

**Hatching Egg Marketing Plan  
made under Section 11 of the  
*Natural Products Act*  
R.S.N.S. 1989, c. 308  
O.I.C. 2018-111 (effective April 17, 2018), N.S. Reg. 66/2018**

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## Interpretation

### Citation

1 These regulations may be cited as the *Hatching Egg Marketing Plan*.

### Definitions

2 In this Plan,

“Act” means the *Natural Products Act*;

“annual general meeting” means an annual general meeting of registered producers held as required by this Plan;

“breeder hen” means a broiler breeder hen raised or used for the production of hatching eggs;

“broiler”, in relation to a hen or chick, means that the hen or chick is raised or used specifically for meat production;

“chick” means a broiler chick hatched from a hatching egg that has been marketed to a hatchery, from the time it is hatched until the time it is marketed to a broiler chicken producer for broiler chicken production;

“code of conduct” means the code of conduct established by the Commodity Board as required by Section 6;

“Commodity Board” means the Hatching Egg Farmers of Nova Scotia, a body corporate constituted under this Plan;

“custom hatched”, in relation to hatching eggs, means hatched in a hatchery on behalf of a person who has engaged the hatchery to hatch the eggs and who retains ownership of the eggs;

“designated representative” means a natural person designated under Section 5 by a registered producer;

“hatchery” means a hatchery for which a permit to operate a hatchery has been issued by the Minister of Agriculture and Agri-Food (Canada) under the *Hatchery Regulations* made under the *Health of Animals Act* (Canada);

“hatching egg” means an egg of a breeder hen that is suitable for incubation and that meets any of the following criteria:

- (i) it is marketed to a hatchery or in export trade,

- (ii) it is custom hatched,
- (iii) it is produced on lands presently identified by parcel identification number 05206578, sold to Synergy Agri Group Limited and then
  - (A) marketed by Synergy Agri Group Limited either to a hatchery or in export trade, or
  - (B) custom hatched;

“member” means a member of the Commodity Board;

“parcel” and “parcel identification number” have the same meaning as in the *Land Registration Act*;

“person” means any of the following:

- (i) a natural person, board, association, corporation, firm, or partnership,
- (ii) an heir, executor, administrator, assign or other legal representative of a natural person, board, association, corporation, firm or partnership;

“producer” means a person who produces hatching eggs in the Province;

“producers’ meeting” means either an annual general meeting or a special meeting;

“quota” means a portion of entitlement to supply hatching eggs that is allocated to a registered producer in accordance with regulations made under the Act;

“registered” means registered with the Commodity Board in accordance with regulations made under the Act;

“special meeting” means a special meeting of registered producers held in accordance with this Plan.

### **Regulated area**

**3** All of the Province is established as the regulated area for the purposes of this Plan.

## **Commodity Board Membership**

### **Commodity Board constituted**

**4 (1)** The Commodity Board is hereby constituted to administer this Plan.

**(2)** The Commodity Board must consist of no more than 8 members and no fewer than 6 members.

- (3) Until the first producers' meeting, the incumbent Board of Directors of the Hatching Egg Producers Association of Nova Scotia on the date this Plan comes into force constitutes the Commodity Board.

### **Designated representatives**

- 5 (1) A registered producer that is not a natural person may designate no more than 1 natural person to represent the registered producer on the Commodity Board and at producers' meetings.
- (2) To be a designated representative of a registered producer, a person must meet all of the following conditions:
  - (a) they must be a natural person;
  - (b) they must be a Canadian citizen who is ordinarily resident in the Province;
  - (c) they must be one of the following, and also be an active participant in the performance of the business activity of the registered producer:
    - (i) a director or officer of, or a shareholder or partner in, the registered producer,
    - (ii) an employee of the registered producer;
  - (d) they must not be a producer.

### **Code of conduct**

- 6 The Commodity Board must establish a code of conduct that applies to and is binding on all members.

