



GOVERNANCE POLICY MANUAL

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DISCLAIMER: *Alberta Chicken Producers Regulation will prevail the Policies contained herein*



ALBERTA CHICKEN PRODUCERS POLICY DEVELOPMENT AND ADMINISTRATION PHILOSOPHY

Policy is developed as a guideline for the Board to conduct its business. As such, the Board establishes Policies to make clear the requirements and expectations of the Board, Producers and industry stakeholders in administering Alberta Chicken Producers' programs, conducting its business operations, and upholding Alberta Chicken Producers' Regulations.

POLICY DEVELOPMENT AND AMENDMENT GUIDELINES:

Developing Policy:

- The Board must uphold its legal responsibilities: Board Policy is developed within scope of current legislation.
- Board Policy is developed in a manner that serves the needs of our producers and industry.

Amending Policy:

- Amendments to Alberta Chicken Producers' Operations Policies and Regulations involve consultation with Producers, Industry Stakeholders, and Alberta Agricultural Products Marketing Council.
- Amendments to Alberta Chicken Producers' Governance Policies are established by the Board and may involve consultation with Producers in the case of significant amendments that have direct impact on Producers.
- Should Alberta Chicken Producers identify potential amendments to its Regulations, apart from timeframe for standard review, to support the legal and fiduciary responsibilities of the Board and / or to support the governance culture of the organization, a regulation review and amendment process may be initiated through consultation with the Alberta Agricultural Products Marketing Council, Producers and Industry Stakeholders.
- All amendments to Alberta Chicken Producers Regulations and its Operational Policies are communicated to producers and industry stakeholders upon implementation.

Reviewing of Policy:

- The Board has the authority to establish internal processes for reviewing policy decisions.
- Under the Marketing of Agricultural Products Act (MAPA), an external Review and Appeal Process may be filed in regard to the Board's interpretation and administration of Policy and Regulations.

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ANNUAL PERFORMANCE REVIEWS

BACKGROUND:

In order for the Board to remunerate the Executive Director, and the Executive Director to remunerate Staff respectively, *Annual Performance Reviews* are conducted allowing sufficient time to process the necessary paperwork for remuneration.

PROCEDURE:

- (1) Annual 'staff reviews' are conducted by the Executive Director.
- (2) The Board will conduct an annual review of the Executive Director's prior to the end of each fiscal year end.
- (3) Remuneration information shall be forwarded to the Bookkeeper for payment.

Reference Strategic Planning Session - August, 1997

POLICY:

Alberta Chicken Producers will be responsible for implementing a 'benefits plan' for Board Directors and employees to protect both the employee and employer's interests.

Should accidental death, dismemberment or specific loss occur while Board Directors are conducting Alberta Chicken Producers' or Chicken Farmers of Canada business, liability insurance is to be in place.

GUIDELINES:

- (1) Liability Insurance: A Liability Insurance Policy for Directors and staff is in effect for no less than 2,000,000. Policy Carrier: Intact Insurance
- (2) Accidental Death Insurance: An Accidental Death Insurance Policy for Board Directors and staff is in effect. Policy Carrier: M.B.S. Insurance Brokers (used to be Gibbard Insurance Brokers Inc.)
- (3) Workers Compensation: Board Directors and staff members are covered under Workers Compensation.
- (4) Provincial Health Care Premiums (if applicable) are paid on behalf of employees who are not otherwise covered by a spousal plan.
- (5) Alberta Chicken Producers will contribute the premiums on the Chicken Farmers of Canada (CFC) group benefit plan.
- (6) Alberta Chicken Producers will contribute matching funds from 3% to 5% of an employees' salary into a Registered Retirement Savings Plan. [See *Pension Plan (RRSP) for further details*]
- (7) Policy details are available from the ACP office.

Reference Minutes of: April 25, 2005
February, 2001



BOARD ANNUAL WORK PLAN

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|---|---|
| <p style="text-align: center;">JANUARY</p> <ul style="list-style-type: none"> ▪ Agenda for Annual Meeting ▪ Review of Annual Report ▪ Review of Audited Financial Statement ▪ Board Meeting ▪ CFC Meeting ▪ Research Project Funding Proposals | <p style="text-align: center;">FEBRUARY</p> <ul style="list-style-type: none"> ▪ Annual Meeting Preparations ▪ Research Symposium (every other 'even' year) ▪ Board Meeting ▪ Annual General Meeting ▪ Organizational Meeting: Chair, Vice-Chair, CFC Director, CFC Alternate (to occur within one week of the AGM) |
| <p style="text-align: center;">MARCH</p> <ul style="list-style-type: none"> ▪ New Director Orientation ▪ Board Meeting ▪ Review Code of Conduct, Indemnity Agreement & Conflict of Interest ▪ Set Organic Lease Rate for upcoming year ▪ Approve Quarterly Financial Statement ▪ Board Organization of Committee Reps ▪ Update API Representative MOU ▪ CFC Annual General Meeting ▪ CFC Meeting ▪ National SM4 Joint Annual Reception [in the evening] ▪ Schedule Board Meetings to year-end ▪ Schedule Strategic Planning Session and Industry Advisory Committee Meetings | <p style="text-align: center;">APRIL</p> <ul style="list-style-type: none"> ▪ Board Team Building & Development Workshop ▪ Board Meeting ▪ Industry Advisory Committee Meeting (or May) |
| <p style="text-align: center;">MAY</p> <ul style="list-style-type: none"> ▪ Board Meeting ▪ Industry Advisory Committee Meeting (or April) ▪ CFC Meeting | <p style="text-align: center;">JUNE</p> <ul style="list-style-type: none"> ▪ Board Meeting ▪ Approve Quarterly Financial Statement |
| <p style="text-align: center;">JULY</p> <ul style="list-style-type: none"> ▪ CFC Summer Meeting ▪ Board Meeting in either July or August ▪ Specialty Production Committee Determines Recommendation for Specialty Lease Price and issues Specialty Lease Application Forms for upcoming year ▪ Board sets Specialty Lease Price (by August 15th) ▪ Joint AHEP / ACP Meeting and Golf tournament (July or August) | <p style="text-align: center;">AUGUST</p> <ul style="list-style-type: none"> ▪ Board Meeting in either July or August ▪ Research Committee provides grant funding commitments to end of fiscal year to Finance Committee ▪ Finance Committee Commences Development of Fiscal Year Budget ▪ Joint AHEP / ACP Meeting and Golf tournament (July or August) |
| <p style="text-align: center;">SEPTEMBER</p> <ul style="list-style-type: none"> ▪ Board Meeting ▪ Approve Quarterly Financial Statement ▪ Regional Meeting Agenda ▪ Strategic Planning Workshop ▪ Board Team Building Workshop ▪ Executive Director Performance Review ▪ Media Training (bi-annually) | <p style="text-align: center;">OCTOBER</p> <ul style="list-style-type: none"> ▪ Industry Advisory Committee Meeting ▪ Board, Staff & Industry Advisory Committee Photos ▪ Board Meeting ▪ Annual Budget Approval |
| <p style="text-align: center;">NOVEMBER</p> <ul style="list-style-type: none"> ▪ Regional Meetings (first week of November) ▪ CFC Meeting | <p style="text-align: center;">DECEMBER</p> <ul style="list-style-type: none"> ▪ Annual Reports ▪ Board & Staff [spouses] Christmas Dinner ▪ Board Meeting |

Board Meetings: Held monthly, with the exception of July and August, where they are combined.

In-Camera Meetings: Held when-ever warranted, at the request of the Chair.

Board Peer Evaluations: Held annually, at a mutual date determined by the Board.

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BOARD MEETINGS

PROCEDURE:

- (1) As a general rule, Board meetings will adjourn at 4:00 p.m. Flight arrangements should be coordinated accordingly. If the Agenda appears to require additional time, Board Directors will be advised in ample time to amend their travel arrangements.
- (2) The Chair will vote on all matters unless there is a 'conflict of interest', in which case, the Chair will abstain from voting.

Reference Minutes of: June 14, 2005
February 16, 1998



BOARD OVERSIGHT of HUMAN RESOURCES

Intent:

The following Governance Policy is to address the Executive Director (CEO) and the Board's Responsibilities with respect to the Human Resources Policy and Management.

Policy: Human Resources Management

The Board is responsible for oversight of the Executive Director/CEO's accountability for development and compliance with the Human Resources Policy.

Executive Director Responsibility:

To develop a Human Resources (HR) Policy and ensure compliance with the HR Policy:

Development:

- Policies must be compliant with the Alberta Labour Relations Code and Alberta Law
- Policies uphold and support Alberta Chicken Producers' Standards of Leadership

To Uphold Policies Through:

- Employee Consultation and Education:
 - Draft Policy presented and discussed with Staff at Staff Meeting(s)
 - Policy feedback taken into consideration
 - Policy finalized
 - Accountability statement: Staff sign-off on understanding and acknowledgement to abide by each Policy
- Employee Performance Reviews:
 - An open-door policy is maintained with employees to address issues as they arise
 - Conducted annually in January to assess overall Performance and Achievement of Goals;
 - Salary and Bonus are assessed based on Performance of the employee by mid-January of each calendar year
 - Bonuses are directly tied to % Achievement of Goals
- To Ensure Transparency:
 - HR Policies are posted to the Director's Only Portal of the Website for Directors
 - Executive Director/CEO is open to addressing questions Directors may have regarding HR Policies

Board Responsibility:

To oversee the Executive Director/CEO's adherence to upholding the Human Resources Policy:

- Executive Director/CEO provides a written report to the Board annually in conjunction with the Budget presentation outlining the processes followed to adhere to HR Policy.
- Report from Auditor every 3 years addressing Management's compliance with HR Policy and offering recommendations.
- A scale of staff salaries is provided annually to the Chair and Director of Finance at the time of budgeting.

Reference Minutes of: January 10, 2014

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COMMITTEE RESPONSIBILITIES

CHAIR: Jason Born

VICE CHAIR: David Hyink

- **Canadian Broiler Council** Rob van Diemen
- **Chicken Farmers of Canada (Director)
Chicken Farmers of Canada (Alternate)** Dennis Steinwand
Rob van Diemen
- **Finance** Dennis Steinwand, Chair
Wes Nanninga
- **Flock Health & Management** Wes Nanninga, Chair
Rob van Diemen
George Hofer, Producer Representative
- **Governance** Rob van Diemen, Chair
David Hyink
- **Intensive Livestock Working Group** David Hyink
- **Policy Advisory Group (PAG)** Jason Born
Rob van Diemen
- **Producer Representatives** George Hofer Samuel Guenter
Tara DeVries Arjan Spelt
- **Production Committee** David Hyink, Chair
Jason Born
Wes Nanninga, Producer Representative
- **Research Committee** David Hyink, Chair
Wes Nanninga
Arjan Spelt, Producer Representative
- **Supply Chain Committee** Dennis Steinwand, Chair
Jason Born
Samuel Guenter, Producer Representative
- **Western Provinces** Jason Born
David Hyink

NOTE: The Chair is ex-officio to all committees and attends at pleasure; all Directors may attend when the meeting is held in Alberta.

