

4-H FOUNDATION



CANADA  
4-H Ontario

# ONTARIO 4-H FOUNDATION

## POLICY MANUAL



2014-07-03

Corporations Canada  
9th Floor, Jean Edmonds Towers South  
365 Laurier Avenue West  
Ottawa, Ontario K1A 0C8

Corporations Canada  
9e étage, Tour Jean-Edmonds sud  
365 avenue Laurier ouest  
Ottawa (Ontario) K1A 0C8

DEBRA BROWN  
111 MAIN STREET NORTH  
P. O. BOX 212  
ROCKWOOD ON N0B 2K0  
Canada

Corporation Number: 349432-2  
Numéro de l'organisation :

Request Received: 2014-06-26  
Date de réception de la demande :

Request ID: 6967969  
Numéro de la demande :

Your Reference:  
Votre référence :

Please find enclosed the **Certificate of Continuance** (regarding transition) issued under the *Canada Not-for-profit Corporations Act* (NFP Act) and related documents for **ONTARIO 4-H FOUNDATION**. Please ensure that these documents are kept with the corporate records.

Vous trouverez ci-joint le **certificat de prorogation** en ce qui concerne la transition émis en vertu de la *Loi canadienne sur les organisations à but non lucratif* (Loi BNL) ainsi que les documents connexes relativement à **ONTARIO 4-H FOUNDATION**. Veuillez vous assurer de les conserver avec les livres de l'organisation.

If the corporation is or intends to become a registered charity as defined in the *Income Tax Act*, a copy of these documents must be sent to:

Si l'organisation est ou prévoit devenir un organisme de bienfaisance tel que défini par la *Loi de l'impôt sur le revenu*, une copie de ces documents doit être envoyé à :

Charities Directorate,  
Canada Revenue Agency  
Ottawa ON K1A 0L5.

Direction des organismes de bienfaisance  
Agence du revenu du Canada  
Ottawa (Ontario), K1A 0L5

The issuance of this certificate will be listed in the next Corporations Canada online Monthly Transactions report. The corporation will also be included in our online database of federal corporations. You can access both the report and the database on the Corporations Canada website.

L'émission de ce certificat sera publiée dans le prochain rapport électronique des transactions mensuelles de Corporations Canada. L'organisation sera également ajoutée dans notre base de données de sociétés de régime fédérales. Vous pouvez consulter le rapport ainsi que la base de données dans le site Web de Corporations Canada.

Please ensure that the corporation is aware of its ongoing reporting obligations by referring to the pamphlet, "Your Reporting Obligations under the *Canada Not-for-profit Corporations Act*" enclosed or available on our website.

Veillez vous assurer que l'organisation est informée de ses obligations de déclaration. Vous pouvez consulter la brochure « Vos obligations de déclaration en vertu de la *Loi canadienne sur les organisations à but non lucratif* » incluse ou disponible dans notre site Web.

Additional information about protecting a corporate name is enclosed or available on our website.

Vous trouverez ci-joint ou dans notre site Web, des renseignements concernant la protection de la dénomination.

For further information, please visit our website or

Pour de plus amples renseignements, veuillez visiter



2014-07-03

Corporations Canada  
9th Floor, Jean Edmonds Towers South  
365 Laurier Avenue West  
Ottawa, Ontario K1A 0C8

Corporations Canada  
9e étage, Tour Jean-Edmonds sud  
365 avenue Laurier ouest  
Ottawa (Ontario) K1A 0C8

## Corporation Information Sheet

Canada Not-for-profit Corporations Act (NFP Act)

## Fiche de renseignements concernant l'organisation

Loi canadienne sur les organisations à but non lucratif  
(Loi BNL)

### ONTARIO 4-H FOUNDATION

Corporation Number	349432-2	Numéro d'organisation
Corporation Key Required for changes online	87806907	Clé de société Requise pour mettre les renseignements à jour en ligne
Anniversary Date Required to file annual return	06-26 (mm-dd/mm-jj)	Date anniversaire Requise pour le dépôt du rapport annuel
Annual Return Filing Period Starting in 2015	06-26 to/au 08-25 (mm-dd/mm-jj)	Période pour déposer le rapport annuel Débutant en 2015

#### Reporting Obligations

A corporation can be dissolved if it defaults in filing a document required by the NFP Act. To understand the corporation's reporting obligations, consult the pamphlet "Your Reporting Obligations under the Canada Not-for-profit Corporations Act" enclosed or available on our website.

#### Corporate Name

Where a name has been approved, be aware that the corporation assumes full responsibility for any risk of confusion with trade names and trademarks (including those set out in the NUANS Name Search Report). The corporation may be required to change its name in the event that representations are made to Corporations Canada and it is established that confusion is likely to occur. Also note that any name granted is subject to the laws of the jurisdiction where the corporation carries on its activities. For additional information about protecting corporate names, consult our website.

#### Obligations de déclaration

Une organisation peut être dissoute si elle omet de déposer un document requis par la Loi BNL. Pour connaître les obligations de déclaration de l'organisation, veuillez consulter « Vos obligations de déclaration en vertu de la Loi canadienne sur les organisations à but non lucratif » ci-joint ou disponible dans notre site Web.

#### Dénomination

Dans les cas où Corporations Canada a approuvé une dénomination, il faut savoir que l'organisation assume toute responsabilité de risque de confusion avec toutes dénominations commerciales, marques de commerce existantes (y compris celles qui sont citées dans le Rapport NUANS de recherche de dénominations). L'organisation devra peut-être changer sa dénomination advenant le cas où des représentations soient faites auprès de Corporations Canada établissant qu'il existe une probabilité de confusion. Il faut aussi noter que toute dénomination octroyée est assujettie aux lois de la province ou du territoire où l'organisation mène ses activités. Pour obtenir des renseignements supplémentaires concernant la protection d'une dénomination, consulter notre site Web.



## Certificate of Continuance

*Canada Not-for-profit Corporations Act*

## Certificat de prorogation

*Loi canadienne sur les organisations à but non  
lucratif*

ONTARIO 4-H FOUNDATION

Corporate name / Dénomination de l'organisation

349432-2

Corporation number / Numéro de  
l'organisation

I HEREBY CERTIFY that the above-named corporation, the articles of continuance of which are attached, is continued under section 211 of the *Canada Not-for-profit Corporations Act*.

JE CERTIFIE que l'organisation susmentionnée, dont les statuts de prorogation sont joints, a été prorogée en vertu de l'article 211 de la *Loi canadienne sur les organisations à but non lucratif*.

Virginie Ethier

Director / Directeur

2014-06-26

Date of Continuance (YYYY-MM-DD)  
Date de prorogation (AAAA-MM-JJ)

**Canada Not-for-profit Corporations Act (NFP Act)  
Form 4031  
Articles of Continuance (transition)**

To be used only for a continuance from the *Canada Corporations Act*, Part II.

**1 - Current name of the corporation**

ONTARIO 4-H FOUNDATION

**2 - If a change of name is requested, indicate proposed corporate name**

**3 - Corporation number**

3 | 4 | 9 | 4 | 3 | 2 | - | 2

**4 - The province or territory in Canada where the registered office is situated**

Ontario

**5 - Minimum and maximum number of directors (for a fixed number, indicate the same number in both boxes)**

Minimum number

3

Maximum number

24

**6 - Statement of the purpose of the corporation**

1. to accept gifts, bequests and grants of property, real and personal, of whatsoever nature, and from whatever source within or outside Canada, to be applied for the charitable purposes of the Corporation; 2. to provide better opportunity for all interested persons and organizations within or outside Canada to contribute financially to the 4-H program in Ontario; 3. to ensure funds for future development of programs, facilities and other opportunities for youth and volunteers involved in the 4-H program in Ontario; 4. to receive and maintain a fund or funds and to apply from time to time all or any part thereof and/or pay therefrom for the above charitable purposes.

**7 - Restrictions on the activities that the corporation may carry on, if any**

None.





**Canada Not-for-profit Corporations Act (NFP Act)  
Form 4031  
Articles of Continuance (transition)**

**8 - The classes, or regional or other groups, of members that the corporation is authorized to establish**

The Corporation is authorized to establish one class of members. Each member shall be entitled to receive notice of, attend and vote at all meetings of the members of the Corporation.

**9 - Statement regarding the distribution of property remaining on liquidation**

It is specifically provided that in the event of dissolution or winding-up of the Corporation all its remaining assets, after payment of its liabilities, shall be distributed to the Ontario 4-H Council, if it then exists and is then a recognized charitable organization, failing which to one or more recognized charitable organizations having similar objects in Canada.

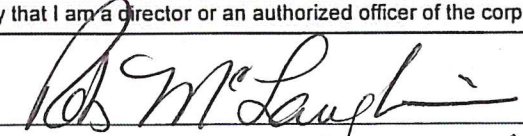
**10 - Additional provisions, if any**

The Corporation shall be carried on without the purpose of gain for its members and any profits or other accretions to the Corporation shall be used in promoting its objects.

The Corporation shall serve without remuneration, and no director shall directly or indirectly receive any profit from his or her position as such, provided that a director may be reimbursed for reasonable expenses incurred in performing his or her duties. A director shall not be prohibited from receiving compensation for services provided to the corporation in another capacity.

**11 - Declaration**

I hereby certify that I am a director or an authorized officer of the corporation continuing into the NFP Act.

Signature: 

Print name: Rob McLaughlin, Chair

Phone Number: 519-856-0992

**Note: A person who makes, or assists in making, a false or misleading statement is guilty of an offence and liable on summary conviction to a fine of not more than \$5,000 or to imprisonment for a term of not more than six months or to both (subsection 262(2) of the NFP Act).**

Canada Not-for-profit Corporations Act (NFP Act)  
FORM 4002

INITIAL REGISTERED OFFICE ADDRESS AND FIRST BOARD OF DIRECTORS

(To be filed with articles of incorporation, continuance (transition), amalgamation, or continuance (import))

**1 - Corporate name**

ONTARIO 4-H FOUNDATION

**2 - Complete address of the registered office (cannot be a post office box)**

Number and street name  
111 MAIN STREET NORTH

City Province or Territory Postal code  
ROCKWOOD Ontario N0B 2K0

**3 - Directors of the corporation (if space available is insufficient, complete attached schedule)**

First and last name	Address (cannot be a post office box)

**4 - Declaration**

I hereby certify that I am an incorporator of the new corporation, or that I am a director or an authorized officer of the corporation continuing into or amalgamating under the NFP Act.

