

# PROPOSED BYLAW AMENDMENTS

## Alberta Oat Growers Commission Bylaws – Proposed Amendments

### Overview

Bylaws are made by the Alberta Oat Growers with approval of Council and outline the day-to-day governance requirements for the organization including quorum, appointment of auditor, notice for meetings, producer eligibility and rights, and director elections, among other fundamental governance matters.

[Alberta Oat Growers Commission Bylaws](#) were enacted on June 30, 2022, and formally reviewed in 2025.

The board's intent for the proposed amendments is to ensure the bylaws remain relevant, responsive to industry needs, align with policy, and other applicable government regulations.

Current	Proposed (December 2025)	Rationale
<b>1</b> (2)(a) “Act” means the <i>Marketing of Agricultural Products Act</i> .	Remove	The definition is included in the Plan Regulation, therefore not required to be defined in the bylaws.
<b>2</b> (1)(f) must maintain a head office, the location of which, at all times, is to be made known to each eligible producer.	<b>2</b> (1)(g) maintain a head office, the location of which, at all times, is to be made known to each eligible producer and the Council;	Updated to include “and the Council” to be consistent with other marketing boards and commissions.  “Council” means the Alberta Agricultural Products Marketing Council, as defined in the Plan Regulation.
<b>2</b> (1)(h) subject to the Act, the regulations and any orders of the Council, may issue such general orders governing the Commission’s internal operation as it may from time to time determine;	<b>2</b> (2)(c) subject to the Act, the regulations, these bylaws and any orders of the Council, may issue such general orders governing the Commission’s internal operation as it may from time to time determine;	Updated to include “these bylaws” which also govern internal operations.

Current	Proposed (December 2025)	Rationale
<p><b>2(1)(k)</b> may, in accordance with section 50 of the Act, be authorized to perform any function or duty and exercise any power imposed or conferred on the Commission by or under the <i>Agricultural Marketing Programs Act</i> (Canada);</p>	Move back to Plan Regulation	<p>Provision was included in the Plan prior to the creation of the bylaws in 2022 and moved, along with other provisions under 'Functions of Commission', into the bylaws when created.</p> <p>Since then, other commissions have left this provision in the Plan and for consistency purposes, it would be appropriate to move it back into the Plan.</p>
<p><b>2(1)(l)</b> subject to the Plan, to finance the purposes of the Plan, may retain earnings and revenues from year to year.</p>	<p><b>2(2)(f)</b> subject to the regulations and bylaws, to finance the purposes of the Plan, may retain earnings and revenues from year to year.</p>	Updated to "regulations and bylaws" which then will include the Commission Regulation.
<p><b>(2)</b> The books and records referred to in subsection (1)(e) are to be open for inspection at the office of the Commission at all reasonable times on the written request of a member of the Council.</p>	<p><b>(3)</b> The books and records referred to in subsection (1)(f) are to be open for inspection by any eligible producer upon written request with no later than 15 business days' notice of receipt of the written request, unless disclosure is determined by the Commission to reveal commercially sensitive information.</p>	Updated to simplify and clarify the process for producers to request information from the Commission. How the information will be made available can be agreed upon with the producer.
<p><b>5.</b> For the purposes of these Bylaws,</p>	<p><b>5.</b> For the purposes of the Plan and these Bylaws,</p>	Updated to include "the Plan" for consistency.
<p><b>6.</b> In accordance with and subject to the Plan, an eligible producer is entitled, as a matter of right,</p>	<p><b>6.</b> In accordance with and subject to the Plan and these bylaws, an eligible producer is entitled, as a matter of right,</p>	Updated to include "and these bylaws" which also govern internal operations.
<p><b>6(b)</b> to make representations on any matter pertaining to the Plan, the Commission and the board;</p>	<p><b>6(b)</b> to make representations on any matter pertaining to the Plan and these bylaws, the Commission and the board;</p>	Updated to include "and these bylaws" which also govern internal operations.
<p><b>7.</b> Where an eligible producer is an individual, that individual may, subject to the Plan, exercise the rights of an eligible producer referred to in section 1(6).</p>	<p><b>7.</b> Where an eligible producer is an individual, that individual may, subject to the Plan and these bylaws, exercise the rights of an eligible producer referred to in section 1(6).</p>	Updated to include "and these bylaws" which also govern internal operations.

