

## Bayview Village Association BY-LAWS

Revised June 5, 2019

### Article 1 - General

1.1 The Bayview Village Association shall be a non-profit organization chartered under Letters Patent issued under the Authority of the Province of Ontario, by the Provincial Secretary the Honorable George Harrison Dunbar, and dated December 10, 1958, amended by a Supplementary Letter Patent dated Nov. 3, 1982. The objectives of the Association are:

- To promote the welfare of the Residents of the Bayview Village area in the City of Toronto;
- To promote cultural/social functions for the Residents; and
- To deal generally with the interests of the Residents.

1.2 As stated in the Letters Patent, this Corporation (Association) shall be carried on without the purpose of gain for its Members and any profit or other accretions to the Corporation shall be used in promoting its objectives.

### Article 2 - Territory (see neighborhood map in Membership Directory)

2.1 The Territory shall be according to Letters Patent: bounded on the south by Sheppard Avenue, on the west by Bayview Avenue, on the north by Finch Avenue, and on the east by the East Branch of the Don River as it runs south-easterly from Finch Avenue until it reaches the Railway Tracks and thence along the Tracks to Sheppard Avenue.

### Article 3 - Membership

3.1 Membership requirements shall be:

- Residence within the Territory described in Article 2.1.; and
- Payment of Annual Membership Dues.

3.2 Friends of the Association: Shall include, subject to the approval of the Membership Committee and payment of the Annual Membership Dues, individuals residing outside the boundaries of the Territory described in Article 2.1 with common bonds with the Association. Such Friends of the Association shall be non-voting Members but shall otherwise enjoy all the rights and privileges enjoyed by Members of the Association.

### Article 4 - Executive Committee

4.1 The affairs of the Association: shall be administered by the Executive Committee which shall consist of Officers, Committee Chairs and Co-chairs, Volunteer Coordinator and Members-at-large:

a) Officers:

- President
- Immediate Past-President
- Vice-President
- Treasurer
- Secretary

b) Committee Chairs and Co-chairs:

In order to maintain continuity, standing committees may be led by a single Chair or two Co-chairs, although each committee will only have one vote. The Chair or Co-chairs of the following Standing Committees will also be members of the Executive:

- Communications
- Events
- Environment
- Membership and Directory
- Municipal and Government Affairs
- Neighbourhood Watch

Each Standing Committee Chair or Co-chairs will recruit an adequate number of members in order to carry out the business of that particular committee. These Standing Committee members must be members of the Association and approved by the Executive. These committees will meet as often as deemed necessary and report to the Executive on a regular basis.

c) Volunteer Coordinator:

As elected or appointed as the case may be, in accordance with Article 7, to assist the Association to find volunteers within the community and report to the Executive Committee on plans for the upcoming year.

d) Members-at-large:

As established from time-to-time through the Association's Nominations and Elections Procedures.

4.2 Total membership of the Executive Committee for each term shall not exceed 20.

4.3 Term of Office: The term of office for the Executive Committee Members shall commence at the time of the Annual Meeting each year and extend to the Annual Meeting of the following year.

4.4 Filling of Vacancies: The Executive Committee shall be responsible for filling any vacancies which develop within itself during its term of office by majority vote of those present at a regularly scheduled monthly meeting, with due consideration of recommendations from pertinent Committees or other Members of the Association.

4.5 Committees: The Committees of the Association, as listed under Clause 4.1 shall be established at the beginning of each Election Year, to the extent possible, and shall be augmented or diminished during the year according to the extent of the activity involved and interest or participation demonstrated by the Committee Members, in accordance with Clauses of Article 7.

4.6 For a person to be eligible to be a member of the BVA Executive Committee or Standing Committees, that person needs to be a Member of the BVA as defined in Article 3.1, and be a resident within the Territory described in Article 2.1, and is making a time commitment to fulfilling the role for the next year. Members of the Executive Committee and Standing Committees may complete their terms if they cease to be a Member as defined in article 3.1 during their term. Members who are unable to complete their term may resign or be replaced.

