

MANITOBA CANOLA GROWERS ASSOCIATION INC.

(the "Association")

BY-LAW NO. 1/2017

Being a By-law to amend By-law No. 1/2012 of the Association.

BE IT ENACTED as a By-law of the Association as follows:

Section 6.03 (k) to (v) is replaced with the following:

- (k) The form of the ballot, and the voting instructions to accompany the ballot shall be determined by resolution of the board and communicated to the returning officer. The names of the candidates shall be listed on the ballot in alphabetical order. The ballot must allow a voter to rank candidates in order of preference. The voting instructions must also specify whether a ballot may be cast by use of electronic processes, including the internet.
- (l) The returning officer must ensure that all methods of voting preserve the anonymity of voters and the secrecy of their vote.
- (m) Where an election is to be conducted the returning officer shall mail one ballot accompanied by the voting instructions to each Member not later than the 22nd day of November.
- (n) A ballot must be cast in the manner specified in the voting instructions.
- (o) The returning officer must not accept a ballot unless it is received in the manner specified in the voting instructions not later than 4:30 p.m. C.S.T. on the 10th day of December.
- (p) The ballots cast by Members shall be counted by the returning officer on the 5th business day following the date specified in clause (o) in accordance with a procedure acceptable to the returning officer and approved by a resolution of the board.
- (q) Each candidate may designate a scrutineer, who must not be a candidate, to be present at the place where the ballots are counted.
- (r) The returning officer shall declare the results of the election and shall notify the candidates and the Association of such results.

- (s) All ballots cast in an election and other electronic documents must be retained until the later of the time specified in clause (t) and the completion of any recounting of the ballots under clause (u).
- (t) Any candidate may request a recounting of the ballots by Notice in writing to the returning officer delivered or mailed so that it is received by the returning officer not later than five (5) days after the date of notification referred to in clause (r).
- (u) Upon receipt of a Notice under clause (t) the returning officer shall conduct a recounting of the ballots and each candidate may designate a scrutineer, who must not be a candidate, to be present at such recounting.
- (v) The election of a candidate on the basis of such recounting shall be final.
- (w) In the case of a tie between or among candidates to be elected the deadlock shall be broken by a vote at the next annual meeting of Members. The returning officer shall be responsible for conducting such election. Voting shall be by secret ballot.
- (x) Any accidental omission or failure on the part of the board or the returning officer to comply with the provisions of this section does not invalidate an election.

PASSED by the board the 13th day of January, 2017.



President



Secretary

CONFIRMED by the Members of the Association in accordance with the Act on the 16th
day of February, 2017.



Secretary