Turkey Producers' Committee and eligibility for membership in a District Turkey Producers' Committee or the Board, a producer is the beneficial owner of registered premise in respect of which a basic quota has been fixed and allotted for the production and marketing of turkeys, and
 - i) where the producer is a corporation, the person, if any, designated in writing in respect of that property by the corporation shall be deemed to be the producer;
 - ii) where the producer is a firm or partnership or one or more persons carrying on the production and marketing under a trade name, farm name, or other designation, the person, if any, designated in writing in respect of that property by the owner or owners shall be deemed to be the producer, and;
 - iii) where the producer is comprised of two or more persons who are joint owners, the one of such joint owners who first presents himself or herself to register the vote in respect of that property shall be deemed to be the producer;
 - iv) no person/producer shall have more than one vote;
 - v) no producer shall be eligible to vote in a district unless that producer's mailing address is in that district.
- b) Any producer who cannot attend an election meeting, may designate in writing an individual who is
 - i) not a producer or a representative of a producer;
 - ii) no such alternative representative can have more than one vote or represent more than one producer; and
 - iii) be at least 18 years of age and a resident of Ontario,
 to represent that producer for purposes of voting on behalf of that producer.

5. DISTRICT COMMITTEE REPRESENTATIVE NOMINATIONS

- 5.01 a) There shall be a committee of not fewer than four members in each district to be known as the District Turkey Producers' Committee.
- b) Subject to paragraph (a), the number of District Committee Representatives comprising each District Turkey Producers' Committee shall be determined on the basis of one member for every ten producers or part of ten in the district on August 1 in the year in which the election is held
- c) If no candidates have been nominated for the election of District Committee representatives within the time required in paragraph 3.02, the chair of the election meeting may accept nominations of eligible candidates for district committee representatives from the meeting by producers within that district provided the candidates accept the nomination. A producer may not nominate a producer who is not in attendance at the election meeting.
- d) If only the required representatives are nominated and willing to stand for the positions, the chair will declare them elected by acclamation.
- e) If more than the required representatives are nominated and willing to stand for the position, an election by ballot is required.

6. TFO DIRECTOR NOMINATIONS

- a) The local board as Turkey Farmers of Ontario shall be composed of seven members as follows:
- i) two members from each of Districts 1, 2 and 3.
 - ii) one member from District 4.
- b) In Districts where 2 members are to be elected, each member shall be nominated separately, subject to subsection (e).
- c) The slate of candidates for the election of the members of the board are those persons elected as District Committee Representatives at the meeting. Nominations for candidates shall be made in accordance with paragraph 5.0
- e) If the slate of candidates is the prescribed number of required members of the local board and they are willing to stand for the

director position, the chair of the meeting shall declare them elected by acclamation.

- f) If the slate of candidates is greater than the prescribed number of required members of the local board and they are willing to stand for the director position, an election by ballot is required.

7. **ELECTIONS**

7.01 The order of proceedings at the election meeting shall be as follows:

- a) election of District Committee Representatives; and
- b) election of TFO director(s).

8. **SCRUTINEERS**

- 8.01 a) The meeting shall, by motion, appoint two independent scrutineers for each district to the election meeting.
- b) The scrutineers shall check the eligibility of voters against a list of producers eligible to vote in the district as supplied by TFO, together with any alternate representative designations filed at the meeting, before allowing the producers to receive a ballot and vote.

9. **BALLOTS**

- 9.01 a) Voting shall be conducted by secret ballot;
- b) TFO shall provide each district with sufficient ballot forms to properly conduct the election;
- c) The chair shall give specific directions for the guidance of voters in the voting procedure prior to conducting the election.

10. **VOTING PROCEDURE FOR DISTRICT COMMITTEE REPRESENTATIVES**

- 10.01 a) A voter may vote for up to the number of persons to be elected;

- b) The scrutineers shall count the votes immediately on completion of voting;
- c) District Committee Representatives, up to the numbers allowed, receiving the greatest number of votes, shall be declared elected by the scrutineers.
- d) In the event of a tie , the chair shall announce the tie and conduct a run off ballot between the tied nominees. Should a tie occur in the second ballot, the chair shall direct the removal of one ballot at random with the resulting recount of the ballots determining the winner.