LEADERSHIP ROLES:

- Finance – Dennis Steinwand
- Media Spokespeople – Jason Born, David Hyink, Karen Kirkwood
- Public Relations – Jason Born, Karen Kirkwood
- Promotions (VACANT)

EXTERNAL ORGANIZATIONS:

- Agri-Environmental Partnership – David Hyink
- Ag Safe Alberta Board – Erna Ference
- AEPA – Michael Froese (Primary), David Hyink (Alternate) to change
- PAG – Jason Born & Rob van Diemen
- Poultry Diagnostics/Flock Health Task Force – Karen Kirkwood
- RDAR – Rob Renema (staff)
- RDAR Class-A Members Meeting – David Hyink

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CONFLICT OF INTEREST GUIDELINES FOR CONDUCT

Standards of Leadership

In working toward the industry vision, the Alberta Chicken Producers' Board is committed to:

- Value people
 - Drive best practices
 - Strive for continuous improvement
- Be a good corporate citizen; behave fairly and legally
 - Be open and transparent
 - Meaningfully engage producers, industry and consumers
 - Be positive, proactive and future-focused
- Actively create opportunities to improve and innovate within the industry
 - Be effective and efficient

PURPOSE:

These guidelines are set out to provide for the establishment of standards by which producers, who are elected or appointed to the Board, and Employees/Contract Individuals hired by the Board, may govern their activity to maintain the integrity and dignity of the industry.

ELECTIONS:

A candidate for Director of the Board shall disclose any actual or potential 'Conflicts of Interest', which would become evident if they were elected to the Alberta Chicken Producers' Board, as described in these guidelines.

An individual who is a Director, or Employee of a hatchery or processing facility, or owns more than 5% of such businesses, must resign those interests if elected to the Board.

CONDUCT:

A Board Director:

- (1) Shall conduct themselves towards other elected producers with fairness and good faith.
- (2) Should withdraw from the meeting and abstain from voting where discussion on any subject pertains exclusively to their farm, or any farm, in which they have an interest, except to supply information at the request of the Board.

Note: The fact that a member is also a primary producer of the regulated product, shall not in itself be deemed to be a 'Conflict of Interest'. Similarly, mere memberships in, or acting as a delegate for, a cooperative that processes the regulated product shall not be deemed to be a 'Conflict of Interest'.

A Board Director(s) or Employee(s)/Contract Individual(s):

- (1) Shall first and foremost promote 'the well being of the chicken industry'.

- (2) Shall not use information coming to them in the course of their carrying out of their functions as a means of making a personal profit.
- (3) Should not place him/herself in a position where they could derive any direct or indirect benefit, or interest from contracts, or other financial arrangements entered into by the Board.
- (4) Shall not divulge during or after their Term/Employment/Contract, what is considered to be **confidential** information coming to them through their activities as a Board Director/Employee/Contract Individual, until sanction of release of such information has been approved by the Board.
- (5) Should not put him/herself in a position where they are under obligation to any person who might benefit from special consideration, or favour on their part, or seek in any way to gain special treatments from any such person.
- (6) Who is in any way directly or indirectly interested in a proposed contract, shall declare their interest and refrain from participation in any decision regarding that proposed contract.
- (7) Who occupy positions where any of their private business interests might lead to an apparent or actual conflict with Board activities, will be required to disclose to the Board their personal interest so the Board is aware of any 'Conflict of Interest'.
- (8) Who exercise a regulatory, inspection or other discretionary control over others, shall whenever possible, disqualify themselves from dealing with relatives with respect to those functions.
- (9) Who find themselves in a position to exercise judgment in the application of the Board Regulation, or Policy, or Programs, with respect to matters involving special benefit to their immediate family members or business associates, such member should declare such interests and refrain from participation in any decision.

Note: Debate on issues by Board Directors and employees are welcomed, but once a majority decision is made, everyone will support the decision. If a Board Director or employee cannot support a decision, that person must request the Board to reconsider its position, and if still not satisfied, resign their position. This person may then use acceptable avenues available to further debate this issue as provided for in the Act, the Plan, and the Regulations.

CONFLICT OF INTEREST & AUDITORS REPORT:

Following completion of these Conflict of Interest Declaration Forms, by Board Director(s), Employee(s)/Contract Individual(s), the Directors of Alberta Chicken Producers should review the forms at their next regular Board meeting. The auditors must be advised when the Conflict of Interest Declaration Forms have been completed, and they must include this information in their sample audit.

Reference Minutes of: May 31, 2000
 September, 1999

DISCLAIMER: Alberta Chicken Producers Regulation will prevail the Policies contained herein



Alberta Chicken Producers Board Director / Employee / Contract Individual

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2021 CONFLICT OF INTEREST DECLARATION FORM

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Pursuant to the *Guidelines for Conduct* adopted by Alberta Chicken Producers, I hereby disclose the following interests:

- Name of any other Boards or Associations that I serve on.

- The following is a list of all industry related financial business interests, investments, shareholdings, etc., that I have:

- The following are the financial interests that are known to me of extended family members in the chicken industry;

- The following are businesses that I, or my family, have an ownership interest in, or am/are employed by/with which I may conduct Board business during the course of the year;

Having declared my interest or associations, I also declare my intention to adhere to all the provisions of the 'Guidelines for Conduct', in the conduct of my duties and responsibilities as a Board Director / Employee/Contract of the Alberta Chicken Producers.

Dated this ____ day of _____, 20__.

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DISCRIMINATION and/or HARASSMENT POLICY

July 2020

INTRODUCTION:

Alberta Chicken Producers is committed to fostering a workplace free of discrimination and conduct that can be considered harassment, where all employees and Directors are treated with dignity and respect.

A respectful workplace is the responsibility of every member of the Alberta Chicken Producers team and is reflected not only in our relationships with each other but also with other stakeholders.

This Policy applies to all employees and Directors of Alberta Chicken Producers and is an essential component of Alberta Chicken Producers' commitment to high standards of personal ethics in the conduct of its operations.

Workplace Discrimination and/or Harassment is a serious issue that creates unhealthy work environments, resulting in psychological harm to workers. It is behavior that is intended to intimidate, offend, degrade or humiliate a particular person or group.

The OHS Act defines discrimination and/or harassment as any single incident or repeated incidents of objectionable or unwelcome conduct or action by a person that the person knows, or ought reasonably to know, will or would cause offence or humiliation to a worker, or adversely affects the worker's health and safety.

DEFINITIONS:

- Discrimination:
 - Denying an individual employment, or goods or services, based on a prohibited ground as described below:
 - Prohibited grounds are described as: age; race' color; religion; national or ethnic origin; sex (including pregnancy or childbirth); family status, marital status; sexual orientation; pardoned conviction; mental or physical disability.
- Discriminatory Harassment:
 - Any conduct, comment, gesture or contact based on any of the prohibited grounds, listed above that is likely to or might: (1) cause offense or humiliation to any employee or customer, or (2) be perceived as placing a condition on employment, employment opportunities (e.g. training, promotion) or the provision of goods and services.
- Sexual Harassment:
 - Any conduct, comment, gesture or contact of a sexual nature likely to cause offence or humiliation, or that may be perceived as placing a condition of sexual favor on employment or on any opportunity for training or promotion. This definition includes gender-based harassment or a person of the same sex as the harasser.
- Violence Harassment:
 - Violence, whether at a work site or work related, is defined by the OSS Act as the threatened, attempted or actual conduct of a person that causes or is likely to cause physical or psychological injury or harm, and includes domestic or sexual violence.

If an employer is aware that an employee is or is likely to be exposed to domestic violence at the work site, the employer must take reasonable precautions to protect the worker and any other persons at the work site likely to be affected.

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PROHIBITED BEHAVIOUR:

- Conduct, comments, gestures or contact which causes offense or humiliation (name calling, gossiping, spreading rumors, jokes, bullying, or rude comments relative to age, race, religious beliefs, color, mental disability, physical disability, source of income, ancestry/place of origin, marital status, source of income, family status, or pardoned conviction);
- Deliberate misgendering (i.e. referring to a person using terms or pronouns that do not align with the person’s affirmed gender, gender identity, gender expression or sexual orientation)
- Exclusion or isolation of individuals;
- Sexual solicitation or advances;
- Physical or psychological bullying which creates fear or mistrust or which ridiculous or devalues the individual (e.g. fist shaking, yelling, inappropriate body language);
- Intimidation (e.g. standing too close or making inappropriate gestures/comments);
- Cyber bullying (e.g. posting or sending offensive or intimidating messages through social media or email);
- Deliberately setting the individual up to fail (e.g. making unreasonable demands, setting impossible deadlines, interfering with work);
- Intentionally withholding information or giving the wrong information;
- Taking away work or responsibility without cause; and/or
- Displaying or circulating offensive pictures or materials in print or electronic form.

The above excludes any reasonable actions taken by an employer or supervisor while managing and directing employees relative to their role in the workplace as deemed to be normal management of employees. Reasonable actions considered to be part of a Manager’s or Supervisor’s work functions:

- Changing work assignments
- Scheduling, assessing and evaluating work performance
- Inspecting work stations
- Implementing health and safety measures
- Taking disciplinary measures such as dismissing, suspending, demoting, or reprimanding with just cause

HARASSMENT & VIOLENCE PREVENTION PLAN and PROCEDURES:

| HARASSMENT | VIOLENCE |
|--|---|
| <p>Hazard Identification and Assessment:</p> <ul style="list-style-type: none"> - A single or repeated incident of objectionable or unwelcome conduct, comment, bullying or action intended to intimidate, offend, degrade or humiliate a particular person or group | <p>Hazard Identification and Assessment:</p> <ul style="list-style-type: none"> - A single or repeated incident of objectionable or unwelcome conduct, comment, bullying, or action intended to intimidate, offend, degrade or humiliate a particular person or group |
| <p>Identify Controls to Prevent Workplace Harassment:</p> <ul style="list-style-type: none"> - ACP will make employees and any outside contacts aware of the organization’s view towards workplace harassment and its commitment to prevention by having new employees review the policy at the time of hire - Encourage reporting of all incidents of harassment | <p>Identify Controls to Prevent Workplace Harassment:</p> <ul style="list-style-type: none"> - ACP will make employees and any outside contacts aware of the organization’s view towards workplace harassment and its commitment to prevention by having all new employee’s review the policy at the time of hire - Encourage reporting of all incidents of harassment |