Signature: Rob McLaughlin

Print name: Rob McLaughlin, Chair Phone Number: 519-856-0992

Note: A person who makes, or assists in making, a false or misleading statement is guilty of an offence and liable on summary conviction to a fine of not more than \$5,000 or to imprisonment for a term of not more than six months or to both (subsection 262(2) of the NFP Act).



Schedule  
(Item 3 of Form 4002)  
Directors of the corporation  
To be used if space on form is insufficient

1 - Corporate Name

ONTARIO 4-H FOUNDATION

3 - Directors of the corporation

First and last name	Address (cannot be a post office box)
Rob McLaughlin, Chair	63 Truesdale Crescent Guelph, ONTARIO N1G 5H3
Joanne Cume, Vice Chair	2878 King Street Caledon, ON L7C 0K3
Peter Brown, Past Chair	1/2 Scotiabank, Scotia Plaza Suite #3007, 40 King Street West Toronto, ON M5H 1H1
Sally Barrie, Trustee	3006 Concession Street East Bowarville, ON L1C 3K5
Ron Bolton, Trustee	P.O. Box 352, 6-144 Southvale Rd St. Marys, ON N4X 1B2
Bryan Boyle, Trustee	4246 Lakeshore Road Plympton-Wyoming, ON N0N 1S6
Peter Cameron, Trustee	1/2 Agribrands 12793 Selton Line Thamesville, ON L0P 2K0
Steve Dolson, Trustee	7530 Road 158 atwood, ON N0G 1B0
Susan Humphries, Trustee	215 Munroe Avenue E. Renfrew, ON K7V 3K6
Robert Farmer, Trustee	1/2 DuPont Pioneer Canada 4680 Edgerton Road Blacksheeh, ON L0B 1B0

Continued →





Schedule  
(Item 3 of Form 4002)  
Directors of the corporation  
To be used if space on form is insufficient

1 - Corporate Name

PAGE #2 - TRUSTEE INFORMATION

3 - Directors of the corporation

First and last name	Address (cannot be a post office box)
Brian Little, Trustee	1485 Tanner Court Oakville, ON L6M 2Z3
Edward Y. Morwick, Trustee	97 John Street South Hamilton, ON L8N 2C2
Joe O'Neill, Trustee	272 North Beaver Lake Rd Erinsville, ON K0K 2A0
David Rose, Trustee	40 CIBC Agriculture Dept. 2368 County Rd 89, RR#1 Bilford, ON L0L 1R0
Tim Ross, Trustee	4502 Airport Road - Tincap Elizabethtown, ON K6T 1A2
Bert Stewart, Trustee	10 Dickinson Court Clora, ON N0B 1S0
Hon. Lyle Vanclief Trustee	957 Victoria Road, RR#1 Ameliasburg, ON K0K 1A0
Stacey Weagant	3474 Marcellus Road Chesterville, ON K0C 1H0



**SECTION 3.2 ONTARIO 4-H FOUNDATION CONSOLIDATED BYLAWS**

*A By-law relating generally to the affairs of the*

**ONTARIO 4-H FOUNDATION**

*(as at March 22, 2014)*

**GENERAL BY-LAW**

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# 4-H Ontario Policy Manual

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**GENERAL BY-LAW**  
**ONTARIO 4–H FOUNDATION**  
(the “Corporation”)

## OBJECTS

The Objects of the Corporation are as follows:

- (a) To accept gifts, bequests and grants of property, real and personal, of whatsoever nature, and from whatever source within or outside Canada, to be applied for the charitable purposes of the Corporation;
- (b) To provide better opportunity for all interested persons and organizations within or outside Canada to contribute financially to the 4 – H program in Ontario;
- (c) To ensure funds for the future development of programs, facilities and other opportunities for youth and volunteers involved in the 4 –H program in Ontario;
- (d) To receive and maintain a fund or funds and to apply from time to time all or any part thereof and/or pay therefrom for the above charitable purposes.

## ARTICLE 1 DEFINITIONS

In this By-law and all other by-laws of the Corporation, unless the context requires otherwise,

- a) **“Act”** means the *Canada Not-for-profit Corporations Act* S.C. 2009, c.23 including the Regulations made pursuant to the Act, and any statute or regulations that may be substituted, as amended from time to time;
- b) **“Annual Meeting”** means a meeting of the Members as defined in Section 6 of this By-law;
- c) **“Articles”** means the original or restated articles of incorporation, or articles of amendment, amalgamation, continuance, reorganization, arrangement or revival of the Corporation;
- d) **“Board”** means the Board of Trustees of the Corporation;
- e) **“By-law”** means this By-law and any other By-law of the Corporation which is in force and effect;
- f) **“Chair”** means chair of the Board;
- g) **“Fiscal Year End”** means December 31 or such other date as the Trustees may determine from time to time by resolution.
- h) **“Member”** Members if the corporation shall consist of individuals who occupy the office of the Trustee as outlined in Article 5.1. Member must also meet the requirements for eligibility outlined in Article 7.4
- i) **“Ordinary Resolution”** means a resolution which has received the approval of at least fifty (50) per cent plus one (1) of the votes cast on that resolution;
- j) **“Protected Person”** means each person acting or having previously acted in the capacity of a Trustee, Director, Officer or any other capacity at the request of or on behalf of the Corporation, and includes the respective heirs, executors and administrators, estate, successors and assigns of a person, who:

1. is a Trustee of the Corporation;
  2. is an Officer of the Corporation;
  3. is a member of a committee of the Corporation; or
  4. has undertaken, or, with the direction of the Corporation is about to undertake, any liability on behalf of the Corporation or any body corporate controlled by the Corporation, whether in the person's personal capacity or as a Trustee, Officer, employee or volunteer of the Corporation or such body corporate;
- k) **“Proposal”** means a proposed resolution which shall be submitted to the members for a vote at an annual meeting;
- l) **“Regulations”** means the regulations made under the Act;
- m) **“Special Meeting”** means a meeting of the Members which is not an Annual meeting;
- n) **“Special Resolution”** means a resolution which has received the approval of at least two-thirds (2/3) of the votes cast on that resolution;
- o) **“Trustee”** means a member of the Board, and shall have the same meaning in all respects as is attributed to ‘Director’ under the Act;
- p) **“Written Resolution”** means a resolution in writing signed by all the Trustees or Members entitled to vote on that resolution at a meeting of the Board or the Members, as the case may be, and which is valid as if it had been passed at a meeting of the Board or Members.

## ARTICLE 2 INTERPRETATION

In the interpretation of this By-law, words in the singular include the plural and vice-versa, and words in one gender include all genders.

Unless otherwise stated, ‘resolution’ shall mean an Ordinary Resolution.

Other than is specified otherwise in this By-law, words and expressions defined in the Act have the same meanings when used in this By-law.

All section and other headings inserted herein are for convenience of reference only and are not to be construed as amending or derogating from the meaning of the words used in any section or part of this By-law.

“Shall” and “will” shall be construed as imperative, and “may” interpreted as permissive.

The invalidity or unenforceability of any provision of this By-law shall not affect the validity or enforceability of the remaining provisions of this By-law.

## ARTICLE 3 SEAL

The Corporation may have a corporate seal in the form approved by the Board, which shall be kept in the custody of the Secretary to the Board.

## ARTICLE 4 HEAD OFFICE

The Head Office of the Corporation shall be located within Ontario at a specific location that the Board may determine from time to time by resolution.

## ARTICLE 5 MEMBERSHIP

### 5.1 Eligibility for Membership

There shall be one class of membership in the Corporation. Each Member shall be entitled to receive notice of and attend all meetings of the Members, and shall have the right to cast one vote on all matters before the Members.

Members of the Corporation shall consist of individuals who occupy the office of Trustee.

### 5.2 Termination of Membership

The interest of a Member of the Corporation is not transferable and ceases to exist upon:

- a) the member ceasing to be eligible under the provisions of this By-law;
- b) the acceptance by the Board of the Member's resignation;
- c) the death of the Member;
- d) the dissolution of the Corporation.

A Member shall not be entitled to any compensation upon termination of membership.

## ARTICLE 6 MEMBERS' MEETINGS

### 6.1 Annual Meetings

The Board shall call an Annual Meeting of the Members to be held no later than six (6) months after the end of the Corporation's Fiscal Year End, and no more than fifteen (15) months after the previous Annual Meeting, at such date, place and time as the Board may resolve, or, in the absence of such determination, the place where the head office of the Corporation is located.

The Annual Meeting shall be limited to the following matters of business:

- a) consideration of the minutes of the previous Annual Meeting and any Special Meetings;
- b) consideration of the financial statements of the Corporation;
- c) consideration of the auditor engagement or review engagement report;
- d) appointment of the auditor;
- e) election of the Trustees;
- f) Members' Proposals, if any;
- g) other business as stated in the notice of the meeting.

### 6.2 Member Proposals

Any Member entitled to vote at an annual meeting may:

- a) give the Corporation written notice of any Proposal which the Member would like to have considered at the meeting; and



- b) discuss at a meeting any matter with respect to which the Member would have been entitled to submit a proposal.

Provided that the Proposal is received by the Secretary within ninety (90) and one hundred and fifty (150) days of the anniversary of the previous Annual Meeting, and appears to relate in a significant way to the activities of the Corporation, and does not appear to relate to a personal grievance, the Secretary shall include the Proposal with the notice of the meeting sent to the Members.

If a Member should so request, the Secretary shall also include the Member's statement in support of the Proposal, not to exceed 500 words, and/or the Member's name and address.

### 6.3 Special Meetings

The Board may call a Special Meeting of the Members at any date and time and at any place within Canada or in the absence of such determination, at the place where the head office of the Corporation is located. Notice of a Special Meeting shall state the business to be transacted, including the text of any resolution to be submitted at the meeting. Only the business so stated may be dealt with at the meeting.