11. VOTING PROCEDURE FOR TFO DIRECTOR

- 11.01
- a) A voter may vote for up to the number of persons to be elected;
 - b) The scrutineers shall count the votes immediately on completion of voting.
 - c) A director or directors as the case may be, up to the numbers allowed, receiving the greatest number of votes, shall be declared elected by the scrutineers.
 - d) In the event of a tie, the chair shall announce the tie and conduct a run off ballot between the tied nominees. Should a tie occur in the second ballot, the chair shall direct the removal of one ballot at random with the resulting recount of the ballots determining the winner.
 - e) The chair will then return the meeting back to the Chair of the district.

12. RETENTION AND DESTRUCTION OF BALLOTS

The ballots and election results will be retained for a period of 120 days following the date of the election and then be deleted or destroyed.

BY ORDER OF TURKEY FARMERS OF ONTARIO

DATED at Kitchener this 10th day of July, 2025.



Chair



General Manager

TURKEY FARMERS OF ONTARIO**BY-LAW NO. 1-2025 -- SCHEDULE B****RULES OF PROCEDURE – Board of Director Elections****1. BOARD OF DIRECTOR ELECTION PROCEDURES**

1.01 At the first meeting in October, the Board of Directors shall conduct its annual elections, to hold office for one year.

- a) The Board of Directors shall elect from its members a chair, a vice-chair and an executive member, to hold office until the first Board of Directors meeting in October of the next year.
- b) The Board of Directors shall elect from its members a **TFC** director and a **TFC** alternate, to hold office commencing at the **TFC** annual meeting in March for one year.
- c) Elected **TFC** directors and alternates are to attend **TFC** meetings between October and March as an observer.

2. NOMINATIONS

2.01 Nominations for all positions shall be made by ballot.

- a) If only one person is nominated and willing to stand for the position, the chair will declare them elected by acclamation.
- b) If more than the required representatives are nominated and willing to stand for the position, an election by ballot is required.

3. ELECTIONS

3.01 The order of proceedings at the election meeting shall be as follows:

- a) nominations for **TFC** director, and election of **TFC** director.
- b) nominations for **TFC** alternate, and election of **TFC** alternate.
- c) nominations for Chair, and election of Chair.

- d) nominations for Vice Chair, and election of Vice Chair.
- e) nominations for Executive Member, and election of Executive Member.

4. **SCRUTINEERS**

4.01 The meeting shall, by motion, appoint two independent scrutineers for the election meeting.

5. **BALLOTS**

5.01 Voting shall be conducted by secret ballot.

6. **VOTING PROCEDURE**

- 6.01
- a) A voter may only vote for one person to be elected.
 - b) Any ballot marked otherwise shall be declared spoiled.
 - c) The scrutineers shall count the votes immediately on completion of voting.
 - d) In the event that no one candidate receives a majority of the ballots cast (i.e. 50% plus one), a second ballot shall be held with the Chair removing the name of the candidate with the least votes. If there is still not a clear majority, and also a tie-vote (between the lowest number of votes), there must be a ballot to break the tie, and a subsequent ballot between the tiebreaker and the candidate with the highest votes.
 - e) In the event of a tie after three ballots, the chair shall remove one ballot at random with the resulting recount of the remaining ballots determining the winner.
 - f) The chair will accept a motion to destroy all ballots.
 - g) The chair will then return the meeting back to the Chair of the board.

BY ORDER OF TURKEY FARMERS OF ONTARIO

DATED at Kitchener this 10th day of July, 2025.

A stylized, handwritten signature in blue ink, consisting of several overlapping loops and horizontal strokes.

Chair

A handwritten signature in blue ink that reads "Jon Michael K. Folmer" in a cursive script.

General Manager