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| <p>Disclosing Information:</p> <ul style="list-style-type: none"> - The immediate supervisor will prepare a written report to be presented to the Executive Director - The Executive Director will not disclose the circumstances related incident, or the names of those involved, except where necessary to investigate the incident or to take corrective action, or as required by law | <p>Disclosing Information</p> <ul style="list-style-type: none"> - The immediate supervisor will prepare a written report to be presented to the Executive Director - The Executive Director will not disclose the circumstances related to the incident, or the names of those involved, except where necessary to investigate the incident or to take corrective action, or as required by law |
| <p>Develop Safe Work Procedures:</p> <ul style="list-style-type: none"> - Remove yourself from the situation - Remain calm and be polite but firm, if the harassment is from someone other than a staff member, ask them to leave the premises immediately - When travelling or away from the office for business always have a cell phone accessible - If you are going to be away from the office and alone with someone else and do not feel comfortable, ask for someone to accompany you or let someone know your whereabouts | <p>Develop Safe Work Procedures:</p> <ul style="list-style-type: none"> - Remove yourself from the situation - Remain calm and be polite but firm, if the harassment is from someone other than a staff member, ask them to leave the premises immediately - Do not engage in an argument or conversation if the other person is becoming aggressive - When travelling or away from the office for business, always have a cell phone accessible - If you are going to be away from the office and alone with someone else and do not feel comfortable, ask for someone to accompany you or let someone know your whereabouts |
| <p>Report Incidents:</p> <ul style="list-style-type: none"> - Immediately report the incident to your supervisor - Supervisor should record the details of the incident, names of the workers and those involved, names of any witnesses and the date/time of the incident (Reports should be made as soon as possible but no later than within one year of the last incident of perceived harassment, unless the person making the report can show that there are compelling circumstances which prevented the report from being submitted within one year | <p>Report Incidents:</p> <ul style="list-style-type: none"> - Immediately report the incident to your supervisor - Supervisor should record the details of the incident, names of the workers and those involved, names of any witnesses and the date and time of the incident |
| <p>Worker Support:</p> <ul style="list-style-type: none"> - Supervisor will offer support to workers who are affected by an incident of harassment as appropriate to the situation | <p>Worker Support:</p> <ul style="list-style-type: none"> - Supervisor will offer support to workers who are affected by an incident of harassment as appropriate to the situation |
| <p>Worker Communication and Training:</p> <ul style="list-style-type: none"> - Staff will be trained during orientation in the organization's workplace harassment prevention policy and procedures. | <p>Worker Communication and Training:</p> <ul style="list-style-type: none"> - Staff will be trained during orientation in the organization's workplace harassment prevention policy and procedures |

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| <p>Program Administration and Continuous Improvement:</p> <ul style="list-style-type: none"> - The harassment prevention plan will be readily available to staff in the K Drive under Policy - The plan will be reviewed and revised when an incident of harassment occurs or every three years | <p>Program Administration and Continuous Improvement:</p> <ul style="list-style-type: none"> - The harassment prevention plan will be readily available to staff in the K Drive under Policy - The plan will be reviewed and revised when an incident or harassment occurs or every three years |
|--|--|

EMPLOYEE & DIRECTOR COMMITMENT:

Every Alberta Chicken Producer’s employee and Director must work in compliance with this policy and the supporting procedures. It is the responsibility of all employees and Directors to raise any concerns about discrimination and/or harassment:

- In the case of the Executive Director, report to the Chair of the Board;
- In the case of a Director, report to the Chair of the Board and the Executive Director;
- In the case of the Chair of the Board, report to the Governance Committee Chair and the Executive Director; and

Reporting Incidents:

Reports made under this Policy may be submitted confidentially and anonymously.

No employee or Director can be penalized, reprimanded or in any way criticized when acting in good faith while following this policy. This policy does not discourage an employee or Director from exercising their individual right under any other law, including the *Alberta Human Rights Act*.

Process for Reporting Violations:

Reports should be made as soon as possible, but not later than within one year of the last incident of perceived harassment, unless the person making the report can show that there are compelling circumstances which prevented the report from being submitted within the one-year timeframe.

A. Reporting Violations Concerning an Employee(s):

An Employee or Director may make a confidential or anonymous report of discrimination and/or harassment by another employee(s) directly to the Executive Director or Office Manager.

In the case of the Office Manager, the report is to be made directly to the Executive Director. Should the report be submitted to the Office Manager, the Executive Director will be notified by the Office Manager immediately and the Executive Director will investigate further. Appropriate corrective actions will be taken to address all incidents and complaints of workplace discrimination and/or harassment in a fair, respectful and timely manner.

The Executive Director pledges to protect the privacy of all concerned (as much as possible), and will not disclose the circumstances related to an incident of discrimination and/or harassment or the names of the parties involved (including the complainant, the person alleged to have committed the discrimination and/or harassment, and any witnesses), except where necessary to investigate the incident, to take corrective action, to inform the parties involved in the incident of the results of the investigation and corrective action taken, or as required by law.

DISCLAIMER: Alberta Chicken Producers Regulation will prevail the Policies contained herein

B. Reporting Violations Concerning Directors/Chair/Executive Director:

An Employee or a Director may make a confidential or anonymous report of discrimination or harassment directly as follows:

- In the case of the Executive Director, report to the Chair of the Board;
- In the case of a Director, report to the Chair of the Board and the Executive Director; and
- In the case of the Chair of the Board, report to the Governance Committee Chair and the Executive Director.

ACTIONS:

Upon receipt of the Report, the Executive Director may, in the case of allegations concerning Directors, liaise with the Chair to ensure all Reports are addressed in a fair and timely manner and to discuss next steps. In the case where the complaint is against the Chair, the Executive Director will consult with the Governance Committee Chair to investigate.

A. Assessment:

The Executive Director or Chair, or both, will determine:

- i. Who within the organization needs to be made aware of the allegation(s);
- ii. Whether and which outside Legal Counsel or other advisors need to be retained to assist in conducting an investigation of the Report and/or in analyzing the results of the investigation;
- iii. The appropriate investigation process, if any, to be implemented; and
- iv. What action is appropriate in a given situation will depend on the nature of the report and other relevant circumstances.

Upon completion of the initial assessment, the Chair or the Executive Director will provide notice of any Report to the Board of Directors.

B. Mediation:

Where appropriate, the parties to the discrimination and/or harassment complaint will be offered mediation prior to proceeding with an investigation. Mediation is voluntary and confidential. It is intended to assist the parties to arrive at a mutually acceptable resolution to the discrimination and/or harassment complaint.

The Mediator will be a neutral person, agreed upon by both parties. The Mediator will not be involved in investigating the complaint.

Each party to the complaint has the right to be accompanied and assisted during Mediation sessions by a person of their choosing.

C. Investigation:

Depending on the nature of the Report; the investigation will be led by the Executive Director and/or the Chair or Governance Committee Chair, as applicable.

Where a Report is severe and substantiated, Alberta Chicken Producers will take appropriate action, including involving law enforcement or initiating legal action.

When the investigation is completed, the complainant will be provided with the outcome of the investigation and the course of action required.

D. Corrective Action:

Should the discrimination and/or harassment Report be substantiated, the Executive Director and/or the Chair or Governance Committee Chair, will determine the course of action.

Employee: Corrective action for an employee found to have engaged in discrimination and/or harassment may include:

- A reprimand;
- A suspension;
- A requirement to undergo counselling
- A demotion; or
- Dismissal

Director: Corrective action for a Director found to have engaged in discrimination and/or harassment may include:

- A reprimand;
- A suspension;
- A requirement to undergo counselling; or
- Removal from the Board

Remedial action for the benefit of the employee or Director who was subject to discrimination and/or harassment may also be implemented by the Executive Director or Chair and/or the Governance Committee Chair as applicable.

E. Dispute Resolution:

Should an employee or Director not be satisfied with the outcome of the discrimination and/or harassment Report investigation or process, he/she may file a discrimination and/or harassment complaint with the *Canadian Human Rights Commission*.

F. Filing of Record(s):

Alberta Chicken Producers will retain confidential records of all Reports and investigations in the employee or Director personnel file, in accordance with applicable law and best corporate governance practices.

Reference Minutes of: July 13, 2020



EXPENSE CLAIMS

The *Expense Claim* and *Per Diem Forms* can be obtained by contacting the office.
Both forms are available on the website: www.chicken.ab.ca; DIRECTORS ONLY PORTAL

TAB 15

POLICY:

Alberta Chicken Producers reimburse Board Directors, Producer Representatives and Staff for expenses incurred on ACP business. Expenses should be reasonable and incurred in a cost-conscious manner. Directors and Staff are encouraged to travel in the most economical manner, with consideration for time, salaries/per diems, work conditions, and convenience. Per Diems are paid to producers who serve on the Alberta Chicken Producers' Board, Industry Advisory Committee and other Committees.

GUIDELINES:

1. Expenses are reimbursed for actual expenses incurred and must be submitted on Alberta Chicken Producers' Expense Claim Form and supported by original receipts, with the exception of Guideline 3 below or as otherwise stipulated.
2. Expenses should be submitted monthly to be eligible for reimbursement, as per Procedure 2 below.
3. With the exception of meals, expenses under \$15 do not require receipts.
4. Expenses eligible for reimbursement include:
 - a. Travel: automobile mileage, air fare, parking, vehicle rental
 - b. Travel time
 - c. Meals
 - d. Accommodations
 - e. Telephone
 - f. Any expenses approved as per Guideline 5 and Procedure 1 below
5. To be eligible for reimbursement of expenses, attendance at a meeting(s)/event(s) must be pre-approved or be part of a regular Committee or assigned duties.
 - Director Approval – by the Chair
 - Chair Approval – by the Vice-Chair
 - Producer(s) – by the Chair
 - Executive Director Approval – by the Chair
 - Staff Approval – by the Executive Director
6. Reimbursement for attendance at circumstantial events such as a funeral, will be evaluated with consideration for the support of the immediate family, cost of travel and Per Diems, and the option of a charitable donation in place of direct participation; and, requires pre-approval as per Guideline 5 above.
7. Attendance at events such as industry open houses, meetings with individual producers'/producer groups, and business-related social events do not require pre-approval in the case of Directors. Directors are eligible for reimbursement for mileage. All other costs will be borne by the Director. Directors are not eligible to claim a Per Diem. Staff, only upon prior-approval to attend, will be eligible for reimbursement for mileage. Directors are required to provide a report to the Board following the event.
8. Professional Development: Directors are encouraged to pursue Professional Development opportunities as provided for in the annual fiscal year budget.

DISCLAIMER: *Alberta Chicken Producers Regulation will prevail the Policies contained herein*

9. Expense Claim Approvals:
 - a. Directors' and the Chair's expenses must be approved and signed by the Finance Director, or Chair in his/her absence.
 - b. The Finance Director's expenses must be approved by the Chair, or Vice-Chair in his/her absence.
 - c. The Executive Director's expenses must be approved and signed by the Chair or Finance Director in his/her absence.
 - d. Producer's expenses must be approved and signed by the Executive Director or Office Manager in his/her absence.
 - e. Staff expenses must be approved and signed by the Executive Director or Office Manager in his/her absence.
 - f. In the absence of the Executive Director, the Office Manager's expenses must be approved and signed by the Finance Director.

