

Eastview Neighbourhood Community Centre

Policy/Procedure	Constitution and By-Laws
Original Date Approved	
Signature (position)	
Date Revised	April 20, 2021
Date Reviewed	

Approved by general membership at an annual meeting

1992-11-26

Revised 1995-11-23

Revised 1998-02-26

Revised 2000-04-27

Revised 2001 -05-23

Revised 2008-06-19

Revised 2009-06-18

Revised 2010-06-17

Revised 2021-06-17

Table of Contents

Article	Page
1. Definitions	1
2. Mission Statement Purpose Statement	1
3. Human Rights & Harassment Policy	2
4. Conflicts with Other By-Laws or Statues	2
5. Membership	2
6. Board of Management	3
7. Annual Meeting	6
8. Indemnification of Directors	7
9. Amendments	7
10. Parliamentary Authority	7
11. Signatories	8
12. By-Law Precedence	8

Commented [KB1]: See comment's below

1. Definitions

1.1 Definitions: In these By-Laws:

- 1.1.1 "City By-Law" means the former City of Toronto Municipal Code, Chapter 25 (Community and Recreation), as from time to time amended by City Council.
- 1.1.2 The "Board" shall mean the Board of Management.
- 1.1.3 "Centre" shall mean Eastview Neighbourhood Community Centre.
- 1.1.4 "Council" shall mean Toronto City Council.
- 1.1.5 "Member" shall mean a member of the Centre, the Board and its committees.
- 1.1.6 "Catchment Area" shall mean the area primarily bounded by Danforth, Greenwood and Broadview Avenues, and Queen Street.
- 1.1.7 "Chairperson" shall mean chairperson of the Board of Management of Eastview Neighbourhood Community Centre.
- 1.1.8 Words herein purporting the singular member shall include the plural, the masculine gender shall include the feminine, persons shall include bodies corporate, companies, partnerships, and any member or aggregate of persons, and vice versa.

~~Article II — Mission Statement~~

~~Eastview Neighbourhood Community Centre is committed to improving the quality of life of residents in our catchment area. To this end, Eastview mobilizes resources from a variety of public, private and community partners in order to:~~

- ~~• Provide a community **place that** is welcoming, safe and open to all;~~
- ~~• Offer **programs and services** to children, youth, families, older people and newcomers; and~~
- ~~• Create **opportunities** for community members to build supportive networks, learn new skills, access resources, contribute expertise and develop tomorrow's leaders .~~

2. Purpose

Eastview Neighbourhood Community Centre shall be managed and controlled as described in Article 25-28 of Chapter 25 of the Toronto Municipal Code.

Commented [KB2]: The Mission Statement should not be in the By-Laws. It makes it too difficult to alter or change.

Commented [S3]: To ensure the City does not interpret removal as intention to shift away from our purpose as laid out in Chapter 25 of the Toronto Municipal Code, I wonder if we should include that here?

3. Human Rights & Harassment Policy

3.1 The Board shall establish a policy of human rights & harassment to be expressed in measures governing all activities, formal and informal, within the Centre and beyond the Centre, in any and all of its programs and activities, and shall devise enforcement mechanisms to ensure that this policy is vigorously maintained.

4. Conflict with other By-laws or Statutes

4.1 Municipal — If this Constitution conflicts with any municipal legislation or policy, municipal legislation and policy will prevail.

4.2 Other Levels of Government — If this Constitution conflicts with legislation or policy of the provincial or federal government, the provincial or federal legislation and policy will prevail.

5. Membership

5.1 Categories of Membership

5.1.1 Individual members of the Centre shall be applicants who pay the annual fee established by the members at the previous Annual Meeting, and

5.1.1.1 who reside in the Centre's catchment area, or

5.1.1.2 who are interested in furthering the Mission Statement of the Centre.

~~5.1.1.3 All other person interested in the Centre's programs and activities and admitted by the Board, will be declared associate members. Associate members shall enjoy all the privileges and responsibilities of membership, except those of voting at Annual and Special meetings of the members, & standing for election to the Board.~~

~~6. Life membership may be awarded to a member at an Annual Meeting in recognition of long-standing friendship or service to the Centre. Such members shall have full voting rights and shall have their annual membership fee waived.~~

~~6.1.4~~5.1.2 The board may from time to time determine such other membership classification(s) as it deems are in the best interests of the Centre.