### **Commodity Board membership eligibility**

- 7 (1) To be eligible for membership, a person must be either
  - (a) a registered producer who is a natural person; or
  - (b) a designated representative.
- (2) In addition to meeting the requirement in subsection (1), to be eligible for membership, a person must agree to comply with the code of conduct and must sign a copy of the code of conduct to indicate their agreement.
- (3) Except as provided in Section 27 with respect to lands presently identified by parcel identification number 05206578, if 2 or more registered producers operate from the same parcel of land, as identified by the parcel identification number, only 1 of those registered producers is eligible for membership at any given time.

- (4) The Commodity Board may establish an election policy to govern the election of members to the Commodity Board.

### **Commodity Board term of office**

- 8 (1) The term of office for a member is 3 years.
  - (2) A member takes office on the adjournment of the annual general meeting following their election or acclamation.
  - (3) A member may be re-elected or re-acclaimed for an additional 3-year term following the expiry of their term in office, with no limit on the number of consecutive terms they may serve.
  - (4) Despite subsection (1), the terms of office for members assuming office in 2017 are staggered as follows:
    - (a) the terms of 2 of the members expire in 2018;
    - (b) the terms of 2 of the members expire in 2019;
    - (c) the terms of remaining members expire in 2020.

### **Member may be removed**

- 9 The Commodity Board may remove a member from office for any of the following reasons:
  - (a) conviction of an offence under the Act or regulations made under the Act;
  - (b) conviction of an offence under the *Criminal Code* (Canada);
  - (c) failure to attend 3 consecutive meetings of the Commodity Board without reasonable cause;
  - (d) failure to abide by the code of conduct.

### **Vacancies on Commodity Board**

- 10 (1) No later than 6 weeks after the Chair of the Commodity Board becomes aware of the death, resignation or removal of a member during their term in office,
  - (a) the remaining members may appoint a registered producer or designated representative who is eligible for membership under Section 7 to fill the vacancy until an election is held at the next annual general meeting; and

- (b) the Chair must provide written notice to each registered producer by fax, post or e-mail that includes all of the following information:
  - (i) that a member has died, resigned or been removed from office,
  - (ii) if an appointment has been made under clause (a), that the remaining members have appointed a registered producer or designated representative to fill the vacant position,
  - (iii) that a nomination period has opened to fill the vacant position by election at the next annual general meeting.
- (2) If a person who is elected to the Commodity Board as a registered producer's designated representative ceases to be the registered producer's designated representative, the person must vacate their membership and the vacancy may be filled in accordance with subsection (1).

### **Commodity Board Executive, Employees and Committees**

#### **Commodity Board executive**

- 11 (1)** The Commodity Board must hold a meeting no later than 6 weeks after the date of each annual general meeting, and at that meeting elect from its members all of the following:
- (a) a chair;
  - (b) a vice-chair;
  - (c) 1 or more officers as the Commodity Board considers necessary.
- (2) The Commodity Board may assign 1 or more duties to each officer elected under clause (1)(c), if any, including a duty to represent the Commodity Board in any specific transaction or activity.

#### **Commodity Board may appoint committees**

- 12** The Commodity Board may appoint committees to assist in implementing this Plan and assist in developing or implementing regulations made under the Act.

#### **Duties of Commodity Board Chair**

- 13 (1)** The Chair of the Commodity Board is responsible for all of the following:
- (a) calling Commodity Board meetings and producers' meetings;
  - (b) presiding at Commodity Board meetings and producers' meetings;

- (c) representing the Commodity Board in all transactions and activities except those for which another person has been appointed by the Commodity Board.
- (2) The Chair of the Commodity Board, by virtue of the office, is a member of each committee established by the Commodity Board under Section 12.

#### **Duties of Commodity Board Vice-Chair**

**14** The Vice-Chair of the Commodity Board is responsible for all of the following:

- (a) calling Commodity Board meetings and producers' meetings in the absence of the Chair;
- (b) presiding at Commodity Board meetings and producers' meetings in the absence of the Chair;
- (c) performing duties assigned by the Chair or by the Commodity Board.

