

Sir John's Homestead Ratepayer Association Inc.

CONSTITUTION

ARTICLE 1 - NAME, PURPOSE & TERRITORY

1.1 Name

The name of the Association is the "Sir John's Homestead Ratepayer Association Inc.", hereinafter called the Association.

1.2 Purpose

The objectives of the Association shall be to carry out such purposes being charitable in law as to benefit all ratepayers within the Association area. In furtherance of this, the Association shall:

- a) Represent all ratepayers within the Association area and act as a liaison when required, between members and all levels of government.
- b) Promote and support improvements to the quality of life and preservation/ improvement of property values for all ratepayers.
- c) Encourage a community spirit by promoting recreational and social activities as desired and where funds are available and where practical.
- d) Regularly consult with and inform all members as to any matters of concern.
- e) Represent the majority view of the community.
- f) Be non-profit, non-partisan, non-political, non-sectarian, non-racial and gender neutral.
- g) Promote membership to all ratepayers of the community.
- h) Work with the City of Mississauga and the Region of Peel to enhance landscaping and maintenance of city property and services.

1.3 Territory

The Association area includes the following streets; Sir John's Homestead, Redstart Drive and Solitaire Court; located in Ward 8 of the City of Mississauga, Ontario. It is bounded by Dundas Street to the south, Erindale Secondary School to the west, Glen Erin Trail to the north and Mississauga Road to the east.

ARTICLE 2 – CORPORATION WITHOUT SHARE CAPITAL

2.1 Non-Profit

The Association shall be carried on without gain for its Members, and any surplus or other accretions to the Association shall be used in achieving its purpose.

2.2 Incorporation

The Association was incorporated in the Province of Ontario by Letters Patent dated October 23, 2009 as a Corporation without Share Capital.

2.3 Compliance

To maintain its tax-exempt status, the Association shall operate in compliance with applicable laws, regulations and requirements governing Non Profit Corporations.

ARTICLE 3 - BYLAWS & CHANGES

3.1 Bylaws

Bylaws shall be established as hereinafter set forth for the purpose of governing the operation and administration of the Association.

3.2 Review and Approval of Changes

The process for changes to this Constitution and/or By-laws shall be described in the By-laws.

BY-LAWS

ARTICLE I – HEAD OFFICE

1.1 Head Office

The head office of the Association shall be within the territory of the Association, and at such place that the Directors may from time to time determine

ARTICLE 2 - MEMBERSHIP AND VOTING RIGHTS

2.1 Membership

Membership and right to vote on issues of interest to the Association is open to all ratepayers who own properties (houses) within the Association area – with two votes per house. If any property is owned by a corporation, that corporation shall have two votes. No property shall have more than two votes.

2.2 Use of E-mail

All members of the Association shall provide an e-mail address in order to facilitate communication within the Association. All email addresses will be protected and will only be used for the purposes of communication on Association matters. Members without e-mail can ask a neighbour to provide them with these communications.

2.3 Termination of Membership

Voting membership will end when the member sells the property or resigns.

2.4 Suspension of Membership

In the event of continuous or serious breaches of the constitution, membership in the Association can be suspended or ended by a two-thirds majority vote of the Board of Directors.

2.5 Suspension Review

A Member whose membership has been suspended in accordance with clause, 3(d) shall be entitled to have that suspension reviewed at the next Annual General Meeting.

2.6 Membership Year

The membership year shall be from November 1 to October 31.

ARTICLE 3 - AFFILIATION

The Association may affiliate with any non-party political organization whose objectives are commensurate with those of the Association and which can further the objectives of the Association. The Association received formal recognition by the City of Mississauga on October 14, 2009 and membership in MIRANET (the City-wide network of Ratepayer and Residents' Associations in Mississauga) on October 7, 2009.

ARTICLE 4 - BOARD OF DIRECTORS

4.1 Officers

The Association shall have the following Officers: the President, the Vice-President, the Secretary, and the Treasurer.

4.2 Membership

The Association shall have a Board of Directors consisting of the Officers, the Past-President (when one exists), the Webmaster/Editor, the Membership Chair, the MIRANET Liaison, and at least two Directors at Large. The term of the Past-President is limited to the length that the succeeding President serves.

4.3 Duties and Powers

The President shall chair all meetings of the Association and represent the Association externally.

The Vice-President shall, in the absence or disability of the President, perform the duties and exercise the powers of the President.

The Secretary shall record minutes of all meetings and prepare meeting agendas in consultation with the President.

The Treasurer shall keep a simple record of income and expenditures which shall be produced each year at the AGM and be available to all members on request.

The Webmaster/Editor shall maintain lines of communication open to all members through email and the web, maintaining a current email list of members and an up-to-date website with the domain name "www.sjhra.ca".

The Membership Chair shall lead all membership activities and coordinate membership records with the Webmaster.

The MIRANET Liaison will be the communication link between the Association and MIRANET.

Directors at Large will help wherever needed with Association activities or on special projects.