Current	Proposed (December 2025)	Rationale
<b>8(2)</b> An eligible producer to which this section applies must appoint an individual to be the representative of the producer.	<b>8(2)</b> An eligible producer to which this section applies must appoint an individual to be the representative of the eligible producer.	Updated to include “eligible” for consistent reference to producers and to provide clarity.
<b>10(2)(b)</b> signed by at least three eligible producers, and	<b>10(2)(b)</b> signed by at least two eligible producers, and	Changed from two to three to be consistent with SaskOats’ nomination process and make it easier for producers to put their name forward to sit on the board..
<b>11(2)</b> If the eligible producers fail to elect a director by means of a mail ballot, the election of the director is to be held at the next annual general Commission meeting that is held after the time at which election by means of a mail ballot was to have been held.	<b>11(2)</b> If the eligible producers fail to elect a director by means of a mail ballot, the election of the director is to be held at the next annual general Commission meeting.	Change made to clarify the option of holding an election of directors at the next annual general meeting.
<b>13(2)</b> If a vacancy becomes available the Board may fill the vacancy in accordance with the Plan.	<b>13(2)</b> If a vacancy becomes available the board may fill the vacancy in accordance with section 17 of the Plan.	Updated to include “section 17” for clarity of section in the Plan.

Current	Proposed (December 2025)	Rationale
<p><b>16. BOARD EXECUTIVE - CHAIR AND OTHER OFFICERS</b></p> <p>Following the annual Commission meeting in each year, the directors shall elect from among the members of the board the officers of the Commission, including the chair and vice-chair of the Commission.</p>	<p><b>16. BOARD EXECUTIVE</b></p> <p>(1) The Board Executive consists of the following officers of the Commission</p> <ul style="list-style-type: none"> <li>(a) the chair,</li> <li>(b) the vice chair, and</li> <li>(c) the audit chair.</li> </ul> <p>(2) The Board Executive is to be elected as follows</p> <ul style="list-style-type: none"> <li>(a) If an election is required, the directors shall, following the annual Commission meeting in each year, elect from among the members of the board, the officers of the Commission, including the chair and vice-chair of the Commission; or</li> <li>(b) If no election is required due to director appointment and/or acclamation, the directors shall elect from among the members of the board the officers of the Commission, including the chair and vice-chair of the Commission, either before or after the annual Commission meeting, or</li> <li>(c) If a position as an officer of the Commission becomes vacant during the year, the directors shall elect from among the members of the board the officer of the Commission.</li> </ul>	<p>Changes are made to provide additional definition of Board Executive and to clarify the election process of the Board Executive, including any vacancies during the year.</p>
<p><b>22.</b> The quorum necessary for the conduct of business at an annual Commission meeting or a special Commission meeting is not fewer than 15 eligible producers.</p>	<p><b>22.</b> The quorum necessary for the conduct of business at an annual Commission meeting or a special Commission meeting is not fewer than 12 eligible producers.</p>	<p>Changed from 15 to 12 with the rationale being that it is twice the board size. This is also consistent with the quorum requirement in Saskatchewan although Saskatchewan has approximately twice the number of oat growers on any given year.</p>

Current	Proposed (December 2025)	Rationale
<p><b>29(2)</b> Subject to the requirements of the Act, these bylaws may be amended or repealed by the Board upon a 2/3 majority vote of producers during an annual general meeting or special general meeting or through whatever means determined appropriate by the Board.</p>	<p><b>29(2)</b> Subject to the requirements of the Act, these bylaws may be amended or repealed by the board upon a 2/3 majority vote of eligible producers during an annual general meeting or special general meeting or through whatever means determined appropriate by the board.</p>	<p>Updated to include “eligible” for consistent reference to producers and to provide clarity.</p>
<p><b>26.</b> In compliance with the ongoing review cycle of regulations, these bylaws must be reviewed annually.</p>	<p><b>26.</b> In compliance with the ongoing review cycle of regulations, these bylaws must be reviewed on or before July 31, 2034.</p>	<p>Amended review date aligns with the next mandatory regulation review process, seven years from July 31, 2027.</p>