



## **Scadding Court Community Centre By-law #1 Constitution**

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## **Article I**

### **1.1 Name of Organization:**

The name of the organization is the "Scadding Court Community Centre" (hereinafter called the "Centre").

## **Article II**

### **2.1 Objects**

The object of the organization will be to maintain, manage and operate a non-profit community centre providing community services in the City of Toronto and the immediate vicinity at 707 Dundas Street West in the City of Toronto, in accordance with the following guidelines:

- a) All persons shall be welcome and encouraged to make full use of the Centre its facilities and services; providing such use be subject to any and all By-laws and decisions by the Board of Management;
- b) The Centre shall be community-oriented and community –controlled with the priority for use given to residents of the area bounded by Bloor Street to the north, Dovercourt to the west, the lakeshore to the south and Yonge Street to the east;
- c) The Centre shall be multi-functional with a wide range of programs and services oriented toward satisfying the broadest spectrum of the social and recreational needs of the community, while at the same time, recognizing minority interests;
- d) The Centre shall be carried on without purpose or gain for its members;
- e) The Centre shall promote and enhance the overall development of the community, in accordance with the desires of the community, in cooperation with other local agencies.

## **Article III**

### **3.1 Membership Eligibility:**

All persons shall be welcome and encouraged to become members of the Centre and to become involved in the Centre's programs and services.

### **3.2 Membership Categories:**

There shall be three categories of membership: **Community Membership, Associate Membership** and **Honourary Membership**.

All persons with the principal residence within the area bounded by Bloor, Dovercourt, Yonge and Lakeshore shall be eligible to become Community Members of the Centre.

All persons interested in the Centre's programs and activities, yet residing outside the community boundaries, will be eligible to become Associate Members of the Centre.

Honourary memberships may be granted by the Board of Management to members for extraordinary service to the Centre and shall be valid for a period of time prescribed by the Board.

**3.3 Annual Membership and Fees:**

Membership, except Honourary Membership, in the Centre shall be applied for annually and is valid from the time of purchase for a period of one year. Membership shall be subject to such fees as the membership determines annually.

**3.4 Membership Obligations:**

Acceptance of membership in the Centre shall bind the member to abide by: the Constitution, By-laws and decisions of the Board of Directors.

**3.5 Membership Privileges:**

All Centre members shall have the right to:

- Attend and participate in all meetings to discuss the management o of the Centre;
- Vote on matters brought before standing committees of which they are members;
- Periodically receive information about the Centre and its programs; receive rights and considerations offered to them by the various groups or programs in the Centre;
- Rent available space at the Centre.

**3.6 Voting Privileges of Adult Membership:**

All members of the Centre, age 18 and over, who were valid members at least 30 days prior to the date of the meeting, shall have the right to vote in the election of individuals to serve as Members of the Board of Management of the Centre, vote on any and all matters brought before the members at the annual meeting and any special meeting of members.

**Article IV**

**4 Meetings of the Membership:**

**4.1 Annual Meeting:**

There shall be an annual meeting of the membership on a date, which shall be determined by the Board of Management, as soon as possible after October 1<sup>st</sup> of each year but which shall not be later than November 30<sup>th</sup> of each year.

**4.2 Notice of Annual Meetings:**

Notice of the meeting shall be given in such manner as the Board of Management deems appropriate, at least fourteen (14) days in advance of the proposed date of the meeting and shall state the date, time, and location of the meeting and the general nature of the business to be transacted.

**4.3 Purpose of the Annual Meeting Shall Be To:**

- a) Receive reports on the work of the Centre during the preceding year and on plans for the upcoming year;
- b) Receive nominations for and for and to elect the Board of Management;
- c) Transact all other business that may properly come before the meeting.

**4.4 Special Meetings:**

A special meeting of the membership shall be called upon:

- a) A motion passed by the Board of Management to call a special Meeting;
- b) Submission to the Board of Management of a request for a special meeting, signed by twenty-five (25) members, stating the object of the proposed meeting. A special meeting so requested shall be held no later than one month after the date the request was submitted to the Board.

**4.5 Notice of Special Meeting:**

Notice of special meeting shall be posted in a conspicuous place in the Centre and given in such other manner as the board deems appropriate, at least seven (7) days in advance of the proposed date of the meeting and shall state the date, time, location and purpose of the meeting.

**4.6 Quorum For Meetings of the Membership:**

The presence of twenty-five (25) members shall constitute a quorum at any meeting of the membership.

**4.7 Votes at Meetings of the Membership:**

- a) At any meeting of the membership, all members age 18 years or older, shall have one vote and such vote shall be given personally and not proxy.
- b) Questions arising out of any annual or special meeting shall be decided by a majority vote except in the case of a two-thirds majority required to remove a Director and to amend the Constitution.

