



PRINCE EDWARD ISLAND
ÎLE-DU-PRINCE-ÉDOUARD

NATURAL PRODUCTS MARKETING ACT POTATO MARKETING PLAN REGULATIONS

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This document is *not* the official version of these regulations. The regulations and the amendments printed in the *Royal Gazette* should be consulted on the Prince Edward Island Government web site to determine the authoritative text of these regulations.

For more information concerning the history of these regulations, please see the *Table of Regulations* on the Prince Edward Island Government web site (www.princeedwardisland.ca).

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NATURAL PRODUCTS MARKETING ACT
Chapter N-3

POTATO MARKETING PLAN REGULATIONS

On the recommendation of the Prince Edward Island Marketing Council and under the authority of subsections 4(2) and (3) and section 29 of the *Natural Products Marketing Act* R.S.P.E.I. 1988, Cap. N-3, Council made the following regulations:

1. Definitions

- (1) In these regulations and in all orders and rules made hereunder, unless the context otherwise requires, terms defined in the Act shall have the same meaning herein, and
- (a) “**Act**” means the *Natural Products Marketing Act* R.S.P.E.I. 1988, Cap. N-3;
 - (b) “**Appeals Tribunal**” means the Natural Products Appeals Tribunal;
 - (c) “**Board**” means the Prince Edward Island Potato Board;
 - (c.01) “**Central District**” means the area within the boundaries set out as the Central District in the Schedule to these regulations;
 - (c.1) “**classification**” means the classification of producers into processing, seed or table stock producers;
 - (d) “**Council**” means the Prince Edward Island Marketing Council;
 - (e) “**dealer**” means any person engaged in the buying and selling of potatoes and who has been granted a license or has been named an agent by the Board;
 - (e.1) “**direct family member**” means, in respect of a person who directly or indirectly owns at least 10 per cent of the equity ownership in a potato production unit or a farm unit, the spouse, child or step-child of the person;
 - (f) “**district**” means the Western District, the Eastern District or the Central District;
 - (f.1) “**Eastern District**” means the area within the boundaries set out as the Eastern District in the Schedule to these regulations;
 - (g) “**farm unit**” means any person or legal business entity that controls a single tract of land or a number of separate tracts held under the same or different tenures and operated as a single unit for agricultural purposes;
 - (h) “**license**” means a license provided for under these regulations;
 - (h.1) “**member**” means a member of the Board who is elected or appointed, as the case may be, to represent a district;
 - (h.2) “**member at large**” means a member of the Board who is elected or appointed, as the case may be, to represent the registered producers in general;

- (i) “**person**” includes any partnership, corporation, co-operative, syndicate, or other business group formed or existing for the purpose of jointly acquiring or administering assets;
- (j) “**plan**” means the Prince Edward Island Potato Marketing Plan established under subsection 3(1);
- (k) “**potato production unit**” means any part of a farm unit which grows a minimum of 20 acres of potatoes and has the necessary land, buildings and equipment, as determined by Board policy, to carry on the activities of the production unit, or the activities of the production unit in conjunction with other activities of the farm unit;
- (l) “**processing producer**” means a registered producer who in the previous year held a valid processing contract for a minimum of 30 per cent, based on 240 hundredweight per acre, of the potato production unit’s production;
- (l.1) “**producer**” means any person engaged in the production of potatoes in the regulated area for the person’s own account;
- (l.2) revoked by EC387/20;
- (m) “**producer number**” means the number, which is not transferable, allocated to a registered potato production unit by the Board;
- (m.1) “**register**” means the register of potato production units;
- (n) “**registered producer**” means the person or persons designated to exercise voting rights on behalf of a registered potato production unit or farm unit;
- (o) “**regulated area**” means the Province of Prince Edward Island.
- (p) “**seed producer**” means a registered producer who operates a potato production unit for which, in the previous year, a minimum of 30 per cent of the potato acreage grown by the production unit passed the seed certification standards applied by the Canadian Food Inspection Agency;
- (q) “**table stock producer**” means a registered producer who in the previous year marketed as table stock a minimum of 30 per cent, based on 240 hundredweight per acre, of the potato production unit’s production;
- (r) “**Western District**” means the area within the boundaries set out as the Western District in the Schedule to these regulations.

Transitional

- (2) A potato production unit which is registered with the Board immediately before the date this subsection comes into force and which grows less than 20 acres of potatoes, is deemed to be a potato production unit and to be registered as such for the purposes of these regulations as long as it meets the other conditions of registration or until it is removed from the register pursuant to subsection 9(7). (EC173/90; 246/95; 92/02; 206/07; 221/13; 387/20)

2. Potatoes, a regulated product

Potatoes are designated as a regulated product. (EC173/90)

PRINCE EDWARD ISLAND POTATO MARKETING PLAN

3. Establishment of plan

- (1) There is established a plan to be known as the Prince Edward Island Potato Marketing Plan.



