

TORONTO EAST GOAN SENIORS ASSOCIATION



CONSTITUTION

(By-Laws, Rules and Regulations)

Ontario Corporation — Registration Number 1630860

(Updated and amended at the Annual General Meeting
held on March 22, 2013)

1. Name:

The Association shall be called “Toronto East Goan Seniors Association”

2. Mailing Address:

Toronto East Goan Seniors Association
P.O Box 740
2343 Brimley Road
Toronto, Ontario
M1S 3L6

3. Objectives:

- (a) To enhance the advancement of the members in the community.
- (b) To promote social and cultural activities in a friendly, caring atmosphere and strengthen community ties that will help towards the well-being of the members.
- (c) To provide programs, family-oriented activities and services and endeavour to meet the needs of the members.
- (d) To provide opportunity for participating in activities and foster friendly relationships.

4. Interpretations:

In these By-Laws, Rules and Regulations, unless the context otherwise requires:

- (a) "Association" shall mean Toronto East Goan Seniors Association.
- (b) “Executive” shall mean the Executive Committee elected and appointed in accordance with the By-Laws, Rules and Regulations.

- (c) “Year” shall mean the fiscal year of the Association commencing on the first day of January and ending on the thirty-first day of December.
- (d) Words importing the singular number shall include the plural number, as the case may be, and the masculine gender shall include the feminine gender and vice versa.

5. Membership:

There shall be two classes of membership:

- (a) Ordinary Membership
- (b) Patron Membership

- (a) Ordinary Membership - Any person who is 55 years of age or over, together with his spouse, regardless of age, shall be eligible for membership.

Membership is renewable on an annual basis. The fee covers a calendar year and is not refundable. Any increase in the membership fees shall be decided at an Annual General Body Meeting.

- (b) Patron Membership - Any person who is 90 years of age and over, together with his spouse, shall be considered as Patron members and shall be exempt from membership dues. However, they will have to notify the General Secretary, in writing, as early as possible when that age is attained.

6. Procedure for Admission of New Members:

- (a) Any person desiring to be admitted as a member shall apply on the prescribed Application For Membership form and shall be sponsored by an Ordinary Member in good standing and personally known to the Applicant. The completed form, together with a cheque for the annual membership fee, shall be submitted to the Executive for consideration and approval at the earliest convenience.
- (b) The Executive reserves the right to reject an application.
- (c) On approval, the Applicant agrees to comply with the By-Laws, Rules and Regulations of the Association.

7. Termination of Membership:

A member shall cease to be a member of the Association:

- (a) Through voluntary resignation by giving notice in writing to the General Secretary.
- (b) By failing to pay any outstanding amounts owed within 30 days after a written notice has been served. A member may be reinstated upon payment of any outstanding amounts owed.
- (c) By refusing to conform with the By-Laws, Rules and Regulations of the Association. However, the Executive must notify the member, in writing, within 30 days of revocation of membership. The member is entitled to a hearing before the Executive.

8. Management of the Association:

- (a) The affairs of the Association shall be managed by an Executive consisting of:
 - (i) President

- (ii) Vice President
- (iii) General Secretary
- (iv) Treasurer

and up to a maximum of seventeen (17) members inclusive of the
aforementioned.

- (b) No remuneration shall be paid to any member of the Executive.
- (c) Spouses of the President, Vice President, General Secretary and Treasurer shall not be elected or appointed to any of these positions.
- (d) Vacancy in the following positions, namely, President, Vice President, General Secretary and Treasurer shall be filled at a Special General Body Meeting of the Association. All other vacancies shall be filled by the Executive.

9. Election of the Executive:

- (a) The election of the following members of the Executive shall be held every two (2) years
 - (i) President
 - (ii) Vice President
 - (iii) General Secretary
 - (iv) Treasurer
- (b) The term of office for the Executive shall be for two (2) years or until a replacement has been elected and taken office.

10. Removal of the Executive:

Any elected member of the Executive may be removed from office by a resolution passed to that effect at a Special General Body Meeting convened for that purpose, by a two-thirds majority vote of members present at that meeting.