#### **Duties of Commodity Board Secretary-Manager**

**15 (1)** The Commodity Board may employ staff, including a secretary-manager.

- (2) If the Commodity Board employs a secretary-manager, the Secretary-Manager is responsible for all of the following:
- (a) recording and maintaining minutes of Commodity Board meetings, committee meetings and producers' meetings;
  - (b) attending to all Commodity Board correspondence;
  - (c) maintaining records of information collected by the Commodity Board in accordance with regulations made under the Act;
  - (d) notifying members or registered producers of meetings;
  - (e) maintaining financial records and bank accounts;
  - (f) preparing financial reports and statements;
  - (g) collecting and receiving licence fees, levies, charges and recovery rates payable to the Commodity Board in accordance with regulations made under the Act;
  - (h) managing staff;
  - (i) performing duties assigned by the Chair or by the Commodity Board.

- (3) The Secretary-Manager must attend a Commodity Board meeting, committee meeting or producers' meeting if requested to do so by the Commodity Board.
- (4) The Secretary-Manager is not entitled to vote in any meeting referred to in subsection (3).

### **Commodity Board Meetings**

#### **Calling Commodity Board meetings**

- 16** (1) The Commodity Board must meet at least quarterly.
- (2) A meeting of the Commodity Board may be called in any of the following ways:
    - (a) on receipt of a written request from 3 or more members, the Chair must call a meeting with notice to be held no later than 30 days after the Chair receives the request;
    - (b) the Chair may call a meeting with notice at the Chair's discretion;
    - (c) the Chair may call a meeting without notice at the close of an annual general meeting.
  - (3) If notice of a Commodity Board meeting is required, the Chair must provide each member with at least 10 days' written notice by fax, post or e-mail, specifying the time and place of the meeting.
  - (4) If the Chair is unable to call a Commodity Board meeting, the Vice-Chair must call the meeting.
  - (5) In the absence of the Chair at a Commodity Board meeting, the Vice-Chair must chair the meeting, and in the absence of the Chair and Vice-Chair, the members present must select from among themselves, by majority vote, a member to chair the meeting.

#### **Commodity Board or committee voting**

- 17** (1) At a Commodity Board meeting or a committee meeting,
- (a) each member has 1 vote; and
  - (b) for a resolution to pass, it must receive 6 votes in favour.
- (2) At a Commodity Board meeting, at least 6 members must be present to constitute a quorum.
  - (3) At a committee meeting, a majority of the committee members must be present to constitute a quorum.



## **Producers' Meetings**

### **Calling producers' meetings**

- 18 (1)** An annual general meeting must be held no later than 120 days after the end of each fiscal year of the Commodity Board.
- (2)** A special meeting may be called in either of the following ways:
- (a)** the Commodity Board may call a special meeting at its discretion;
  - (b)** on receipt of a written request from registered producers that meets the requirements of subsection (3), the Commodity Board must call a special meeting to be held no later than 30 days after the Board receives the request.
- (3)** A written request from registered producers for a special meeting must state the purpose of the requested meeting and must be signed by at least 1/3 of the registered producers.
- (4)** The agenda of a special meeting may be set at the meeting by the majority of registered producers and designated representatives present.
- (5)** For any producers' meeting, the Commodity Board must provide at least 10 days' written notice to each registered producer and designated representative by fax, post, or e-mail, including all of the following:
- (a)** the time and location within the Province of the meeting, as determined by the Commodity Board;
  - (b)** the purpose of the meeting, including copies of any special resolutions that are on the agenda.
- (6)** For an annual general meeting, the notice required by subsection (5) must also include all of the following:
- (a)** the Commodity Board financial statement and the independent auditor report required by subsection 26(3) for the current fiscal year;
  - (b)** a statement of the number of vacant Commodity Board positions and the names of registered producers and designated representatives who have been nominated and are standing to fill those positions.
- (7)** A designated representative may sign a written request for a special meeting and attend any producers' meeting on behalf of the registered producer that they represent.

### **Mandatory business at annual general meeting**

**19** The agenda for an annual general meeting must include all of the following:

- (a) the Commodity Board's annual report to registered producers for the current fiscal year;
- (b) the Commodity Board's financial statement for the current fiscal year;
- (c) the independent auditor report required by subsection 26(3) for the current fiscal year;
- (d) the appointment of an independent auditor as required by subsection 26(2);
- (e) the election of members;
- (f) the approval of the operating budget for the following fiscal year.