Purpose of plan

- (2) The purpose and intent of the plan is to provide the Prince Edward Island Potato Board with all the necessary powers and authority to
- (a) provide for the promotion, control and regulation in any or all respects of the production and marketing of potatoes within Prince Edward Island, including the prohibition of production and marketing of potatoes, in whole or in part;
 - (b) act as an agent for, co-operate with or receive the delegation of powers from the Government of Canada to regulate the marketing of potatoes; and
 - (c) provide for the control and regulation in any or all respects of the quality of potatoes in Prince Edward Island. *(EC173/90; 387/20)*

PRINCE EDWARD ISLAND POTATO BOARD**4. Establishment of commodity board**

There is constituted a commodity board to be known as the Prince Edward Island Potato Board for the promotion, control and regulation of potatoes in the Province of Prince Edward Island. *(EC173/90)*

5. Corporation

The Board is a body corporate. *(EC173/90)*

6. Head office

The Board shall maintain a head office in the province. *(EC173/90; 387/20)*

7. Seal

The common seal of the Board shall be authenticated by the signature of the chairperson and of the secretary or by any other person the Board may authorize by resolution. *(EC173/90; 387/20)*

8. Fiscal year

- (1) The fiscal year of the Board shall end on the 30th day of June in each and every year.

Filing documents

- (2) The Board shall file with Council

- (a) a certified copy of the audited financial statement of the Board accompanied by the report of operations of the Board on or before October 31 in each year;
- (b) a certified copy of all minutes, orders, appointments, agreements, awards, reports, rules, resolutions and regulations of the Board within seven business days of being made or passed;
- (c) all notices and agenda items for Board meetings, general producer meetings, special or annual meetings, as the case may be, and within seven business days after each meeting, the Board shall notify Council as to what action was taken with respect to each agenda item.

Agency documents

- (3) Where, pursuant to section 45, the Board appoints an agent, the agent shall file with the Board and with Council a certified copy of the audited financial statement and annual report of the agent on or before October 31 in each year.

Books

- (4) The Board shall keep proper books of account which shall be audited for each fiscal year by an auditor appointed by the Board.

Report

- (5) A copy of the audited financial statement accompanied by a report of the operations of the Board shall be presented to the Board within 120 days of the close of the fiscal year of the Board at a regularly scheduled meeting of the Board or a special meeting of the Board called by the chairperson to consider the report.

Statements

- (6) Copies of the annual audited financial statement shall be presented to the producers at the annual meeting of producers. (*EC173/90; 387/20*)

REGISTER OF POTATO PRODUCTION UNITS

9. Register of potato production units

- (1) The Board shall maintain a register of potato production units by district which shall be available for inspection by producers without charge during normal business hours of the Board.

Idem

- (1.1) The Board shall update the register on or before June 30 each year.

Idem

- (1.2) Despite subsection (1.1), the Board may update the register at any other time during a year where a ballot vote is being taken among registered potato production units.

Rights

- (2) Rights and privileges in the industry, including the right to vote, are vested in the potato production unit subject to subsections (3) and (4).

Exercise of rights

- (3) Each potato production unit shall register with the Board and the rights and privileges of the unit shall be exercised by the person or persons designated by notice in writing from the potato production unit to the Board.

Voting

- (4) Each potato production unit shall have one vote in plebiscites or elections or at meetings called by the Board respecting industry matters.

Multiple votes, potato production units

- (5) Where a potato production unit grows more than 50 acres of potatoes, the potato production unit may designate up to three natural persons to exercise voting rights on behalf of the potato production unit, each of whom meets the requirements in clause (a) or (b):



- (a) the person
 - (i) directly or indirectly owns at least 10 per cent of the equity ownership in the potato production unit,
 - (ii) is 18 years of age or over,
 - (iii) is actively engaged in the farming activities of the potato production unit, and
 - (iv) does not exercise voting rights on behalf of any other potato production unit; or
- (b) the person
 - (i) is a direct family member of a person referred to in subclause (a)(i),
 - (ii) is 18 years of age or over,
 - (iii) is actively engaged in the farming activities of the potato production unit,
 - (iv) derives the majority of their primary income from the potato production unit, and
 - (v) does not exercise voting rights on behalf of any other potato production unit.

Requirements

- (6) In order to exercise the rights conferred by subsection (5), the proprietors of the potato production unit must
 - (a) show to the satisfaction of the Board that the potato production unit is established as a business entity in accordance with the law of the province; and
 - (b) designate in writing to the Board the natural persons who will exercise the voting rights and provide a copy of the signature of those persons.

