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# CONSTITUTION of COMMUNITY CENTRE 55

## **Section I - Name of Organization**

- 1.1 The name of the organization is "Community Centre 55", hereafter referred to as "the Agency".

## **Section II - Purpose of the Organization**

- 2.1 The Agency's purpose is to maintain, manage and operate the Centre as a City-funded community centre in accordance with the Council-approved Relationship Framework and all applicable law, including the City of Toronto By-law 323-74 and Chapter 24 of the Toronto Municipal Code as amended from time to time (hereinafter referred to as the "City By-law") in the multi-service building located at 97 Main Street in the City of Toronto.
- 2.2 The Agency is community-oriented and community-controlled with priority given to residents of the area bounded by the west side of Victoria Park Avenue, to the east side of Coxwell Avenue, north of Lake Ontario, to the south side of Danforth Avenue (the "Catchment Area"), and the Agency works co-operatively with all members of the community, especially those disadvantaged by economic, social or physical circumstances.
- 2.3 All persons will be welcomed and encouraged to make full use of the Centre's facilities and services, in accordance with any by-laws and decisions of the Board and applicable policies of the City of Toronto.
- 2.4 The Agency and the Board will embrace and promote the value of diversity in its day-to-day business, including employee, volunteer and board recruitment practices, program and policy development and community engagement.

## **Section III - Application & Interpretation**

- 3.1 If this Constitution conflicts with any municipal legislation or policy, the municipal legislation and policy will prevail.
- 3.2 The Headings contained in this Constitution are purely for ease of reading, and do not add nor detract from the substance of what is contained herein. The Constitution shall be interpreted without resort to the Headings.

## **Section IV - Definitions**

- 4.1 "Agency" shall mean the Community Centre 55 as described in the Relationship Framework.
- 4.2 "Annual General Meeting" shall mean a meeting of the Current Members which takes place each and every year.
- 4.3 "Appointment" shall mean a decision by Community Council or City Council to have a person hold office as a Member of the Board of Directors of the Agency.

- 4.4 "Board" shall mean the Board of Management of the Agency.
- 4.5 "Catchment Area" shall mean the area bounded by the west side of Victoria Park Avenue, to the east side of Coxwell Avenue, north of Lake Ontario, to the south side of Danforth Avenue and any changes to the catchment area shall be made in accordance with the provisions of the Relationship Framework.
- 4.6 "Centre" shall mean the building at 97 Main Street, Toronto.
- 4.7 "City By-law" shall mean City of Toronto By-law 323-74 and Chapter 24 of the Toronto Municipal Code.
- 4.8 "City Council" shall mean the City of Toronto Council.
- 4.9 "Code of Conduct" shall mean the Code of Conduct for Members of Local Boards (Restricted Definition) City of Toronto, EX22.6 as adopted by City Council at its meeting held on July 15, 16 and 17, 2008, as amended from time to time.
- 4.10 "Community Council" shall mean the Toronto and East York Community Council.
- 4.11 "Current Member" shall take its meaning from **Sections 5.7 & 5.9**.
- 4.12 "Eligible" shall mean that a person fulfils the requirements set out in either **Section 5.1** or **Section 6.4** as the case may be.
- 4.13 "Past Member" shall take its meaning from **Section 5.8**.
- 4.14 "Public Appointments Policy" shall mean Clause 2, Report 7 of the Policy and Finance Committee as adopted by City Council at its meeting held on September 25, 26 and 27, 2006, as amended from time to time.
- 4.15 "Relationship Framework" shall mean Clause 17, Report No. 7 of the Policy and Finance Committee as adopted by City Council at its meeting held on September 25, 26 and 27, 2006, as amended from time to time.
- 4.16 "Removed" or "Removal" shall mean the involuntary relinquishment of the duties and responsibilities of that person as a Member of the Board, as set out in **Sections 6.42-6.51**.
- 4.17 "Resign" or "Resignation" shall mean, in the context of a Board Member, the voluntary relinquishment of the duties and responsibilities of that person as a Member of the Board, as set out in **Sections 6.40 & 6.41**, and in the context of a Member, shall mean the voluntary relinquishment of the duties and responsibilities of that person as a Member of the Agency, as set out in **Sections 5.12 & 5.13**.
- 4.18 "Revocation" shall mean the involuntary relinquishment of the duties and responsibilities of that person as a Member of the Agency, as set out in **Sections 5.14-5.19**.
- 4.19 "Section" shall refer to the relevant area in this Constitution.
- 4.20 "Staff Member" shall mean any person employed by the Agency.
- 4.21 "Vacancy" shall refer to an unfilled position on the Board of Directors.

