

Annual General Meeting & Board Nomination Package

September, 26 2011

Dear C.A.F.E. Member:

Please find the following items enclosed:

1. Official Notice of the Annual General Meeting for Members of C.A.F.E.

2. Information on the Election of the Board of Directors

Members are encouraged to consider standing for election to the Board of Directors.

You are welcome to contact the Past President and Nomination Chairperson, Carl Director of Events for Schlosser from Saskatoon Prairieland Park Corporation T: (306) 683-8803 C:(306)220-7722 F: (306) 931-7886 or email him at cschlosser@saskatoonexex.com

You may also contact the national office Executive Director, Mavis Hanna at mavis@canadian-fairs.ca if you have any questions or would like more information.

3. FORMS:

a) Nomination of Director

The completed form may be e-mailed, mailed or **faxed to the C.A.F.E. National Office prior to 4:00 p.m. on October 10, 2011** or can be delivered to the C.A.F.E. Convention Registration Desk **prior to 4:00 p.m.** on Friday November 18, 2011 in London, Ontario, Canada.

b) Appointment of Voting Delegates

Please complete and return the Voting Delegates Form by email, or fax or regular mail at the earliest possible opportunity. This will ensure that credentials are prepared prior to your arrival at the Convention. Forms can also be delivered to the C.A.F.E. Convention Registration Desk until 4:00 p.m. on Friday November 18, 2011 in London, Ontario, Canada.

Official Notice
of the
Annual General Meeting of
The Canadian Association of Fairs and Exhibitions
(C.A.F.E.)

The Annual General Meeting of members of the Canadian Association of Fairs and Exhibitions / L'Association canadienne des foires et expositions will be held in the Imperial Room at The Hilton 300 King Street, London, Ontario, Canada N6B 1S2 Sign-in runs from 9:00 to 9:30 am on **Saturday, November 19, 2011** and the meeting from 9:30 to 10:30 am.

The purpose of the meeting is to:

1. Consider the report of the Board of Directors.
2. Approve the financial statements for the period that ended July 31, 2011.
3. Appoint an Auditor.
4. Elect directors.
5. Conduct such other business as may be properly brought before the meeting.

Dated this 10th day of September, 2011

Yours truly,

Mavis Hanna
Executive Director



Canadian
Association of Fairs
and Exhibitions

Association
canadienne des
foires et expositions

Agenda

Annual General Meeting

Saturday, November 19, 2011

9:30 am to 10:30 am

Location: The Hilton 300 King Street, London, Ontario, Canada N6B 1S2

Voting Delegate Sign-in: 9:00 to 9:30 am Grand Ballroom

Head Table: **President,** Harry Emmott, Paris Agricultural Society, Volunteer
Past President, Carl Schlosser, Saskatoon Prairieland Exhibition
1st Vice President, Karen Oliver, Provincial Exhibition of Manitoba
2nd Vice President, Brian Casey, Maritime Representative
Finance Chair, Jim Laurendeau, Calgary Stampede

Committees: **Nominating & Credentials Committee Chair,** Carl Schlosser
Resolutions Committee Chair, Jim Laurendeau, Calgary Stampede
Parliamentarian: Bill Sumner

National Staff:

Mavis Hanna, Executive Director

1. Call to Order – Harry Emmott
Outline purpose of meeting and agenda
2. Reading of the Notice of Meeting- Harry Emmott
3. Announcement of Quorum and members in attendance – Harry Emmott
4. Minutes of last Annual General Meeting of Members- Harry Emmott
5. Financial Report to the Members – Jim Laurendeau
6. Appointment of Auditor for 2012- Jim Laurendeau
7. President's Report to the Members – Harry Emmott

7.1 President moves on behalf of Board of Directors that

All acts, contracts, by-laws, proceedings, appointments, payments enacted, made, done and taken by the Board of Directors of the Canadian Association of Fairs and Exhibitions since the date of the last Annual General Meeting of Members as the same are set out and referred to in the minutes of the meeting of the Board, or in the financial statements accepted.