~~6.2~~5.2 Membership Fee and Register of Members

~~6.2.1~~5.2.1 The Membership shall, from time to time at the Annual Meeting, establish membership fees ~~for the various categories~~ on an annual basis, and shall ensure maintenance of up to date records of members in good standing. The Board may waive fees upon request or for good cause.

Commented [KB4]: We should only have one category of membership otherwise we could have voting challenges. We currently do not have Associate Members or Life Members

Commented [KB5]: Based on the above, we do not need this statement

5.3 Responsibilities and Privileges of Membership

- 5.3.1 Acceptance of membership in the Centre shall bind the member to abide by the Constitution and by decisions of its governing body.
- 5.3.2 Members of the Centre who reside in the Centre's catchment area may nominate individuals to stand for election to the Board.
- 5.3.3 All members of the Centre shall have the right to:
 - 5.3.3.1 Vote in the election of individuals as Directors of the Centre, subject to the processes and limitations set forth in this constitution and By-Laws, and the former City of Toronto Municipal Code, Chapter 25 (Community and Recreation Centres), as may be amended by the City of Toronto from time to time;
 - 5.3.3.2 Vote on any and all matters brought before the members at the Annual meeting and at any special meetings, subject to the processes and limitations set forth in this Constitution and By-Laws, and the former City of Toronto Municipal Code, Chapter 25 (Community and Recreation Centres) as may be amended by the City of Toronto from time to time;
 - 5.3.3.3 Participate in the activities of the Committees of the Centre, and vote on all matters brought before those committees of which they are members;
 - 5.3.3.4 Receive information periodically about the Centre and its programs;
 - 5.3.3.5 Receive rights and considerations offered to them by the various services or programs in the Centre.

7.6. Board of Management

7.16.1 Executive Director

7.1.16.1.1 The Executive Director is an ex-officio non-voting member of the Board.

7.26.2 Nominations and Elections of Director

7.2.46.2.1 The affairs of the Centre shall be managed by a Board of 12 Directors, each of whom at the time of his/her election has been member of the Centre of at least thirty (30) days standing, who resides in the City of Toronto and has attained the age of eighteen years, is eligible to serve as a member of the Board. In addition, eligible members may not be employees of the City of Toronto or any of its Agencies, Boards, Commissions or Corporations, be the spouse, child or parent of a city, Council, member, or be serving on another city Agency, Board, Commission or Corporation.

7.2.26.2.2 The Executive Committee shall also function as the Nominating Committee. The Executive Committee will make the Centre membership and community aware of the nominating procedure at least fourteen (14) days in advance of the closing date for nominations. All named nominees shall have indicated their consent to stand for election in writing prior to the Annual Meeting.

7.2.36.2.3 Candidates nominated for the position of Board member shall be recommended by the Executive Committee or submitted to the Executive committee at least seven (7) days prior to the Annual Meeting. The Executive Committee shall endeavour to submit a slate of nominees which will constitute a Board which is representative of the constituencies served by the Centre and at least equal to the number of vacancies required to be filled at each Annual Meeting. The majority of candidates being presented on the slate must reside in the Centre's catchment area. ~~The Chairperson of the Annual Meeting shall request and accept nominations from the floor prior to the election.~~

7.2.46.2.4 ~~If the number of nominees on the slate is less than or equal to the number of vacancies, elections to the Board shall be conducted publicly. If there are more nominees than vacancies, elections to be the Board shall be conducted by secret ballot.~~

7.2.56.2.5 The eligible nominees for the Board with the highest number of votes in an election at the Annual Meeting shall fill the number of vacancies and their names shall be forwarded to City Council for appointment to the Board.

7.2.66.2.6 One City Councillor will be appointed by City Council to the Board.

7.36.3 Term of Office

7.3.46.3.1 The term of office for a Director shall be two (2) years. Terms of the Board members shall be staggered so that the terms of some of the elected members shall expire at every Annual Meeting. A retiring Director shall retain office until the dissolution or adjournment of the meeting at which a successor is elected. Any retiring Director shall be eligible for re-election if otherwise qualified.