Notwithstanding the above, the Board shall call a Special Meeting upon receiving the written requisition of at least five (5) per cent of the Members eligible to vote at the meeting, provided that the requisition states the business to be transacted at the meeting.

### 6.4 Attendance

The persons entitled to be present at a meeting of Members shall be:

- a) the Trustees
- b) the Public Accountant of the Corporation,
- c) and such other persons who are entitled or required under any provision of the Act, the Articles or By-Laws of the Corporation to be present at the meeting.

Any other person may be admitted only on the invitation of the chair of the meeting or by Ordinary Resolution of the Members.

A Member may participate in a meeting by electronic or telephonic means, providing that such means allow for all participants to communicate adequately with each other during the meeting. A Member so participating shall be deemed to be in attendance. Any security, confidentiality or other considerations with respect to the conduct of a meeting by electronic or telephonic means shall be resolved by the Board from time to time.

### 6.5 Notice

Notice of a meeting shall be sent to all Members by electronic communication mail at their last address entered into the Corporations records, or by regular mail should they so designate, no fewer than twenty-one (21) and not more than sixty (60) days from the date on which the meeting is to be held. Notice shall contain sufficient information to permit the Member to form a reasoned judgment on the decisions to be taken.

No error or omission in giving notice of an Annual or Special meeting or an adjourned meeting shall invalidate such meetings or make void any proceedings taken thereat. A Member may at

any time waive notice of a meeting and may ratify, approve and confirm any or all proceedings taken or had thereat.

## 6.6 Quorum

Fifty (50) per cent plus one of the Members constitutes a quorum for a Members meeting. No business shall be transacted unless a quorum is present at the time of the transaction of such business. If a quorum is not present at the time appointed for a meeting, or within such reasonable time thereafter, the Members present and entitled to vote may adjourn the meeting to a fixed time and place but may not transact any other business.

## 6.7 Chairing the Meeting

Members' meetings will be chaired by the Chair of the Board, or in the absence of the Chair then the Vice Chair. If neither the Chair nor the Vice Chair is available, then the Members present and entitled to vote shall choose a Trustee to chair the meeting. Adjournment

The Chair of any meeting may, with the consent of the Members present, adjourn the meeting to a fixed time and place and no notice of such adjournment need be given to the Members not in attendance.

Any business may be brought before or dealt with at the adjourned meeting which might have been brought before or dealt with at the original meeting, in accordance with the notice for that meeting.

## 6.8 Voting

Under normal circumstances questions submitted to the Members shall be decided by a show of hands. In the case of an equality of votes, the vote shall be deemed to have been lost

In the case of the election of Trustees voting shall be by secret ballot. In the case of a request by any Member(s) voting on any question, shall be completed by secret ballot. A tie vote shall be broken by such method of chance as the Chair of the meeting shall determine.

## 6.9 Record Date

Prior to a Members' meeting, the Secretary shall determine the validity of all memberships as of the Record date, which shall be thirty (30) days prior to the meeting. A Person who becomes a Member or who renews an expired membership after the Record date does not have the right to receive notice of or, attend, or vote, at that meeting.

## 6.10 Written Resolutions

A Written Resolution signed by all the Members entitled to vote on that resolution at a meeting of Members, including an Annual Meeting, is valid as if it had been passed at an Annual Meeting or Special Meeting, provided that the following matters may not be dealt with by Written Resolution:

- a) the resignation, removal or replacement of a Trustee, where a written statement has been submitted by the Trustee giving reasons for resigning or opposing his or her removal or replacement; and
- b) the resignation, removal or replacement of the Public Accountant, where a written statement has been submitted by the Public Accountant giving reasons for resigning or opposing his or her removal or replacement.

## ARTICLE 7 BOARD OF TRUSTEES

The Trustees shall manage or supervise the management of the activities and affairs of the Corporation, and may generally exercise all such powers as the Corporation is by its Articles or by statute otherwise authorized to do.

### 7.1 Nomination for Election

Proposed nominations for election to the Board may be forwarded to the Nominating Committee of the Board by no later than ninety (90) days prior to the anniversary of the previous Annual Meeting.

The Nominations Committee will review all candidates, considering their skills, experience, and background, and will recommend nominees to the Members for election to the Board.

Additionally, any Member may propose a nominee, and if their Proposal is signed by no fewer than five (5) per cent of the Members, and submitted in writing to the Secretary between ninety (90) and one hundred and fifty (150) days of the anniversary of the previous Annual Meeting, their Proposal shall be put before the members for a vote in the election of Trustees.

### 7.2 Election

The Members shall by Ordinary Resolution determine the number of Trustees, to be between three (3) and twenty-four (24), provided that no change in the number of Trustees shall shorten the term of an incumbent Trustee.

At each Annual Meeting, a number of Trustees equal to the number of Trustees retiring plus any vacancies shall be elected.

The Board may prescribe the form of nomination paper and the form of a ballot.

### 7.3 Term of Office

Trustees shall be elected by the Members at the Annual Meeting for a term of two (2) years, which shall commence at the end of the meeting at which they were elected, and shall expire at the close of the Annual meeting two years' hence, or at such time as a successor has been chosen.

A Trustee may serve a maximum of three (3) terms and afterwards is not eligible for re-election until a period of at least eleven (11) months has elapsed from the date such person ceases to be a Trustee.

### 7.4 Eligibility

The following are disqualified from being a Trustee:

- a) a person who is not an individual;
- b) an individual who is under eighteen (18) years of age;
- c) an individual who has been found under the Substitute Decisions Act, 1992 or under the Mental Health Act to be incapable of managing property;
- d) an individual who has been found to be incapable by any court in Canada or elsewhere;
- e) an individual who has the status of bankrupt;



- f) an individual who has been convicted of an indictable offence; or
- g) an individual who is not a Member.

## 7.5 Termination

A Trustee ceases to hold office when he or she:

- a) submits their written resignation to the Secretary of the Board, specifying the date upon which it shall become effective;
- b) becomes disqualified in accordance with the eligibility criteria outlined in this By-law;
- c) is removed by Ordinary Resolution of the Members at a Special Meeting called for the purpose and for which notice has been given;
- d) is deceased;
- e) is deemed to have resigned upon failing to attend fifty percent (50%) of the Board meetings in any twelve (12) month period, or any three (3) consecutive meetings, except where the Trustee has received the prior approval of the majority of the Board, which shall only be given in the event that the absentee Trustee has established to the satisfaction of the Board that there are extraordinary circumstances; or

## 7.6 Vacancies

Where the Board declares the seat of a Trustee vacant, and providing a quorum of the Board remains in office, the following provisions shall apply:

- a) If the vacancy occurs within ninety (90) days before the Annual Meeting, the seat will remain vacant until the next Annual Meeting, at which the election of Trustees shall occur;
- b) (b) If the vacancy occurs more than ninety (90) days prior to the next Annual Meeting, the Board may appoint a Member to fill the vacancy until the next Annual Meeting.

Where a vacancy occurs and causes the number of Trustees remaining on the Board to fall below quorum as defined by this By-law, then the Board shall forthwith call a Special Meeting of the Members.

## 7.7 Remuneration

Trustees shall serve as such without remuneration and no Trustee shall directly or indirectly receive any profit from occupying the position, provided that a Trustee may be paid reasonable expenses incurred by them in the performance of their duties, and may be compensated if they also serve as an Officer.

## 7.8 Standard of Care

Every Trustee and Officer in exercising his or her powers and discharging his or her duties to the corporation shall:

- a) act honestly and in good faith with a view to the best interests of the corporation; and
- b) exercise the care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances.

Every Trustee and Officer will comply with the Act and its Regulations, and the Corporation's Ontario's Articles and By-laws.

## ARTICLE 8 BOARD MEETINGS

Meetings of the Board of Trustees shall be held at such time and place as shall be determined by the Board. Meetings may be convened by the Chair, the Vice-Chair, or any two (2) Trustees.

### 8.1 Notice

The Secretary shall ensure that Trustees receive not less than forty-eight (48) hours' notice via electronic means or fourteen (14) days' notice by mail, of a Board meeting. Notice of a meeting shall specify the business to be transacted thereat.

Notwithstanding the foregoing, no notice of a Board meeting which immediately follows the Annual Meeting of the Members is required, provided that a quorum of the Trustees is present.

Trustees may waive notice of a meeting and may ratify, approve and confirm any or all proceedings taken or had thereat.

No error or accidental omission in giving notice of any Board meeting shall invalidate such meeting or make void any proceedings taken at such meeting.

### 8.2 Quorum

Fifty (50) per cent plus one of the Members constitutes a quorum for a Members meeting. No business shall be transacted unless a quorum is present at the time of the transaction of such business. If a quorum is not present at the time appointed for a meeting, or within such reasonable time thereafter, the Members present and entitled to vote may adjourn the meeting to a fixed time and place but may not transact any other business.

### 8.3 Voting

Under normal circumstances questions submitted to the Members shall be decided by a show of hands. In the case of an equality of votes, the vote shall be deemed to have been lost

In the case of the election of Trustees voting shall be by secret ballot. In the case of a request by any Member(s) voting on any question, shall be completed by secret ballot. A tie vote shall be broken by such method of chance as the Chair of the meeting shall determine.

### 8.4 Participation by Electronic Means

A Trustee may participate in a Board meeting by electronic or telephonic means, provided that all meeting participants may communicate adequately with each other. A Trustee so participating shall be deemed to be present at the meeting.

### 8.5 Adjournments

Any meeting of Trustees may be adjourned to a future date. Any business that might have been transacted at the original meeting from which the adjournment took place may be transacted upon the resumption of the adjourned meeting. No notice is required for the resumption of any adjourned meeting if the time and place of the adjourned meeting is announced at the original meeting.

## ARTICLE 9 OFFICERS

### 9.1 Appointment

Officers of the Corporation shall be the Chair, the Vice-Chair, the Secretary and the Treasurer. Any two offices may be held by the same person. The Board may from time to time appoint additional Officers or agents, who shall have such authority and shall perform such duties as may from time to time be prescribed by the Board.

Officers of the Corporation shall be appointed by resolution of the Board at the first meeting following the Annual Meeting of Members.

The office of Secretary and Treasurer may be held by the same person. Officers need not be a Trustee or Member of the Corporation.