7.2 Annual Report- Harry Emmott

8. Election of Directors – Past President, Carl Schlosser,
 - 8.1 Introduction of Nominating & Credentials Committee Members- by Chair- Carl Schlosser
Virginia Ludy, and Brian Casey
 - 8.2 Introduction of Resolution Committee- by Carl Schlosser
Chair- - Jim Laurendeau
 - 8.3 Appointment of scrutinizers- by Carl Schlosser
 - 8.4 Report of Nominating & Credentials Committee- by Carl Schlosser

No positions are open for nomination Representing Service Members

One (1) position is open for election representing Volunteers of Members Fairs

- 🚩 One (1) Director: to serve a three (3) year term.
- 🚩 The term of Brian Casey representing volunteers of member fairs expires at the November 19, 2011 Annual General Meeting.
- 🚩 Brian Casey is eligible for re-election to the Board of Directors for a three year term.
- 🚩 **One position is open for nomination.**

Two (2) positions are open for election representing Paid Employees of Member Fairs

- 🚩 **Two (2) Directors: to serve three (3) year terms.**
- 🚩 The terms of, Carl Schlosser from Saskatoon Prairieland Corporation and Virginia Ludy from the Canadian National Exhibition expires at the November 19, 2011 Annual General Meeting.
- 🚩 Carl Schlosser and Virginia Ludy are eligible for re-election to the Board of Directors for a three year term at the November 19, 2011 Annual General Meeting.
- 🚩 **Two positions are open for election this year.**

No position is open for nomination. Provincial Association Representative

8.5 Election of Directors

(Note; If more nominees come forward than positions open for election call the Parliamentarian to have a vote using the scrutinizers to count the votes and the ballots.)

9. Report of Resolutions Committee- Jim Laurendeau
10. By-Law Revisions
11. Remarks by Departing Past President- Carl Schlosser
12. Remarks by President- Harry Emmott-
(Thank you to outgoing directors and welcome to new directors)
13. Motion for Adjournment- by Harry Emmott

Information for the Election of President and Directors

The Annual General Meeting of members of the Canadian Association of Fairs and Exhibitions / L'Association canadienne des foires et expositions will be held in the Grand Ballroom at The Hilton 300 King Street, London, Ontario, Canada N6B 1S2 Sign-in runs from 9:00 to 9:30 am on **Saturday, November 19, 2011** and the meeting from 9:30 to 10:30 am.

Nominating/Credentials Committee Chairperson:

Carl Director of Events for Schlosser from Saskatoon Prairieland Park Corporation
T: (306) 683-8803 **C:**(306)220-7722 **F:** (306) 931-7886 or email him at
cschlosser@saskatoonexex.com

Please note the following:

1. Nominations for Directors will be accepted until 4:00 p.m. on Friday, November 18, 2011. **Potential candidates are encouraged to actively campaign for election to the board.**
2. All Nominations shall be made using the prescribed Nomination Form available from the National Office. A Nomination Form is enclosed.
3. Election of Directors representing the different categories of membership shall be done by voting delegates representing each category. For example, only voting delegates representing service members shall vote on the Director to represent Service Members on the Board.
4. Voting credential cards are colour coded and will be verified at the meeting.
5. The Nominations/Credentials Committee shall ensure, if at all possible, that there are enough candidates for each vacancy to require a vote.

2011 Nominations Committee Report

Positions Open for Election to the C.A.F.E. Board of Directors

1. Representing Service Members

- 🚩 **No position is open for nomination.**

2. Representing Volunteers of Member Fairs

- 🚩 One (1) Director: to serve a three (3) year term.
- 🚩 The term of Brian Casey representing volunteers of member fairs expires at the November 19, 2011 Annual General Meeting.
- 🚩 Brian Casey is eligible for re-election to the Board of Directors for a three year term.
- 🚩 **One position is open for nomination.**

3. Representing Paid Employees of Member Fairs

- 🚩 **Two (2) Directors: to serve three (3) year terms.**
- 🚩 The terms of, Carl Schlosser from Saskatoon Prairieland Corporation and Virginia Ludy from the Canadian National Exhibition expires at the November 19, 2011 Annual General Meeting.
- 🚩 Carl Schlosser and Virginia Ludy are eligible for re-election to the Board of Directors for a three year term at the November 19, 2011 Annual General Meeting.
- 🚩 **Two positions are open for election this year.**

4. Provincial Association Representative

- 🚩 **No position is open for nomination.**

Directors Continuing on the Board Appointments & Directors of the Board

For one (1) more year:

- 🚩 Harry Emmott from, representing Volunteers of Member Fairs as Past President.
- 🚩 Karen Oliver, from, Provincial Exhibition of Manitoba, representing Paid Employees of Member Fairs
- 🚩 Jim Laurendeau, from the Calgary Stampede, representing Paid Employees of Member Fairs
- 🚩 Hugh Mitchell, from Western Fairs Association, Paid Employees of Member Fairs
- 🚩 Bill Sumner, representing Volunteers of Member Fairs Service Members
- 🚩 Gregg Korek, representing Service Members

For two (2) more years:

- 🚩 Nathalie Dion, from Expo Cité, representing Paid Employees of Member Fairs



- 🚩 Peter Male, from the Canadian Pacific Exhibitions, representing Paid Employees of Member Fairs
- 🚩 Dale Greene, from Richmond Agricultural Society, representing Paid Employees of Member Fairs
- 🚩 Greg Thomas, representing Service Members
- 🚩 Tim Carson, representing the Provincial Associations

Appointment of Past President

The past president is appointed by the board of directors at the first meeting following the annual general meeting. It is traditional that the most immediate past president be appointed providing they are willing and still an active representative of a member organization.

Appointed Directors

The by-laws of the Association permits the board of directors to appoint up to four (4) additional directors to ensure that all regions of Canada and all sizes of fair organizations are represented on the board of directors, so long as the board of directors does not exceed sixteen (16) persons at any time.

Officers (President and Vice Presidents)

The directors shall elect a president and vice presidents at a directors meeting to be held immediately following the annual general meeting of members from among those persons that hold the position of elected director.

**Nomination for Director of C.A.F.E.
Annual General Meeting– November 19, 2011**

Name of Person Nominated (Please Print Clearly)		
Telephone:	Fax:	Email:
Name of Organization/Firm the Nominee Represents:		

Nomination for Director representing:

- Paid Management Personnel of Fair Member (Two openings)
- Volunteer Sector of Fair Member (One opening)
- Service Member (No openings)
- Provincial Associations (No openings)

Acceptance of Nomination

I hereby agree to accept the nomination for election to the Board of Directors of the Canadian Association of Fairs and Exhibitions in accordance with the by-laws of the Association and acknowledge that either the member organization I represent or I shall be responsible for all travel and other expenses associated with the duties of a Director.

Signature of Person Nominated

Consent to Nomination

The *(name of member organization)* _____

Hereby consents to the nomination of *(name of nominee)* _____

For the position of Director of the Canadian Association of Fairs and Exhibitions and acknowledges the commitment of time and costs in performing the duties of a Director.

Signature of Signing Officer of Member Organization

Title

The nomination form should be submitted to any member of the Nominating/Credentials Committee or the Registration Desk of the Canadian Association of Fairs and Exhibitions before 4:00 p.m. on Friday, November 18, 2011.



Appointment of Voting Delegates

In accordance with the by-laws of the Canadian Association of Fairs and Exhibitions, all voting members of the Association are required to advise the Executive Director of the name of the voting delegate who shall be entitled to exercise the voting rights of such members at the Annual Meeting.

Voting delegates shall be a director, officer, employee, or volunteer associated with the member or otherwise affiliated with the member naming such delegate. Each voting member shall have one (1) vote at each meeting of members, which shall be cast by the duly appointed voting delegate. In addition, each duly elected member of the Board of Directors shall have one (1) vote at each meeting of members.

Members may name an alternate voting delegate who would be entitled to cast a vote on behalf of the member only in the event the voting delegate is absent from the Annual Meeting.

Voting at the Annual Meeting shall be conducted by the display of voting delegate cards, which will be issued to voting delegates as they arrive at the meeting.

The Appointment of Voting Delegate Form must be completed, signed by a signing officer of the member organization, and mailed to the Canadian Association of Fairs and Exhibitions or delivered to be in the hands at the Registration Desk no later than 4:00 p.m. on November 18, 2011.

Failure to submit the Appointment of Voting Delegate Form by the stated date and time shall result in the member not being entitled to vote at the Annual Meeting.

Name of Member Organization:
Name of Voting Delegate:
Title:
Name of Alternate Voting Delegate:
Title of Alternate Voting Delegate:

A signing officer of the member organization must sign this form. Please return completed form by mail or by fax to the Canadian Association of Fairs and Exhibitions National Office as soon as possible.

