

1. Welcome from Josie LaChance, President
2. Call to Order
3. Land Acknowledgement
4. Introductions
5. Explanation of Motions and Voting Procedures
6. Adoption of the 2025 Annual General Meeting Agenda
7. Adoption of the 2024 Annual General Meeting Minutes
8. President's Report
9. Review and approval of the 2024 Reviewed Financial Statements
10. Bylaws
11. Election of Directors
12. Adjournment

Annual General Meeting
June 18, 2024 at 7pm
Station Arts Centre
Minutes

Board of Directors: Josie LaChance, Trevor King, Kimberly Wylie, Kate Kading, and Guylaine Green

Members: Nicole Thiessen (Station Arts Centre), Lisa Braun (Town of Hepburn)

Non-Members: Mayor Dennis Helmuth, Cllr Blaine Krentz, Rochelle Fiolleau (ChambersPlan Agent), and Heidi Rainville (Massage Therapy)

Regrets: Rick Fiedosiewich and David Williams

1. Welcome & Introductions from Vice-President, Josie LaChance
2. Call to Order - Josie called the meeting to order at 7:21pm.
3. Land Acknowledgements
4. Explanation of Motions and Voting Procedures
5. Adoption of Agenda
Motion by Kate Kading and seconded by Lisa Braun that the agenda for the 2024 Annual General Meeting be approved as circulated.
Carried.
6. Adoption of 2023 Minutes
Motion by Dennis Helmuth and seconded by Nicole Thiessen that the minutes of the 2023 Annual General Meeting be approved as circulated.
Carried.
7. President's Report - submitted by Rick Fiedsoiewich and read by Josie LaChance
Motion by Kate Kading and seconded by Kimberly Wylie that the President's Report be accepted as read.
Carried.
8. Review and Approval of the 2023 Unaudited Financial Statements
Motion by Trevor King and seconded by Dennis Helmuth that the Unaudited Financial Statements of the Rosthern & District Chamber of Commerce for the period of ending December 31, 2023, as reviewed by Doug Ebert, be approved as circulated.
Carried.
9. Appointment of the 2024 Reviewer
Motion by Nicole Thiessen and seconded by Kate Kading that we appoint Doug Ebert to complete the review of the 2024 Financial Statements.
Carried.

10. Bylaws

Motion by Guylaine Green and seconded by Trevor King that amendments to the Bylaws be approved and adopted as circulated.

Carried.

11. Elections of Directors

Motion by Trevor King and seconded by Lisa Braun that the Rosthern & District Chamber of Commerce Board of Directors are Rick Fiedosiewich, Josie LaChance, Guylaine Green, David Williams, Kimberly Wylie, and Kate Kading and that they will hold office until the Annual General Meeting of 2025.

Carried.

12. Adjournment

Motion by Josie LaChance to adjourn the Annual General Meeting at 7:42pm.

Josie LaChance - Vice President

Guylaine Green - Secretary

Date Approved



Financial Statements

Rosthern and District Chamber of Commerce

January 01 - December 31, 2024 Year End

(Unaudited)

ROSTHERN & DISTRICT CHAMBER OF COMMERCE

Bank Reconciliation

For the year ending December 31, 2024

Bank Balance as of December 31, 2023

Chequing Account	9,589.23	
Savings	1,157.28	
Total		<u>10,746.51</u>

plus Revenue for year 6,636.37

less Expense for the year 11,168.45

Net Income - 4,532.08

New bank balance **6,214.43**

Bank Balance as of December 31, 2024

Chequing Account	4,584.70	
Savings Account	2,143.72	
Total		<u>6,728.42</u>

Outstanding Items


Invoice	513.99	
		<u>513.99</u>

Adjusted bank balance **6,214.43**

Difference -

16-Apr-25

I have reviewed the Rosthern & District Chamber of Commerce financial information and bank reconciliation and, in my opinion it represents the position as of December 31, 2024.


Doug Ebert
Rosthern, Sask.