### 9.2 Term

Officers shall be appointed for a two (2) year term from the date of appointment, or until a successor has been appointed.

### 9.3 Remuneration

Officers who are not Trustees may be remunerated in such manner as may be determined by resolution of the Board.

### 9.4 Termination and Vacancy

An Officer shall cease to hold office when he or she:

- a) resigns in writing;
- b) is deceased; or
- c) is removed by Ordinary Resolution of the Board, which shall be at the Board's sole and absolute discretion.

If the office of any Officer becomes vacant, the Trustees may be (by) resolution appoint a person to fill such vacancy.

The Board may from time to time and at their sole discretion delegate any of the powers of an Officer to any other Officer or Trustee.

### 9.5 Duties of the Chair

The Chair of the Board shall be the chief executive officer of the Corporation, and shall preside at all meetings of the Members and the Board. The Chair shall be responsible for the general and active management of the affairs of the Corporation and shall see that all orders and resolutions of the Board are carried into effect. The Chair shall sign instruments as required, shall perform all other duties incident to the office, and shall have such further powers and duties as may from time to time be assigned by the Board.



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## 9.6 Duties of the Vice-Chair

The Vice-Chair shall, in the absence, inability or refusal to act of the Chair, perform the duties and exercise the powers of the Chair, and such other duties as shall from time to time be determined by the Board.

## 9.7 Duties of the Treasurer

The Treasurer shall have the care and supervision of the funds and securities of the Corporation, and shall keep full and accurate accounts of all assets, liabilities, receipts and disbursements of the Corporation in the books belonging to the Corporation and shall deposit all monies, securities and other valuable effects in the name and to the credit of the Corporation in such chartered bank or trust company, or, in the case of securities, in such registered dealer in securities as may be designated by the Board from time to time. He/she will disburse vouchers for such disbursements, and shall render to the chair and Trustees at the regular meeting of the Board, or whenever they may require it, an accounting of all the transactions and a statement of the financial position, of the Corporation. He shall also perform such other duties as may from time to time be directed by the Board.

## 9.8 Duties of the Secretary

The Secretary shall give or cause to be given notice for all Member, Board and committee meetings, and shall have charge of the corporate seal, the minute books, and all documents and registers required by the Act.

The Secretary may be empowered by the Board upon resolution to carry out the general affairs of the Corporation under the supervision of another Officer, and shall attend all meetings and act as clerk thereof and record all votes and minutes of all proceedings in the books to be kept for that purpose. He or she shall give or cause to be given notice all meetings of the members and the Board and shall perform such other duties as may be prescribed by the Board from time to time, or by the Chair under whose supervision he or she shall be. The Secretary shall further be the custodian of the seal of the Corporation, which he or she shall deliver only when authorized by resolution of the Board, to such persons as shall be named in the resolution.

## 9.9 Other Officers

The duties of all other officers of the Corporation shall be such as the terms of their engagement call for or as the Board of Trustees shall resolve.

## ARTICLE 10 INSURANCE

The Corporation shall purchase and maintain appropriate liability insurance for the benefit of the Corporation and each Protected Person. The insurance shall address coverage limits in amounts per occurrence with an aggregate maximum limit as deemed appropriate by the Board, and shall include:

- a) property and public liability insurance;
- b) Trustees' and Officers' insurance; and
- c) may include such other insurance as the Board sees fit.

No coverage shall be provided for any liability relating to a failure to act honestly and in good faith with a view to the best interests of the Corporation.



Absent the failure to act honestly and in good faith in the performance of the duties of office, and save as may be otherwise provided in any legislation or law, no Protected Person shall be personally liable for any loss or damage or expense to the Corporation arising out of the acts (including wilful, negligent or accidental conduct), receipts, neglects, omissions or defaults of such Protected Person or of any other Protected Person.

### **ARTICLE 11 INDEMNITY OF TRUSTEES AND OTHERS**

Every Trustee or Officer of the Corporation or other person who has undertaken or is about to undertake any liability on behalf of the Corporation or any corporation controlled by it and their heirs, executors and administrators, and estate and effects, respectively, shall from time to time and at all times, be indemnified and saved harmless out of funds of the Corporation, from and against:

- a) all costs, charges and expenses whatsoever which such Trustee, Officer or other person sustains or incurs in or about any action, suit or proceeding that is brought, commenced or prosecuted against the Trustee, Officer or other person for or in respect of any act, deed matter or thing whatever, made, done or permitted by them, in or about the execution of such office or in respect of any such liability; and
- b) all other costs, charges and expenses which the Trustee, Officer or other person sustains or incurs in or about or in relation to the affairs thereof, except such costs, charges or expenses as are occasioned by their own wilful neglect or default.

Except as otherwise provided in the Act, no Trustee or Officer for the time being of the Corporation shall be liable for the acts, receipts, neglects or defaults of any other Trustee or Officer or employee or for any loss, damage or expense happening to the Corporation through the insufficiency or deficiency of title to any property acquired by the Corporation or for or on behalf of the Corporation or for the insufficiency or deficiency of any security in or upon which any of the moneys of or belonging to the Corporation shall be placed out or invested or for any loss or damage arising from the bankruptcy, insolvency or tortuous act of any person including any person with whom or which any moneys, securities or effects shall be lodged or deposited or for any loss, conversion, misapplication or misappropriation of or any damage resulting from any dealings with any moneys, securities or other assets belonging to the Corporation or for any other loss, damage or misfortune whatever which may happen the execution of the duties of the Trustee's or Officer's respective office or trust or in relation thereto unless the same shall happen by or through the Trustee's or Officer's own willful neglect or default.

### **ARTICLE 12 CONFLICT OF INTEREST**

In accordance with the Act and any Board Regulations, Trustees and Officers shall disclose any interests, whether direct, indirect or imputed, in any matter as required by the Act and comply with all other requirements in the Act in respect of such conflict of interest.

Without limiting the generality of the above, where a Trustee or Officer is:

- a) a party to a material contract or transaction, or a proposed material contract or transaction with the Corporation; or
- b) a Trustee or officer of, or has an immediate material interest in, any person who is a party to a material contract or transaction or proposed material contract or transaction with the Corporation,

- c) the Trustee shall disclose to the Board, and request to have entered into the minutes of Board meetings, the nature and extent of their interest, whether or not Board approval of the contract or transaction is required.

This disclosure shall be made at the earliest of:

- a) the first meeting at which the proposed contract or transaction is considered; or
- b) at the first meeting after which the Trustee becomes so interested; or
- c) being so interested, at the first meeting after assuming the office of Trustee.

Trustees who have a conflict as defined herein shall not attend any part of a Board or committee meeting during which the contract or transaction is being discussed, and shall not vote on any Resolution the subject of which involves the contract or transaction.

If quorum does not exist for the purpose of voting on a Resolution to approve a contract or transaction only because a Trustee is not permitted to be at a meeting due to a conflict of interest, the remaining Trustees are deemed to constitute a quorum for the purpose of voting on that resolution.

## ARTICLE 13 BOARD COMMITTEES

The Board may from time to time strike standing and/or ad hoc committees, or other advisory bodies, for such purposes and with such powers as the Board shall see fit.

Committee members may be appointed and removed by Ordinary Resolution of the Board, and need not be Trustees, except as otherwise specified herein. The Board may fix any remuneration to be paid to committee members who are not Trustees.

A Committee shall as soon as is reasonably possible upon its appointment submit its terms of reference and rules of procedure for the Board's approval, and shall thereafter submit reports and make recommendations to the Board, but shall not make decisions on behalf of the Corporation, and in no circumstances shall have the authority to bind the Corporation, unless such authority is specifically granted by the Board or this By-law.

Committee meetings shall be held at any time and place to be determined by its members, provided that each committee member has received notice of no less than fourteen (14) days by mail, or forty-eight (48) hours' notice in a manner other than by mail. No error or omission in giving notice of any meeting of a Committee shall invalidate a meeting or make void any proceedings taken thereat.

Committee members may participate in meetings by telephonic or electronic means, provided that such means permit all participants to communicate with each other. A committee member so participating shall be deemed to have been present at the meeting.

The Board shall have the following Standing Committees:

### 13.1 Executive Committee

The Executive Committee shall be comprised of the Chair, the Vice Chair, the Treasurer, the Secretary and the most recent Past Chair, and such other Trustees as may be appointed by the Board from time to time. The Executive Committee shall be chaired by the Chair of the Board. Three (3) members of the Executive Committee shall constitute a quorum.

The Board may delegate to the Executive Committee any or all of its powers, subject to restrictions, if any, contained in the Act or this By-law, or imposed from time to time by the Board,



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but all decisions taken by the Executive Committee pursuant to this delegated authority must be reported to the Board at the next Board meeting. The Secretary or designate shall record the minutes of the Executive Committee meetings and shall forward same to the Board prior to the next Board meeting.

## **13.2 Nominating Committee**

The Nominating Committee shall be chaired by the Past Chair, or in the absence of a Past Chair, a Trustee to be appointed by the Board. The current Board Chair, Vice Chair and the Chair of the 4 – H Ontario Council shall also be members of the Nominating Committee.

## **13.3 Finance and Audit Committee**

The Finance and Audit Committee shall be chaired by the Treasurer. Membership to the Finance and Audit Committee shall include the Secretary, and such other Trustees or members as shall be appointed by the Board from time to time.

## **ARTICLE 14 EXECUTION OF INSTRUMENTS & DOCUMENTS**

Contracts, documents, cheques, drafts or orders for payment of money and all notes and acceptances and bills of exchange, or any instruments in writing requiring the signature of the Corporation may be signed by any two Officers, and all contracts, documents, and instruments, in writing so signed shall be binding upon the Corporation without any further authorization or formality.

Without limiting the generality of the foregoing, the Board may from time to time by resolution appoint any Officer or Officers or other agent to sign specific contracts, documents or Instruments in writing on behalf of the Corporation.

The Board may by resolution give the Corporation's Power of Attorney to any registered dealer in securities for the purposes of transferring of and dealing with any stocks, bonds, and other securities of the Corporation.

## **ARTICLE 15 BANKING**

The banking of the Corporation shall be transacted at such bank or trust company, by an Officer or Officers of the Corporation or other agents as the Board may determine from time to time by resolution.