Removal from register

- (7) The Board may remove from the register any potato production unit by giving 30 days' notice in writing stating the grounds for removal and mailed to the last known address of the unit recorded in the register.

Appeal

- (8) A potato production unit may appeal the removal of its name from the register to the Appeals Tribunal and the name of the potato production unit shall remain on the register until the appeal is heard. (*EC173/90; 371/05; 387/20*)

10. Farm units, multiple votes

- (1) Where potato production units are operated as and form part of a farm unit that is operated as a single business enterprise, and the farm unit grows in aggregate more than 50 acres of potatoes, the farm unit may designate up to three natural persons to exercise voting rights on behalf of the farm unit, each of whom meets the requirements in clause (a) or (b):
 - (a) the person
 - (i) directly or indirectly owns at least 10 per cent of the equity ownership in the farm unit,
 - (ii) is 18 years of age or over,
 - (iii) is actively engaged in the farming activities of the farm unit, and
 - (iv) does not exercise voting rights on behalf of any other farm unit; or
 - (b) the person
 - (i) is a direct family member of a person referred to in subclause (a)(i),

- (ii) is 18 years of age or over,
- (iii) is actively engaged in the farming activities of the farm unit,
- (iv) derives the majority of their primary income from the farm unit, and
- (v) does not exercise voting rights on behalf of any other farm unit.

Voting

- (2) The voting rights conferred by this section are in substitution for the voting rights conferred on a potato production unit by section 9.

Requirements

- (3) In order to exercise the rights conferred by this section the proprietors of the farm unit must
- (a) show to the satisfaction of the Board that the farm unit is established as a business entity in accordance with the law of the province;
 - (b) identify the registered potato production units on behalf of which the farm unit will exercise voting rights; and
 - (c) designate in writing to the Board the natural persons who will exercise the voting rights and provide a copy of the signature of those persons.

Exercise of voting rights

- (4) Revoked by EC387/20. (EC173/90387/20)

ELECTIONS**11. Composition of board of directors**

- (1) The Board shall be composed of 12 members, equally representing the processing producers, seed producers and table stock producers of the province, as set out in subsection (2).

Idem

- (2) The Board shall be composed of the following members, all of whom shall be registered producers, elected in accordance with these regulations, consisting of
- (a) three members who reside or are located in the Western District, of which
 - (i) one member is a processing producer,
 - (ii) one member is a seed producer, and
 - (iii) one member is a table stock producer;
 - (b) three members who reside or are located in the Eastern District, of which
 - (i) one member is a processing producer,
 - (ii) one member is a seed producer, and
 - (iii) one member is a table stock producer;
 - (c) three members who reside or are located in the Central District, of which
 - (i) one member is a processing producer,
 - (ii) one member is a seed producer, and
 - (iii) one member is a table stock producer; and
 - (d) three members at large who represent all registered producers who reside or are located in the regulated area, of which
 - (i) one member at large is a processing producer,
 - (ii) one member at large is a seed producer, and



- (iii) one member at large is a table stock producer.

District boundaries - Schedule

- (3) The boundaries of the districts referred to in subsection (2) are those described in the Schedule.

Adoption of Schedule

- (4) The Schedule to these regulations is hereby adopted and forms part of these regulations.

Transitional

- (5) On the day this section comes into force, the registered producers who, immediately preceding the coming into force of this section, were members of the Board are deemed to have been elected to represent the Western District, the Eastern District or the Central District, or elected as a member at large, in accordance with subsection (2) as follows:

- (a) the three members who, immediately preceding the coming into force of this section, were members of the Board representing the West Prince District, are deemed to be members of the Board representing the Western District referred to in subclauses (2)(a)(i), (2)(a)(ii) and (2)(a)(iii), each for the remainder of the member's term or until the member sooner ceases to hold office;
- (b) the three members who, immediately preceding the coming into force of this section, were members of the Board representing the Charlottetown District, are deemed to be members of the Board representing the Eastern District referred to in subclauses (2)(b)(i), (2)(b)(ii) and (2)(b)(iii), each for the remainder of the member's term or until the member sooner ceases to hold office;
- (c) the three members who, immediately preceding the coming into force of this section, were members of the Board representing the Summerside District, are deemed to be members of the Board representing the Central District referred to in subclauses (2)(c)(i), (2)(c)(ii) and (2)(c)(iii), each for the remainder of the member's term or until the member sooner ceases to hold office;
- (d) the three members who, immediately preceding the coming into force of this section, were members of the Board representing the Montague-Souris District, are deemed to be the members at large referred to in subclauses (2)(d)(i), (2)(d)(ii) and (2)(d)(iii), each for the remainder of the member's term or until the member sooner ceases to hold office.