## **Section V - Membership**

### **ELIGIBILITY**

- 5.1 Anyone who wishes to become a Member of the Agency must be eligible to become a member by:
- (a) residing in the Catchment Area;
  - (b) being at least 18 years of age;
  - (c) completing an Application form; and
  - (d) paying the prescribed membership Fee, if one is prescribed.

### **ADMISSION & RE-ADMISSIONS as MEMBER**

- 5.2 No new memberships shall be granted from the date notice is given of the Annual General Meeting of the Agency until after the Annual General Meeting.
- 5.3 A person whose membership has been revoked may file an application for re-admission to membership with the Secretary of the Board, which shall be presented to the Board at its next regular meeting together with either a written or verbal presentation of reasons why the applicant should be reconsidered for membership. Upon meeting the eligibility criteria set out herein, and an affirmative vote of a majority of Board members present and voting, the membership shall be re-instated.

### **FEES**

- 5.4 The Board may prescribe an annual membership fee.
- 5.5 Upon request, the Board may waive fees for good cause.
- 5.6 The Board may initiative a fee waiver, without request, in exceptional circumstances.
- 5.7 Each Member who pays the prescribed membership fee for the current year, shall be deemed to be a Current Member.
- 5.8 Members whose membership has lapsed will have a grace period of two months to renew membership without loss of privileges. Thereafter, each Member who has not paid the prescribed membership fee for the current year shall be deemed to be a Past Member.
- 5.9 If no membership fee is prescribed, all Members shall be deemed to be Current Members.

### **RESPONSIBILITIES & PRIVILEGES of MEMBERSHIP**

- 5.10 Acceptance of membership in the Centre will bind the Member to abide by the Constitution, Bylaws and the decisions of its governing body/bodies.
- 5.11 Any Current Member of the Centre shall have the right:
- (a) participate in the activities of Community Centre 55 and vote on all matters brought before those committees of which they are members;
  - (b) receive rights and considerations offered to them by the various groups or programs in the Centre;
  - (c) periodically receive information about the Centre and its programs;

- (d) nominate individuals as Board Members;
- (e) vote in the election of individuals as Board Members subject to the processes and limitations set forth in the Constitution; and
- (f) vote on any and all matters brought before the members at the Annual Meeting and any Special Meeting, subject to the processes and limitations set forth in the Constitution.

## **LOSS of MEMBERSHIP**

### **Resignation**

- 5.12 A Member may Resign his / her membership at anytime.
- 5.13 Resignation of a Member is effective the date written notice is received by the Secretary of the Board.

### **Automatic Revocation**

- 5.14 A Member's membership shall automatically be Revoked when that person ceases to be eligible to be a Member as per **Section 5.1** herein.

### **Procedural Revocation**

- 5.15 A petition to Revoke the Membership of any Member may be made to the Board by:
  - (a) the written request by at least two (2) Staff Members; or
  - (b) the written request of at least five (5) Current Members, which shall state the alleged reason(s) for revocation, and propose a motion for such revocation.
- 5.16 Upon receipt of such a petition, the Board shall cause notice of the petition to be given in such a manner as to ensure that the person who is the subject of the petition, and Current Members, have reasonable opportunity to receive such notice.
- 5.17 At such meeting of the Board, the person who is the subject of the petition, and any other Current Member of the Centre, shall be permitted to address the Board.
- 5.18 At such meeting of the Board, if so moved and seconded, a vote shall be held by the Board upon a motion as proposed in **Section 5.15**.
- 5.19 A motion to revoke the membership of a Member requires a majority vote of at least two-thirds (2/3) of the Board Members to pass.

### **Effect of Loss of Membership**

- 5.20 When a Member loses their membership through Resignation or Revocation, they:
  - (a) are not entitled to any refund of dues paid;
  - (b) must return any awards, trophies, or other forms of recognition which were not issued to that Member alone or for their sole use; and
  - (c) must return any property of the Centre or the Agency.

