

Kingscross Ratepayers Association

Township of King, Ontario

Constitution

A constitution for the general conduct of affairs

Adopted September 11, 2012

Article 1. Purposes of the Organization

- 1.1 To promote the interests of voters and ratepayers in the Township of King, and particularly those residing in the Kingscross Estates neighborhood, with a view to having influence and consideration in any decisions whether local, county, provincial, or federal which may affect them.
- 1.2 To promote efficient, open, accountable, responsible government in the local Municipality of the Township of King (hereinafter referred to as "the Municipality").
- 1.3 To monitor municipal agendas on issues and concerns affecting ratepayers and voters either directly or indirectly.
- 1.4 To encourage and promote, participation by ratepayers and voters in the local political and electoral process.
- 1.5 To communicate with ratepayers and voters of the Municipality on the major issues facing them as taxpayers and the positions taken by candidates for municipal election and elected officials.
- 1.6 To fulfill a watchdog function over the discussions, decisions and activities of the Municipality Council, its Boards and Committees.
- 1.7 If deemed appropriate by the Board of the Association, to take action, in respect of any acts or omissions by Municipality's Councillor(s), any of its employees or agents which are contrary to existing or prospective government statutes, by-laws, regulations or guidelines.
- 1.8 To accept donations, gifts and bequests, to further the purpose of the organization.
- 1.9 To pursue any objects and to exercise any power as are lawfully permitted to any non profit association incorporated in Ontario.

Article 2. Membership

2.1 Membership is open to any eligible voter residing in the area known as Kingscross Estates neighbourhood in King City. Persons residing outside the Kingscross Estates neighbourhood may become members if approved by the Board of Directors or by a majority of members at a regular meeting as being eligible. For greater certainty, the Kingscross Estates neighbourhood is comprised of the following entire streets: Kingscross Drive, McKellar Lane, Lockhart Lane, Manitou Drive, Chelsea Lane, Keri Court, Watch Hill Road, Kingsworth Road, Blueberry Lane, Cranberry Lane, Snowberry Lane, Champlain Crescent and Westgate Boulevard.,

2.2 Only members in good standing shall be entitled to vote at meetings. A member in good standing is a member approved by the Board of Directors, or by a majority of members at a membership meeting.

2.3 A person can become a member at any time.

2.4 The Board may establish a non-voting class of member for those not resident in Kingscross Estates but wishing to join because of interest or shared values.

2.5 Membership in the association may consist of a family membership and all residents in that household of voting age shall be considered members.

2.6 A family membership is only entitled to a maximum of two votes per household or address.

2.7 Annual membership dues to be paid by members of the Association shall be set from time to time by the Board of Directors and shall be effective when so set, but subject to ratification at the next annual meeting of the members of the Association. The Board of Directors may determine different membership fees by class of membership such as individual or family or non-voting.

Article 3. Organization

3.1 The Association shall be an incorporated non-profit association incorporated in Ontario.

3.2 The name of the Association shall be Kingscross Ratepayers' Association.

3.3 The association shall have a Board of Directors of not less than three members and not more than nine, who shall be elected by the membership. Initially, the Board shall be comprised of five persons and any proposed change in the size of the board must be approved by majority vote of the members before it can take effect.

3.4 The adoption of this Constitution shall be considered at a meeting of members for that purpose. The first Board of Directors, under the new constitution, when adopted, shall be elected at that special meeting.

3.5 The Board of Directors shall have a Chairman and a Vice Chairman who shall be elected by members of the Board of Directors following each election for directors.

3.6 When elected, directors and officers shall serve a term of one year.

3.7 The Association shall have a Secretary and a Treasurer who shall be elected by members of the Board of Directors. The Secretary shall be a Director. The Treasurer shall preferably be a Director but may be filled by a member of the Association.

3.8 The Board may appoint such other officers of the Association as it may determine,

3.9 Officers of the Association namely the Chairman, Vice Chairman, Secretary and Treasurer and such other officers as the Board may appoint shall constitute the Executive of the Association.

3.10 Members of the Board and officers shall be reimbursed for reasonable expenses incurred by them in performance of their duties or acts on behalf of the Association.

Article 4. Powers and Duties of the Board

4.1 The Board shall manage the affairs and business of the Association pursuant to its purpose and subject to policy guidance as expressed by the members by resolution passed at a meeting. The Executive will decide when an issue warrants involvement by the membership.

4.2 The Executive will not commit Association funds in excess of \$1,000.00 unless a majority of the Board of Directors agrees at a meeting called for the purpose, or as a result of solicitation of the members pursuant to article 6.4 This clause is to be reviewed at the first Annual meeting of members after one year from adoption of this constitution.

4.3 The Board, by resolution may form such committees as it deems advisable and in the best interests of the Association. Such committees may include members who are not Directors, as determined by the Board.

4.4 The Board may enact Regulations by resolution to govern the operation of the Association. Such regulations must not be contrary to or contradict the Articles of this Constitution and to the extent that they do so they are void.

4.5 Regulations are valid when passed by the Board, but any regulations or amendments not previously approved by the members must be tabled for review and approval by members at the next meeting of members after its enactment.

4.6 Elections for directors may occur as part of the Annual General Meeting for the Association or may be conducted at such other times or by such other means as the board considers appropriate, including electronic voting, provided that an election must be conducted in advance of the termination of the term of any current director and the appointment of new directors shall take effect upon the expiry of such terms.