2020 election

- (6) The Board shall
- (a) call and publish notice of an annual general meeting for all members to be held within six months of the coming into force of this section; and
- (b) conduct elections in accordance with sections 15 and 16 before the annual general meeting. *(EC246/95; 371/05; 387/20)*

12. Term of office

- (1) Board members shall serve three-year terms and shall assume office at the first meeting of the Board following the annual general meeting.

Staggered terms

- (2) Despite subsection (1), at the next election following the coming into force of this subsection, members of the Board may be elected for staggered terms determined by the Board. *(EC173/90; 246/95; 371/05; 387/20)*

13. Eligibility to vote

Revoked by EC387/20. (EC173/90; 387/20)

14. Eligibility to nominate

To be eligible for election to the Board, a registered producer must be eligible to vote and meet the classification requirements for the nomination. (EC173/90; 246/95; 221/13; 387/20)

15. Election

- (1) The members of the Board shall be elected by the registered producers in each district by mailed or hand-delivered ballot.

Returning officer

- (2) The Board shall appoint a returning officer who shall cause to be published in at least two daily or weekly newspapers a notice of the holding of election which notice shall be published not later than the last day of June and shall advise where nomination forms may be obtained.

Nominations

- (3) Nominations shall be received by the returning officer or postmarked not later than the last day of July in each year.

Form

- (4) Every nomination shall be in writing and shall be on a form prescribed by the Board and shall be signed by at least ten registered producers resident in the district in which the election is to be held.

Notice of acceptance

- (5) Acceptance of a nomination by the nominee shall be evidenced by a notice in writing from the nominee to the Board and the notice shall accompany the nomination.

Appointment

- (6) If no nominations are received from a district, the Council, on the advice of the Board, will make an appointment to be in effect until the term of office for that position expires.

Single nominee

- (7) If not more than one nomination is received from a district for which an election is being held, the registered producer so nominated shall be declared elected for the ensuing term by the returning officer upon the conclusion of the election.

Election

- (8) If more than one nomination is received from a district for which an election is being held, the returning officer shall conduct an election for the district by mailed or hand-delivered ballot.

Eligibility for office

- (9) For the purpose of conducting an election, those persons who are registered producers and are designated in the district by or on the last day of June in each year or who are registered producers residing in the regulated area, shall be eligible to be nominated and run for Board office as well as vote in the election. (EC173/90; 508/04; 387/20)



16. Eligibility to vote

- (1) Where there is a vacancy on the Board for a member of a district, each registered producer residing or located in the district who is listed in the register of potato production units is entitled to cast one vote in an election held to fill the vacancy.

Idem

- (2) Where there is a vacancy on the Board for a member at large, each registered producer residing or located in the regulated area who is listed in the register of potato production units is entitled to cast one vote in an election held to fill the vacancy.

Idem

- (3) Each person designated to exercise voting rights on behalf of a potato production unit pursuant to subsection 9(5), or a farm unit pursuant to subsection 10(1), as the case may be, is entitled to cast one vote for one candidate for election in the district in which the potato production unit or farm unit is registered.

Ballot

- (4) The returning officer shall cause to be mailed to eligible registered producers
- (a) a ballot which shall bear the name and classification of each candidate nominated for election in the district or at large;
 - (b) a ballot envelope;
 - (c) a return addressed envelope; and
 - (d) voting instructions.

Notice

- (5) The registered producer shall be deemed to have received a ballot under subsection (4) which is addressed to the producer with postage prepaid at the last known address of the registered producer recorded in the register of potato production units four business days after the returning officer mailed it, but the failure of any registered producer to receive the ballot shall not invalidate any election.

Counterfoil

- (6) Each ballot envelope shall have a counterfoil attached to the ballot envelope and the counterfoil shall contain the name of the potato production unit and the registered producer's name.

Return of ballots

- (7) All ballots shall be returned by mail or hand-delivered, with the counterfoil attached, to the returning officer and shall be postmarked not later than the last day of August in each year.

Scrutineers

- (8) Each candidate in an election is entitled to appoint one scrutineer to represent the candidate at the opening and counting of the ballots.

Witnesses

- (9) The returning officer may appoint persons to witness the counting of ballots.

Idem

- (10) The Council may appoint an additional witness to represent the Council.

Validity

- (11) The failure of a scrutineer or witness to witness the counting of ballots shall not invalidate the election.

Idem

- (12) Revoked by EC371/05.

Idem

- (13) A returning officer shall not count a ballot unless the returning officer has validated the counterfoil of the ballot envelope for the ballot.

Counterfoil removed

- (14) All ballot envelopes shall have the counterfoil removed before being placed in the ballot box.

Counting

- (15) Ballots shall be opened and counted by the returning officer not later than September 15 of each year, in the presence of the scrutineers and witnesses and a complete report of the results, bearing the signatures of those present, shall be filed with the Council.