11. Absentees at Executive Meetings:

Any member of the Executive who fails to attend three (3) consecutive meetings without justifiable reasons may be removed from office at the discretion of the Executive.

12. Duties of the Executive:

President:

- (a) To call meetings of the Executive and of the Association.
- (b) To preside at the Executive meetings.
- (c) To preside at the General Body Meetings.
- (d) To be a member ex-officio of all sub-committees.
- (e) To represent the Association officially.

Vice-President:

- (a) To assume the duties of the President in the event of his absence.
- (b) To assist the President and act for him when required or requested.
- (c) To assist other members of the Executive.

General Secretary:

- (a) To record and maintain minutes of the Executive and General Body Meetings.
- (b) To receive, answer and keep all correspondence.
- (c) To keep all records except accounting records.
- (d) To have the records open for inspection by the Executive and the Auditors.
- (e) To prepare the Annual Report for approval by the Executive and presentation at the Annual General Body Meeting.
- (f) To maintain an updated inventory of all the assets of the Association and present the same to the Executive.

Treasurer:

- (a) To receive and account for all the funds paid to the Association and to deposit such funds at a banking institution, designated by the Executive and in the name of the Association.
- (b) To pay monies on behalf of the Association ensuring that such payments are within the approved budget and are supported by receipts.
- (c) To maintain proper books of accounts.
- (d) To keep the accounts ready for inspection by the Executive or the Auditors.
- (e) To submit the annual Financial Statements for the approval of the Executive prior to the Annual General Body Meeting.
- (f) To prepare and file appropriate Returns with respective Government bodies after approval by the Auditors.

13. Meetings of the Executive:

- (a) Meetings of the Executive shall be held when required. At least 5 days notice of the meetings, with the agenda, shall be given by the General Secretary to each member.
- (b) A majority of the members shall constitute a quorum.
- (c) The proceedings of every meeting shall be recorded by the General Secretary and presented at the next meeting. In the absence of the General Secretary, the minutes shall be recorded by any other member appointed by the President.
- (d) The minutes of every meeting must be approved by the Executive at subsequent committee meetings.
- (e) Questions arising at the meeting shall be decided, if necessary, by a majority of votes. In the case of a tie, the President of the meeting shall cast the deciding vote.

14. Conflict of interest:

To avoid any conflict of interest, no member of the Executive shall hold office in another similar organization.

15. Authorization to sign documents:

All documents and contracts necessary for the day-to-day running of the Association, including contracts dealing with matters concerning the Funds of the Association shall be signed jointly by any two (2) members of the Executive: the President, the Vice-President, the General Secretary, the Treasurer.

16. Funds:

All monies belonging to the Association shall be banked in the name of the Association. Operating and Trust fund accounts shall be operated by any two (2) of the following members of the Executive: the President, the Vice-President, the Treasurer, the General Secretary.

17. General Body Meeting:

- (a) The Annual General Body Meeting shall be held in the Municipality of Metropolitan Toronto no later than three (3) months after the end of the year.
- (b) Notice of all Annual General Body Meetings of the Association shall be given at least thirty days (30) prior to the holding of such meetings. This Notice will be accompanied with an Agenda, the Secretary's Report, the Financial Statements and the Minutes of the previous Annual General Body Meeting.
- (c) Special General Body Meetings of the Association may be called by the Executive whenever deemed necessary, provided a minimum of 7 days notice is given prior to the holding of Such meetings.
- (d) A quorum at any Annual General Body Meeting or Special General Body Meeting of the Association shall consist of at least five (5) percent of the total membership who appear in person for the purpose of voting. All resolutions, except amendments to the Constitution, shall be approved by a simple majority of 50% + 1. In the case of amendments to the Constitution, a minimum of two-thirds (2/3) of those present shall be required to vote in favour of a motion to amend the Constitution.
- (e) If, within half an hour (1/2) of the time scheduled for the holding of any meeting, a quorum cannot be formed, the Chairman shall extend the time for a further half an hour. If a quorum can still not be reached after the extension, the five percent requirement stated in item 7(d) above shall be waived and the meeting shall proceed.
- (f) Whenever twenty-five (25) members, in good standing with the Association, make a written request for a Special General Body Meeting and specify the purpose for which such a meeting is requested, the General Secretary shall arrange for the meeting within 5 days of the request and the meeting shall be held within forty five (45) days of that request.
- (g) At all meetings of the Association, each member shall be in good standing to be eligible to vote. Voting at the meetings shall be by a show of hands. Only members in good standing with the Association are entitled to the rights and privileges of membership.
- (h) Only members in good standing with the Association are entitled to the rights and privileges of membership.
- (i) No business shall be conducted at any General Body Meeting other than that which is specified on the agenda.
- (j) The Chairman shall cast the deciding vote in the case of a tie.