## Section VI - Board of Management

### BOARD GOVERNANCE

- 6.1 The Agency shall be governed by a Board of Management consisting of seven (7) persons, hereinafter referred to as the "Board".
- 6.2 The Board of the community centre is a city board (local board) established or continued under the provisions of the *City of Toronto Act, 2006* which permits the City to appoint a city board to manage the facility and provide for its administration.

### STRUCTURE

- 6.3 The Board consists of seven (7) persons appointed by the Community Council or City Council as follows:
- (a) One (1) person shall be the City of Toronto Councillor for Ward 32, who shall hold his/her position as a voting *ex-officio* member and who shall be appointed by City Council; and
  - (b) Six (6) persons, the majority of whom must live in the Catchment Area, who shall be appointed to serve at the pleasure of Council upon the recommendation by the Members of the Agency as determined by an Election (see **Sections 6.5 & 6.7**), or in the case of a Vacancy, the Board may recommend a replacement for the balance of the term (see **Sections 6.8-6.13**).

### ELIGIBILITY CRITERIA

- 6.4 Persons selected for appointment as a Board Member shall:
- (a) meet the following eligibility criteria:
    - (i) Must be a member of Community Centre 55, at least 30 days prior to the annual general meeting
    - (ii) be at least eighteen (18) years of age (the age of majority in Ontario);
    - (iii) be a resident of Toronto;
    - (iv) cannot be an employee of the City of Toronto nor of any of its Agencies, Boards, Commissions or Corporations;
    - (v) cannot be the spouse, child or parent of a Member of Council;
    - (vi) cannot be serving on another City Agency, Board, Commission or Corporation except he or she can be a member of a Business Improvement Area or be nominated for appointment to an external board to which City Council nominates members;
    - (vii) cannot have resigned or been removed from the Board within the 24 months preceding the meeting at which the person seeks to become a Member of the Board;
    - (viii) cannot be appointed to the Board in the following term if they have served as a Member of the Board for the preceding eight (8) or more consecutive years;
    - (ix) must be willing to give a commitment of time and effort in the operations of the Agency; and
    - (x) must make themselves aware of this Constitution and be willing and able to carry out the duties as herein laid out;
  - (b) maintain this status throughout their term of office; and

- (c) automatically become a Current Member of the Agency, with full voting rights for as long as they remain a Member of the Board, despite **Section 5.1 (a)**.

## **ELECTION at ANNUAL GENERAL MEETING PROCEDURE**

- 6.5 In the normal and ordinary course of business, a selection meeting shall be held at the Annual General Meeting to select persons to be recommended to the Community Council for appointment as Members of the Board, for those positions where there is a Vacancy or where the term is about to expire.
- 6.6 The Members of the Agency shall select such persons through the following process:
  - (a) Where there is any conflict between this section and any other section or rule concerning voting, this section shall take precedence.
  - (b) The Board members shall be selected by secret ballot at the Annual Meeting.
  - (c) A call for nominations shall be circulated by the Chair of the Board to the user groups, posted in the Centre and put in community papers (if publishing) at least sixty (60) days prior to the Annual General Meeting.
  - (d) Where possible, the call for nominations shall be posted on the City's and the Agency's websites.
  - (e) Persons wishing to be recommended to the Community Council for appointment to the Board shall make their wishes known in writing to the Secretary of the Board thirty (30) days prior to the Annual General Meeting by way of completing a nomination letter prescribed by the Secretary.
  - (f) Any eligible persons seeking to stand for an appointment to the Board shall also provide to the Secretary of the Board at least (7) days prior to the Annual General Meeting written submissions in support of their nomination from two (2) separate people who are not required to be Members of the Centre.
  - (g) All nomination letters received by the Secretary may be read by the Secretary at the Annual General Meeting.
  - (h) Each eligible person wishing to be recommended for appointment to the Board shall be entitled to present to the Members the reasons they wish to become a Member of the Board, in a manner and fashion as set out by the Board in a Bylaw.
  - (i) In deciding whether to vote to recommend a person for appointment to the Board, Members should:
    - (i) consider if the person seeking appointment has sufficient understanding of the Catchment Area, of the cultural and social diversity of the community, of community and public service, and possesses good communication and decision making skills, so that the Board (when viewed as a whole if it included the person who seeks admission to the Board) would be able to carry out its duties and obligations; and
    - (ii) strive to achieve a balance of experienced and new members, and representation of the diversity and demographics of the community.
- 6.7 As the majority of the non-*ex-officio* members of the Board must reside within the Catchment Area, when one or more people who reside outside of the Catchment Area seek appointment to the Board, the following process shall be used to ensure that a majority of the non-*ex-officio* members reside within the Catchment Area:
  - (a) If there are two (2) members of the Board (who are not currently seeking re-election) who reside outside of the Catchment Area, then the Board shall not recommend to City Council for appointment anyone who resides outside of the Catchment Area.
  - (b) If there is no or only one (1) member of the Board (who is not currently seeking re-election) who reside outside of the Catchment Area, then the Board shall recommend to City Council for appointment:

- (i) The person who receives the greatest number of votes at the election;
- (ii) If more than one Vacancy on the Board exists, then the Board shall additionally recommend to the City Council the person who receives the second highest number of votes at the election, as long as the person under this subsection resides within the Catchment Area, or as long as the sum of number of current members of the Board who reside outside of the Catchment Area and the number of people who have received a greater number of votes at the election (and are thus to be recommended to City Council for appointment) is one (1) or fewer.
- (iii) If more than one Vacancy on the Board exists, and the sum of number of current members of the Board who reside outside of the Catchment Area and the number of people who have received a greater number of votes at the election (and are thus to be recommended to City Council for appointment) is two (2) then the Board shall not recommend to City Council any further person for appointment who resides outside the Catchment Area, and shall recommend the person who receives the next highest number of votes at the election and who resides within the Catchment Area.

## VACANCIES

- 6.8 A vacancy in the office of a Board Member is created and the individual ceases to be a Board member, effective the earliest of:
  - (a) the date of resignation;
  - (b) the date the Board member ceases to be eligible;
  - (c) the date the Board Member is removed by City Council; or
  - (d) the date of death or other incapacitation.
- 6.9 If a Board Member ceases to be a Board Member due to Resignation or Removal, and the number of remaining non-*ex-officio* Board Members is five (5) or less, the Board, by majority vote of the Board, may choose Eligible persons to fill all the vacancies as soon as reasonably possible.
- 6.10 If a Board Member ceases to be a Board Member due to Resignation or Removal, and the number of remaining non-*ex-officio* Board Members is four (4) or less, the Board, by majority vote of the Board, shall choose Eligible persons to fill all the vacancies as soon as reasonably possible.
- 6.11 A person(s) chosen to fill a Vacancy holds office for the remainder of the term of the person he or she replaced.
- 6.12 The Board will notify the City Clerk or his or her designate as soon as possible after a vacancy occurs for any reason.

## APPOINTMENT

### By Council

- 6.13 A recommendation for a Board appointment shall be submitted to the Community Council for approval as soon as possible after an Election held by the Members of the Agency or

the meeting of the Board where a replacement is recommended to fill a vacancy during the term.

### **Non-Confirmation of Election**

- 6.14 If a non-*ex-officio* Board Member's election or Board appointment is not confirmed by the Community Council or City Council through an Appointment to the Board, then the Board shall recommend the person who obtained the next highest number of votes at the election as set out in **Sections 6.5-6.7** herein.

### **Term**

- 6.15 All citizens are appointed to the Board at the pleasure of City Council and City Council retains the right to replace any appointed member at any time for any reason.
- 6.16 The Term of Appointment for the *ex-officio* Board Member shall be for the term of office for which he / she is elected to City Council.
- 6.17 The Term of Appointment for the other six (6) Board Members shall commence on the date of they are appointed by the Community Council or City Council, or if a Vacancy occurs on the Board, the date the Member is chosen by the Board to fill the Vacancy.
- 6.18 The Term of Office for any non-*ex-officio* Board Member who is elected shall be four (4) years from the date they are appointed by the Community Council.
- 6.19 The Term of Office for the non-*ex-officio* Board Member who is chosen by the Board to fill a Vacancy, shall be the remainder of the vacant Term of Office which they fill.
- 6.20 Members continue to serve on the Board past the end of their term until their successors are appointed by the Community Council or City Council.