Declaration

- (16) The candidate or candidates receiving the greatest number of votes shall be declared elected by the returning officer.

Casting vote

- (17) In the event of two or more candidates for election receiving an equal number of votes, the returning officer shall break the tie. *(EC173/90; 508/04; 371/05; 387/20)*

17. Assumption of office

Each member of the Board shall assume office at the first meeting of the Board following the annual meeting of producers but in any event not later than November 30 in each year. *(EC173/90; 508/04)*

18. Re-election

A member of the Board who has served two consecutive full terms is not eligible for re-election until the expiry of at least one year after the completion of the member's last term. *(EC173/90; 371/05; 387/20)*

19. Vacancies

If no member is elected to the Board in accordance with these regulations or if an elected member becomes unwilling or unable to act, or if a vacancy occurs on the Board for any other reason, the Council may appoint a registered producer from that district or a member at large to fill the unexpired term of office of the member being replaced, or until the date of the next election. *(EC173/90; 387/20)*

20. Idem

The Council may declare vacant the office of any member of the Board who has failed to attend three consecutive meetings of the Board or six Board meetings in a fiscal year. *(EC173/90)*



21. Idem

The Council may declare vacant the office of any member of the Board who has been convicted of any offence under the Act or any indictable offence under the *Criminal Code*. (EC173/90)

22. Idem

The Council may declare vacant the office of any member of the Board who discontinues being a registered producer during the member's term. (EC173/90; 387/20)

OFFICERS**23. Officers**

- (1) The Board shall, at the first meeting following the annual meeting of producers, elect from its members a chairperson and a vice-chairperson and shall appoint a secretary and a treasurer and the same person may be appointed secretary and treasurer.

Idem

- (2) The Board may also appoint any officers and employees as it considers necessary. (EC173/90; 387/20)

24. Chairperson

The chairperson of the Board shall

- (a) arrange for the calling of meetings and specify the date, time and location;
- (b) chair all meetings the chairperson is able to attend; and
- (c) be a signing officer of the Board,

and may vote only for the purpose of breaking a tie vote. (EC173/90; 387/20)

25. Vice-chairperson

The vice-chairperson of the Board shall perform all duties and functions of the chairperson in the chairperson's absence, or in the event of the chairperson's inability or refusal to act. (EC173/90; 387/20)

26. Secretary

The duties of the secretary are

- (a) to attend all meetings of the Board and keep true minutes of the meetings and to send a copy of the minutes to every member of the Board within 10 business days after the date of each meeting;
- (b) to attend all meetings of producers called by the Board and keep true minutes of the meetings;
- (c) to conduct the correspondence of the Board;
- (d) to sign all orders and regulations of the Board;
- (e) to keep a record of
 - (i) all business transactions of the Board;
 - (ii) all orders, directions or determinations of the Board;

- (iii) all reports of committees that are from time to time appointed by the Board; and
- (iv) all annual statements, auditor's reports and annual reports;
- (f) to maintain at the head office of the Board true copies of all regulations and orders of the Board and the secretary shall permit any producer to inspect same without charge during normal business hours of the Board;
- (g) to maintain a register of potato production units by district in which shall be recorded the names of all producers resident in each district, and the secretary shall permit any producer to inspect the register without charge during normal business hours of the Board; and
- (h) to perform any other duties as may be prescribed from time to time by the Board. *(EC173/90; 387/20)*

27. Treasurer

The duties of the treasurer are

- (a) under the direction of the Board, to provide for the deposit of money, the safekeeping of securities and disbursement of funds of the Board;
- (b) to keep full and accurate books of account in which shall be recorded all receipts and disbursements of the funds of the Board;
- (c) to prepare reports showing the financial position of the Board as the Board may direct; and
- (d) to perform any other duties as may be prescribed from time to time by the Board. *(EC173/90; 387/20)*

28. Members

Each member of the Board shall

- (a) attend the meetings of the Board;
- (b) act in the best interests of the industry in the province; and
- (c) subject to clause (b), represent the producers in the member's district or, if the member is a member at large, the producers in the regulated area. *(EC173/90; 387/20)*

29. Assistants

- (1) Any powers and duties of an officer to whom an assistant has been appointed by the Board may be exercised and performed by the assistant.

Limitation

- (2) The Board may add to or limit the powers and duties of an officer or the officer's assistant.

Tenure

- (3) Except as provided in section 18, every member or official of the Board shall hold office until a replacement is elected or appointed. *(EC173/90; 387/20)*



MEETINGS

30. Annual meeting

The annual meeting of the Board for the purpose of electing or appointing officers of the Board shall be held subsequent to the annual meeting of producers but in any event prior to November 30 in each year. (EC173/90; 508/04)

31. Notice

- (1) Meetings of the Board shall be held from time to time on a date and at a time and location the chairperson or in the chairperson's absence the vice-chairperson or any four members of the Board shall determine and the secretary, when directed or authorized by either of the said officers or by any two members of the Board, shall give 10 business days' notice of each meeting to the members of the Board.