18. Auditors:

- (a) The Financial Statements of the Association shall be audited by two (2) Auditors who are not members of the Executive and have been duly elected at the Annual

General Body Meeting. The Auditors shall have access to all books and accounts of the Association. The positions shall be honorary.

- (b) A member who has served on the Executive in the previous fiscal year, will not be eligible to be elected or appointed as an Auditor in the following fiscal year.
- (c) In the event of any financial discrepancies requiring the urgent attention of the members, the Auditors will request the Executive to call a Special General Body Meeting within a minimum of 7 days.
- (d) The Auditors shall examine all the books and accounts of the Association after these have been approved by the Executive.

19. Reciprocity:

The Executive may enter into reciprocal arrangements with other organizations which have objectives similar to that of the Association, for the mutual benefit of all members.

20. Liability for Loss and Injury:

The Association or the Executive shall not, under any circumstances, be responsible for any financial loss or injury that a member or his guest may sustain while attending any event organized by the Association and shall not be liable for any damages in respect of such financial loss or injury.

21. Dissolution:

- (a) The Association shall not be dissolved except by the written approval of 80% of the members present at a meeting, specifically convened for this purpose.
- (b) In the event of dissolution, the funds and assets of the Association shall, after payment of all debts and liabilities, be distributed or disposed of, to charities determined by the Executive and approved at a Special General Body Meeting.
- (c) As the Association is a registered Non-Profit Organization, no part of the income, whether current or accumulated, can be payable to, or otherwise made available for the personal benefit of any member of the Association.

ADDENDUM 1 TO THE CONSTITUTION UPDATED AND AMENDED AT THE ANNUAL GENERAL MEETING HELD ON MARCH 22, 2013.

The following change to Section 18(a) was passed at the Annual General Meeting held on March 27, 2015:

Section 18(a) will now read as:

The Financial Statements of the Association shall be audited every three (3) months by two (2) Auditors who are not members of the Executive and have been duly elected at the Annual General Body Meeting. The Auditors shall have access to all books and accounts of the Association. The positions shall be honorary.

ADDENDUM 2 TO THE CONSTITUTION UPDATED AND AMENDED AT THE ANNUAL GENERAL MEETING HELD ON MARCH 22, 2013.

The following addition to Section 7 was passed at the Annual General Meeting held on March 17, 2016:

Sub-section 7(d) was added under "Termination of Membership" - A member shall cease to be a member of the Association

7(d) If a member refuses to return any TEGSA property within 15 days of being given notice, the member will be expelled from the Association for a period of three (3) years and will not be permitted to attend any TEGSA events even as a guest. Furthermore, membership may be reinstated if and when all the relevant property is returned in its original condition. On the 16th day or thereafter a registered letter must be sent to the member informing him/her of the expulsion.

ADDENDUM 3 TO THE CONSTITUTION UPDATED AND AMENDED AT THE ANNUAL GENERAL MEETING HELD ON MARCH 22, 2013.

The following addition to section 17 of the Constitution was passed at the Annual General Meeting ("AGM") held on March 24, 2017:

Sub-section 17(k) was added under "General Body Meeting"

17(k) Any member wishing to propose an amendment to the constitution must give 60 days' notice to the executive committee prior to the AGM. The executive committee must include such proposed amendments in the AGM notice and material sent to members 30 days prior to the AGM".