### **Special resolutions**

**20 (1)** A resolution of registered producers on any of the following matters must be a special resolution passed at a producers' meeting:

- (a) approving the operating budget for the following fiscal year;
  - (b) approving a change in the number of members for the following year;
  - (c) approving a change in the rates collected to recover the expenses of promotional and research programs under clause 6(1)(fa) of the Act;
  - (d) approving a change in the licence fees, levies or charges payable to the Commodity Board.
- (2)** A special resolution must not be considered at an annual general meeting or at a special meeting called by the Commodity Board under clause 18(2)(a) if the Commodity Board failed to include a copy of the special resolution in the notice for the meeting, as required by clause 18(5)(b).
- (3)** To constitute a quorum in a vote on a special resolution, at least 2/3 of registered producers must be present, and the registered producers present must hold at least 2/3 of the total quota allocated in the Province.
- (4)** A proxy holder is not entitled to vote on a special resolution.
- (5)** A double majority is required to pass a special resolution.

- (6) In subsection (5), “double majority” means the support of more than 1/2 of the registered producers present for the vote on the resolution, with the supporting registered producers holding more than 1/2 of the aggregate of the quota held by all registered producers that are present for the vote.
- (7) A designated representative may attend a producers’ meeting, be counted as the registered producer that they represent when a quorum is being determined, and vote on a special resolution on behalf of the registered producer that they represent.

### **General resolutions**

- 21** (1) Except with respect to the matters specified in subsection 20(1), a resolution passed at a producers’ meeting must be a general resolution.
- (2) To constitute a quorum in a vote on a general resolution, a majority of registered producers must be present.
  - (3) Subject to subsection (6) respecting proxy voting and subsection (7) respecting voting by a designated representative, each registered producer has 1 vote in a vote on a general resolution.
  - (4) A general resolution is passed when a majority of the votes cast on the resolution are in favour of it.
  - (5) If a vote on a general resolution results in a tie, the motion is defeated.
  - (6) A proxy holder may vote on a general resolution on behalf of a registered producer only if both of the following requirements are met:
    - (a) the registered producer must designate the proxy holder in writing;
    - (b) the proxy holder must not cast more than 2 votes on a single resolution, either as a proxy holder or as a registered producer.
  - (7) A designated representative may attend a producers’ meeting, be counted as the registered producer that they represent when a quorum is being determined, and vote on a general resolution on behalf of the registered producer that they represent.

### **Voting eligibility when 2 or more producers operating from same parcel**

- 22** Except as provided in Section 27 with respect to lands presently identified by parcel identification number 05206578, if 2 or more registered producers operate from the same parcel of land, as designated by the parcel identification number, only 1 of those registered producers or their designated representative is eligible to vote on any matter arising at a producers’ meeting, including a special resolution, a general resolution and a request for a special meeting, as provided in these regulations.

### **Segmentation—~~effect~~ [effect] on eligibility to vote**

- 23** (1) A registered producer who segments its production is limited to 1 vote.
- (2) Production is segmented in any of the following circumstances:
- (a) the producer operates or transfers its assets or operations to 1 or more corporations, partnerships or trusts owned or operated by the producer or a person related to the producer;
  - (b) the producer subdivides the parcel it operates from, so that after subdivision the producer operates from multiple parcels.
- (3) In clause (2)(a), “person related to the producer” means any of the following:
- (a) a parent, child, brother, sister, married spouse, registered domestic partner or common-law partner of the producer;
  - (b) a shareholder of a closely held company in which the producer has an interest;
  - (c) an officer or director of a corporation in which the producer has an interest;
  - (d) a partner in a partnership in which the producer has an interest;
  - (e) a trustee in a trust in which the producer has an interest.
- (4) The Commodity Board may exempt a producer from this Section if the Commodity Board is satisfied that the segmentation occurred as a result of the dissolution of a business or family relationship.
- (5) A producer seeking an exemption under subsection (4) must furnish the Commodity Board with evidence that a written agreement or court order exists between differing interest holders in the producer governing the scope of their shared interests in the management and operation of the producer.