**Article V**

**5 Board of Management:**

**5.1 The Government and Management:**

The government and management of the Centre, at 707 Dundas Street West in the City of Toronto, shall be entrusted to a committee to be known as the 'Board of Management' (hereinafter called the 'Board').

**5.2 Composition of the Board:**

The Board shall be composed of:

- a) Twelve (12) members elected by Scadding Court Community Centre Incorporated, and appointed by City Council at least six (6) of whom shall be community members who may vote on all matters presented to the Board.

- b) City Councillor and Toronto District School Board Trustee from Ward Twenty shall be ex-officio voting members.

### **5.3 Responsibilities of the Board:**

The Board shall be responsible for:

- a) Hiring, supervising, and firing staff as may be required to assist with the maintenance and operation of the Centre's programs and activities;
- b) Developing, supervising and approving applications for programs to meet community needs;
- c) Seeking sources of funding for the Centre and its programs;
- d) Conducting membership campaigns to involve the broadest possible group of people in the management and activities at the Centre;
- e) From time to time, establishing a schedule of fees for programs in the Centre;
- f) Adhering to the provisions of By-law 842-78 of the City of Toronto passed October 24/78 establishing the Scadding Court Community Centre;
- g) Appointing all committees and prescribing their terms of reference;
- h) Approving monthly financial records, budgets, and expenses of the Centre;
- i) Name, from amongst themselves, a Board of Management to satisfy the requirements of the By-laws.
- j) Holding Annual General and Special Meetings;
- k) Annually determining the nature of the standing committees at the beginning of each new term and creating committees and sub-committees as needed;
- l) Developing systems for conducting the business of the Centre and for maintaining all pertinent records and statistics;
- m) Liaising with schools, agencies and community groups in the area to improve the Centre's service to the community.

### **5.4 Indemnification of members of the Board of Management:**

A member of the Board of Management from and after election shall be indemnified and saved harmless out of funds of the Scadding Court Community Centre from and against all costs, charges and expenses whatsoever which such member of the Board sustains or incurs in or about any action, 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/her in or about the execution of the duties of office, and all other costs, charges and expenses, which are sustained or incurred in or about, or in relation to, the affairs thereof, except such costs, charges or expenses as are occasions of such member's own willful neglect or default.

### **5.5 General Duties of the Members of the Board of Management:**

- a) Be familiar with the provisions of the Scadding Court By-Law #1, Procedural By-Law #2, the Tri Partite Agreement and the Scadding Court Community Centre Incorporated Constitution.

- b) Be familiar with those Provincial and Municipal By-laws, statutes regulations and rules pertaining to the operation to the operation of the Centre in the area of Labour, Health, Safety and Fire.
- c) Have a clear understanding of the Corporation Act (RSO 1970) its regulations and amendments the status of Scadding Court as a Corporation under the Act and the obligations of the Centre as a federally registered, non-profit charitable organization.
- d) Develop a Constitution and By-laws and amend both as needed.

## **Article VI**

### **6 Agents and Employees:**

#### **6.1 Appointment of Agents and Employees:**

The Board may appoint agents and employees and they shall be paid such remuneration as the Board shall by resolution determine from time to time.

#### **6.2 Executive Director:**

The Executive Director shall administer the business of the Centre under the direction of the Board of Management and shall:

- a) Operate the office of the Centre at which shall be kept all records and books required by this By-law or any applicable statute;
- b) Attend all meetings of the Executive and Board with voice but not vote;
- c) Shall keep or cause to be kept records of all votes and minutes or other record of all proceedings in the books to be kept for that purpose;
- a) Give or cause to be given notice of all Board and meetings of the Membership;
- b) Be entitled to attend and take part in committee meetings with voice but no vote;
- c) Perform such other duties as may be required by the Board and Executive.

## **Article VII**

### **Signatures and Fiscal Year:**

#### **7.1 Cheques:**

Cheques, drafts and orders for the payment of money and all notes and bills of exchange shall be signed by the Chairman, Treasurer, Executive Director, or other signing officers appointed by the Board of Management.

**7.2 Contracts:**

Contracts, documents or instruments of writing requiring execution by the Community Centre shall, be signed by either the Chairman, Vice-Chairman and Executive Director.

**7.3 Fiscal Year:**

The fiscal year of the Community Centre shall end on the last day of December in each year.

**Article VIII**

**8 Amendments to By-Law #1 Constitution:**

- 8.1** The By-Law#1 Constitution of the Centre shall be enacted, amended, repealed, or re-enacted only by a simple majority vote of the members present in person at the Annual Meeting or any Special Meeting, provided that notice containing the text or nature of any change is given to members at least fourteen (14) days prior to the proposed date at which it is to be voted upon.