10. The Executive Director will randomly audit Board Directors' expenses.

PROCEDURES:

1. Expense Reimbursement:
 - a. Travel:
 - i) Airfare: Will be reimbursed at the actual cost for the most economical class, not to exceed the cost of an Air Canada Flex Fare® or equivalent rate. Supporting documentation must be submitted for reimbursement.
 - ii) Travel Points: When personal travel points are used for Alberta Chicken Producers approved business, Alberta Chicken Producers will only compensate for any surcharges that are applied to the use of these points.
 - iii) Mileage: The Mileage Rate is pegged to the Canada Revenue Agency and is updated annually in January. [Effective: April 1, 2014]
 - iv) To encourage spouses and family members to attend certain industry functions, the following conditions apply:
 - A. Prior approval for the trip must be granted as per Guideline (5);
 - B. Airfare will be reimbursed as per 1.a (i) and (ii) above.
 - C. Reimbursement will be provided for eligible expenses and actual receipts submitted.
 - b. Travel Time Allowances:

The maximum travel time rate payable is based on the full-day Director Per Diem Rate that is in effect at the time the travel was incurred. The calculation is pro-rated based on distance travelled as per Table 1 below:

 - i) There is only one travel allowance payable per meeting, even when the meeting is more than one day in length.
 - ii) Travel time, expressed in kilometers, is the total distance of a return trip from the Director's residence.
 - iii) In cases where the Director's residence is located outside the Province of Alberta, distance is calculated from the Director's Alberta-based operation to the meeting location.

TABLE 1: TRAVEL TIME ALLOWANCES

| DIRECTORS | | |
|------------------|---------------|----------|
| Up to 100 km | 10% of \$355 | \$35.50 |
| 101 km – 200 km | 20% of \$355 | \$71.00 |
| 201 km – 300 km | 30% of \$355 | \$106.50 |
| 301 km – 400 km | 40% of \$355 | \$142.00 |
| 401 km – 500 km | 50% of \$355 | \$177.50 |
| 501 km – 600 km | 60% of \$355 | \$213.00 |
| 601 km - 700 km | 70% of \$355 | \$248.50 |
| 701 km – 800 km | 80% of \$355 | \$284.00 |
| 801 km – 900 km | 90% of \$355 | \$319.50 |
| 901 km – 1000 km | 100% of \$355 | \$355.00 |

DISCLAIMER: Alberta Chicken Producers Regulation will prevail the Policies contained herein

Out-of-Province Travel for Alberta Chicken Producers Business:

- i) Travel for Alberta Chicken Producers business, as approved per Guideline 5, will be based on the Travel Day Allowance Schedule as set out in TABLE 2 (in days, return trip).

TABLE 2: OUT-OF-PROVINCE TRAVEL

| TO | FROM | | | | | | | | | | |
|--------------|------|------|------|------|-----------|-----------|------|------|------|------|------|
| | BC | AB | SK | MB | ON Ott | ON Tor | QC | NB | NS | NL | PE |
| BC | 0.50 | 1.00 | 2.00 | 1.50 | 2.00 | 2.00 | 2.00 | 2.50 | 2.50 | 2.50 | 2.50 |
| AB | 1.00 | 0.50 | 1.50 | 1.50 | 2.00 | 2.00 | 2.00 | 2.50 | 2.00 | 2.50 | 2.50 |
| SK | 1.50 | 1.00 | 0.50 | 1.00 | 1.50 | 1.50 | 1.50 | 2.50 | 2.00 | 2.50 | 2.50 |
| MB | 1.50 | 1.00 | 1.50 | 0.50 | 1.00 | 1.00 | 1.00 | 2.00 | 2.00 | 2.50 | 2.00 |
| ON – Ottawa | 2.00 | 2.00 | 2.00 | 1.00 | 0.50 | 1.00 | 1.00 | 1.50 | 1.00 | 2.00 | 1.50 |
| ON - Toronto | 2.00 | 2.00 | 2.00 | 1.00 | 1.00 | 0.50 | 1.00 | 1.50 | 1.00 | 2.00 | 1.50 |
| QC | 2.00 | 2.00 | 2.00 | 1.00 | 1.00 | 1.00 | 0.50 | 1.50 | 1.00 | 2.00 | 1.50 |
| NB | 2.50 | 2.00 | 2.50 | 1.50 | 1.00 | 1.00 | 1.00 | 0.50 | 1.00 | 1.50 | 1.00 |
| NS | 2.50 | 2.00 | 2.50 | 2.00 | 1.00 | 1.00 | 1.00 | 1.50 | 0.50 | 1.00 | 1.00 |
| NL | 2.50 | 2.50 | 2.50 | 2.50 | 2.00 | 2.00 | 2.00 | 2.00 | 1.00 | 0.50 | 1.50 |
| PE | 2.50 | 2.50 | 2.50 | 2.00 | 1.50 | 1.50 | 1.50 | 1.50 | 1.00 | 1.50 | 0.50 |

- ii) Compensation for out-of-province travel while on Alberta Chicken Producers business, including Chicken Farmers of Canada events where expenses are not covered by CFC, and as approved by Alberta Chicken Producers as per Guideline (5), will be provided as follows:
- A. Meals: For actual out-of-pocket expenses incurred, supported by original receipts
 - B. CFC SPECIAL TRAVEL ARRANGEMENTS (for CFC Meetings only):
Directors, Alternates, and Managers wishing to make special travel arrangements need to apply the following:
 - (1) Arrangements for additional expenses, such as meals and accommodations, must be approved by the CFC Executive Director or CFC Director of Operations before the scheduled meeting.
 - (2) The total claim submitted cannot exceed the cost had the traveler not made special travel arrangements.
 - (3) ACP Directors and Staff, where reasonable, should attempt to use the CFC Travel Policy Special Arrangements to minimize costs to the Alberta Chicken Producers.
 - (4) In case where costs are not covered by CFC, the provisions of Procedure 1(c)(ii) of this Policy apply.
- d. Meals: Claims for meals will be reimbursed for actual expenses incurred, with supporting original receipts provided.
- e. Cell Phones: Board Directors will individually determine the portion of the phone invoice that represents Alberta Chicken Producers business. Invoices shall accompany an Expense Claim, identifying the applicable percentage for reimbursement.
- f. Other Expenses:
 - (i) Actual expenses incurred and approved as per Guideline (5) above, will be reimbursed when submitted on an Alberta Chicken Producers Expense Claim Form and supported by original receipts.
 - (ii) With the exception of meals, claims for approved Alberta Chicken Producers business for expenses under \$15 do not require receipts as per Guideline (3) of this Policy, and must be identified on the Alberta Chicken Producers Expense Claim Form to be eligible for reimbursement.

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- g. Technology Account:
 - (i) A one-time payment of \$1,000 is available to Directors for the duration of their term* to purchase a laptop computer (including software), or other electronic devices, payable upon written request or provision of receipt. If costs exceed \$1,000, additional expenditures will be at the expense of the Director.
 - (ii) IT Service associated with the set-up, configuration, and installation of programs will be provided by Alberta Chicken Producers.
 - (iii) A fee of \$150/year will be paid to Board Directors for the purchase and maintenance of office machines.
 - h. Professional Development:
 - (i) Directors shall bring forward requests for participation in professional development courses, workshops, seminars, etc., or purchase of professional development resources to the Chair,
 - (ii) The Chair will include the request on a Board meeting agenda,
 - (iii) The Board will review the request,
 - (iv) If the Board approves of the request, it shall also determine which expenses are eligible for reimbursement
2. Submission of Expenses:
- a. Timing:
 - i) Directors and Staff members should submit expenses to the Board office on a monthly basis.
 - ii) Within the last seven business days of each month, the bookkeeper will send a reminder email, and cc the email to the Finance Director, the Chair, and the Executive Director, to any Director who has not submitted his/her Expense Claim or Per Diem forms for the previous month, in accordance with the Policy.
 - b. Approval:

To receive reimbursement for expenses, Expense Claim Forms must be submitted to the Board office and signed/approved as per Guideline (7) in the month directly following the month in which the expense was incurred.

**For the purpose of this Policy, "term" refers to each three-year term served on the Alberta Chicken Producers Board, as per Alberta Chicken Producers Term of Office (reference Plan Regulation).*

Reference Minutes of:

- July 11, 2017
- September 1, 2016
- May 21, 2015
- December 12, 2014
- April 24 & 25, 2014
- August 7, 2013
- April 18, 2013
- April 17, 2012
- April 16, 2010
- October 24, 2008
- April 22, 2008
- March 8, 2007
- December 8, 2005
- October 26 & 27, 2005
- June 14, 2005
- May 13, 2005
- May 19, 2004
- October 17, 2001
- February 16, 2001
- September 2 & 3, 1999
- November 6, 1996

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FILES & RECORDS



POLICY:

Alberta Chicken Producers will maintain complete and accurate records to ensure proper functioning of the Board, while maintaining historical records.

PROCEDURES:

| | | |
|-----|---|--------------|
| (1) | ACP Annual Reports..... | Indefinitely |
| (2) | ACP Audited Financial Statements..... | Indefinitely |
| (3) | Meeting Minutes (ACP & all Committees)..... | Indefinitely |
| (4) | ACP Newsletters..... | Indefinitely |
| (5) | ACP Producer Files (Dead Files) | 8 years |
| (6) | Processor Marketing Records..... | 8 years |
| (7) | General Files (correspondence, CFC information, invoices, etc.) | 8 years |
| (8) | ACP Financial Records | 8 years |

GUIDELINES:

- (1) Producer files will be kept as long as a producer continues production.
- (2) Producer files for those who have ceased production, referred to as dead files, will be kept for a period of 8 years after the producer ceases chicken production and will be purged thereafter.
- (3) Annually, (usually in January) General and Producer files will be reviewed and purged as the most recent year passes. Accordingly, the Master File Key will be updated.

Reference Minutes of: May 22, 2002
 November 15, 1996

DISCLAIMER: Alberta Chicken Producers Regulation will prevail the Policies contained herein



POLICY:

Alberta Chicken Producers is committed to prudent financial management, investment practices and transparency in reporting.

PROCEDURES:

1. Financial Reporting:

- a. The Finance Committee will review monthly Financial Statements prior to each Board Meeting.
- b. Financial Statements are reviewed at each Board Meeting.
- c. Financial Statements are approved by the Board Quarterly.
- d. Audited Financial Statements will be presented to producers at the Annual General Meeting by the Finance Director.
- e. Director(s) Per Diems are published in the Annual Audited Financial Statements.