4.4 Miscellaneous Details

a) Terms of office for all positions shall normally be two years. There will be no limit as to the number of terms any one person can serve. To ensure continuity, it is desirable that half of the directors be elected each year. Some directors may be elected for one-year terms to achieve this desirable goal.

b) Election or removal of Officers or Directors can only be carried out by a majority vote at an Annual General Meeting or a Special General Meeting called specifically for that purpose.

c) Any vacancies in the Board occurring by resignation or otherwise may be filled by the Board after inviting nominations or volunteers for the position that is vacant by co-opting members with full voting rights until the next General Meeting.

d) In view of the potential for conflicts of interest, Mississauga Elected Members (Councilors) and Housing Department Staff are not eligible to be officers of the Association.

e) Any Director who does not attend three consecutive meetings without giving a reasonable explanation to the satisfaction of the Board shall be deemed to have resigned.

f) The Association will purchase liability insurance for the protection of Board members.

ARTICLE 5 - MEETINGS

5.1 Annual General Meetings

a) The Association shall hold an Annual General Meeting (AGM) once each calendar year during the month of October.

b) The AGM shall

- Receive an annual report from the president
- Receive a financial statement from the Treasurer.
- Elect new Board members who shall elect the Officers from the complete Board at a meeting immediately following the AGM.
- Agree on rates for membership fees, if any.
- Vote on amendments to the Constitution and By-laws.
- Consider any resolution put forward by members.

c) All ratepayers shall receive notification, via email, of an AGM not less than 28 days prior to the meeting. Notice of the AGM shall be posted on the Association website.

5.2 Special General Meetings

A Special General meeting may be called by the Board or if requested by at least 10% of the membership. This request should be made in writing to the Secretary at least 21 days before the requested meeting date. The Secretary shall then send an email notice to all members at least 7 days in advance of the meeting.

ARTICLE 6 - CONDUCT OF BUSINESS

6.1 Quorum

Whereas it is impossible to calculate at any given time the exact number of members of the Association, a quorum for the Annual General Meeting shall be the attendance of at least eleven voting members including five Board members such that the majority of the attendees are non-Board members. For Board meetings, a quorum consists of a majority of the membership of the Board.

6.2 Voting

a) At all meetings, except those dealing with alterations to the Constitution & By-laws, decisions shall be taken by a simple majority of those voting members present and voting.

b) In the event of a tie in voting, the Chair of the meeting shall have the deciding vote, otherwise the Chair does not vote.

c) Conflict of interest shall be declared. Members with a conflict of interest shall declare that conflict and withdraw from voting on the issue in question.

6.3 Minutes

a) All voting that takes place at an AGM, Special General Meeting or Board Meeting shall be counted and recorded in the minutes.

b) All actions at Board Meetings, Special General Meetings and AGM's shall be recorded in the minutes. The minutes of any Board meeting shall be approved at the next

meeting of the Board. The minutes of any Special General Meeting and AGM shall be approved at the next AGM.

6.4 Means of Communication

The normal means of communication between the Board and the members of the Association shall be by use of email and postings on the Association website.

ARTICLE 7 - FINANCE

7.1 Funds

The Association may raise funds either by donation, grant application, membership fees, sponsorship or other means. The proceeds of any such fundraising shall be used in accordance with and to the furtherance of the objectives of the Association.

7.2 Bank Accounts

Bank accounts shall be opened in the name of the Association. Cheques shall normally be signed by the President and the Treasurer with the Vice President as the alternate to the President and the Secretary as the alternate to the Treasurer. Signatories shall not be related or be members of the same household.

7.3 Petty Cash

Proper records of all petty cash transactions shall be kept.

7.4 Fiscal Year

The Fiscal year shall be from September 1 to August 31. Membership Fees, if deemed necessary by the Board of Directors, shall be decided annually.

ARTICLE 8 - CHANGES TO CONSTITUTION & BY-LAWS

- a) Any proposed amendments can only be made at an Annual or Special General Meeting.
- b) Any proposed amendments shall be sent to the Secretary not less than 28 days prior to the meeting at which the proposed amendment is to be discussed.
- c) The Secretary shall send the new wording (amendment) together with the old wording and notice of the meeting at least fourteen days prior to the meeting at which the alteration is to be discussed.
- d) Alterations require a two-thirds majority of those voting members present at the AGM.

ARTICLE 9 - DISSOLUTION

- a) A Special General Meeting called specifically to consider a motion to dissolve the Association will only address this motion.
- b) All members shall be given fourteen days email notice of such a meeting.
- c) The Association can only be dissolved if a two-thirds majority of the voting members vote for a motion to dissolve the Association.
- d) The meeting shall decide on the disposal of any assets remaining after the satisfaction of debts and any other liabilities. These assets shall be applied to charitable purposes agreed to by the members of the Association.
- e) Any City of Mississauga Council assets the Association has been permitted to use but which have not been transferred into the ownership of the Association by way of outright donation or gift shall be returned to the Council if the Council so wishes.