### **Term Limits**

- 6.21 Board Members, who would have served for one full term of four (4) years, are eligible to be recommended by the Membership for reappointment to the Agency on the expiration of their term of office.
- 6.22 Any non-*ex-officio* Board Member who has served eight (8) or more consecutive years on the Board may not be reappointed in the following term.
- 6.23 In the case of a partial term, when an appointment is made to fill a vacancy during the last half of the term of the Board, the balance of the term shall not be counted toward the maximum length of service on the board for the appointee, and any partial service longer than half of the usual term will be counted as full term toward the maximum length of service.

## **EXECUTIVE**

- 6.24 The Board shall elect (immediately following the Annual General Meeting) by show of hands, or if required by any Member of the Board by secret ballot, an Executive Committee from the elected Board members, consisting of a Chair, Vice-Chair, Treasurer and Secretary.

- 6.25 Where a Vacancy occurs before the end of the term, a Vacancy in the office of the Chair shall be filled by the Vice-Chair.
- 6.26 Any other Vacancy on the Executive shall be filled by a member of the Board appointed at the next regular meeting of the Board.

## **REMUNERATION & REIMBURSEMENT**

- 6.27 There is no remuneration for Board Members.
- 6.28 Board Members may be reimbursed for travel and other reasonable expenses incurred while attending to authorized Board business in accordance with City Council's Policy on Remuneration and Expense Reimbursement for City of Toronto Agencies, Boards, Commissions and Corporations, as amended from time to time.

## **DUTIES and OBLIGATIONS of MEMBERS of the BOARD**

- 6.29 Individual Members of the Board are governed by the Code of Conduct for Members of Local Boards. Each Member of the Board shall be bound by the following five (5) duties:
- (a) **Duty of Knowledge:** Each Member of the Board must know and understand the Agency and the Centre, including the documents establishing the organization, the documents establishing internal procedures, such as by laws and policies and the mission statement.
  - (b) **Duty of Care:** Each Board Member must act in good faith, with a view to the best interests of the Agency. Each Board Member must exercise the care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances. Each Board Member is expected to actively use their skills and experience to the benefit of the organizations. This duty varies on the skills, knowledge and experience of each director. Each Board Member must act with prudence, being practical, cautious, and thoughtful of the potential consequences of actions taken by the Centre and the Agency.
  - (c) **Duty of Diligence:** Each Board Member is required to attend meetings, review agendas in advance, read written material provided at each meeting, take notes, and review and correct the minutes of the meetings. Each Board Member has a positive duty to express his or her opinions during the meeting, and to vote on all issues unless precluded from doing so, for example in a conflict of interest situation. Each Board Member should not routinely abstain from voting. Each Board Member is bound to always act in a way that enhances the integrity of the Centre and the Agency. Each Board Member is entrusted with the responsibility of managing the organization. Board Members are jointly required to appoint officers, establish and monitor policies, comply with the law, and enact appropriate Bylaws.
  - (d) **Fiduciary Duty:** Each Board Member must always act with the best interests of the organization being their only motivator. In this sense each Board Member is in a position of power and the organization is considered vulnerable. Each Board Member must always disclose conflicts.
  - (e) **Representation and Participation:** Each Board Member is required to participate in our activities and our board and committee meetings and represent the Board of Management in the community.

- 6.30 Each Board Member will be expected to assist with the Centre and the Agency's programs when necessary.
- 6.31 Each Member may be required to serve on necessary committees as struck by the Board throughout the year.
- 6.32 The Board shall operate in a manner consistent with the "Operating Principles and Objectives of the Board", as set out in Article 4.1 of the Relationship Framework.
- 6.33 The Board is the legal governing authority for the Agency: the business and affairs of the Agency will be conducted primarily, and whenever possible, at meetings of the Board to allow for full participation of the Board members.
- 6.34 Board members shall serve and be seen to serve in a conscientious and diligent manner.
- 6.35 No member of the Board shall use the influence of the office to which he or she is appointed for any purpose other than to exercise the official business of the Agency.
- 6.36 Members of the Board shall strive to serve the public interest by upholding both the letter and the spirit of the laws and policies.
- 6.37 The Board is responsible to the residents of the neighbourhood in which the Centre and Agency are located and to its members for the establishment of provisions for the full and equal participation of neighbourhood residents and members in the governing structure of the Centre and Agency and its programs and services.
- 6.38 The Board is responsible for:
- (a) the provision of information on the services, programs, policies and financial affairs of the Agency;
  - (b) the identification of local needs and service priorities;
  - (c) the provision of resources to assist in the development of activities and programs relevant to local needs; and
  - (d) the development of volunteer and funding resources to support activities, programmes and services.
- 6.39 The Board is required to create a Bylaw which sets out the duties and responsibilities of each Member of the Board.