Signature of Signing Officer

Title

Date: _____

**Annual General Meeting Minutes
Saturday, November 20, 2010
Calgary Alberta Hyatt Regency 9:30 am 10:30 am**

In Attendance:

Head Table: President, Carl Schlosser, Saskatoon Prairieland Park Corporation

Past President, Adele Moore, PEI Association of Exhibitions

1st Vice President, Harry Emmott, Representing Volunteers of Member Fairs

2nd Vice President, Karen Oliver Provincial Exhibition of Manitoba

Finance Chair, Sophie Giroux, Brome Agricultural Society

Directors Nathalie Dion, Expo Cité

Hugh Mitchell, Western Fair Association

Greg Thomas, Grelin Entertainment Inc.

Brian Casey, Volunteers Maritime Representative

Bill Sumner, Appointment, Volunteers

Virginia Ludy, Canadian National Exhibition

Kim Simkin, Northlands

Gregg Korek, North American Midways

Staff: Hannah Service, Executive Director

Mavis Hanna Financial Administration

Nominating & Credentials Committee Chair, Adele Moore, PEI Association of Exhibitions

Resolutions Committee Chair, Karen Oliver Provincial Exhibition of Manitoba

Finance Chair, Sophie Giroux, Brome Agricultural Society

1. Call to Order 9:30 AM–Carl Schlosser, President. The purpose of the meeting was to:

- Consider the report of the Board of Directors
- Approve the financial statements for the year ended July 31, 2010
- Appoint an Auditor
- Elect Directors
- Conduct such other business as may be properly brought before the meeting

2. Reading of the Notice of Meeting: Carl Schlosser read the Notice of Meeting that was mailed to all members of the Association in accordance to the By-laws.

3. Announcement of Quorum and members in attendance – Resolutions & Credentials Committee Chair Adele Moore.

Adele Moore announced that there was a quorum of members of the Association in attendance and that voting credentials had been issued as follows:

29 Fair Organization Members

9 Provincial Associations

7 Service Members

14 Directors registered as voting delegates

59 Total Member Voters

4. Minutes of last Annual General Meeting of Members:

Motion: *To approve the minutes of the Annual General Meeting held in Charlottetown PEI.*

Saturday, November 17, 2010, 9:30- 10:30 am.

Moved by: Karen Mathews **Seconded by:** Virginia Ludy **Carried**

5. Financial Report to the Members – Sophie Giroux

Sophie Giroux presented the audited financial report for the fiscal year, July 31, 2009 to July 31, 2010, as prepared by McCay, Duff & Company LLP.

Motion: *To accept the audited statements as presented.*

Moved by: Sophie Giroux **Seconded by:** Karen Mathews **Carried**

6. President & Executive Director Report to the Members –Carl Schlosser

Carl Schlosser presented the Annual Report prepared by the National Office and referred to the reports from both the President and the Executive Director which could be found within the Annual Report. Carl also provided a verbal report and highlighted the goals that had been set by the Board for the year and the successes. Carl Schlosser then asked Harry Emmott to read for approval the following motion presented by the Board of Directors of C.A.F.E. for 2010;

Motion: *To approve all acts, contracts, by-laws, proceedings, appointments, payments enacted, made, done and taken by the Board of Directors of the Canadian Association of Fairs and Exhibitions since the date of the last Annual General Meeting of Members as the same are set out and referred to in the minutes of the meeting of the Board, or in the financial statements accepted.*

Moved by: Harry Emmott **Seconded by:** Jim Laurendeau **Carried**

7. Election of Directors

Adele Moore tables the Annual General Meeting – Nominating Committee Report: Information for the Election of Directors and Officers and Appointments

Report of Nominating Committee & Election of Directors: Committee Members are

Adele Moore, Virginia Ludy, Sophie Giroux,

Positions Open for Election to the C.A.F.E. Board of Directors

Representing Service Members

One (1) Director: to serve a three (3) year term.

✦ The term of Greg Thomas from Grelin Entertainment Inc expires at the November 20, 2010 Annual General Meeting.

✦ Greg Thomas is eligible for re-election to the Board of Directors for a three year term.

One position is open for election this year.

Representing Volunteers of Member Fairs

No position is open for nomination.