ROSTHERN & DISTRICT CHAMBER OF COMMERCE

Income and Expense Statement

For the year ending December 31, 2024

Income

Membership	2,295.00
Commissions	1,539.13
Reusable bag	2,100.00
Other	103.00
Event	560.00
Interest	39.24

Total 6,636.37

Expense

Membership	325.50
Bank Fees	18.00
Conferences	109.89
Event	1,995.95
Financial Review	120.00
PO Box Rental	212.10
Scholarship	500.00
Travel	245.76
Website	296.50
Reusable Bag	7,344.75

Total 11,168.45

Net Income -4,532.08

16-Apr-25

I have reviewed the Rosthern & District Chamber of Commerce Statement of Income and Expense and in my opinion, it represents the position as of December 31, 2024



Doug Ebert
Rosthern, Sask.

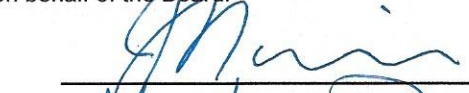
Rosthern and District Chamber of Commerce, Rosthern, Saskatchewan**Balance Sheet**

Month Ended December 31, 2024


(Unaudited)

		12.31.2024	12.31.2023
Assets			
Current Assets:			
A.C.U. - Chequing	\$	4,585	10,747
A.C.U. - Savings		2,144	
Receivables		50	
Inventory		1,190	
		<u>7,968</u>	<u>10,747</u>
Fixed Assets			
		0	0
		0	0
		<u>0</u>	<u>0</u>
Total Assets	\$	7,968	10,747
Liabilities and Equity			
Liabilities:			
Accounts Payable	\$	514	0
		<u>0</u>	<u>0</u>
		<u>514</u>	<u>0</u>
Equity:			
Balance, January 1		10,747	2,836
Add: Current surplus (deficit)		<u>-4,532</u>	<u>7,909</u>
Less: Prior Period Adjustments		<u>1,239</u>	<u>0</u>
Balance, December 31st		<u>7,454</u>	<u>10,745</u>
Allowance for Rounding		0	2
Total Liabilities & Equity	\$	7,968	10,747

Approved on behalf of the Board:



Director



Director

Rosthern and District Chamber of Commerce, Rosthern, Saskatchewan

Statement of Profit & Loss

Month Ended **December 31, 2024**

		Dec	Jan-Dec
		2024	YTD
Income			
Memberships	\$		2,295
Commissions (Chamber Plan)		134	1,539
Deposits, Sale (Reuseable Bag)			2,100
Other income			103
Event Sponsorships			
<i>Harvest Festival</i>			560
Interest income		4	39
Total Income		137	6,636
Total Receipts	\$	137	6,636
Expenses:			
Advertising			0
Bank Fees			18
Conferences			110
Saskatchewan Chamber Membership			326
Event Expenses			
<i>Hepburn Common Mixer</i>			638
<i>Annual General Meeting</i>			286
<i>Harvest Festival</i>			92
<i>Tree Lighting Event</i>		57	57
<i>Mingle & Jingle Networking Event</i>		727	727
Financial Review			120
Postal Box Rental			212
Scholarship (<i>Carleigh Peters</i>)			695
Reusable Bag Campaign			7,344
Travel			246
Website Cost			297
Total Expenses		784	11,168
Surplus,(Deficit), end of month	\$	-646	-4,532



Bylaws

May 22, 2025

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SECTION 1 – DEFINITIONS

1.1 Definitions

For the purpose of these Bylaws, unless context requires otherwise, the word:

- A. “Board” shall refer to the Board of Directors of the Chamber.
- B. “President” shall refer to the Director duly elected to preside over meetings.
- C. “Chamber” shall refer to the Rosthern and District Chamber of Commerce.
- D. “Committee Chair” shall refer to the Director duly elected to be the chair of a committee.
- E. “Director” shall refer to a Member of the Board who shall be either elected or appointed.
- F. “District” shall mean the area within a 40 kilometer radius of Rosthern, Saskatchewan.
- G. “Executive Committee” shall mean the President, the Vice-President, the Treasurer and the Secretary.
- H. “Member” shall mean every person, association (for profit and non-profit), corporation, society, partnership or estate, directly or indirectly engaged in trade, commerce or economic activity in the District that is admitted to membership in the Chamber.