#### **RESIGNATION of a BOARD MEMBER**

- 6.40 A Board Member may resign by serving the Board written notice.
- 6.41 All persons who have resigned may thereafter seek re-election, except that any citizen who has served eight (8) or more consecutive years on the Board may not be reappointed to the Board in the following term.

#### **REMOVAL of a BOARD MEMBER**

##### **By Council**

- 6.42 A Board Member is appointed at the pleasure of City Council and City Council may remove the Board Member at any time, for any reason.

### **Removal for Absence Without Leave**

- 6.43 When a Board Member fails to attend for three (3) consecutive scheduled Board meetings without leave being granted by the Board, the Board shall permit the Board Member to address the Board (if he or she so wishes).
- 6.44 Any subsequent motion to remove such Member from the Board for being absent without leave requires an affirmative vote by a majority of the Board Members in attendance to pass.
- 6.45 A motion which has passed shall be immediately forwarded to the Community Council for submission to City Council, so that City Council may decide whether to remove the Board Member or not.

### **Automatic Removal**

- 6.46 A Board Member shall automatically be Removed from office on the earliest date he or she:
  - (a) ceases to be Eligible per **Section 6.4**, or
  - (b) dies or becomes incapacitated.

### **Removal by Petition**

- 6.47 Upon receipt of either:
  - (a) a petition, in writing, signed by at least twenty-five (25) Current Members; or
  - (b) a petition, in writing, signed by at least five (5) Members of the Board, which shall state the alleged reason(s) for removal, and propose a motion for such removal, the Board shall cause notice of a Special Meeting of the General Membership, as set out in **Sections 7.10-7.14**, to be given in such a manner as to ensure that the person who is the subject of the petition, and Current Members, have reasonable opportunity to receive such notice.
- 6.48 At such Special Meeting, the person who is the subject of the petition, and any other Current Member, may address the Special Meeting.
- 6.49 At such Special Meeting, if so motioned and seconded, a vote of the Current Members present shall be held upon a motion as written in **Section 6.47**.
- 6.50 A motion to remove a Member of the Board requires at least two-thirds (2/3) majority of the eligible voters in attendance, to pass.
- 6.51 A motion which has passed shall be immediately forwarded to the Community Council for submission to City Council, so that City Council may decide whether to remove the Board Member or not.

## **Section VII - Meetings**

## **VOTING & QUORUM**

- 7.1 A minimum of fifteen (15) Current Members entitled to vote constitutes a quorum at any meeting of the membership.
- 7.2 Current members entitled to vote at a meeting of the membership shall have one vote and such vote shall be given personally and not by proxy.
- 7.3 Unless otherwise provided herein, a majority of the Current Members entitled to vote, and physically present, shall be sufficient for approval or disapproval of that action being voted on.
- 7.4 At a special meeting of the membership, only Members who have been Current Members at least thirty (30) days prior to the date of the special meeting shall be allowed to vote, except as otherwise specified in this Constitution.
- 7.5 Current Members of the Agency shall have the power to:
  - (a) vote at any meetings of the membership at which they are present;
  - (b) ratify the By-laws of Agency or any amendments thereto;
  - (c) vote for the removal of any Board member in accordance with the articles of this Constitution;
  - (d) vote on any matters officially brought to the attention of the membership;
  - (e) offer written suggestions to the Board as may seem advisable for the good of the community and the operation of the Agency; and
  - (f) seek election to the Board of Directors of the Agency.

## **ANNUAL GENERAL MEETING**

- 7.6 The Annual General Membership Meeting of the Agency shall be held in October, November or December of each year on a day and time and in a place as designated by the Executive.
- 7.7 The Annual Meeting shall be for the purpose of receiving year-end reports and holding elections to fill positions on the Board for the upcoming term.
- 7.8 Notice of the time and date of the Annual General Meeting shall be given at least thirty (30) days in advance and in such manner as to ensure that eligible voters have reasonable opportunity to receive such notice.
- 7.9 Written copies of the Annual Report of the Board shall be available at the address of the Agency thirty (30) days prior to the Annual General Meeting.