Representing Paid Employees of Member Fairs

Three (3) Directors: to serve three (3) year terms.

✦ The terms of, Nathalie Dion from Expo Cité and Kim Simkin from the Northlands expires at the November 20, 2010 Annual General Meeting.

✦ Nathalie Dion and Kim Simkin are eligible for re-election to the Board of Directors for a three year term at the November 20, 2010 Annual General Meeting.

✦ Carl Schlosser currently President will assume the appointed position of Past President

immediately following the AGM at a post AGM Board of Directors Meeting held November 20, 2010

Three positions are open for election this year .

Provincial Association Representative

One (1) Director: to serve three (3) year term.

- ✘ Adele Moore has submitted her resignation as Provincial Association Representative to take effect at the 2010 C.A.F.E. Annual General Meeting
- ✘ One (1) person shall be nominated for election from Provincial Association Members for a three (3) year term at the Annual Provincial Meeting by voting delegates representing Provincial Associations.

Note: The name of this individual and nomination form is required to be submitted to any member of the Nomination/ Credentials Committee, or the Registration desk of the Canadian Association of Fairs and Exhibitions before 4:00 p.m. on Friday, November 19, 2010.

One position is open for election this year.

Directors Continuing on the Board/ Appointments

For one (1) more year:

- ✘ Carl Schlosser from Saskatoon Prairieland Park Corporation, representing Paid Employees of Member Fairs as Past President.
- ✘ Virginia Ludy, from the Canadian National Exhibition, representing Paid Employees of Member Fairs
- ✘ Brian Casey from Nova Scotia representing Volunteers from the Maritime Provinces of Member Fairs

For two (2) more years:

- ✘ Karen Oliver, from Provincial Exhibition of Manitoba representing Paid Employees of Member Fairs.
- ✘ Harry Emmott, from the Paris Agricultural Society, representing Volunteers of Member Fairs
- ✘ Jim Laurendeau, from the Calgary Stampede, representing Paid Employees of Member Fairs
- ✘ Gregg Korek, representing Service Members
- ✘ Hugh Mitchell, from Western Fairs Association, Paid Employees of Member Fairs
- ✘ Bill Sumner, representing Volunteers of Member Fairs Service Members
- ✘ Adele Moore, representing the Provincial Associations (**Note:** Adele has submitted her resignation effective at this AGM)

Officers of the Board and Board Appointments

• Officers (President, Vice Presidents, Past President and Executive Director)

The Directors shall elect a President and Vice Presidents from among those persons that hold the position of elected Directors and elect or appoint the Past President at a Directors meeting to be held immediately following the Annual General Meeting of Members. The Executive Director is an Officer of the Association by virtue of the bylaws.

• Appointed Directors

The by-laws of the Association permit the Board of Directors to appoint up to four (4) additional directors to ensure that all regions of Canada and all sizes of fair organizations are represented on the Board of Directors, so long as the Board of Directors does not exceed sixteen (16) persons at any time.

• **Appointment Of Past President**

The Board of Directors appoints the Past President at their first meeting following the Annual General Meeting. It is customary that the most immediate past president be appointed providing he/she is willing and is still an active representative of a member organization.

• **Appointed Directors**

The by-laws of the Association permit the Board of Directors to appoint up to four (4)* additional directors to ensure that all regions of Canada and all sizes of fair organizations are represented on the Board of Directors.

• **Election Of President**

The Directors shall elect a President from among its duly elected members at a Directors meeting to be held immediately following the Annual General Meeting of Members.

8. Report of Nominations Committee

Adele Moore presented the following nominees;

Representing Service Members (One position is open for election this year)

- Greg Thomas from Grelin Entertainment Inc.

Representing Paid Employees of Member Fairs: (Four (4) Directors: to serve a three (3) year term.)

- Peter Male, Pacific National Exhibition, British Columbia
- Nathalie Dion ExpoCite, Quebec
- Dale Greene, General Manager Richmond Fair Ottawa, Ontario
- Melinda Quan, Northlands, Edmonton, Alberta

Representing Provincial Associations

- Tim Carson Alberta Association of Agricultural Societies

Adele Moore presented the following nominees for the following positions which were submitted to the nominations committee in accordance to C.A.F.E By laws. She then called for other nominations from the floor.