SECTION 2 – ORGANIZATION

2.1 Name

The name of this organization shall be the “Rosthern & District Chamber of Commerce”.

2.2 Object

The object of the Rosthern & District Chamber of Commerce shall be primarily to work for the enhancement of the economy of the district and the betterment of the community.

In its approach towards its objectives, the Rosthern & District Chamber of Commerce shall be non-sectarian and shall not lend its support to any candidate for political office.

2.3 Registered Office

The Registered Office of the Chamber shall be situated at 122 - 1st Avenue, Rosthern SK, S0K 3R0.

2.4 Books of Account

The Chamber shall cause proper books of account to be kept. All books of account of the Chamber shall be kept at the registered office and shall be open to any Member of the Chamber at reasonable hours, free of charge.

SECTION 3 - MEMBERSHIP

3.1 Right to Membership

Every reputable person, association (for profit and non-profit), corporation, society, partnership or estate, directly or indirectly engaged or interested in trade, commerce or other economic activity in the District, shall be eligible for membership in the Chamber.

3.2 Membership Application

All potential members shall complete a written application to which shall be approved by the Board, the Executive Committee or any person specifically designated with this responsibility.

3.2 Termination of Membership

A Member who fails to pay the annual membership assessment, within 30 days of the date it falls due, may be removed from the roll of Members and shall then forfeit all privileges of membership.

3.3 Retirement from Membership

Any Member of the Chamber who intends to retire from the Chamber or to resign their membership, may do so at any time upon giving the President ten days' written notice of such intention and upon discharging any lawful liability which is standing on the books of the Chamber against them at the time of such notice.

Membership dues that have been paid are non-refundable.

3.4 Expulsion from Membership

Any Member may be expelled from membership for reasons other than non-payment of membership assessments by a two-thirds majority vote of the Board.

3.5 Right of Appeal

Anyone, whose membership is terminated, for reasons other than non-payment of dues, shall have the right to appeal to a General Meeting of the Chamber. Application for such appeal must be made by the Member in writing to the President within ten days following receipt of the official notice of termination. The termination shall be confirmed or rescinded by a majority vote of the Members present at the General Meeting.

3.6 Voting Rights

Each Member, whether individual, association (for profit and non-profit), corporate, partnership, estate or other group or society, shall have only one vote at meetings of the membership of the Chamber. Each corporate, partnership or estate member or other group member shall appoint one individual to act as their representative at meetings of the Chamber.

SECTION 4 - DUES

4.1 Dues Increases

The dues payable by the Members of the Chamber shall be determined annually by the Board and shall be subjected to the approval of a Special Meeting whenever a change greater than 15% of the previous annual assessment is involved.

4.2 New Members

In the case of a business applying for new membership during the fiscal year, the membership fees are prorated monthly for the balance of the fiscal year.

SECTION 5 - BOARD OF DIRECTORS

5.1 Number of Directors

The Chamber Board of Directors will consist of a minimum of three (3) and a maximum of eleven (11) elected Members.

5.2 Nominations

Any Member of the Chamber may nominate a Member for election to the Board.

5.3 Eligibility

Only Members, or their employees, are eligible to be a Director. A Director will automatically be removed from the Board upon their associated business ceasing to be a Member. Each member shall have only one representative on the Board of Directors at one time.

5.4 Elections

Any member in good standing may run for a Director position and must be nominated by a fellow member in good standing. Should there be a vacancy on the Board of Directors, the Board may fill the position through appointment.

5.5 Director Vacancies after Elections

If an election fails to elect the maximum number of Directors, the other Directors may appoint an eligible person to be a Director, and a Director so appointed holds office as though elected at the election.

5.6 Term of Position

Directors shall serve a term of 2 years at which time they will either seek re-election or resign. If a Director is unable to complete their term, a new Director can be appointed as per section 5.5 to serve the remainder of the term. The Board is not required to wait until the next Annual General Meeting to elect a replacement Director.