Location

- (2) Unless otherwise stated in the notice calling the meeting, meetings of the Board shall be held at the head office.

Contents of notice

- (3) Notice of a meeting shall
 - (a) include the date, time and location of the meeting;
 - (b) be given orally, or by mail, fax, email, instant message text or any form approved by the Board to each member of the Board; and
 - (c) state the nature of the business to be transacted at the meeting.

Waiver

- (4) No notice of a meeting is required to be given where, in addition to the members of the Board present, those absent waive the requirement for notice before the meeting is held.

Deemed receipt of mailed notice

- (5) Notice by mail, email or instant message text shall be
 - (a) sent to the member's last known address or number as recorded in the books of the Board; and
 - (b) deemed to be received by the member four business days after the date of mailing or sending.

Quorum

- (6) A majority of the members of the Board constitutes a quorum for the transaction of business.

Majority vote

- (7) All questions arising at a meeting of the Board are decided by the majority of the votes of the members present.

Absence

- (8) Where the chairperson and vice-chairperson are absent from a meeting, the Board may elect a chairperson for the purpose of that meeting from among the members present.

Idem

- (9) Where the secretary is absent from a meeting, the Board may appoint a secretary for the purpose of that meeting from among the members present. *(EC173/90; 387/20)*

32. Decisions without meeting

- (1) The Board may transact business matters other than at a meeting called and conducted in accordance with sections 30 and 31 upon condition that
- (a) the chairperson of the Board is of the opinion that the matter of business should be decided sooner than a meeting can be called;
 - (b) the chairperson submits the matter to be decided to the secretary of the Board;
 - (c) the chairperson or the secretary submits the matter for decision to the members of the Board by electronic transmission or orally or by telephone; and
 - (d) the secretary makes a record in the minute book of the Board of the matter to be decided and the decision of each member.

Idem

- (2) Where the conditions prescribed in subsection (1) have been complied with and the record shows a majority of members in favor of, or against, the matter of business, it shall be decided accordingly.

Record

- (3) Where the secretary of the Board makes a record in the minute book under subsection (1), the record shall be read and confirmed at the next meeting of the Board. *(EC173/90; 387/20; 387/20)*

FINANCE**33. Finance**

- (1) An order passed by the Board,
- (a) for borrowing money on the credit of the Board;
 - (b) for issuing, selling or pledging securities of the Board;
 - (c) for charging, mortgaging, hypothecating or pledging all or any of the real or personal property of the Board, including book debts and unpaid calls, rights, powers, franchises and undertakings; or
 - (d) to negotiate for any securities or any money borrowed, or other debt, or any other obligation or liability of the Board,

shall state the purpose or purposes for which the money, credit, debt or liability is to be used.

Majority on financial resolution

- (2) No order referred to in subsection (1) is effective unless it is passed at a meeting of the members of the Board called for the purpose of considering the order and not less than two-thirds of the total Board members are present and two-thirds of those present vote in favour of it. *(EC173/90; 387/20)*



34. Bond

- (1) The Board may require the treasurer to furnish a bond for the faithful discharge of the treasurer's duties in the form and with the security that the Board may from time to time prescribe.

Idem

- (2) The Board may require other officers, employees and agents that the Board considers necessary or advisable to furnish bonds for the faithful discharge of their duties in the form and with the security that the Board may from time to time prescribe.

Costs

- (3) The Board shall pay the cost of any bond required under subsection (1) or (2). (*EC173/90; 387/20*)

35. Investment

The Board shall not invest any surplus funds of the Board other than in investment certificates or trust funds of a chartered bank, trust company, credit union, or the provincial or federal government. (*EC173/90*)

36. Audit

- (1) The Board shall cause its accounts to be audited annually by one or more auditors within 120 days of the end of the fiscal year of the Board.

Report

- (2) The auditor shall make a report to the Board based on the accounts examined by the auditor and on every balance sheet laid before the Board at a general meeting and in the report shall state whether, in the auditor's opinion, the balance sheet referred to in the report is properly drawn up so as to exhibit a true and correct view of the state of the Board's affairs as shown by its books and the treasurer's financial statements.

Filing

- (3) The Board shall file or cause to be filed a true copy of every audited financial statement with the Council on or before October 31 in each year. (*EC173/90; 387/20*)

37. Meetings

- (1) The Board shall call
 - (a) an annual meeting of producers under the plan; or
 - (b) annual district meetings under the plan for each district.