2. Budgeting:

- a. Prior to the Finance Committee preparing the Budget each year, the Board will provide direction to the Committee in terms of the Budgeting Strategy for the upcoming fiscal year with consideration for the cash and capital resources of the organization.
- b. Principles:
The Budget will:
 - i) Be prepared on a cash basis, based on conservative estimates of revenues and expenses.
 - ii) Provide sufficient current assets to meet the organization’s current liabilities.
 - iii) Uphold contractual commitments and obligations of Alberta Chicken Producers.
 - iv) Be based upon all known sources of revenue and planned/forecasted expenditures at the time of Budgeting.
 - v) Consider the Strategic Priorities of the organization and funding required to deliver the organization’s annual Strategic Work Plan.
 - vi) Detail the relevant assumptions used in its preparation.
 - vii) Consider the Reserve requirements of Alberta Chicken Producers.
- c. The Finance Committee will develop the One-year and Three-year Budget Projection annually, based on the Budgeting Principles.
- d. The Board approves the Budget prior to presenting to producers.
- e. The Finance Director is responsible for presenting an Annual Budget and Three-Year Budget Projection to the Board in October of each year.
- f. Respond to opportunities, unforeseen events, and exceptional circumstances ‘as’ and ‘if’ required. The Budget is subject to amendment by the Board within the parameters of the Board’s fiduciary responsibilities and Budgeting Principles.

3. Accounting Practices:

Alberta Chicken Producers’ accounting practices follow Canadian accounting standards for not-for-profit organizations.

- a. Revenue Recognition:
 - i) The Board follows the deferral method of accounting for contributions.
 - ii) Restricted contributions are recognized in revenue in the year in which the related expenses are incurred. Unrestricted contributions are recognized as revenue when received or receivable if the amount to be received can be reasonably estimated and collection is reasonably assured.

- iii) Service charges, monetary penalties, and other fees are recognized as revenue when received or receivable if the amount to be received can be reasonably estimated and collection is reasonably assured.
 - iv) Investment income includes interest, dividends and realized and unrealized investment gains and losses. Unrealized gains and losses on held-for-trading financial assets are included in investment income and recognized as revenue in the statement of operations, deferred or reported directly in net assets, depending on the nature of any external restrictions imposed on the investment income. Restricted investment income is recognized as revenue in the year in which the related expenses are incurred. Other unrestricted investment income is recognized as revenue when earned
- b. Financial Instruments:
Financial instruments are recorded at fair value when acquired or issued. In subsequent periods, portfolio investments are reported at fair value, with any unrealized gains and losses reported in income. All other financial instruments are reported at amortized cost, and testing for impairment at each reporting date. Transactions costs on the acquisition, sale, or issue of financial instruments are expensed when incurred.
- c. Capital Assets:
- i) Assets with a purchase price of more than \$1,000 and expected to provide a benefit for more than one year will be classified as a 'capital purchase'. All other expenditures will be classified as 'operating expenses'.
 - ii) Capital assets are carried at cost.
 - iii) Amortization is recorded using the following methods and annual rates:
Asset Basis Rate:
 - Condominium unit: declining balance 5% Furniture and equipment: declining balance 20%
 - Computer hardware: declining balance 30%*
 - Computer software: declining balance 30%
 - Equipment under capital lease 20%

* Computers are amortized using straight-line over three years to more accurately reflect the economic life of these assets.
- d. A Fixed Asset Inventory must be maintained by the Office Manager, providing a detailed description of the asset, date of purchase, book value, depreciation rate, serial number, and asset description. The list must be maintained electronically, with a hard copy on file with the Bookkeeper and Executive Director, updated as assets are purchased and disposed.
- e. Accounting records are maintained on a Project Basis.

4. Internal Controls:

- a. Conflict of Interest Declaration:
 - i) Directors, Staff and Contract Individuals are required to sign a *Conflict of Interest Declaration Form* yearly, within 30 days of the Annual General Meeting.
- b. Cheque Signing Authority:
Cheque signing authority is vested to the Executive Director and designated Staff member for amounts up to \$8,000*. Cheques greater than \$8,000 require the signature of any designated Board of Director (two will be designated), in addition to the Executive Director or designated Staff member.
**Signing authority is granted to the Executive Director and designated Staff member beyond the \$8,000 maximum to ensure monthly CFC payments and Alberta Poultry Health Services are submitted in a timely manner.*
- c. Bank Reconciliations:
The Executive Director, or Office Manager in the absence of the Executive Director, must sign all Bank Reconciliations monthly.
- d. Payroll:
Bi-monthly payroll must be reviewed and signed by the Executive Director, or Office Manager in the absence of the Executive Director, prior to submission to the Payroll Service Provider.

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- e. Journal Entries:
The Executive Director, or Office Manager in the absence of the Executive Director, must review all Journal Entries with the Bookkeeper.
- f. The Finance Director audits adherence to internal controls on a quarterly basis.

5. Funds:

In addition to maintaining a Chequing and Savings Account with a designated Financial Institution for regular business operations, the Board maintains the following funds, invested as per the Investment Strategy in Section 6:

- a. Chicken Farmers of Canada:
 - i) Chicken Farmers of Canada (CFC) and the Board have established levy and service fee arrangements to defray the administrative and marketing costs of the orderly marketing system for chicken in the Province of Alberta.
 - ii) As a member of CFC, pursuant to the Liquidated Damages Resolution, the Board is required to post security in the amount of \$165,068 to secure the CFC's position should the marketing in Alberta exceed the allocation.
- b. Investments:

Alberta Chicken Producers invests funds in reserve for emergency and extraordinary purposes. All funds are invested according to the Investment Strategy in Section 6. The combined total of the Reserve Fund shall not exceed \$2 million plus one month's operating budget.

 - i) Reserve Fund:
 - A. Alberta Chicken Producers maintains approximately \$2 million in marketable securities. The fund provides interest income, financial stability, and, serves as a contingency in the event of emergencies, extenuating circumstances, or unexpected expenses.
 - B. The Reserve Fund may be accessed in one or more of the following instances:
 - (1) In the event of an emergency, which may include any one or more of the following circumstances:
 - (a) The Alberta Poultry Industry Emergency Response Plan is declared operational;
 - (b) A federally reportable disease is confirmed in Alberta; or
 - (c) The ACP Board deems a situation to be serious enough to declare an emergency.
 - (2) An Extraordinary Circumstance identified by the Board.
 - C. The Reserve Fund may be used to cover the following expenses:
 - (1) In the case of federally or provincially reportable diseases (outlined in Appendix 1):
 - a. Emergency-related expenses, which may include:
 - i. Security services
 - ii. Communication services
 - iii. Equipment and personnel
 - iv. Transportation
 - v. Cleaning and disinfection
 - vi. Compensation if an early intervention was decided in advance of Canadian Food Inspection Agency(CFIA) destruction order
 - vii. Disposal
 - b. Any other cost approved by the Alberta Chicken Producers Board.
 - (2) In the case of non-reportable diseases where a Destruction Order has been issued by a Certified Veterinarian:
 - a. Emergency-related expenses, which may include equipment and personnel; and
 - b. Any other cost approved by the Alberta Chicken Producers Board.

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- D. Accessing the Fund:
 - (1) When the fund is required to be accessed, the Board will divest the required portion of the marketable securities.
 - (2) Principles for Reserve Fund Disbursement:
The Board will endeavor to use the following Principles in considering the dispersal of the Reserve Funds:
 - 1. Treats producers fairly.
 - 2. Does not apply to costs covered through other sources, including but not limited to insurance plans, government programs, relief aid, etc.
 - 3. As best as possible, without limiting the ability to support emergency response, funding decisions will be made once the emergency has been contained.
 - 4. Decision is without prejudice and is made:
 - 4.1 Considering the unique circumstances of the situation, and
 - 4.2 Considering the risk of both the situation and the impact to fund reserves, endeavoring to make every effort to maintain sufficient level of reserves in the fund to cover potential recurrence and/or future emergency.
- E. If the cost of divesting all or a portion of the fund is greater than that of obtaining a loan, a loan for the required amount may be acquired.
- F. Invoices and loans (if required) will be paid in a timely manner.
- G. In cases where the Alberta Poultry Industry is impacted, wherever possible, the invoices will be jointly paid by the Alberta Poultry Industry Emergency Management Team (the Parties); however, to ensure invoices are paid in a timely manner, they may be paid by Alberta Chicken Producers and the Parties invoiced accordingly. In this instance, funds recovered from other Boards will be returned immediately to the Reserve Fund.
- H. Fund Regeneration:
As soon as possible after the accessing of the Fund, the Board will re-build the fund to the prescribed limit. To provide for fund re-generation, all operating surplus will be diverted to investments in the Reserve Fund. A levy adjustment may be implemented to restore reserves, depending upon the nature of the situation.

6. Investment Strategy:

- a. The Finance Committee is responsible for the management of the Alberta Chicken Producers' investment funds. The Finance Committee, in fulfillment of its regular functions, will:
 - i) Recommend to the Board the Investment Manager to be used and evaluate the performance of the Investment Manager for compliance with this policy in its annual report to the Board.
 - ii) Review the performance of investments and report to the Board annually.
 - iii) Recommend policy revisions to the Board.
 - iv) Determine the asset allocation of the Board's investments funds.
- b. The Board authorizes the Board Chair, Finance Director and Executive Director to act on its behalf in managing its investment portfolio within the parameters of this policy.
 - i) Any change that results in a shift among asset classes requires Board approval prior to such change being made.
- c. Investment Philosophy and Criteria: A conservative philosophy will be followed in all aspects of the management of all funds of the Alberta Chicken Producers. The preservation of capital is the paramount criteria followed by liquidity and then yield. All investments must be evaluated against these criteria.

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- d. Conflict of interest guidelines contained in Board Policy shall be adhered to when considering investments alternatives. No member of the Board, employee of Alberta Chicken Producers or agent of the Board shall benefit from knowledge of or participation in investment decision making.
- e. Eligible Investments:
 - i) For the purpose of this policy, eligible investments are:
 - A. Bank Cash Deposits
 - B. Bank Term Deposit
 - C. Guaranteed Investment Certificates
 - D. Treasury Bills
 - E. Government of Canada and Provincial Bonds
 - F. Corporate Bonds (AA or higher rating)
 - G. Income Trusts (SR-1 rating)
 - H. Preferred Shares (AA or higher rating)
 - I. Large Cap Equity, Income, High Grade Bond Mutual Funds
 - J. Canadian or US Common Shares (High quality, blue chip companies with potential for long term total returns from dividends and capital appreciation). Dividend payout history should be considered with a preference for dividend stability.
 - K. Real Property Assets
 - i) Investments must be compliant with the Prudent Investment Rule under Section 3 of the Trustee Act.
 - ii) Any investment not included in the above listing must be presented to the Finance Committee which will make a recommendation to the Board of Directors.
- f. Asset Allocation:
 - i) The investment portfolio asset allocation must strike a conservative balance between risk and reward. Acceptable asset allocation is as follows:
 - A. Minimum 10% of assets shall be held in cash or cash equivalent.
 - B. Minimum 10% of assets shall be invested in short term (1 year or less) liquid assets.
 - C. Minimum of 10% of assets shall be held in longer term GIC's (2 years or more).
 - D. GIC's should be laddered, with approximately 20% of the GIC's maturing each year.
 - E. Equity Investments – Not more than 35% of total portfolio.
 - F. Common shares should be diversified among industry sectors so as to avoid excessive exposure to one industry.
 - G. Total investment cost in any one investment is not to exceed \$100,000 (with the exception of GIC's and Mutual Funds).
 - H. Corporate Bonds – Not to exceed 40% of total bonds.
 - I. US investments – Not to exceed 25% of total investments.
 - J. Other foreign currency investments – Not to exceed 10% of total investments.
 - K. Real Property Assets – Not to exceed 20% of total investments.
- g. Other:
 - i) The ability to borrow against an investment will be a key consideration. This is particularly important when the cost of borrowing against the investment is less than the loss of the interest or bond yield, should the investment be terminated.
 - ii) The level of investment in any given year will take into consideration the three-year cash projection to determine the amount available for each of the three investment categories.