First call for nominations from the floor, Second call for nominations from the floor

Third call for nominations from the floor

No nominations were put forth from the floor of the AGM.

Adele Moore, the Nomination Chair, then called for a motion to cease nominations

Motion: *Hearing no further nominations for the Service Members Representative, the nominations for this position is now closed.*

Moved by: Gregg Korek and **Seconded by:** Hugh Mitchell **Carried**

Motion: *Hearing no further nominations for the Representatives for the Provincial Associations the nominations for this position is now closed.*

Moved by: Frank Clish Medicine Hat Stampede **Seconded by:** Bill Sumner **Carried**

Motion: *Hearing no further nominations for the Representatives for the Paid Employees of Member Fairs the nominations for this position is now closed.*

Moved by: Kim Simkin **Seconded by:** Yves Milord **Carried**

8. Acclamations and Elections

Service Member:

No vote is required due to there being (1) nominee for the (1) position open. Adele asked for a motion for the acclamation.

Motion: That Greg Thomas of Grelin Entertainment Inc., be acclaimed for a three year term representing the Service Members on the C.A.F.E. Board of Directors.

Moved by: Hugh Mitchell **Seconded by:** Bill Sumner **Carried**

Provincial Representative:

No vote is required due to there being (1) nominees for the (1) position open. Adele asked for a motion for the acclamation.

Motion: *That Tim Carson, be acclaimed for a three year term representing the Volunteer Member Fair category on the C.A.F.E. Board of Directors.*

Moved by: Virginia Ludy **Seconded by:** Kim Simkin **Carried**

Election By Ballot: Paid Employees of Member Fairs: Four (4) Directors: to serve a three (3) year term.) Due to there being (4) nominees for the (3) positions open for paid employees Adele called for a ballot for a vote on these positions. Adele then asked for scrutinizers.

Scrutinizers: Karen Bradford and Michal Knott volunteered to be the Official Scrutinizers Each Candidate was given an opportunity to address the Annual General Meeting and a ballot was provided so those in attendance could vote. The Ballots were counted with the winners declared as; Peter Male Pacific National Exhibition, British Columbia, Dale Greene, Richmond Fair Ontario, Nathalie Dion ExpoCite, Quebec.

Motion: To destroy the ballots

Moved by: Virginia Ludy **Seconded by:** David Bednar **Carried**

Adele asked for approval of the following motion; *Nominations will now cease*

Motion: To accept slate of nominees to the 2010 C.A.F.E. Board of Directors

Moved by: Harry Emmott **Seconded by:** Virginia Ludy **Carried**

9. Past President/Adele Moore Farewell: Adele also thanked C.A.F.E. for a wonderful experience with the C.A.F.E. Board of Directors, having finished her tour as Past President. He thanked the Board and the National Office Staff as his official duties now come to a close.

10. Thank you to outgoing Directors and welcome to new Directors

Carl Schlosser thanked the Past President, Adele Moore and said she will be sorely missed. Carl welcomed newly elected and returning members Harry Emmott, Virginia Ludy, Karen Oliver, Hugh Mitchell, Bill Sumner Jim Laurendeau and Gregg (Scooter) Korek, and thanked all our retired members.

11. Resolutions Committee: Harry Emmott, Chairperson reported that there were no resolutions to be brought forward at this time. However he would like to make a motion.

Motion – to express appreciation to the Calgary Stampede and Host Committee for their work in hosting the 84th Annual C.A.F.E. convention and a job well done.

Moved by: Harry Emmott and **Seconded by:** Yves Milord **Carried**

Motion: To accept the Resolutions Committee Report

Moved by: Harry Emmott **Seconded by:** David Bednar **Carried**

12. Appointment of Auditor for 2010

Motion: *Moved to appoint McKay, Duff & Company for 2010 Auditing.*

Moved by: Sophie Giroux **Seconded by:** Bill Sumner **Carried**

13. Closing Remarks

Carl Schlosser stated on behalf of the membership, a sincere thank you to the Calgary Stampede and the C.A.F.E. National Office for an excellent convention. Carl also thanked C.A.F.E. for a wonderful year and for the trust the Board had in him to carry out the functions of President for the 2009 - 10 year.

14. Meeting Adjournment 10:30 am (Carl Schlosser)

Moved by: Allister Denton Impetus Magic **Seconded by:** Hugh Mitchell **Carried**