5.7 Maximum Number of Terms

Each Director shall be allowed to serve at most three (3) consecutive two-year (2) terms or a total of six (6) consecutive years. Upon serving 6 years, a Director is not eligible for re-election until a period of 2 years has passed.

5.8 Assumption of Office

Newly elected or appointed Directors, including the President, Vice-President, Treasurer and Secretary, will assume office and be sworn in at the Annual General Meeting following their election or appointment, except in the case of 5.5.

5.9 Suspension

Any Director may be suspended from their position or have their tenure of office terminated if in the opinion of the Board, as evidenced by a motion passed by a majority at any Board meeting, the Director was either absent for three (3) consecutive meetings of the Board without just cause or the Director was grossly negligent in the performance of their duties.

5.10 Power of the Board

The Board shall have the general power of administration. It may be entitled to make or authorize petitions or representations to the municipal, regional, provincial or national governments, as it may determine or as may be required by the Members. The Board shall have all powers as are assigned to it by any Bylaw of the Chamber, provided however, that such powers are not inconsistent with the provisions of *The Boards of Trade Act*.

5.11 Standing Committees

The Chamber shall have standing committees that meet the requirements of the organization. The Board, at their first meeting following the Annual General Meeting, shall appoint a minimum of one Director to each committee to monitor, assess and bring back any recommendations of the noted committees.

5.12 Additional Committees

The Board, at its discretion, may appoint ad hoc committees as deemed appropriate from time to time. Such committees can be made up of Directors, Members, or any combination of the two.

5.13 Meetings

Regular meetings of the Board shall be for Board of Directors. Membership meetings are open to all members.

5.14 Compensation

The Directors shall not receive compensation for their services but are entitled to reimbursement for out of pocket expenses incurred in the course of discharging any duty on behalf of the Chamber. Such expenses are to be pre authorized by the Board or to be submitted to a meeting of the Board and a motion is to be passed to pay such expenses.

5.15 Indemnification

The Chamber shall indemnify and save harmless all Directors of the Chamber and their heirs, executors and administrators from and against all costs, charges, expenses and damages sustained as a result of an undertaking authorized by the Chamber or in the good faith execution of duties as a Director.

5.16 Director Responsibilities

All Directors are expected to:

- a) Actively participate in the deliberations of the Board;
- b) Serve as Committee Chairs and members of committees;
- c) Seek to encourage non-members to become Members;
- d) Assist in planning, organizing and conducting the Annual General Meeting and any other meetings or events that the Chamber undertakes; and
- e) Encourage submissions of policy by Members.

5.17 Political Affiliation

In the event that a Director wishes to be actively engaged as a candidate or executive in an election process at any level of government, the Director shall take a temporary leave of absence no later than the dropping of the writ and if elected, resign their position. Any such request should be submitted in writing to the Executive Committee, subject to the approval of the Board of Directors.

SECTION 6 – COMMITTEES

6.1 Committee Selection

At the first regularly scheduled meeting following the Annual General Meeting, the Directors shall organize themselves into the committees as set out in section 5.11.

6.2 Committee Chair

A Director shall be appointed as a Committee Chair. Committee members will include other Directors and/or members of the Chamber.

6.3 Duties of Committee Chair

The Committee Chair shall be responsible to provide updates and reports back to the Board of the ongoing activities of their committee.

6.4 Term

The term of the Committee members and Committee Chairs shall be two years.

SECTION 7 – EXECUTIVE

7.1 Elections

The President, Vice-President, Treasurer and Secretary and Committee Chairs shall be elected by the Board at the first regularly scheduled meeting following the Annual General Meeting.

7.2 Executive Committee

The President, the Vice-President, Treasurer and Secretary shall form the Executive Committee. The Executive Committee will meet to deal with emergencies arising in the Chamber and to review the ongoing operations. Their main duty will be to recommend to the Board matters concerning the efficient operation of the Chamber and to deal with matters recommended by the Board.