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7. Excess Operating Surplus:

- a. Each year when the audited financial statements are complete, the Board will assess its overall financial position as of November 30th of the prior year. Any amount deemed to be in excess of Section 5(b) of this Policy will be distributed to qualifying Producers in proportion to the amount of levy paid by each Producer during the prior fiscal year.
- b. In order to qualify for a distribution, a Producer must be in good standing with the Board at the time the Board declares an operating surplus to be distributed to Producers. This means:
 - i) The producer maintains current OFFSAP and Animal Care Certification, and,
 - ii) The producer has no outstanding invoices or debts payable to the Board; and,
 - iii) Producers who retire prior to the time the Board declares an operating surplus will not qualify to receive a distribution.
- c. The formula for calculating the Board's Operating Surplus will be:
(Cash + Term Deposits) + (Accounts Receivable + Accrued Interest) – (Accounts Payable + Accruals) – (1 month budgeted operating expenses for following fiscal year)
- d. This is the maximum amount available for distribution to qualifying Producers; however, the Board maintains its discretion with regard to any and all surplus distributions.
- e. The formula for calculating the distribution to qualifying producers will be:
Operating Surplus x Producer's %share of levy paid during ACP's prior fiscal year.
- f. The status of the Operating Surplus will be declared at the Annual General Meeting each year by the Finance Committee Chair as part of the presentation of the Audited Financial Statements.

Reference Minutes of: December 4, 2015
 August 20, 2015
 June 22, 2015
 January 10, 2014
 June 7, 2013
 February 21, 2013

Appendix 1

Federally Reportable Diseases:

Notifiable Avian Influenza
Fowl Typhoid
Newcastle Disease
Pullorum Disease

Provincially Reportable Diseases:

Highly pathogenic avian influenza or low pathogenic H5 or H7 influenza virus
Infectious laryngotracheitis
Newcastle Disease
Salmonella Enteritidis, Heidelberg & Typhimurium
Salmonella Gallinarum & Pullorum
Toxic Substances

INDEMNITY AGREEMENT

A red square with a white border containing a white capital letter 'G'.

In order to provide Board Director's and officers with the security that they are protected while carrying out their duties on behalf of the Alberta Chicken Producers, it is hereby resolved that the Alberta Chicken Producers will indemnify a Director or Officer, a former Director or Officer, or a person who acts or acted at the Alberta Chicken Producers request as a Director or Officer, and their heirs, executors and other legal representatives from and against:

- Any liability for all costs, charges, and expenses that the Director or Officer sustains or incurs in respect of any action, suit or proceedings that is proposed or commenced against the Director or Officer in respect of the execution of the duties of the director or Officer's office;
- All other costs, charges and expenses that the Director of Officer sustains or incurs in respect of the affairs of the Alberta Chicken Producers;
- All costs, charges and expenses that the Director or Officer sustains in the case of a criminal or administrative proceeding or a proceeding that is enforced by a monetary penalty, where the Director or Officer had reasonable grounds for believing that his/her conduct was lawful, except where such liability relates to the Director or Officer's failure to act honestly and in good faith with a view to the best interests of the Alberta Chicken Producers.

It is further resolved that the Alberta Chicken Producers shall provide to all Directors and Officers an Indemnity Agreement and shall then take all steps necessary to implement and maintain this Indemnity.

Reference Minutes of: May 1, 2000

EXAMPLE

INDEMNITY AGREEMENT FORM

ALBERTA CHICKEN PRODUCERS

(OF THE FIRST PART)

- and -

<< **BOARD DIRECTOR NAME** >>

(OF THE SECOND PART)

WHEREAS << **BOARD DIRECTOR NAME**>> (hereinafter the **ADirector**) has been elected as a director of the Alberta Chicken Producers; **AND WHEREAS** the Director has agreed to sit as a member of the Board of Directors of the Alberta Chicken Producers; **AND WHEREAS** the Alberta Chicken Producers wish to provide the Director with the security that the Director will be indemnified while carrying out the Director's duties on behalf of the Alberta Chicken Producers; **NOW THEREFORE** this Agreement witnessed that for and in consideration of the Director undertaking to act as a Director of the Alberta Chicken Producers, and for and in consideration of the mutual covenants and conditions hereinafter set forth, the sufficiency of which is acknowledged, the parties agree as follows:

1. The Director in exercising his powers and discharging his duties shall act honestly and in good faith with a view to the best interests of the Alberta Chicken Producers and will exercise the care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances.
2. The Alberta Chicken Producers hereby indemnify the Director and his heirs, executors, administrators and other legal representatives from and against:
 - (a) any liability for all costs, charges and expenses that the Director sustains or incurs in respect of any action, suit or proceeding that is proposed or commenced against the Director, for or in respect of anything done or permitted by the Director in respect of the execution of the duties of the Director's office;
 - (b) all other costs, charges and expenses that the Director sustains or incurs in respect of the affairs of the Alberta Chicken Producers;
 - (c) all costs, charges and expenses that the Director sustains in the case of a criminal or administrative proceeding or proceeding that is enforced by a monetary penalty, where the Director had reasonable grounds for believing that his conduct was lawful;except where such liability relates to the Director's failure to act honestly and in good faith with a view to the best interests of the Alberta Chicken Producers.
3. This indemnity shall not be terminated by the expiry of the Director's term of office and shall continue to indemnify the Director for any actions taken or liability incurred while the Director was acting on behalf of the Alberta Chicken Producers.
4. The Director agrees to cooperate with the Alberta Chicken Producers in all reasonable respects in regard to defending an action or proceeding brought against the Director and the Alberta Chicken Producers.

IN WITNESS WHEREOF the parties have executed this Agreement this _____ day of

_____, 20___, in the City of Edmonton, in the Province of Alberta.

ALBERTA CHICKEN PRODUCERS

WITNESS SIGNATURE Per: _____
<< BOARD DIRECTOR NAME >>

Witness: Please Print Name

DISCLAIMER: Alberta Chicken Producers Regulation will prevail the Policies contained herein

LEADERSHIP DEVELOPMENT

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LEVEL I:

The Alberta Chicken Producers will provide Leadership Development Training Sessions, to producers interested in taking a leadership role in our industry, providing a minimum of eight people take the course. Each individual will be requested to pay \$200 to register, and will be responsible for their travel expenses. Meals and accommodations will be paid for by the Alberta Chicken Producers.

Reference: October 26, 1999

LEVEL II:

A registration fee of \$100 will be charged per person for the Level II Leadership Development Session. Accommodations and meals will be provided for by Alberta Chicken Producers.

Reference Minutes of: September 19, 2000

MEETING CRITERIA

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POLICY:

Alberta Chicken Producers will organize and conduct Annual General Meetings, Regional Meetings, other producer related meetings, along with Industry/Government meetings. It is the intent that these meetings be conducted in a transparent manner, providing information to the attendees in a manner that will enhance the Alberta chicken industry.

GUIDELINES:

- (1) The Annual General Meeting will be held at the end of February, or the first week of March, in conjunction with the other Alberta poultry Board's Annual General Meetings.
- (2) Meeting will be evaluated using Evaluation Forms provided by Alberta Chicken Producers.
- (3) Incentives such as door prizes or promotional give-aways may be used to encourage participants to complete the Evaluation Forms.
- (4) When industry sponsors educational meetings, which are open to all producers, by paying for the cost of coffee and donuts, the Board will offer one(1) free advertising notice such as a Newsletter enclosure, or a supporting article.
- (5) A representative of the Board will attend the Annual General Meeting of BC, SK, MB, and ON.

PROCEDURES:

- (1) The meeting will start on time.
- (2) A pre-meeting with Staff of the facility will be conducted to ensure they are familiar with our needs.
- (3) Coffee and donuts are to be served at least 30 minutes before the meeting commences.
- (4) Appropriate signage be available at the registration table.
- (5) Guest speakers will be provided with a 'thank you' package.
- (6) Portable microphones be available for any comments from the floor. These microphones will be moved throughout the room by Producer Representatives or other designated individuals.
- (7) Budget documentation with an explanation document will be circulated prior to the Annual General Meeting.
- (8) Dress code is generally casual, except for the Annual General Meeting, where Directors and Staff are expected to dress in business attire.

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(9) ACP will accept sponsorship as follows:

- Regional Meetings: Lunch and Refreshments: \$500
- Annual General Meeting (AGM): Jointly as the *Alberta Poultry Industry*

NOTE: Anyone interested in sponsoring the AGM will be encouraged to contact ConventionAll Management or call the Alberta Chicken Producers office for additional detail.

Further to that, public recognition of sponsorship will occur at the meeting and in the Newsletter. Sponsors will be allowed to set up a display table at the meetings for which they paid a sponsorship fee.

- (10) Travel for producers in remote locations to Regional Meetings and/or Annual General Meeting:
- 10.1 Registered producers who live more than 400 km from the location of the nearest meeting will be reimbursed for the cost of travel (mileage and hotel accommodations) for the evening prior to a meeting, provided expenses are submitted to the Alberta Chicken Producers office on an Alberta Chicken Producers Expense Claim Form (and supported by original receipts) within 30 days of the meeting. Hotel accommodations will be reimbursed up to the amount of the corporate rate that ACP has established for the year at the Four Points Sheraton Edmonton hotel.
 - 10.2 Costs will be reimbursed for one representative per legal land location.
 - 10.3 Implementation of Section (10) effective October 1, 2010.
 - 10.4 A light breakfast and lunch is provided at the meeting venue, so no other meals will be reimbursed for the duration of the trip.

Reference Minutes of: September 4, 2019
 December 2, 2011
 September 23, 2010
 April 25, 2005
 May 22, 2002
 February 10, 2000
 February 6, 1999
 February 26, 1999

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PENSION PLAN (RRSP)

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IMPLEMENTATION:

A staff pension plan was established effective January 1, 2002. Employees may choose the carrier of their choice. Alberta Chicken Producers will contribute, on the employee's behalf, directly to that carrier an amount to be deposited to the employee's Pension Plan or RRSP account.