## **SPECIAL MEETING**

- 7.10 A Request for a Special Meeting may be made by:
  - (a) a majority of the members of the Board,
  - (b) submitting a written petition having been signed by twenty (20) Current Members, or
  - (c) as set out in **Section 6.47** herein.
- 7.11 Upon receipt of such a Request, the Board shall call a Special Meeting forthwith on behalf of the requesting parties, and arrange suitable Notice to the membership within Fourteen (14) days of the original request.

- 7.12 A special meeting so requested shall be held not later than Fourteen (14) days after the date request is submitted to the Board and shall deal with only such business as is specified in the request.
- 7.13 The proposed purpose(s) of the meeting shall be stated both in the Request and the Notice provided to the membership. Business conducted at the special meeting shall be limited to the pre-stated purpose(s).
- 7.14 Notice of a Special Meeting shall be posted in a conspicuous place at the Centre and given in such other manner as the Board deems appropriate, at least Fourteen (14) days in advance of the proposed date of the meeting and shall state the date, time, location and purpose of the meeting.

## **Section VIII - Use of the Centre**

- 8.1 All persons shall be welcome and encouraged to make full use of the Centre, its facilities and services, providing such use shall be subject to any and all bylaws and decisions by the Board of Directors of the Community Centre.
- 8.2 The use of the Centre shall be carried out by the user groups and program participants without personal financial gain.
- 8.3 Any user group wishing to use the Centre for profitable purposes shall pay a rental charge for the use of the room. The Board shall establish and maintain a space use and rental policy.
- 8.4 Any income derived from the rental of space, donations, or fundraising by the Community Centre as a whole shall be placed with the Treasurer for a deposit to the account of the Community Centre for use in the operations of its programmes.
- 8.5 Rental charges, and fundraising must first be approved by the Board, and be in compliance with the City of Toronto by-laws.

## **Section IX - Rules and Regulations**

- 9.1 The Board may prescribe policies and the set of rules and regulations governing the operation of the Agency.
- 9.2 Current Members may propose changes to policies or specific rules.
- 9.3 Proposed changes in the rules and regulations must be submitted in writing to a regular meeting of the Executive for inclusion on an agenda for a Board meeting.
- 9.4 Discrimination on the grounds of race, creed, national origin, political or religious affiliation, sex, sexual orientation, age, marital status, family relationship and disability is prohibited by or within the Centre.

## **Section X - Operating Requirements**

### **CHEQUES**

- 11.1 Cheques, drafts and orders for payment of money and all notes, and bills of exchange shall be signed by any two of the Chairperson, Treasurer, Executive Director or such other signing officers as are appointed by the Board.

### **CONTRACTS**

- 11.2 Contracts, documents or instruments in writing requiring execution by the Centre shall be signed by the President and/or Treasurer and/or Executive Director or such other person authorized by the Board to do so, providing that more than one authorized signature appears on contracts and checks.

### **FISCAL YEAR**

- 11.3 The fiscal year of the Board shall end on the last day of the calendar year. An audited financial statement of the affairs of the Centre shall be available to the membership as soon as possible after it is adopted by the Board and City Council.

## **Section XI - Amendments to the Constitution**

- 11.1 Articles of the Constitution may be amended at the Annual General Meeting or at a Special Meeting.
- 11.2 Draft copies of any proposed changes, deletions or amendments must be prepared by the person proposing the amendment and provided to the Board at least sixty (60) days prior to the meeting.
- 11.3 The Board shall ensure that Notice of the Meeting at which the amendments are to be discussed and voted upon shall be given in such a manner as to ensure that the Current Members have reasonable opportunity to receive such notice.
- 11.4 The Board shall post, in the front lobby of the Centre, a draft copy of any proposed changes, deletions or amendments so that Current Members can review them in advance of the Meeting.
- 11.5 An affirmative vote of two-thirds (2/3) of the Current Members entitled to vote and who are physically present is required to change, delete or amend an Article of the Constitution.