

UNIONVILLE VILLAGERS' ASSOCIATION - CONSTITUTION

As amended at the November 2012 AGM

1: Name: The Unionville Villagers' Association.

2: Intent:

- a) To preserve, improve & promote the heritage buildings & heritage environment within the Unionville Heritage Conservation District, and
- b) To enhance the public's appreciation and understanding of Unionville's heritage buildings and heritage environment, and
- c) To conduct itself without purpose of gain for its members, and any profits or gains to the organization shall be used in promoting its objectives.

3: Official Slogan: Preserving Our Heritage.

4. Type: Not affiliated with any political party & not for profit.

5: Membership: Any person who wishes to assist UVA in achieving its intent.

6: Fees: Membership fees are to be decided by the Directors.

7: Voting:

Only members in good standing are permitted to vote, with 1 (one) vote per membership. Proxy voting is not permitted.

Regular business: simple majority vote.

Constitutional changes: 2/3rd of members in attendance at an AGM or EGM. The voting list for an AGM or EGM is "frozen" 21 days prior to the meeting date.

8: Directors:

Directors: A member wishing to be a Director must be an UVA member in good standing for a minimum of 1-year prior to their election. Directors are elected by the membership at an AGM and nominations will be accepted from the floor. The term of office is 2 years but this term may be shortened if an EGM is called for the purpose of electing new Directors. Half of the Directors will be elected in even years and the other half in odd years. There shall be a maximum of 9 Directors. [as amended November 2012]

Attendance: Directors are required to attend at least 50% of the meetings called and may be subject to removal if they miss more than two consecutive meetings.

Addition & Removal of Officers & Directors: Officers or Directors may be added or removed by majority vote of the Directors, to be confirmed at the next AGM or EGM.

9: Meetings:

A minimum of 4 general membership meetings shall be held yearly, or Directors' Meetings if a general meeting quorum cannot be made.

The Annual General Meeting (AGM) is to be held in November each year.

An Extraordinary General Meeting (EGM) may be held as required by the Directors, by majority vote, with at least 15 days written notice to all members. Meetings are called by the President OR by written request (to the President and/or all other Directors) by at least 50% of the current Directors.

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10: Quorum:

General Meetings – 10% of paid up members including a minimum of:

AGM or EGM – 51% of Directors and 3 (three) Officers

Other General Meeting – 51% of Directors and 2 (two) Officers

Director's Meeting: 51% of Directors and 2 (two) Officers

11: Officers:

The Officers of the Association are President, First Vice-President, Second Vice-President, Secretary, Treasurer, & Past-President.

The Officers of the Association are elected by the Board of Directors, at a special Directors meeting, to be held before the first meeting in the January following the AGM and certainly before the end of that January. [as amended November 2012]

12: Banking:

All cheques require 2 (two) signatures, at least one of which must be an Officer. A pool of 4 (four) signers is to include the President, Treasurer, and 2 Directors approved by the Board of Directors.

13: Minutes: All members are entitled to receive a copy of all meeting minutes.

14: Notices: All meetings require 15 days advance written notice.

15: Committees:

Standing Committees include the Nomination Committee. Other committees as determined by the Directors. The Chair is appointed/elected by the Board of Directors. *Nomination Committee* – Traditionally Chaired by the Past President, or as otherwise determined by the Board of Directors, is responsible for presenting a slate of members interested in being Directors of the Association at the AGM or an earlier meeting. The Chair of the Nomination Committee can appoint other Directors and/or members to assist them.

16: Amendments:

Constitutional changes require between 30 and 120 days written notice to all members prior to changes being made at a duly constituted AGM or EGM.

17: Dissolution of the Association:

If the Association does not hold its minimum number of meetings per year, then the President must call an AGM/EGM at which possible dissolution of the association is discussed. In the event that this meeting is not held within 6 months of its need, the responsibility to call the AGM/EGM falls to the Vice-President, Treasurer and/or Secretary.

18: Rules:

Where this Constitution contains conflicting rules, the rules closest to the start of the document shall apply. Where a situation arises that is not fully covered by this Constitution, the provisions of the latest public domain revision of Roberts Rules of Order shall be used where they do not conflict with this Constitution. This Constitution shall be interpreted within the Laws of Ontario.