Employees are eligible to participate in the Pension Plan following the first anniversary of employment with Alberta Chicken Producers.

In the month following the anniversary date, staff is eligible to receive matching contribution from Alberta Chicken Producers up to 3% of salary for employment with Alberta Chicken Producers from 1-5 years, and up to 5% of salary for employment with Alberta Chicken Producers over 5 years.

Reference Minutes of: May 22, 2002
 November 5, 2001



PER DIEM

Effective June 9, 2021

POLICY:

Per Diems are paid to producers who serve on the Alberta Chicken Producers Board, Industry Advisory Committee and other Committees. Non-producer representatives on Alberta Chicken Producers Committees may be eligible in certain circumstances.

PROCEDURES:

- (1) Per diems will be paid at the following rates:
 - a) Chair: \$490/full day and \$245/half day
 - b) Vice-Chair, Directors, Producer Representatives and Committee members: \$370/full day and \$185/half day
- (2) A monthly honorarium will be paid to the Chair and Directors for time devoted in conducting Alberta Chicken Producers business, in addition to eligible per diems according to the following schedule:
 - a) Chair: \$980/month
 - b) Vice-Chair and Directors: \$370/month
- (3) Directors will be paid a half day per diem for conference calls to a maximum of a full day per diem for 2 or more calls.
- (4) Directors will be paid a half day per diem for a meeting(s) less than 4 hours' duration.
- (5) Directors will be compensated for preparation and follow-up time for full-day Board meetings at a rate of \$75 per meeting.
- (6) Directors may claim a Per Diem as per 1a) and b) above for board teambuilding activities (i.e. board governance workshops, board development). Directors may not claim a Per Diem for individual professional development training, unless specifically approved by the Board.
- (7) The Agricultural 'Special Events' Coordinator will be paid an honorarium of \$300 per day, for organizing and coordinating special events as determined by the Board.
- (8) Non-producer members of a Committee who require a per diem will determine in advance with the Board the amount, if any, to be paid.
- (9) Directors and Producer Representatives shall be paid per diems for attending producer 'Open Houses' on behalf of the Board when asked to attend.
- (10) Directors will be compensated a full-day Per Diem for attending the Western Poultry Conference.
- (11) The Chicken Farmers of Canada (CFC) Director and Alternate may charge a per diem to Alberta Chicken Producers when the expense(s) is not covered by CFC.
- (12) Per diems will not be paid for attendance at events such as industry open houses, meetings with individual producers'/producer groups, and business-related social events; Directors are paid travel time allowance to attend, as per the 'Expense' Policy.

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(13) The Board maintains ultimate discretion to deviate from the CFC Per Diem and/or Honoraria as and when it deems necessary

| | | |
|------------|--------------------|-----------------|
| Reference: | June 8 & 9, 2021 | |
| | March 1, 2016 | May 22, 2007 |
| | August 7, 2013 | January 7, 2007 |
| | March 1, 2012 | March 2, 2004 |
| | September 24, 2007 | June 16, 2007 |

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PRODUCER REPRESENTATIVE RESPONSIBILITIES

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ROLE:

Producer Representatives are important to the leadership development and succession of Alberta Chicken Producers. In fulfilling their responsibilities, Producer Representatives develop as potential industry leaders, and provide input and feedback to the Board on matters requiring consultation.

RESPONSIBILITIES:

- (1) Attend Leadership Development Programs offered by the Board;
- (2) From time to time, provide input to the Board, and serve as a “sounding board” for the Board, on policies, programs, and initiatives, as requested;
- (3) Attend scheduled meetings of the Industry Advisory Committee;
- (4) Attend meetings and / or events, as requested by the Board;
- (5) Attend the Regional meeting scheduled for producers in the applicable geographic area;
- (6) Attend the Annual General Meeting;
- (7) As requested by the Board, provide input to the Research Committee on research priorities and proposals; and
- (8) As requested by the Board, participate in and provide input to ACP Committees and initiatives.

REMUNERATION:

Producer Representatives are eligible to claim Per Diems and expenses, on the same basis as Directors, for attending Industry Advisory Committee meetings, Committee meetings, the AGM, the Regional Meeting in his / her respective Region, and other meetings requested by the Board.

NOMINATION & ELECTION:

- (1) Producer Representatives are elected by producers at the Annual General Meeting for a one-year (1) term, for a maximum of three (3) consecutive one-year (1) terms.

Producers who have served as Producer Representatives for three (3) consecutive terms are eligible to be elected as a Producer Representative after completing a mandatory one-year step-down from this position.

- (2) One Producer Representative is elected from each geographic area:
 - Calgary South • Calgary to Lacombe • Lacombe to Leduc • Leduc North
- (3) A Producer Representative must be nominated by a licensed producer from the geographic area that he / she represents, and the Producer Representative must accept the nomination.
- (4) If a vacancy occurs in one or more Producer Representative position(s), the Board may appoint a Producer Representative. The producer appointed must be from the geographical area in which the vacancy occurred. The appointee will serve until the next Annual General Meeting.
- (5) When more than one producer is nominated for the position of Producer Representative, an election will be conducted by all eligible producers attending the meeting.

| | | | |
|-----------------------|------------------|----------------|------------------------|
| Reference Minutes of: | June 8 & 9, 2021 | March 16, 2004 | April 17, 2002 |
| | April 12, 2021 | June 3, 2003 | February 12 & 13, 1997 |
| | June 15, 2018 | May 22, 2002 | |

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Appendix 1 - Guidelines for Appointing a Vacant Producer Representative Position(s)

Context:

The Board may appoint a Producer Representative when a vacancy occurs in one or more position(s). The following guidelines are intended to support the Board in addressing the vacancy(ies).

Background:

As per Section 4 of ACP's Producer Representative Policy:

(4) If a vacancy occurs in one or more Producer Representative position(s), the Board may appoint a Producer Representative. The producer appointed must be from the geographical area in which the vacancy occurred. The appointee will serve until the next Annual General Meeting.

Guidelines:

1. When a vacancy occurs in one or more Producer Representative Position(s), the Board will determine whether to fill the vacant position(s) or to leave it / them vacant until the next Annual General Meeting.
 - a) The Board will endeavor to fill vacant positions.
 - b) Situations that could warrant leaving a position(s) vacant may include:
 - i. timing (i.e. vacancy occurs within several months of the AGM);
 - ii. lack of eligible candidates (i.e. an eligible producer(s) has not expressed interest;)
 - iii. other circumstances identified by the Board.
2. Where the Board determines to fill the vacant position(s), the Board office will inform producers of the vacancy(ies) and communicate deadline by which eligible producers are to inform the Board in their interest in the position(s).
3. Where only one producer who is eligible to serve as a Producer Representative has expressed interest in filling a vacant position:
 - a) If the Board deems it necessary, the interested producer may be invited to meet with the Board to share why they are interested in the position and how they believe their skills and experience will serve the position;
 - b) In the case of (a) above, the Board will ask questions of the candidates to gain a better understanding of their reasons for pursuing the position, their skills and their experience;
 - c) the Board may appoint that producer to the Producer Representative position by motion of the Board.
4. Where more than one producer who is eligible to serve as a Producer Representative has expressed interest in filling a vacant position(s):
 - a) the interested producers will be invited to meet with the Board to share why they are interested in the position and how they believe their skills and experience will serve the position;
 - b) the Board will ask questions of the producers to gain a better understanding of their reasons for pursuing the position, their skills and their experience;*
 - c) the Board will use a common set of criteria and considerations in considering producers for appointment to the position(s).*
5. Notwithstanding the above, the Board may appoint an eligible producer should a producer not express interest in the vacant position.

*See Examples

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Examples:

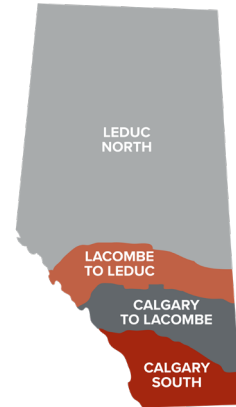
Criteria: *to be used by Directors in considering eligible producers for the Producer Representative position(s)*

- Motivation / interest in pursuing the position
- Experience in the industry
- Skills and / or experience relevant to the role and responsibilities
- Desire and commitment to undertake leadership development
- Ability to commit time to the role
- Desire to consider other leadership positions in the industry in the future (i.e. could include running for the Board, engaging more in public relations/social media, etc.)
- Other Considerations for the Board:
i.e. tenure of the candidate: have they been a Producer Rep in the past?

Sample Questions: *These are merely sample questions to serve as a starting point for meetings with eligible producers interested in the Producer Representative position(s). Some may not be relevant and there will be others to include depending on the individual.*

- Tell us a bit about yourself and your experience in the industry.
- What do you know about the position?
- What interests you about this position?
- Are there specific skills, experience, or interests that you would like to highlight to us?
- Are there specific skills or experience you are looking to develop?
- What do you hope to get out of serving in this role?
- Do you have any questions about the position?

Appendix 2 – Producer Representatives
Suggested Topics for Discussion/Information from your Region



| | |
|---|--|
| <p>CHICKS</p> | <ul style="list-style-type: none"> ▪ Quality ▪ Pricing ▪ Supply ▪ Overall Comments/Observations |
| <p>FEED</p> | <ul style="list-style-type: none"> ▪ Cost/Conversion ▪ Quality ▪ Supply ‘company’ information (take-overs, closures, etc.) ▪ Other |
| <p>FLOCK HEALTH & MANAGEMENT</p> | <ul style="list-style-type: none"> ▪ Flock Health and/or production challenges or improvements ▪ Veterinary interaction ▪ Impacts/Questions regarding AMU and antimicrobial reduction |
| <p>CATCHING/LOADING PROCESSING</p> | <ul style="list-style-type: none"> ▪ Catching – Any changes or challenges experienced ▪ Relationships with catchers ▪ Quality concerns/feedback from Processors? CFIA? |
| <p>BOARD</p> | <ul style="list-style-type: none"> ▪ Any questions or feedback regarding ACP Policy(ies) ▪ Interest in Leadership Development ▪ Other questions/feedback directed to the Board <i>(for Board and Producer Rep portion of the meeting)</i> |
| <p>OTHER</p> | <p>QUESTIONS OR COMMENTS REGARDING:</p> <ul style="list-style-type: none"> ▪ Government Relations ▪ Trade Agreements ▪ Consumer/Public Relations |

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ROLES & RESPONSIBILITIES

The Board Directors of the Alberta Chicken Producers is a governing Board, focusing on leadership by planning, setting policy, and delegating the implementation to the staff through the Executive Director.