Idem

- (2) The annual meeting or the annual district meetings of producers shall be held on or before November 30 in each year on a date and at a time and location that the Board determines.

Presentation of financial statements, annual report

- (3) At every annual meeting or at each annual district meeting, the Board shall present the audited financial statement for the preceding fiscal period along with the annual report of the Board and shall announce the appointment of auditors for the next succeeding year. (*EC173/90; 508/04; 387/20*)

GENERAL

38. Special meeting

- (1) Where the Board receives a petition or request signed by at least 10 per cent of the registered producers requesting that a special meeting of producers be held for discussion of matters respecting the operation of the plan or of the Board, the Board shall call a special meeting of producers within 30 days of the receipt of such a petition or request.

Agenda

- (2) A petition or request shall contain or be accompanied by a statement of the matters for discussion at the special meeting.

Notice

- (3) A meeting referred to in subsection (1) or (2) may be called
- (a) by giving notice, in writing, to each registered producer; or
 - (b) by publication of such notice in at least two newspapers in the province,
- and the notice shall contain a statement of the matters for discussion and shall be given at least two weeks prior to the date of the meeting.

Business

- (4) At a special meeting only those matters contained in the notice of meeting may be brought before the meeting. *(EC173/90; 387/20)*

39. Board not bound

The Board shall not be bound by any decision arising from a special, annual or district meeting. *(EC173/90)*

40. Committees

The Board may appoint committees, the members of which need not be members of the Board, to advise or assist it in its work but shall not subdelegate any powers delegated to the Board under the plan. *(EC173/90)*

41. Irregularity

The actions of the Board are, despite any defect or irregularity in the appointment or election or qualifications of any member, as valid as if the Board and every member has been duly appointed or elected and were fully qualified. *(EC173/90; 387/20)*

42. Liability

No action shall be brought against any person who at any time acts or purports to act in good faith under the authority of the Act, these regulations or a Board order. *(EC173/90; 387/20)*

43. Indemnity

Every member or officer of the Board and the member's or officer's 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 the funds of the Board, from and against



- (a) all costs, charges and expenses whatsoever which the member or officer sustains or incurs in or about any action, suit or proceeding which is brought, commenced or prosecuted against the member or officer, for or in respect of any act, deed, matter or thing whatsoever, made, done, or permitted by the member or officer, in or about the execution of the duties of the member's or officer's office; and
- (b) all other costs, charges and expenses which the member or officer sustains or incurs in or about or in relation to the affairs of the member or officer, except the costs, charges or expenses as are occasioned by the member's or officer's own wilful neglect or default. *(EC173/90; 387/20)*

44. Remuneration

- (1) The remuneration to be paid to members of the Board shall be a per diem allowance that the Board may from time to time determine and which is approved by Council.

Expenses

- (2) The members of the Board are also entitled to be paid their traveling or other expenses properly incurred by them in connection with the business of the Board.

Special services

- (3) The members may also by resolution make special remuneration to any member undertaking any special services on behalf of the Board. *(EC173/90; 387/20)*

45. Powers

The Lieutenant Governor in Council hereby vests in the Prince Edward Island Potato Board all powers necessary to enable it effectively to promote, control and regulate the marketing of potatoes within the province including the power to prohibit any aspect of the marketing of potatoes, and without limiting the generality of the foregoing or any other provisions of these regulations it has the following additional powers:

- (a) to regulate the time and place at which, and to designate the agency or sub-agency, or the agencies or sub-agencies through which, potatoes are to be marketed;
- (b) to determine the manner of distribution, the quantity and quality, grade or class of potatoes that are to be marketed;
- (c) to prohibit any aspect of the marketing of any grade, quality or class of potatoes;
- (d) to determine the charges that may be made for its services by any designated agency;
- (e) to exempt from any determination or order any person or class of persons engaged in the production of, or any aspect of marketing of potatoes or any class, variety, or grade of potatoes;
- (f) to require any or all persons engaged in the production of, or any aspect of marketing of potatoes, to register with and obtain licenses from the Board and to establish requirements for the issue of licenses;
- (g) to fix and collect yearly, half-yearly, quarterly, or monthly license fees from any or all persons engaged in the production of, or any aspect of the marketing of potatoes, and for this purpose to classify persons into groups and fix the license fees payable by the members of the different groups;
- (h) to fix and collect from persons fees and levies for services rendered or to be rendered by the Board;
- (i) to recover such license, levies or other fees by suit in any court of competent jurisdiction;