### **Supervision of Plan**

#### **Fiscal year**

- 24** (1) The fiscal year of the Commodity Board is from January 1 to December 31.
- (2) For the purpose of an annual general meeting,
- (a) the “current fiscal year” is the fiscal year ending on December 31 of the year preceding the year in which the annual general meeting is held; and
  - (b) the “following fiscal year” is the fiscal year following the current fiscal year.

- (3) Despite the fiscal year specified in subsection (1), the first fiscal year of the Commodity Board is from the date this Plan comes into force until December 31 in the same calendar year.

#### **Copies of documents to Council**

- 25 (1) No later than 30 days after recording a minute or making an order, direction or determination, the Commodity Board must send a copy of the minute, order, direction or determination to the Council.
- (2) Subject to applicable Provincial and federal privacy legislation, the Commodity Board must make a copy of any of its minutes, orders, directions and determinations available to a registered producer who requests a copy.

#### **Financial reporting**

- 26 (1) The Commodity Board must keep proper books of account.
- (2) At each annual general meeting, the registered producers must appoint an independent auditor to hold office until the close of the next annual general meeting, subject to approval by the Council.
- (3) After the end of each fiscal year of the Commodity Board, the independent auditor must audit the Commodity Board's books of account and prepare an independent auditor report for that fiscal year.
- (4) The independent auditor report prepared under subsection (3) and the corresponding financial statements of the Commodity Board must be sent to Council and all registered producers at least 10 days before the annual general meeting at which it will be considered.

#### **Producers Operating from PID 05206578 Lands**

- 27 (1) In this Section, "PID 05206578 lands" means the lands identified by parcel identification number 05206578 as of the effective date of this Plan.
- (2) Subject to subsections (3) to (5), if Synergy Agri Group Limited owns the PID 05206578 lands, a maximum of 3 producers operating from those lands are eligible to serve as Commodity Board members and vote on matters arising at producer's meetings, but the number of eligible producers must never exceed the number of producers operating from those lands.
- (3) Any producer who has been operating from the PID 05206578 lands continuously since on or before January 1, 2015, is deemed to be operating from the PID 05206578 lands as of the effective date of this Plan.
- (4) A producer operating from the PID 05206578 lands is not eligible to vote unless approved to vote by the Commodity Board.

- (5) For the purposes of constituting a quorum and calculating a double majority in a vote on a special resolution under Section 20, the quota held by all producers operating from the PID 05206578 lands is deemed to be apportioned equally among the producers who are eligible to vote under this Section.

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## Legislative History Reference Tables

Hatching Egg Marketing Plan  
Natural Products Act

N.S. Reg. 66/2018

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*Note: The information in these tables does not form part of the regulations and is compiled by the Office of the Registrar of Regulations for reference only.*

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### Source Law

The current consolidation of the *Hatching Egg Marketing Plan* made under the *Natural Products Act* includes all of the following regulations:

<b>N.S. Regulation</b>	<b>In force date*</b>	<b>How in force</b>	<b>Royal Gazette Part II Issue</b>
66/2018	April 17, 2018	date specified	May 11, 2018

The following regulations are not yet in force and are not included in the current consolidation:

<b>N.S. Regulation</b>	<b>In force date*</b>	<b>How in force</b>	<b>Royal Gazette Part II Issue</b>
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\*See subsection 3(6) of the *Regulations Act* for rules about in force dates of regulations.

### Amendments by Provision

ad. = added  
am. = amended

fc. = fee change  
ra. = reassigned

rep. = repealed  
rs. = repealed and substituted

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**Provision affected**

**How affected**

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Note that changes to headings are not included in the above table.

**Editorial Notes and Corrections:**

<b>Note</b>	<b>Effective date</b>
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**Repealed and Superseded:**

<b>N.S.</b>	<b>Title</b>	<b>In force date</b>	<b>Repealed date</b>
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Note: Only regulations that are specifically repealed and replaced appear in this table. It may not reflect the entire history of regulations on this subject matter.