Commented [KB6]: This statement contradicts the previous statement for nomination of candidates

Commented [S7]: If we eliminate this, it means we must create a nomination process that allows people to put their names forward even if they are not recommended by the Executive Committee.

Commented [KB8]: This is the way Eastview has conducted elections for years dating back to before my time.

~~7.3.26.3.2~~ A Director shall not serve more than four (4) consecutive terms ~~or eight years, whichever is longer.~~

Commented [S9]: Since some people begin on a one-year term, their eighth year could be a 5th term

~~7.4.6.4~~ Vacancies

~~7.4.16.4.1~~ A vacancy on the Board shall be declared upon the death, resignation or removal of the Director, the failure of a Director to retain all the qualifications for membership on the board, or three unexcused absences from Board meetings.

~~7.4.26.4.2~~ In the event of a vacancy on the Board, other than a vacancy resulting from the removal of the Director, the Directors then in office will select a qualified person to serve as a Director for the remainder of the two-year term.

~~7.5.6.5~~ Removal of a Director

~~7.5.16.5.1~~ Any Director may be recommended to city Council for removal at any time from the office of Board member by a motion passed by a two-thirds (2/3) majority vote at a special meeting of the membership duly called for the purpose.

~~7.6.6.6~~ Procedure By-Law

~~7.6.16.6.1~~ The Board will adopt a Procedure By-Law to address matters including Board meetings, quorum, voting, officers, committees and other relevant issues.

~~7.7.6.7~~ Special Meetings and Notice

~~7.7.16.7.1~~ A special meeting of the membership shall be called upon:

~~7.7.1.16.7.1.1~~ a motion passed by the Board to call a special meeting; or

~~7.7.1.26.7.1.2~~ submission to the Board of Directors of a request for a special meeting signed by twenty-five members stating the business of the proposed meeting. A special meeting so requested shall be held not later than six weeks after the date on which the request was submitted to the Board.

~~7.7.26.7.2~~ Notice of a Special Meeting shall be given in the same manner as for the Annual Meeting at least 14 days prior to the meeting, and shall state the nature of the business to be transacted at such meeting. The only business to be transacted will be that for which the meeting is called.

~~7.8.6.8~~ Powers and Duties of the Board

~~7.8.16.8.1~~ The powers and duties of the Board shall include the following:

~~7.8.1.16.8.1.1~~ Legal responsibility for the management, operation and maintenance of the Centre. It may generally exercise all such other powers and do all such

other acts as it is by its Constitution and By-Laws otherwise authorized to exercise or do.

7.8.1.26.8.1.2 M
management of securities with a financial institution(s) to be selected by the Board.

7.8.1.36.8.1.3 M
aintenance of the continuity and identity of the Centre in the community, representing the Centre in the community and ensuring catchment area resident participation in the Centre's decision — making processes.

7.8.1.46.8.1.4 A
rranging for sufficient finances to support the Centre's services and programs, determining the financial plan, ensuring that annual budget submissions are made, and reviewing all financial records and audits.

7.8.1.56.8.1.5 I
dentification of catchment area needs and service priorities and the undertaking of planning processes to develop services and programs to meet identified needs.

7.8.1.66.8.1.6 E
mployment and supervision of the Executive Director as the senior staff person of the Centre to represent the Board within the day to day operation of the Centre.

7.8.1.76.8.1.7 T
he appointing of all committees and the prescribing of their terms of reference.

7.8.1.86.8.1.8 E
nsuring adherence to the provisions of the former City of Toronto Municipal Code, Chapter 25 (Community and Recreation Centres) as may be amended by the City of Toronto from time to time, and other relevant City policy.

7.8.1.96.8.1.9 D
etermining attendance requirements for members of the Board at meetings of the Board.

7.8.1.106.8.1.10 A
ppointment of employees and agents, and determining their remuneration by resolution from time to time.

7.96.9 Conflict of Interest

~~7.9.16.9.1~~ Directors shall disclose any financial interest in a matter under consideration at a meeting and shall avoid taking part in any discussion of the matter.

~~8.7.~~ Annual Meeting

~~8.17.1~~ Notice

~~8.1.17.1.1~~ Notice of the Annual Meeting shall be given at least thirty (30) days in advance and in such manner as to ensure that members have reasonable opportunity to receive such notice.