| | |
|---|---|
| Chairman <ul style="list-style-type: none"> ▪ Servant of the Board ▪ Provides Leadership ▪ Speaks for the Board ▪ Manages meetings / time ▪ Communication / liaison with Executive Director ▪ Public / industry relations ▪ Facilitates / mediates / quarter-backs ▪ Crisis Management | Board Director <ul style="list-style-type: none"> ▪ Regularly attend all meetings ▪ Adhere to the “Standards of Leadership” ▪ Preparation ▪ Commitment (as agreed to) ▪ Represent Boards position to others ▪ Serve producers ▪ Open-minded ▪ Participate in setting policy |
| Committee / Project Leader <ul style="list-style-type: none"> ▪ Understands the mandate – becomes the ‘leader’ ▪ Chair (see above) of committee ▪ Reports / communicates / recommends to the Board ▪ Requests adequate resources / staff ▪ Coordinates staff | CFC Representative <ul style="list-style-type: none"> ▪ Regularly attend all meetings ▪ Adhere to the “Standards of Leadership” ▪ Know and represent the Board’s views ▪ Know and represent CFC and others views |
| Finance Lead <ul style="list-style-type: none"> ▪ Audit and sign Director’s Expenses & Per Diems ▪ Review Financial Statements with Staff and seek clarity ▪ Present Financial Statements to the Board at Board Meetings ▪ Participate in the Annual Budget-setting process with Staff ▪ Present the Annual Budget to the Board for approval ▪ Present the Annual Budget to producers at Regional Meetings ▪ Present the Audited Financial Statement to producers at the AGM ▪ Make a <i>Motion</i> at the AGM for Appointment of Auditor <p>Reference TAB 9 for details</p> | Promotions Lead <ul style="list-style-type: none"> ▪ Review / Provide feedback to staff regarding promotional item purchases ▪ Provide staff with feedback on Special Events and Trade Shows as applicable ▪ Review / Provide feedback to staff regarding policies and procedures pertaining to: volunteers, agricultural events, promotional items, sponsorships, and advertising <p>Reference TAB 9 for details</p> |
| Producers <ul style="list-style-type: none"> ▪ Regularly attend meetings ▪ Adhere to the “Standards of Leadership” ▪ Stay informed ▪ Participate effectively | Executive Director <ul style="list-style-type: none"> ▪ Serves Board & Producers ▪ Chief Executive Officer (C.E.O) ▪ Implementations / Administers Policy ▪ Reports to Chair ▪ Public Liaison ▪ Adhere to the “Standards of Leadership” ▪ Legal / Technical Leadership ▪ Analyses and Recommends ▪ Ensures Committee Support ▪ Administers Regulations ▪ Government Officials / Liaison – as settled by Chair |
| Producer Representative(s) <ul style="list-style-type: none"> ▪ Meet with the Board in the morning of the Industry Advisory Committee Meeting ▪ Attend meetings of the Industry Advisory Committee and present a Report to the Committee to update on the chicken industry in their region ▪ Meet with the Board in the morning of the day of the Industry Advisory Committee meeting, and present suggestions and/or concerns of producers that have come to their attention in their region ▪ Attend the Regional Meeting in their area ▪ Review ‘research proposals’ submitted to the Research Committee. ▪ Attend the Alberta Chicken Producers’ Annual General Meeting ▪ Attend and encourage producers to participate in Alberta Chicken Producers’ Research Brainstorming Sessions ▪ Represent the Board at meetings or special events in their respective area | |

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WHISTLEBLOWER POLICY

*The Whistleblower Policy applies to all Employees, Directors, and Contract Staff (individuals) of Alberta Chicken Producers (ACP).
July 2020*

INTRODUCTION:

This Policy is an essential component of ACP's commitment to high standards of business and personal ethics in the conduct of its business. Ethical business behavior is the responsibility of every member of the ACP team as it reflects not only in our relationships with each other, but with our members and stakeholders.

The objective of this Policy is to encourage and provide a process to report any concerns about misconduct or potential infractions that may adversely impact ACP, without fear of reprisal or retaliation.

DEFINITION of WHISTLEBLOWER:

- A **Whistleblower** is defined as an individual (described above) who, *In Good Faith*, has submitted a confidential or anonymous complaint or allegation of misconduct or potential wrongdoing Report.
- **Whistleblowers** do not include complainants who raise issues or concerns through the normal business channels in an open, non-confidential manner. As such, all individuals are strongly encouraged to report misconduct and potential infractions to one's immediate Supervisor, Executive Director, or Board Chair. If, however, the concerns are regarding these individuals, or these individuals are perceived to be in a Conflict of Interest, an *In Good Faith* Report may be made to the Governance Committee Chair. These concerns will not necessarily be considered **Whistleblower** Reports unless the individual claims the issue or infraction warrants it to be elevated to the Report level.
- **Whistleblowers** must act *In Good Faith* and exercise sound judgement to avoid unfounded allegations. They must not knowingly or recklessly make false accusations when reporting any misconduct or potential infractions. Any individual who knowingly or recklessly provides false or misleading statements/information is not acting *In Good Faith* and will be considered to have violated this Policy. As such, the individual may be subject to disciplinary action up to and including termination of employment or office.
- **Whistleblower** protections are provided in two important areas: (1) protection against retaliation, and (2) protection of confidentiality.

DEFINITION of IN GOOD FAITH REPORT & GOOD FAITH ASSISTANCE:

- An **In Good Faith** Report is made without malice or consideration of personal benefit and the complainant has a reasonable basis to believe the report to be true.
- An **In Good Faith** Report does not; however, have to be substantiated to be considered an **In Good Faith** Report.
- Where reported allegations are not substantiated, as long as the Report was made **In Good Faith**, there will be no repercussions against the complainant.
- Similarly, **Good Faith Assistance** means that any information provided by other individuals during an investigation conducted under this Policy is provided without malice or consideration of personal benefit, and the individual providing it has reason to believe the information they provide is to be true.

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- **In Good Faith** becomes irrelevant when an initial Report of information provided during an investigation is known to be malicious or false.

PROTECTION:

Alberta Chicken Producers will not retaliate in any manner, directly or indirectly, or tolerate any retaliation against the individual who has acted *In Good Faith* by: (1) making a *Whistleblower Report*; or (2) who provided *Good Faith Assistance* to the Governance Committee or to ACP Management.

No individual will suffer harassment, retaliation, or adverse employment consequences as a result of their involvement in an *In Good Faith Report* or *Good Faith Assistance*. Adverse employment consequences include, but are not limited to demotion, suspension, termination, transfer to a lesser position, punitive job assignments, denial of promotion, denial of benefits, threats, harassment, denial of compensation, or any manner of discrimination against an employee in the terms and conditions of their employment or working conditions.

Any Employee, Director, or Contract Staff who retaliates in a manner against an individual who has made an *In Good Faith Report* or provided *Good Faith Assistance* will be considered to have violated this Policy. Accordingly, retaliation is subject to disciplinary action up to and including termination of employment or office.

Reports made under this Policy may be submitted on a confidential basis and/or anonymously. Alberta Chicken Producers will make every effort to protect the complainant's identity and all reports will be kept confidential in order to conduct a thorough and effective investigation. An exception may need to be made to disclose the identity of the complainant if required by law or court proceedings to provide the accused individual their legal rights of defense.

MISCONDUCT OR POTENTIAL INFRACTIONS:

Examples of misconduct or potential infractions that may be reported under this Policy include but are not limited to:

- Financial matters such as fraud, theft, circumvention of internal accounting controls, and questionable accounting or auditing matters;
- Misleading or coercing of auditors;
- Violation of the ACP Conflict of Interest provisions;
- Violation of other ACP Policies (except the Discrimination and/or Harassment Policy, which has its own reporting process in place);
- Human Resource matters;
- Violations of securities laws, the criminal code or government regulations
- Misuse of ACPs property including divulging confidential information, funds, supplies, or other assets; and
- Forgery, alterations, or manipulation of documents and records (whether paper or electronic or in any other form or medium)

Nothing in this Policy is intended to discourage Employees, Directors or Contract Staff from reporting violations.

TIMELINESS OF REPORTS:

Reports should be made as soon as possible, but no later than within one year of the last incident of misconduct or the last potential infraction unless the person making the Report can show that there are compelling circumstances which prevented the Report from being submitted within one year.

REPORT SUBMISSIONS & INVESTIGATION:**A. Reports Concerning Employees or Contract Staff**

Employees or Contract Staff may make confidential or anonymous *In Good Faith* Reports directly to the Executive Director or Office Manager. The Executive Director, or Office Manager if the Executive Director is considered to be in a Conflict of Interest, may liaise with the Board Chair to discuss next steps.

The Executive Director is responsible for any *In Good Faith* Report submissions unless perceived to be in a Conflict of Interest, whereby the Board Chair will assume the investigation.

B. Reports Concerning Directors

Employees, Directors, or Contract Staff may make confidential or anonymous *In Good Faith* Reports directly to the Board Chair; however, if the Report concerns the Board Chair, the *In Good Faith* Report may be made to the Governance Committee Chair and the Executive Director.

The Board Chair is responsible for any *IN Good Faith* Report submissions unless perceived to be in a Conflict of Interest, whereby the Governance Committee Chair and the Executive Director will assume the investigation.

Receipt of any *In Good Faith* Reports will be communicated to the Board of Directors by the Board Chair.

The Board Chair and the Executive Director, alone or in consultation with the Governance Committee Chair will determine:

- (1) Who within the organization needs to be made aware of the allegation(s);
- (2) Whether Legal Counsel, accountants, external auditors, or other advisors will need to be retained to assist in any investigation of Reports and/or analyzing the results of each investigation; and
- (3) The appropriate investigation process, if any, to be implemented. Determining what is appropriate in a given situation will depend on the nature of the Report and other relevant circumstances.

Depending on the nature of the Report, the investigation will be monitored by the Board Chair and/or the Executive Director and/or the Governance Committee Chair.

SUBSTANTIATED REPORT:

Should a Whistleblower Report be substantiated for (1) an employee or Director, the Board Chair and/or the Executive Director will decide what action is appropriate and corrective action will be implemented; (2) Board Chair, the Governance Committee Chair and Executive Director will decide what action is appropriate and corrective action will be implemented; and (3) Executive Director, the Board Chair and Governance Committee Chair will decide what action is appropriate and corrective action will be implemented. If warranted, law enforcement officials or legal action may be required.

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Corrective action for the Employee or Contract Staff found to have engaged in misconduct may include: a reprimand, a suspension, a demotion, and/or dismissal.

Corrective action for Directors may include: a reprimand, a suspension, or removal from the Board in accordance with ACP's Plan Regulation.

DOCUMENTS:

Under lock and key, Alberta Chicken Producers will retain all confidential documents of Reports and investigations, in compliance with applicable law and best corporate governance practices.

RESPONSIBILITY:

- It is the responsibility of all individuals (Employees, Directors and Contract Staff) to report all violations or suspected violations in accordance with this Policy.

Reference Minutes of: July 13, 2020

DISCLAIMER: Alberta Chicken Producers Regulation will prevail the Policies contained herein