## **ARTICLE 16 BORROWING POWERS**

The Trustees of the Corporation, without the authorization of the Members, may:

- a) borrow money on the credit of the Corporation;
- b) issue, reissue, sell, pledge or hypothecate debt obligations of the Corporation;
- c) give a guarantee on behalf of the Corporation;
- d) mortgage, hypothecate, pledge or otherwise create a security interest in all or any property of the corporation, owned or subsequently acquired, to secure any debt obligation of the Corporation.

## **ARTICLE 17 CORPORATE RECORDS**

The Corporation will keep at its head office the following records in accordance with the requirements of the Act:

- a) Articles, By-laws and their amendments; and any unanimous members agreements;
- b) minutes of meetings of Members and any Member committees;
- c) resolutions of Members and any Member committees;
- d) if any debt obligations are issued by the corporation, a debt obligations register.
- e) a Trustees and Officers register showing their name and residential address, an e-mail address if they have consented to receiving information or documents electronically, and the date on which each person commenced and if applicable ceased to be a Trustee or Officer;
- f) a Members register showing the name and residential or business address of each Member, an e-mail address if the Member has consented to receiving information or documents electronically; the date on which each person named in the register became and if applicable ceased to become a Member; and the class of their membership.

The records described in (a) to (f) above, together with the accounting records must be open to inspection by the Trustees at all reasonable times. In addition, following a request from a Trustee, the Corporation must provide the Trustee with any extract of the records free of charge.

Upon request, a Member, a Member's personal representative, or a creditor of the Corporation may examine the records referred to in (a) to (e) above and may, on payment of a reasonable fee, obtain copies of such records during the corporation's usual business hours. Accounting records shall not be available to Members.

## ARTICLE 18 NOTICE

When notice is given under the By-Laws by the following means, that notice is deemed to have been given at the following time:

- a) if given by telephone, notice is deemed given at the time of the telephone call;
- b) if given by mail to the last address shown on the Corporation's records, notice is deemed given on the third day after mailing;
- c) if given in writing by courier or personal delivery, notice is deemed given when delivered;
- d) if given by e-mail, notice is deemed given when sent;
- e) if posted on a notice board pursuant to section 6.05(c), notice is deemed given on the date of posting;
- f) if published pursuant to sections 6.05(d) or 6.05(e), notice is deemed given on the date of publication; and
- g) if provided by other electronic means, notice is deemed given when transmitted

### 18.2 Declaration of Notice

At any meeting, the declaration of the Secretary or chair of the meeting that notice has been given pursuant to this By-Law shall be sufficient and conclusive evidence of the giving of such notice. No formal notice of a meeting is necessary if all those entitled to notice are present or if those absent have signified their consent to the meeting being held without notice and in their absence.





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## 18.3 Waiver

Where a notice or document is required to be sent pursuant to the By-Laws or the Act, the person entitled to receive the notice or document may consent in writing to waive either the sending of the notice or document or the time within which the notice or document must be sent.

## ARTICLE 19 BY-LAW AMENDMENT

The Board of Trustees may pass, amend or repeal this By-law by Ordinary Resolution, except where to do so is contrary to this By-law or the Act, provided that where the Board has approved any such amendments, it shall submit same to the Members at the next Members' meeting, and the Members may confirm, reject, amend or repeal the revised By-law.

Any Trustee's amendment to the By-law shall take effect from the date of the Resolution of the Board, but shall cease to be in effect as of the date of the next Members' meeting if not submitted to the Members for a vote at that meeting, or if at that meeting such amendments are rejected by the Members.

All prior By-laws of the Corporation are hereby repealed and the foregoing By-Law No. 1 hereby approved by the Board of Trustees, at a duly constituted meeting of the Board on this day 22 of March, 2014.

### 19.1 Effective Date of this By-Law

This By-Law shall only be effective upon approval of the Board of Trustees and the issuance of the Corporation's Certificate of Continuance under the Act by Industry Canada.

- c) act honestly and in good faith with a view to the best interests of the corporation; and
- d) exercise the care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances.

Every Trustee and Officer will comply with the Act and its Regulations, and the Corporation's Ontario's Articles and By-laws.

## **4-H Foundation Donation Policy**

### **PART I – Cash Donation Policy**

#### **1.0 Background and Purpose:**

The Ontario 4-H Foundation accepts donations in a variety of forms, including through direct cheque and through an online portal. Donors do not always specify how donations are to be directed. The Foundation has created this policy for transparency about how unspecified donations are directed and used.

#### **2.0 Policy:**

Any unspecified donations received by the Foundation under a \$1000 threshold be directed to unrestricted funds. For unspecified donations in excess of \$1000, the Foundation shall make best efforts to ascertain the wishes of the donor for the direction of the use of the funds.

### **PART II - Gift in Kind Policy**

#### **1.0 Policy**

The Foundation will accept Gift in Kind donations and will issue the appropriate tax receipt, where applicable, provided the items received meet the criteria set by the Foundation. This policy is designed to comply with current laws and regulations and as such, in cases of inconsistency, federal and provincial laws, as well as Canada Revenue Agency guidance, will supersede this policy.

#### **2.0 Purpose**

To encourage donations to the Foundation for the benefit of the charitable purpose of supporting 4-H in Ontario and to ensure compliance with Canada Revenue Agency Guidelines pertaining to Registered Charities. In addition, this Policy seeks to:

- Provide clarity on the types of gifts that the Foundation can, and cannot, accept;
- Provide Foundation volunteers with general guidelines and procedures for accepting and receipting various types of gifts; and
- Ensure consistent, equitable relations with donors.

#### **3.0 Background**

1. Gift in Kind (GIK) refers to a gift of tangible property (other than cash or near cash) such as furnishings, equipment, property, a leasehold interest, shares, bonds, etc. A GIK does not include a donation of services. For complete definition of what items may constitute a GIK, refer to Canada Revenue Agency Interpretation Bulletin IT-297R2.

2. The Canada Revenue Agency allows the issuance of a charitable tax receipt for GIK. The value assigned to this donation must be at fair market value which is determined by reviewing recent purchase receipts for that item, stock / bond trading quotation or by obtaining an appraisal from an individual or individuals who are knowledgeable about the objects in question. When a recent receipt is not available, consideration can be given to the use of the value assigned to an arm's length sale or purchase of a similar property at or near the same date the item is being donated.

#### 4.0 Procedures

1. The proposed GIK must be assessed to ensure it is appropriate and meets the needs of the Foundation. Acceptable gifts in kind could include, but are not limited to:
  - a. publicly traded shares;
  - b. artwork & crafts;
  - c. sporting event tickets and gift cards; or
  - d. assigned insurance policies.
2. The following transactions do not constitute a "gift", are not eligible for official donation receipts, and will not be accepted by the Foundation as a GIK:
  - a. a donation that does not meet all of the requirements for a gift as set out in this policy
  - b. pledged amounts which are not received by the Foundation
  - c. a donation of services
  - d. the purchase of an item or service by the Foundation
  - e. the payment of sponsorship fees
  - f. a loan to the Foundation
  - g. the provision of free use of property
3. The Foundation reserves the right to reject gifts in kind that:
  - a. are too difficult or costly to appraise;
  - b. are not aligned with, or are from an organization that is not aligned with, the Foundation's charitable objectives and values to support 4-H youth in Ontario;
  - c. are costly to manage or maintain and beyond the capability of the normal operations of the Foundation;
  - d. have benefits that are directed to a specific individual or individuals;
  - e. exposes the Foundation to liability or unacceptable risk;
  - f. could compromise the reputation of the Foundation; or
  - g. are perceived to come from illegal or unethical activities.
4. Final approval for the acceptance of gifts, beyond the criteria set elsewhere in this policy, will be based on the appraised value as follow:
  - a. For gifts up to \$1000, approval will be provided by the Treasurer of the Foundation.
  - b. For gifts above \$1000 and up to \$2000, approval will be provided by an approved motion of the Finance Committee of the Foundation.
  - c. For gifts in excess of \$2000, approval will be provided by an approved motion of the Foundation Board of Trustees.

5. Once the item is deemed acceptable, and if the donor is to be provided with an official donation receipt, Fair Market Value (FMV) will be determined through the use of appraisals obtained from bona fide individual(s), or from recent sales slips/receipts, or from a stock market quotation, or from some other acceptable means. FMV generally means the price, expressed in dollars, that a property would bring in an open and unrestricted market, between a willing buyer and a willing seller, both of whom are knowledgeable, informed, and prudent, and who are acting independently of each other. FMV must be determined prior to the item being used by the Foundation, including prior to the use of the item in any auction or other fundraising initiative.
6. For greater certainty, FMV must be determined in advance of any auction or in advance of the use by the Foundation of the gift.
7. Where FMV cannot be readily determined from an objective source, such as a receipt or stock market value, an appraisal will be required. The Foundation cannot rely on donors to advise them of the FMV.
8. For donated items requiring an appraisal by a bona fide individual, appraisals must be secured as follows:
  - a. The value for items under \$1,000 shall be determined internally by the Foundation's Treasurer.
  - b. Appraisal value for items between \$1,001 and \$5,000 shall be determined by securing at least one independent appraisal.
  - c. Appraisal value for items greater than \$5,000 will be determined by securing at least three (3) independent appraisals where the average of the three appraisals will be used for receipting purposes.
  - d. For publicly traded shares, bonds & other securities, the FMV will be based on the net selling price of the security on the day of sale of the security.
9. Tax receipts should be issued, following policies and procedures set by the Foundation, in the amount of the FMV. If the fair market value of an item cannot be reasonably determined, an official donation receipt will not be issued. For all gifts in kind that have a fair market value in excess of \$5,000 and items which are considered to be "out of the ordinary" in nature regardless of the fair market value, approval must be received from the Foundation's Board before a gift in kind tax receipt is issued.

*Ratified: March 14, 2023*

*Amended: August 1, 2023*

*Up for Review:*



# Statement of Investment Policies & Procedures

4-H FOUNDATION

**Ontario 4-H Foundation**



CANADA

4-H Ontario

September 2019

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4-H Ontario

## Background

The Ontario 4-H Foundation (the “Foundation”) is a registered charitable organization under the provisions of the Canada Not-for-Profit Corporations Act and as such is exempt from income tax. The Foundation was initiated in 1995.