## **Article 5 - Operations**

5.1 The Officers shall meet from time-to-time, at the call of the President, to develop overall proposed programs, policies, procedures for review and adoption at the meetings of the Executive Committee or at the Association's Annual Meeting as appropriate.

5.2 The Executive Committee shall hold regular monthly meetings during its term of office. These monthly meetings shall be held at the call of the President, or their delegate, with the provision that the Meeting immediately prior to the Annual General Meeting shall be held sufficiently in advance of the Association's Annual Meeting to ensure finalization of annual reports and tabling of nominations by the Nominations Committee.

5.3 Additional General Meetings and/or Executive Committee Meetings shall be held at the call of the President, or their delegate, when matters of urgent importance to the welfare of the Association arise from time-to-time.

5.4 Quorum: Seven Members of the Executive Committee, including the President or their delegate and at least two other Officers of the Association, shall form a quorum, and electronic participation and voting is allowed.

5.5 Required Meeting Notices: Except in emergency situations, notices of meetings and appropriate invitations to those involved shall be issued at least 10 days in advance of the planned meeting.

5.6 Publication of the DIRECTORY: The Association shall annually issue a Directory of Membership to Members, Advertisers and Sponsors.

5.7 Annual Meeting: The Annual Meeting of the Association shall be held within 15 months of the last preceding annual meeting and within six months of the fiscal year end, at a date determined by the Executive Committee. Notice of the Annual Meeting shall be issued to all Members of the Association via newsletter, email or other suitable means, at least 21 days in advance of the chosen date. The Annual Meeting shall be presided over by the President. The Agenda shall include: year-end reports of the financial affairs of the Association; annual reports of the year's activities; overall report by the President; and specific report by each Committee Chair or Co-chair. Time shall be allotted for discussion and suggestions.

For its meetings, the Association will follow *Robert's Rules of Order*.

5.8 Responsibilities and Authority: The Responsibilities and Authority of the Executive Committee Members shall be as listed in the attached Appendices 1 to 14 which cover the various positions listed in Clause 4.1.

## **Article 6 - Finances**

6.1 The fiscal year shall be from January 1 to December 31 of each year.

6.2 There shall be two separately identified funds. One of these shall be known as the "Current Operating Fund" and the other as the "Capital Reserve Fund" (formerly known as the "Special Trust Fund"). Each of these two funds shall be deposited in one or more accounts as designated by the Association Treasurer. In each case money not required for planned current expenses shall be invested in an interest-bearing account, or accounts, as directed by the Executive Committee.

6.3 Disbursements: Each disbursement from the Association's funds shall be authorized by the signatures of the Treasurer and one other Officer of the Association. Approval for such disbursements shall be obtained from the Executive Committee prior to such disbursement either by budgetary or special approval.

#### **Article 7 - Elections**

7.1 Eligibility: To be eligible for office a person shall be a Member in good standing as described in Article 3.

7.2 Elections: The Executive Committee shall be elected at each Annual Meeting of the Association. Vacancies which arise after the Elections shall be filled by Executive Committee appointment as stated in Clause 4.4.

7.3 Nominations: With advice from members of the Executive Committee, the President shall call on one of the Past Presidents, by the end of March, to act as Chair of the Nominating Committee who, in turn, may ask for assistance from other Members of the Association, at their own discretion, and who shall announce the slate of nominations at the Final Meeting of the Executive Committee immediately prior to the Annual Meeting. Other nominees for the Executive Committee can be nominated up to 14 days prior to Annual General Meeting if submitted to the Nominating Committee.

7.4 Election: A simple majority of Members' votes cast at the Annual Meeting shall be necessary for the election of each member of the Executive Committee, except for the office of Immediate Past-President; which shall be automatically filled by the Immediate Past-President, if available, and shall otherwise remain vacant for the ensuing year.

7.5 Publication of Election Results: The elected Officers and other Executive Committee Members shall be announced in the Association's first newsletter following the Annual Meeting each year. Those elected, together with their positions, shall be listed on the Association's website.