4.7 The Board shall form a nominating committee to nominate candidates to stand for election. The Nominating Committee shall solicit nominations for directors from the membership at least thirty(30) days before each election is held. Each person nominated by the Nominating Committee for election shall have first agreed to serve as a member of the Board of Directors if elected before such nomination is made.

4.8 At least twenty (20) days before each election of directors, the Nominating Committee shall notify each voting member of the nominees proposed by the members and the slate of directors recommended by such committee, for election to the Board of Directors. The notice shall allow the names of alternate candidates to be proposed and voted for (i.e. write-in candidates). Voting may be conducted at a meeting or on the Association's website or by such other method as the directors consider appropriate.

4.9 Between meetings of the Board of Directors the Executive shall take such actions as are necessary to carry on the business of the Association.

4.10 The Board of Directors shall have the authority to purchase liability insurance for the Association and its members, officers and Directors from Association funds.

Article 5. Committees

5.1 The Board shall be entitled to establish committees. The Board shall prepare a written mission statement for each Committee. A Committee may be formed for a specific term or without a term, but may be disbanded any time by the Board. Committees shall continue only so long as the purpose for which they are appointed continues.

5.2 Committee members may be Directors or members of the Association and shall be appointed by resolution of the Board. The Board shall appoint a Chairman for each Committee.

5.3 Committees shall report to the Board and are subject to the authority of the Board provided that any specific policy guidance passed by members and directly relating to the work of a specific Committee shall be incorporated in the Board's direction to the Committee.

Article 6. Meeting

6.1 An Annual General meeting shall be held every year for the purpose of:

- (a) Reporting to the membership generally
- (b) Discussing any policy issues brought forward by the Board, or requested by members
- (c) Presentation of financial reports for approval

(d) If so determined by the Board, Electing Directors whose term is expiring

6.2 The Annual General Meeting shall be held within 180 days following each fiscal year end.

6.3 Other meetings of members may be called by the Chairman, with approval of the Board, to deal with issues which in the opinion of the Board require the expression or opinion or decision of the membership as a whole.

6.4, If the Board considers it appropriate, any meeting, or any decision to be made at a meeting, including the Annual General Meeting, may be conducted or determined through a telephone poll, an electronic poll, exchange of fax, email or other means of communication to obtain the opinion of the members on a particular matter or course of action, and any decision so determined is sufficient to authorize action on such matters, or to commit funds of the organization.

Article 7. Conduct of the Meeting

7.1 The Board shall endeavour to hold meetings at times which are convenient to both resident and non-resident groups.

7.2 A quorum for a meeting of members shall be twelve or more members and a quorum for a meeting of the Board shall be a majority of Directors.

7.3 All official meetings shall be meetings of record. Minutes shall be taken by the Secretary or such other person as the Meeting approves and shall be made available for inspection by members on request, at reasonable times.

7.4 All decisions voted on by the members in meeting or otherwise, or by the Board of Directors in meeting, shall be authorized by a motion made, seconded and affirmed by a majority of directors or members at a meeting.

Article 8. Conflict of Interest

8.1 Any person having a conflict of interest in a particular matter shall declare his/her interest and refrain from voting on the matter under consideration.

Article 9. Finance

9.1 The treasurer shall produce an annual financial statement showing the receipt and disposition of funds.

9.2 The Association may open and maintain a bank account at a chartered bank or trust company. All money received and deposited in that account and all moneys disbursed shall be paid by cheque out of that account.

9.3 The financial statements will be made available to any member at reasonable times on a request made to the treasurer.

9.4 The financial year shall be the same as the calendar year, from January 1 to December 31 of the same year.

Article 10. Execution of Documents

10.1 All Documents shall be signed on behalf of the Association by any two directors or members upon authorization of the Board or upon direction of members pursuant to a resolution passed by members in a meeting duly called for that purpose.

10.2 Any two members of the Executive shall sign cheques issued by the Association.

Article 11. Dissolution

11.1 In the event that the Association dissolves and after payment of all debts and liabilities, its remaining property shall be distributed or disposed of to similar organizations or charitable organizations which carry on their work in King City.

Article 12. Changes to the Constitution

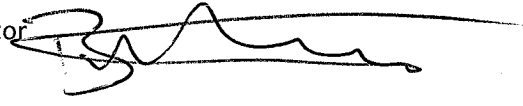
12.1 Changes to this constitution may only be made by resolution enacting such changes supported by a majority of the members in attendance at a General Meeting, for which notice has been given and the text of the changes are incorporated in the notice of the meeting, or by separate document distributed in the same manner as the notice.

Signed:

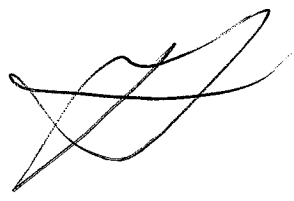
A handwritten signature in black ink, appearing to read "J. Bellick". The signature is written in a cursive, flowing style.

Director

Director

A handwritten signature in black ink, appearing to be a stylized name with a long horizontal stroke at the end.


Director

A handwritten signature in black ink, consisting of several overlapping loops and a long horizontal stroke.

Director

A handwritten signature in black ink, featuring a large, stylized initial 'W' followed by a long horizontal stroke.

Director

A handwritten signature in black ink, starting with a large, stylized initial 'Q' followed by a long horizontal stroke.