The Foundation is the long-term fundraising body in support of 4-H programs in Ontario. The funds for investment are held in endowment accounts with stipulated annual disbursements or annual regulatory transfers to support 4-H activities in Ontario in accordance with the charitable mandate of the Foundation.

In addition, the Foundation invests funds over the long term on behalf of other organizations such as the Junior Farmer’s Association of Ontario and a number of Local Association and Regional 4-H Associations. These funds invested for others are pooled with the Foundation’s endowment funds for investment purposes.

The mandate of the Foundation is to receive and manage endowment funds, and to foster and encourage ongoing partnerships that will ensure the long-term sustainability of 4-H programs in Ontario. Trustees of the Foundation are committed to sound financial management and active fundraising initiatives to build a sustainable pool of endowment funds for the benefit of 4-H.

The Ontario 4-H Council (the “Council”) develops and delivers programs for 4-H in Ontario. The Foundation and Council work together in partnership to raise funds. The Foundation transfers funds annually to the Council in support of their programs. The Foundation has an established Distribution Policy governing the amount of the annual transfer to Council.

## Section 1 – Purpose

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- 1.1. The purpose of the Ontario 4-H Foundation Investment Fund (the 'Fund') is to invest capital for the purposes of generating income to fund various programs as identified and endorsed by the Board of Trustees (the 'Board'). The funds to be invested will originate from:
  - 1.1.1 Endowment funds donated to the Foundation for specific grants or purposes (in accordance with the wishes of the donor under a Gift Agreement);
  - 1.1.2 Non-specific uses, funds received from donors relating to capital campaigns;
  - 1.1.3 Short-term excess operating funds which will be invested to optimize short-term returns within the specified parameters; and
  - 1.1.4 Local associations or other entities investing their funds in the Fund for improved returns than available in their local market or for the size of their investment.
- 1.2 The Board, as sponsor and administrator of the Fund, is responsible for ensuring that the Fund is managed in a prudent manner. The primary goal of the Fund is to preserve the capital contained therein, and a secondary goal is to provide reasonable long-term investment rates of return on assets within prudent risk management guidelines.
- 1.3 This statement of investment policies and procedures (the 'Policy') addressed the manner in which the Fund shall be invested to achieve the aforesaid goals. Investments shall be selected in accordance with the criteria and limitations set forth herein.

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## **Section 2 – Allocation of Responsibilities**

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- 2.1 The Board is the administrator of the Fund and is responsible for its overall management. As part of the corporate governance framework within which the Foundation operates, the Board has delegated to the Finance Committee (the “Committee”) of the Board certain oversight and monitoring responsibilities relating to the Fund.

### **Finance Committee**

- 2.2 Pursuant to the allocation of responsibilities, the mandate of the Finance Committee as it relates to the administration and monitoring of investments includes:
- 2.2.1 The review and approval of the Statement of Investment Policies and Procedures and the retainer of agents acting as portfolio managers (“Managers”), auditors, trustees and custodians in respect of the Fund;
  - 2.2.2 Monitoring compliance and reviewing performance of the Fund;
  - 2.2.3 The review and approval of all Fund transfers and withdrawals; and
  - 2.2.4 Receiving the necessary reports and information to oversee the performance of its delegates and reporting to the Board at each meeting of the Board, at least annually.

### **Investment Manager**

- 2.3 The Investment Manager will:
- 2.3.1 Invest the assets of the Funds in accordance with this Policy and provide quarterly reports certifying the Funds are in compliance with the mandate or listing any exceptions;
  - 2.3.2 Notify the Committee in writing of any significant changes in the investment manager’s philosophies and policies, personnel or organization and procedures; and
  - 2.3.3 Meet with the Committee and Board as required, but at least annually, and provide quarterly written reports regarding their past performance, future strategies and other issues as requested.

### **Standards of Professional Conduct**

- 2.4 The Manager is expected, at a minimum, to comply, at all times and in all respects, with the Code of Ethics and Standards of Professional Conduct as promulgated by the CFA Institute.
- 2.5 The Manager will manage the assets with the care, diligence and skill that a prudent person skilled as a professional investment manager would use in dealing with institutional assets. The Investment Manager will also use all relevant knowledge and skill that it possesses or ought to possess as a prudent investment manager.

## Section 3 - Investment Considerations

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- 3.1 In developing the Policy, the Board has considered factors such as the following:
- the net cash flow and financial position of the Foundation;
  - the investment horizon of the Fund;
  - historical and expected capital market returns;
  - the benefits of investment diversification; and
  - risk tolerances, as dictated by the goals of capital preservation and required stability of income yield on invested funds

### **Liquidity**

- 3.2 Liquidity is the ability to maintain sufficient cash, or generate sufficient cash, through interest and dividends earned, the maturity of fixed income investments or sale of investments within the Fund in a time efficient manner. Given the Foundation's periodic income and capital requirements, the Fund should generally be invested in securities with sufficient market liquidity.
- 3.3 The Board will monitor the difference between income and net disbursements on an ongoing basis.

### **Investment Objectives, Time Horizon and Return Expectations**

- 3.4 The Fund assets will be managed on a going-concern basis, with the objective of providing reasonable rates of return, consistent with available market opportunities, a quality standard of investment and moderate levels of risk.
- 3.5 The Foundation is intended to operate in perpetuity and the investment time horizon will be sufficiently long (>10 years) to account for this.
- 3.6 The disbursement objective of the Fund is to distribute 3.5% of the rolling 2-year average value of the endowed portion of the Fund, thereby implying a target rate of return of 3.5% after inflation and fees per annum over a complete economic cycle in order to maintain the real value of capital in the Fund. This is consistent with the overall investment risk level that the Fund wishes to assume, reflective of the current low levels of interest rates, and may be re-assessed from time to time. To achieve this goal while controlling investment risk, the Fund has adopted a balanced asset mix.

## Measurement

- 3.7 Measure against performance objectives will normally be assessed over rolling four-year periods.
- 3.8 The primary benchmark of the Foundation is to earn an annual rate of return after inflation and fees of 3.5%. For example:

### Revenue Benchmark

Distribution Minimum	3.5%
Core Consumer Price Index <sup>1</sup>	2.0%
Net Investment Manager Fees	0.55%

- 3.9 The **secondary** benchmark of the Foundation is to earn a gross rate of return (i.e. before all fees) that exceeds the total return from dividends, interest and capital gains derived from a weighted average of the Neutral asset mix weightings and the following component benchmarks over moving four-year periods:

### Market Benchmark

<b>Canadian Equity:</b>	S&P/TSX Composite	25%
<b>US Equity:</b>	S&P 500 (C\$)	15%
<b>International Equity:</b>	MSCI EAFE Net Total Return USD Index	10%
<b>Fixed Income:</b>	FTSE Canada Universe Bond Total Return Index	45%
<b>Cash &amp; Equivalents:</b>	FTSE 91 Day Treasury Bill Total Return	5%

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<sup>1</sup> Core CPI is defined as the consumer price index (CPI) excluding energy and food prices. This method of measurement has become widely used because food and energy prices can be very volatile, and this wide amount of movement would unfairly bias the measure of inflation.

## Section 4 – Risk and Asset Mix

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### Risk

- 4.1 Although equities have produced the best long-term returns, they have also produced the highest degree of volatility. That said, the Foundation has a moderate to high tolerance for risk given the perpetual nature of the Fund. It is agreed the maximum exposure to common equities will be 60% of the Fund.

### Asset Mix Policy

- 4.2 The Manager is given discretion to establish the asset mix at levels deemed appropriate relative to the above return objective. The Manager may determine how the mix is distributed among these asset classes according to the following guidelines:

- 4.3 Investment Parameters:

<i>Asset Class</i>	<i>Minimum</i>	<i>Neutral</i>	<i>Maximum</i>
<b><i>Total Equities</i></b>	<b>40%</b>	<b>50%</b>	<b>60%</b>
<i>Canadian Equities</i>	20%	25%	30%
<i>Global Equities</i>	20%	25%	30%
<b><i>Fixed Income</i></b>	<b>35%</b>	<b>45%</b>	<b>55%</b>
<i>Investment Grade Bonds</i>	30%	40%	55%
<i>High Yield and Senior Loans*</i>	0%	5%	10%
<b><i>Cash</i></b>	<b>0%</b>	<b>5%</b>	<b>20%</b>

\* subject to quality and quantity restrictions identified in Sections 4.7, 4.8, 4.15, 4.16, 4.17

- 4.3 No individual equity asset class, being Canadian, U.S. or International shall represent more than 30% of the total portfolio at any given time and the aggregate equity holdings must comply with the above table.
- 4.4 When the Committee becomes aware of a near-term need for capital from the Fund and they notify the Manager of this need, the capital related to this need may not necessarily comply with the above asset class parameters in order to supply the necessary near-term liquidity.

## **List of Permitted Investments by Asset Class**

### **4.5 Canadian equities:** (actively traded on North American recognized stock exchanges):

- Common and preferred stocks;
- Rights and warrants;
- Limited Partnership Units;
- REITs; and
- Mutual funds, ETFs and investment pools.

### **4.6 Foreign equities** (including U.S. and international): (actively traded on major international stock exchanges):

- Common and preferred stocks;
- Rights and warrants;
- American Depository Receipts and Global Depository Receipts;
- REIT's; and
- Mutual funds, ETFs and investment pools

### **4.7 Fixed income instruments:**

- Bonds;
- Debentures (convertible and non-convertible);
- Senior Loans; and
- Asset-backed securities (including mortgage backed assets).

### **4.8 Cash and Equivalents:**

- Cash;
- Demand or term deposits;
- Short-term notes;
- Treasury bills;
- Bankers acceptances;
- Commercial paper; and
- Investment certificates issued by banks, insurance companies and trust companies.