- (j) to suspend or revoke at any time any license granted under the Act and to establish appeal procedures;
- (k) to impose penalties as provided by regulation for violation of any determination or order under the Act or the regulations;
- (l) to require full information relating to the production and any aspect of marketing of potatoes from all persons engaged in their production and marketing;
- (m) to require periodic returns to be made by those persons;
- (n) to inspect the books and premises of those persons;
- (o) to fix price or prices, minimum price or prices, at which potatoes, or any grade or class of potatoes, may be bought or sold in the province, or that shall be paid for the regulated product by a designated agency;
- (p) to acquire, possess, purchase and sell potatoes;
- (p.1) to purchase, take on lease or in exchange, or otherwise acquire real property for the purposes of its business and to sell or otherwise dispose of or mortgage real property acquired by the Board;
- (p.2) to borrow, raise or secure the payment of money in such manner as the Board may think fit for the purpose of carrying out the objects of the plan;
- (p.3) to draw, make, accept, endorse, execute, issue hypothecate, or assign promissory notes, bills of exchange and other negotiable or transferable instruments;
- (p.4) to take, or otherwise acquire and hold, shares, debentures or other securities of any company having objects altogether or in part similar to those of the Board, or carrying on any business capable of being conducted so as, directly or indirectly, to benefit producers, and to sell or otherwise deal with the same;
- (q) to detain or seize, and dispose of any potatoes marketed in violation of any order of the Board;
- (r) to require the person in charge of any vehicle to permit any agent or employee authorized by the Board to search the vehicle;
- (s) to use in carrying out the purposes of the plan and paying the expenses of the Board any money received by the Board;
- (t) to delegate its powers to any agent or employee authorized by the Board for the proper operation of the plan under which the Board is constituted, provided that this clause shall not permit the delegation by the Board of the powers contained in clauses (f), (g) and (j);
- (u) to make orders and rules affecting the production or marketing of potatoes;
- (v) to establish and operate a quota system with respect to the production and marketing of potatoes providing for
 - (i) the marketing of potatoes on a quota basis,
 - (ii) the fixing and allotting to persons of quotas for the marketing of potatoes on such basis as the Board considers proper,
 - (iii) the refusing to fix and allot to any person a quota for the marketing of potatoes for any reason that the Board considers proper,
 - (iv) the cancelling or reducing of, or the refusing to increase, a quota fixed and allotted to any person for the marketing of potatoes for any reason that the Board considers proper,
 - (v) the compensation to be allotted to any person whose quota has been cancelled, reduced, or withheld for any reason, and



- (vi) the terms and conditions upon which a person may market a quantity of potatoes in excess of the quota fixed and allotted to the person;
- (w) to investigate and arbitrate any dispute arising from the sale of any potatoes between producers, shippers, transporters and distributors;
- (x) to require proof of financial responsibility by any person engaged in marketing; and
- (y) to establish price stabilization programs and to fix and collect from producers fees and levies to be used for services rendered or to be rendered to establish a price stabilization program and for the general purposes of orderly marketing. *(EC173/90; 387/20)*

46. Supply management

Despite clause 45(v), the Board shall not have the power to implement a supply management system without there first being a producer plebiscite in which the majority of those voting indicate their support for such a system. *(EC173/90; 387/20)*

47. Acquisition of shares

Despite clause 45(p.4), the Board shall not have the power to take or otherwise acquire and hold shares, debentures or other securities in any company having objects altogether or in part similar to those of the Board without there first being a plebiscite in which the majority of those voting indicate their support for it. *(EC173/90; 387/20)*

48. Single desk selling

- (1) Despite clauses 45(a) and (p), the Board shall not have the power to implement a single desk selling system without there first being a plebiscite in which the majority of those voting indicate their support for it.

Saving

- (2) Despite subsection (1), the Board is not precluded from acquiring, possessing, purchasing or selling potatoes in conjunction with any aspect of the operation of an elite seed program or the implementation of a surplus removal program. *(EC173/90; 387/20)*

49. Dual capacity

Every person who operates in more than one of the capacities dealt with in these regulations or in the plan, as the case may be, shall be deemed to act in each of the capacities separately from the others, and to contract in each of the capacities with itself, himself or herself in each of the other capacities in which the person acts, for the purposes of these regulations and the plan, and shall comply with all provisions of the Act, these regulations, the plan and all orders, rules and regulations of the Board that apply to the person or the person's operations in each capacity. *(EC173/90; 387/20)*

SCHEDULE

Western District

Shall be bounded as follows: consisting of that portion of the province that is situated to the west side of a point starting in Clinton running south along Route 107, then along Route 233, then along Route 107, ending at Read Drive in Summerside.

Eastern District

Shall be bounded as follows: consisting of that portion of the province that is situated to the east side of a point starting on Route 6 in Cymbria running South to Route 7, then along Route 2, then along Route 9, then along Route 19A, ending at Canoe Cove.

Central District

Shall be bounded as follows: consisting of all that portion of the province that is situated between the Western District and the Eastern District.

(EC387/20)