The Executive Committee shall have signing authority on all financial accounts. To sign cheques or approve e-transfers, a minimum of 2 officers must authorize the transaction.

7.3 Term

The term of office of the Executive Committee shall be two years.

7.4 Public Pronouncements

No public pronouncement in the name of the Chamber may be made unless authorized by the Executive Committee or by some person to whom the Executive has delegated this authority.

7.5 Duties of the President

The President shall, with the Secretary, sign all papers and documents requiring signature on behalf of the Chamber unless someone else is designated by the Executive Committee.

It shall be the duty of the President to present a general report of the activities of their year of office at the next Annual General Meeting following the conclusion of their term.

The President shall be an ex-officio member of all Committees.

7.6 Duties of the Vice-President

In the absence of the President, the Vice-president shall preside at meetings of the Chamber. They shall regulate the order of business at such meetings and receive and put lawful motions and communicate to the meeting what they may think concern the Chamber.

7.7 Duties of the Treasurer and Secretary

The Treasurer shall have charge of all funds of the Chamber and shall deposit or cause to be deposited the same in a financial institution selected by the Board. Out of such funds, they shall pay accounts approved by the Board and shall keep a regular account of the income and expenditures of the Chamber and publish a reviewed statement thereof for each fiscal year for approval by the Board. This reviewed statement shall be available to any Member of the Chamber upon request and shall be presented to a meeting of the membership.

The Secretary shall be responsible for keeping general records of the Chamber, conducting its correspondence, retaining copies of all official letters and preserving all official documents, and shall perform all such other duties as properly appertain to their office. They shall, with the President or any assigned Director by the Board, sign all papers and documents requiring signature or execution on the Chambers behalf. The Secretary shall maintain an accurate record of proceedings of the Chamber and of the Executive Committee. They shall be responsible for taking minutes.

In the absence of the Secretary, minutes of the meeting shall be taken by any Director in attendance. Minutes will be forwarded to the President following the meeting.

7.8 Executive Committee Meetings

The Executive shall meet when necessary to carry on the business of the Chamber. The President or any member of the Executive Committee may summon such meetings. The person summoning the meeting shall give notice of the meeting to each member of the Executive Committee at least 7 days prior to the time set for the meeting. Minutes of the proceedings of Executive Committee meetings shall be entered in the books to be kept for that purpose by the Secretary.

SECTION 8 - ANNUAL GENERAL MEETING

8.1 Annual General Meeting

The Annual General Meeting of the Chamber shall be held within 180 days of the end of the fiscal period, at the time and place determined by the Board.

8.2 Quorum at Annual General Meeting

A quorum will consist of at least 10 members.

8.3 Notice of Annual General Meeting

Notice of the Annual General Meeting shall be shared with each Member and the general public, a minimum of 21 days prior to the meeting date. The notice shall contain the date, time and place for the meeting and a short description of the business to be conducted.

8.4 Minutes of the Annual General Meeting

Minutes of the proceedings of the Annual General Meeting shall be entered in the books to be kept for that purpose by the Secretary.

SECTION 9 – BOARD MEETINGS

9.1 Notice Not Required

Regular meetings of the Board and the Executive Committee may be held without notice to the Members.

9.2 Regular Meetings

The Board shall meet quarterly, however, may call additional meetings if necessary. Board meetings may be summoned by the President or any three members of the Board. Upon receipt of such summons, the President shall give notice to the members of the Board. Such notice shall be effective if given prior to 5:00 pm on the day prior to the date set for the meeting.

The Board may also decide to meet and/or vote by any form of telecommunications.

9.3 Quorum

A quorum is required in order for a Board meeting to be called to order. A quorum of the Board will consist of 50% of the Board, plus one.

9.4 Minutes

Minutes of the proceedings of all Board meetings shall be entered in the books to be kept for that purpose by the Secretary.

9.5 Voting

Each Director shall have only one vote. Motions, to be passed, shall require a simple majority of the Board present at a meeting. The President shall only cast a vote in the event of a tie.