- 4.9 **Pooled funds, closed-end investment companies and other structured vehicles** in any or all the above permitted investment categories are allowed. The Manager may hold any part of the portfolio in one or more pooled or co-mingled funds managed by the Manager, provided that such pooled funds are expected to be operated within constraints similar to those described in this Policy. Such funds are managed in accordance with the Manager's policy or the mutual fund prospectus, and not according to individual client needs or policies. It is recognized by the Committee that complete adherence to this Policy may not be entirely possible; however, the Manager is expected to advise the Committee in the event that the pooled fund exhibits, or may exhibit, any departure from this Policy.
- 4.10 **Derivative instruments** may be used for interest rate and foreign currency hedging purposes in pooled funds to facilitate the management of risk or to facilitate an economical substitution for a direct investment. Under no circumstances will derivatives be used for speculative purposes or to create leveraging of the portfolio.
- 4.11 **In-Kind Security Donations** : When the Foundation receives donations of securities-in-kind they will transfer such securities to a trading account managed by the Manager as expeditiously as possible and the Manager will sell such securities at market as soon as they are made aware of the securities and are able to transact.

#### **Prohibited Transactions**

- 4.12 The Fund will not engage in the following unless permitted in writing by the Committee:
- Purchase of securities on margin;
  - Loans to individuals or related parties;
  - Short sales;
  - Direct investments in real estate, venture capital, and/or resource properties; and
  - Investment in companies involved in the production or manufacturing of tobacco, alcohol or recreational cannabis.
- 4.13 **Borrowing** : The Funds will not be used to guarantee any borrowing except in the case of unanticipated overdrafts when cash is not sufficient to settle a purchase expected to occur.
- 4.14 **Securities Lending**: Should pooled funds be used, securities lending will be permitted through the Manager/Custodian of the Fund, subject to applicable legislation and provided that a minimum liquid, high quality collateral coverage of at least 102% of the current market value of the loaned securities is maintained at all times. Securities lending (if any) must always be in compliance with National Instrument 81-102.



**4.15** Minimum Quality Requirements:

4.15.1 The minimum quality standard for individual Investment Grade bonds and debentures is 'BBB' or equivalent as rated by at least one Recognized Bond Rating Agency, at the time of purchase.

4.15.2 To the extent that a component of the bond portfolio is invested in High Yield and/or Senior Loan strategies, then the minimum average credit rating of this component shall be "B".

4.15.3 The minimum quality standard for individual short-term investments is 'R-1' or equivalent as rated by at least one Recognized Bond Rating Agency, at the time of purchase.

4.15.4 Asset-backed securities must have a 'BBB' rating from at least one Recognized Bond Rating Agency, at the time of purchase.

4.15.5 If a rating change causes the minimum quality constraint to be breached, the Manager will prudently return the portfolio to compliance (normally within 3 months). In the case of split ratings, the more conservative rating will be used.

4.16 Mortgage backed securities are allowed, provided that the mortgages are CMHC insured.



4.17 **Ratings Agencies:** For the purposes of this Policy, the following rating agencies shall be considered to be 'Recognized Bond Rating Agencies':

- Dominion Bond Rating Agency;
- Standard and Poor's;
- Fitch Ratings (foreign issuers only); and
- Moody's Investors Services.

4.17.1 Where one Recognized Bond Rating Agency differs significantly, either on 'investment grade' status (above or below BBB-) or a difference in rating of 3 grades or more, from the other Recognized Bond Rating Agencies, the Investment Manager will disclose the difference and justify the rating they are using in the quarterly compliance report.

4.18 **Maximum Quantity Restrictions:**

4.18.1 Exposure to any single corporate entity shall represent no more than 10% of the market value of the total portfolio;

4.18.2 Except for Canadian federal and provincial bonds (including government guaranteed bonds), no more than 10% of an Investment Manager's bond portfolio may be invested in the bonds of a single issuer and its related companies;

4.18.3 Except for Canadian federal and provincial bonds, no one bond holding shall represent more than 10% of the total outstanding market value of a bond issue;

4.18.4 Asset backed, and commercial mortgage backed securities shall represent no more than 10% of the total market value of the bond portfolio;

4.18.5 Securities with a credit rating less than "A" shall represent no more than 20% of the total market value of the Investment Grade bond portfolio;

4.18.6 Corporate bonds shall represent no more than 70% of the total market value of the bond portfolio;

4.18.7 No more than 10% of the total portfolio shall comprise High Yield and/or Loan strategies, and any such allocation must comprise at least 30 issuers; and

4.18.8 In the event of one or more ratings differing from the others, the majority rating will prevail. If there are only two ratings available, the most conservative rating will prevail.

## Section 5 - Conflict of Interest Guidelines, Disclosure Requirements and Related Party Transactions Policy

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### 5.1 Individuals or other Bodies governed by the Guidelines:

These conflict of interest guidelines apply to:

- 5.1.1 Any individual involved in the administration or decision-making process relating to the investments of the Fund; and
- 5.1.2 Any employee retained by those listed in section 2 to provide services to the Fund.

### 5.2 Conflict of Interest:

- 5.2.1 Any persons listed above shall not knowingly permit their interests to conflict with their duties and powers in respect of the Fund. Any such person shall disclose any direct or indirect material association or material interest or involvement in aspects related to his role with regards to the Fund investments that could result in any potential or actual conflict of interest. Activities, which are within the ordinary course of business, of the individuals governed by the guidelines shall not constitute a conflict of interest.
- 5.2.2 Without limiting the generality of the foregoing, a conflict of interest arises when one of the individuals governed by the guidelines receives a material benefit from any asset held in the Fund, or a material benefit from any actual or proposed transactions of any securities that are or will be included in the investments of the Fund.

### 5.3 Confidentiality:

The Manager will treat all information provided to it by the Foundation as confidential and will not disclose such information to third parties unless the Foundation has provided written permission to the Manager to do so, or unless the Manager is, by law, required or permitted to do so; the Manager is disclosing information needed by its service providers in order to assist the Manager in performing its duties; the Manager discloses the Portfolio's performance results within the Manager's composite performance results, provided that such composite performance results do not identify the Foundation in any way.

## Section 6 - Policy Review

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6.1 The Board and Committee shall review the Policy at least annually, taking into account whether any developments such as the following have occurred:

- governance changes;
- changing investment beliefs;
- changing risk tolerance;
- changed expectations for the long-term risk/return trade-offs of the capital markets;
- new investment products;
- changes to legislation;
- any significant change in the investment management firm; and
- any practical issues that arise from the application of the Policy.





## Ontario 4-H Foundation Trustee Expenses Policy

### 1.0 Purpose

Trustees of the Ontario 4-H Foundation are permitted to be reimbursed for pre-approved or policy bound expenses when participating in activities initiated and planned by the Foundation for the benefit of 4-H in Ontario. This may include Board meetings, conferences, outreach and fundraising activities, meetings with other individuals or groups for the benefit of Ontario 4-H.

### 2.0 Policy

Expense forms are to be submitted along with original receipts where applicable within 30 days of the event/activity.

Trustees are encouraged to submit claims for eligible expenses whenever they are incurred in order to give the Foundation a clear picture of the true cost of operations. Trustees may choose to donate all or part of their expenses back to the Foundation by an exchange of cheques and receive an income tax receipt for donation.

### 3.0 Procedures

1. The following travel expenses may be claimed:
  - Return rail, bus or airfare from your home to the activity in the most economical method.
  - A mileage allowance at a rate equal to that most recently used by the Ontario 4-H Council. This allowance will be paid to the driver only.
  - Overnight accommodations may be reimbursed if travelling beyond 300 km. to an activity.
  - Participants travelling overnight on a train can have the cost of a berth paid.
  - Conference registration fees and related expenses- for example, accommodations, when not covered by conference registration fees.
2. Receipts are required for rail, bus, airfare (boarding passes) and overnight accommodation.
3. Trustees are encouraged to book at least one month in advance in order to obtain reduced rates when available. Participants who book less than one month prior to an event and pay the higher fare (greater than 1 month booking or seat sale fare) will be expected to pay the difference.
4. In all cases, it is expected that the most economical means of transportation will be taken (i.e., coach rate versus 1stclass or business class, carpool where possible). Where alternative modes of travel exist, expense reimbursement will be based on the most economical means of transportation (i.e. in the case of mileage allowance vs airfare – reimbursement will be paid based

## *Trustee Expenses*



on the least cost option regardless of the mode of travel selected). Meals, while travelling, are not covered. Taxi fares are not covered. In all cases, it is expected that the most economical means of transportation will be taken (i.e., coach rate versus 1st class or business class).

5. Similarly, in the case of overnight accommodations, trustees are expected to seek the most economical options when making reservations.

### **3.0 Approval and Controls**

Expense claims are to be submitted to the Foundation Financial Administrator, who will obtain approval from two members of the executive who do not have an apparent conflict of interest in the expense.

*Ratified: March 14, 2023*

*Amended:*





## **4-H Foundation Information Access Policy**

### **1.0 Foundation Mandate**

The Foundation is the long-term fundraising body in support of 4-H programs in Ontario.

The mandate of the Ontario 4-H Foundation (the Foundation) is to receive and manage endowment funds, and to foster and encourage ongoing partnerships that will ensure the long-term sustainability of 4-H programs in Ontario. Trustees of the Foundation are committed to sound financial management and active fund-raising initiatives to build a sustainable pool of endowed funds for the benefit of 4-H.

The funds for investment are held in endowment accounts with stipulated annual disbursements to support 4-H activities in Ontario in accordance with the charitable mandate of the Foundation.

### **2.0 Confidentiality**

In order to foster good working relationships with donors, potential donors, and other fundraising sources, the Foundation must ensure that private information remains confidential. In addition, Trustees will regularly have access to, or come into contact with, confidential corporate information, private information relating to donors, 4-H members, associations, and other individuals or organizations. All Foundation Trustees must sign a Confidentiality Agreement acknowledging the requirement, as part of their fiduciary duty to the organization, to uphold the confidentiality of this information.

### **3.0 Access to Foundation Records**

The 4-H Foundation maintains its records, including gift agreements, financial information, Minutes, and records of communications in its Dropbox folders. Only current trustees have access to Dropbox to limit the risk of the dissemination of confidential information.

The current Dropbox owner will grant new Trustees with Dropbox access and will remove permissions for any Trustees who have completed their terms, resigned, or have ceased to hold office for any other reason.