~~8.27.2~~ Purpose

~~8.2.17.2.1~~ The purpose of the Annual Meeting shall be to receive reports on the Centre's, Mission Statement and the major activities undertaken during the preceding fiscal year and plans for the upcoming year, to receive the audited financial statement, to appoint auditors for the ensuing year and fix their remuneration, to receive nominations for and elect the Directors, to hear the reports of committees and to transact such other business as is approved by the members.

~~8.37.3~~ Quorum

~~8.3.17.3.1~~ The presence of fifteen (15) members shall constitute a quorum at any meeting of the membership.

~~8.47.4~~ Voting at meetings of the membership

~~8.4.17.4.1~~ At any meeting of the membership only members who have obtained their membership at least thirty (30) days prior to the date of the meeting shall be entitled to cast a vote. At any meeting of the membership each member shall have one vote and such vote shall be given personally and not by proxy. Questions arising out of any annual or special meeting shall be decided by a majority vote except in the cases of a two-thirds (2/3) majority required to remove a Director and a two-thirds majority required to amend the Constitution. In the event of a tie, the question is defeated.

~~9.8.~~ Indemnification of Directors

~~9.18.1~~ Every Director and his heirs, executors and administrators and estate and effects respectively shall be indemnified and saved harmless out of the funds of the Centre from and against:

~~9.1.18.1.1~~ All costs, charges and expenses whatsoever which such Director sustains or incurs on or about any actions, suit or proceeding which is brought, commenced or prosecuted against such member, for or in respect of any act, deed, matter or thing whatsoever, made, done or permitted by him or about the execution of the duties of offices, except where such members have been

convicted of a criminal offence in relation thereto, and except such costs, charges or expenses as are occasioned by such members' own willful neglect or default.

10.9. Amendments

~~10.19.1~~ This Constitution and By-Laws may be amended with notice of such amendment or amendments proposed at one meeting of the Board and effective at the following meeting of the Board.

11.10. Parliamentary Authority

~~11.10.1~~ Robert's Rules of Order — Simplified shall govern meetings in all cases in which they are applicable, and in which they are not inconsistent with the Constitution and By-Laws of the Centre.

12.11. Signatories

~~12.11.1~~ All cheques, bills of exchange and other orders for the payment of money and all notes and bills of exchange shall be signed by any two of the Chairperson, Vice-Chairperson, Secretary, Treasurer, Executive Director, Finance Manager or Program Director in accordance with the Centre's Authorities Limits.
~~at least one signatory shall be a volunteer.~~

~~12.211.2~~ Contracts, documents or other instruments requiring execution by the centre shall be signed ~~by any two of the Chairperson, Vice-Chairperson, Treasurer, Secretary or Executive Director~~ in accordance with the Centre's Authorities Limits.

~~12.311.3~~ Notwithstanding any provision to the contrary contained in this Constitution and By-Laws the Board may at any time, by resolution, direct the manner in which , and the person(s) by whom, any particular instrument, contract or obligation of the Centre may be executed.

12. By-Law Precedence

~~12.412.1~~ This Constitution and By-Law represents a complete memorial of the rules under which the Board is governed, under the former City of Toronto Municipal Code, Chapter 25 (Community and Recreation Centres) as may be amended by the City of Toronto from time to time. In the event of a conflict between the Centre's Constitution and By-Laws, and either the former City of Toronto Municipal Code, Chapter 25 (Community and Recreation Centres) as may be amended or City Policy, the former City of Toronto Municipal code, Chapter 25 (Community and Recreation Centres) as may be amended or City Policy as appropriate, shall prevail.

Commented [KB10]: Our Finance Policies and Authorities Limits allow for staff to sign under \$5,000

Commented [KB11]: Otherwise we will need a Board Member signing off an every small grant we receive

Formatted: List Paragraph, Left, Right: 0", Space Before: 14.05 pt, After: 0 pt, Line spacing: Exactly 12.5 pt, Outline numbered + Level: 1 + Numbering Style: 1, 2, 3, ... + Start at: 1 + Alignment: Left + Aligned at: 0.25" + Indent at: 0.5"