SECTION 10 - SPECIAL MEETINGS

10.1 Requirements to Call

Special membership meetings of the Chamber may be held at any time when summoned by the President, any three members of the Board, or by any ten Members of the Chamber.

10.2 Notice of Special Meeting

Upon receipt of a summons to call a Special Meeting, the President may provide notice to each Member of the Chamber. Notice of the Special Meeting shall be sent to each Member by email at least 15 days, but no more than 30 days, prior to the meeting date. The Notice may also be placed in the local media. The notice shall contain the date, time and place for the meeting and a short description of the business to be conducted.

10.3 Quorum at Special Meetings

A quorum will consist of at least 10 Members.

10.4 Location

The usual place of a Special Meeting shall be determined by the Board of Directors and announced within the Notice.

10.5 Minutes

Minutes of the proceedings of the Special Meeting shall be entered in the books and kept with all other minutes of the Chamber.

10.6 Proxy Voting

Any Member who is unable to attend and vote may appoint a person to vote on their behalf. To appoint someone to vote on their behalf, the Member must file a notice with the President at least two (2) business days prior to the meeting of their intent to appoint a proxy. Such notice shall state the name of the Member unable to attend and the name of the person appointed as their proxy and shall be in the form provided.

SECTION 11 – CONFLICT OF INTEREST

11.1 Duty to Disclose

Every Director has a duty to disclose any interest, or apparent interest, in any employment, financing agreement or any other contract or discussion that is before the Board before any action is taken by the Board.

11.2 Removal from Discussion

Any Director that is in a conflict position, or in an apparent conflict position, shall not participate in discussions on any issue in which they have, or has the appearance of having, a personal, professional or financial interest until it is determined if the Director is entitled to participate.

11.3 Board Decision

If it is unclear if the Director is in a conflict position, the other Directors shall vote on whether or not the Director in apparent conflict is in fact in conflict. A simple majority of the Directors entitled to vote shall decide.

11.4 Right to Present

If it is determined by the Board that a Director is in a position of conflict the Director who is found to be in a conflict position shall be entitled to make a presentation to the Board but shall not be present during the discussion and voting period in relation to the matter in question.

SECTION 12 – BUSINESS OF CHAMBER

12.1 Quotes

When the Chamber hires someone to do work on their behalf, if the value of the work is greater than five hundred dollars (\$500.00), the Board shall get a minimum of two quotes from qualified Members for the cost of the work. If there is only one Member that regularly performs the work, the Board shall be entitled to get quotes from non-Members. When the value of the work is under five hundred dollars (\$500.00) the Board may, but is not required to get quotes.

12.2 Preference Given to Members

If all other things are equal, preference shall be given to Members. If there are both Member and non-Member quotes and the quotes provided differ by ten percent (10%) or less, then the Chamber shall favor a Member over the non-Member.

12.3 No Capable Member

If there are no existing Members that are able to perform the necessary task then the Chamber is free to hire non-Members.

12.4 Consideration

When considering quotes for work, price does not have to be the deciding factor. The Board is not obligated to accept the lowest quote. The Board is free to look at all factors when making their decision.

SECTION 13 – GENERAL

13.1 Headings

The headings to the clauses in these Bylaws have been inserted as a matter of convenience and for reference only, and in no way define, limit, or enlarge the scope or meaning of these Bylaws.

13.2 Affiliation

The Chamber, at the discretion of the Board, shall have power to affiliate with the Canadian Chamber

of Commerce, the Saskatchewan Chamber of Commerce and any other organization in which membership may be in the interests of the Chamber.

13.3 Fiscal Year

The fiscal year of the Chamber shall be from January 1 to December 31.

13.4 Accountants

A reviewer shall be appointed at the Annual General Meeting and they shall review the books and accounts of the Chamber at least once in each year and produce financial statements for the members.

13.5 Parliamentary Procedure

Parliamentary procedures shall be followed at all membership, Board and Executive meetings.

13.6 Insurance

The Chamber shall maintain director's liability insurance.