\*See also the SOP on Dropbox Ownership for Procedures on Amending Ownership for information about ownership.

### **4.0 Access to Foundant**

Foundant is a cloud-based application which contains confidential Foundation financial and donor information. Access to Foundant will be granted to Trustees and non-Trustees at the discretion of the Finance & Audit Committee or the Board pursuant to a Committee or Board motion.

### **5.0 Exceptions**

Subject to paragraph 3, a non-Trustee may be granted access to Dropbox folders or to the Foundant platform pursuant to a Board Motion. Access can be limited to specific folders or to edit vs. view functions at the discretion of the Board.

*Ratified: March 24, 2022*

*Amended:*

# Ontario 4-H Foundation Disbursement Policy

## 1.0 Foundation Mandate

The Foundation is the long-term fundraising body in support of 4-H programs in Ontario.

The mandate of the Ontario 4-H Foundation (Foundation) is to raise and manage endowment funds, and to foster and encourage ongoing partnerships that will ensure the long-term sustainability of 4-H programs in Ontario. Trustees of the Foundation are committed to sound financial management and active fund-raising initiatives to build a sustainable pool of endowed funds for the benefit of 4-H.

The funds for investment are held in endowment accounts with stipulated annual disbursements to support 4-H activities in Ontario in accordance with the charitable mandate of the Foundation.

## 2.0 Investment Policy

The assets of the Foundation are invested in a mix of fixed income instruments and equities in accordance with the Investment Policy of the Foundation (Investment Policy 1.4.1). The objective of the investment strategy is to achieve a return over the long term of 10 years or more that allows for regular disbursements to support charitable programs, pay administration costs and insure that the capital base increases in line with inflation.

Because of the nature of investment markets, returns can vary from year to year and it is important to describe how annual interest, dividends and capital gains on the endowed funds will be allocated by priority.

Sections 3.0 to 7.0 set out the priority for annual disbursements.

## 3.0 Regulatory Minimum Disbursement

The Canada Revenue Agency (CRA) stipulates that a minimum 3.5% of the invested assets of the Foundation are to be disbursed to support charitable programs each year in accordance with the charter of the Foundation. A disbursement is made each year to the Ontario 4-H Council to support their programs in the Province.

### 3.1 Minimum Disbursement Formula

The minimum disbursement required by Canada Revenue Agency is based on the audited investment balances from the previous two years. The following calculation is used by the Foundation:

#### Minimum Disbursement Transfer Formula

Average of total investments of the previous two years

Less average Junior Farmer Association of Ontario investment balances

Less average Ontario 4-H Council investment balances

Less average Local Association Investment Accounts

x 3.5% (less stipulated disbursements on named endowed funds & Local Association endowment withdrawals for approved charitable purposes)

### **3.2 Excess Disbursements**

If in any year the Foundation disburses an amount in excess of the regulatory minimum, the Foundation may carry forward this amount for up to 5 years for application on future years regulatory minimum disbursement.

### **3.3 Disbursement Process**

The amount to be disbursed will be determined in the first quarter of the fiscal year and two payments will be made in June and December.

### **3.4 Regulatory Filing**

The Foundation Trustees shall be responsible for filing Form T3010 with CRA and insuring compliance with all charitable regulations.

## **4.0 Administration Fees**

The Foundation will deduct an administration fee from the endowed accounts in the amount of .1375% quarterly ( .55% per annum).

## **5.0 Inflation Protection of Capital Assets**

In accordance with the Foundation mandate to maintain a sustainable pool of endowed funds over the long term, the Foundation will retain an amount equal to the core Consumer Price Index (core CPI) in the general endowed fund. This amount will be determined in the first quarter of the subsequent fiscal year.

## **6.0 Investment Deficits**

If in any year, the investment return on the general endowment account does not exceed the total of the Regulatory Minimum Disbursement plus administration fees plus the core CPI, the Foundation will record and carry forward a deficit to be recovered from future investment returns in excess of the three factors mentioned previously.

This calculation will commence with the 2018 fiscal year.

## **7.0 Excess Investment Returns**

In the event that the investment return exceeds the Regulatory Minimum Disbursement plus administration fees plus the core CPI plus any deficits (section 6.0), the Foundation may declare a supplementary disbursement for charitable programs up to 50% of the excess return.

The supplementary disbursement will be determined in consultation with the Ontario 4-H Council and shall recognize a demonstrated charitable program need.

*Ratified: December 7, 2020*

*Amended*



## Gift of Securities Transfer Form

The donor instructs their broker to transfer the securities from his/her account into the Ontario 4-H Foundation's account. Please note, upon receipt by the custodian, the security(ies) will be valued at the close of trading for that date. A tax receipt will be issued to the donor for this amount.

Please complete section 1 & 2 below and send to Leith Wheeler Investment Counsel ([danielleg@leithwheeler.com](mailto:danielleg@leithwheeler.com)) and a copy to the Ontario 4-H Foundation at [mayesj566@bell.net](mailto:mayesj566@bell.net). **Please also submit to your broker for execution.**

① Donor/ Transferor Information: The Foundation publicizes a list of our Donors. If you wish to remain anonymous please check here

Donor's Account/Transferor Information			
Last Name:		First Name:	
Address:			
Phone Number:		Email:	
Financial Institution Name:		Account No.:	CUID:
Financial Institution Contact Name:	Phone Number:	Email:	
Quantity & Description of Security (based on Fair Market Value)		Approximate Value:	CUSIP:

② Donation Designation

Gift of securities to the Ontario 4-H Foundation to be directed as indicated below:

- Ontario 4-H Foundation Endowment Fund (\_\_\_\_%)
- Local 4-H Association Endowment Fund: \_\_\_\_\_ (\_\_\_\_%) example: Middlesex 4-H Association
- Ontario 4-H Council – Youth Adventure Camp (Flow through funds)

③ Transferee Information Details: Please instruct the broker to transfer the securities to:

Charitable Organization/Transferee Information			
Name: Ontario 4-H Foundation			
Address: 111 Main Street North, Box 212, Rockwood, ON N0B 2K0			
Charity Contact: John Mayes		Phone Number: 613-986-6948	Email: Mayesj566@bell.net
Financial Institution Name: National Bank Independent Network		Account No.: 6C42AUA/B	CUID: NBCS
Financial Institution Contact Name: Kelechi Isinguzo	Phone Number: 1844-451-3505	Email: kelechi.isinguzo@bnc.ca	

Note: The Ontario 4-H Foundation will contact the donor to confirm that the gift was received and issue an official receipt(s) for income tax purposes (charitable registration # 888880226 RR0001).

④ Contributing Client Authorization

Name of Donor: \_\_\_\_\_

Date: \_\_\_\_\_

Signature of Donor: \_\_\_\_\_







## ONTARIO 4-H FOUNDATION INVESTMENT FORM #6.46

### Agreement Between:

\_\_\_\_\_ 4-H Association  
(Association)

**AND**

**The Ontario 4-H Foundation**  
(the Foundation)

### I. THE INVESTMENT

4-H \_\_\_\_\_ is investing \$ \_\_\_\_\_ in the  
(Association Name) (Investment amount)

Ontario 4-H Foundation Local Association Investment Account (LAIA). These monies will be provided in the form of \_\_\_\_\_ on the following date:

(i.e. cheque, electronic transfer)

(Day) \_\_\_\_\_ (Month) \_\_\_\_\_ (Year) \_\_\_\_\_ for a period of \_\_\_\_\_ year(s) or until funds are required.

### II. TERMS AND CONDITIONS

The terms and conditions are generally laid out in the Ontario 4-H Foundation policy on the LAIA (See attached).

Annually the Foundation will report to the local 4-H Association their LAIA opening balance at the start of the fiscal year including principle, investment Income earned to date, management fees deducted, Association withdrawals and closing balances. Associations can contact the Manager, Finance at any time to inquire on the balance of their fund.

The Ontario 4-H Foundation will return the principle to the Association including principle plus accrued interest, less any interest and or principal withdrawn, less management fees upon request as outlined in the Foundation's LAIA policy.

The Foundation may from time to time evaluate/review the LAIA Policy and any of the processes involved in its Administration. All 4-H Associations with LAIA's in place will be advised of any changes that become a result of the review.

This agreement will be signed by two (2) Executives/Officers of the Association, one Foundation Executive member and the Manager Finance, Ontario 4-H Foundation, upon the first contribution to the LAIA.



### III. ADDITIONAL NOTES

Manager, Finance with Ontario 4-H Foundation will walk Association Executives through the LAIA policy and this agreement, obtain signatures and keep both an electronic and hard copy version of the Memorandum of Understanding.

Please provide a copy of the minutes of your Board meeting where the motion was passed to make this investment.

### IV. SIGNATURES

By signing below, all parties agree to the details outlined in this agreement. This agreement takes effect on the dates signed below.

We have reviewed and understand the LAIA Policy of the Ontario 4-H Foundation

#### 4-H Association Signatories

Name: \_\_\_\_\_

Name: \_\_\_\_\_

Signature: \_\_\_\_\_

Signature: \_\_\_\_\_

Date: \_\_\_\_\_

Date: \_\_\_\_\_

Address: \_\_\_\_\_

Address: \_\_\_\_\_

Telephone: \_\_\_\_\_

Telephone: \_\_\_\_\_

#### Position on Association Board of Directors

\_\_\_\_\_

\_\_\_\_\_

#### Ontario 4-H Foundation Signatories

##### *Executive Director*

Name: \_\_\_\_\_

Signature: \_\_\_\_\_

Date: \_\_\_\_\_

##### *Foundation Trustee*

Name: \_\_\_\_\_

Signature: \_\_\_\_\_

Date: \_\_\_\_\_

Date monies were received: \_\_\_\_\_

**APPENDIX A:  
4-H Foundation Policies and Forms Master List**



POLICY / FORM NAME	DATE PASSED	DATE AMENDED or REVIEWED
Foundation Bylaws	March 22, 2014	
Donation Policy	December 6, 2021	March 14, 2023, August 1, 2023
Investment Policy	September 2019	
Information Access Policy	March 24, 2022	
Disbursement Policy	December 7, 2020	
Trustee Expense Policy	March 14, 2023	
Gift of Securities Form		
LAIA Investment Form		