#### **Article 8 - Amendments**

8.1 Amendments: Amendments to the By-Laws may be formulated by a two-thirds vote of the full Executive Committee provided the proposed amendments are in accordance with the Association's Objectives and are consistent with the other Clauses of these By-Laws. Such vote shall be by show of hands at a meeting of the Executive Committee, with the provision that absentee Members may subsequently submit their votes in writing to the Secretary. The formulated amendment shall then be submitted to the Annual Meeting for final adoption by the Association.

8.2 Advance Copy of Amendments: An advance copy of a formulated amendment shall be made available to the General Membership at least 5 days prior to the Annual Meeting.

### **APPENDICES TO BAYVIEW VILLAGE ASSOCIATION BY-LAWS**

#### **APPENDIX 1 - Responsibilities of the President**

The President represents, both internally and externally, the overall interests and viewpoints of the Association in keeping with the established objectives, and:

- Coordinates the activities of the various Executive Committee Members and speaks for them in their absence, when required to deal with urgent matters;

- Calls meetings of the Executive Committee, the Association's Annual Meeting and any other Meetings; establishes the agenda and presides at such meetings;
- Calls on the Vice-President to preside if the President is unable to attend a planned meeting, either of the Executive Committee or the Association; and
- Appoints, with appropriate advice of the Executive Committee, any special committees, should the affairs of the Association indicate the need or advisability of such, for example, the Nominations Committee.

#### **APPENDIX 2 - Responsibilities of the Vice-President**

The Vice-President assists the President in their duties, undertakes special assignments and acts on behalf of the President in the President's absence or when requested by the President.

#### **APPENDIX 3 - Responsibilities of the Immediate Past-President:**

The Immediate Past-President is a Member of the Executive Committee and participates in the Executive Meetings, and:

- Advises the President and other Executive Members where their previous experience in the Association can be of assistance in their individual areas of responsibilities; and
- Participates in the activities of Special Committees, as called upon by the President, and as mutually agreed to when such Committee or Committee might be established.

#### **APPENDIX 4 - Responsibilities of the Treasurer**

The Treasurer:

- Administers the financial affairs of the Association in accordance with the Objectives and By-Laws of the Association and according to decisions of the Executive Committee;
- Receives all moneys payable to the Association, either directly or through other Executive Members, and deposits them in approved bank accounts;
- Prepares all approved payments, co-signs disbursement cheques and makes the payments;
- Manages and reports the finances and bank statements;
- Makes a Financial Report to the Annual Meeting of the Members;
- If required by law or not waived by the membership, arranges to have the books examined by a qualified person approved at an Executive Committee Meeting, and includes an account of the examination in the Financial Report to the Annual Meeting; and
- Carries out their duties as described in Article 6 of the By-Laws.

#### **APPENDIX 5 - Responsibilities of the Secretary**

The Secretary:

- Maintains records including minutes of all Executive Committee Meetings and Association Annual Meeting and other affairs of the Association;
- Calls attention to outstanding action clauses determined at such Meetings; and
- Issues and supervises the distribution of copies of Minutes and Agenda to Executive Members prior to each Meeting.

#### **APPENDIX 6 - Responsibilities of the Municipal and Government Affairs Committee**

The Chair or Co-chairs of Municipal and Government Affairs Committee:

- Represents the Association in a liaison capacity with entities that may include, but are not limited to:
  - North York Community Council and City Departments;
  - Toronto District School Board;

- Toronto and Region Conservation Authority; and
- Toronto Roads Department.
- Monitors pertinent Municipal proceedings through frequent contact with the local Councillor — including changes or developments in zoning regulations, traffic bylaws, planning policies, etc.;
- Reports these affairs to the Executive Committee and/or to the Members of the Association;
- Presents the Executive Committee's and Members' interests, viewpoints and decisions to appropriate bodies such as those listed above;
- Calls on the President to support, assist, attend and to also represent the Association at meetings with these public offices or bodies; and
- Acts on behalf of the Association in representing its interests where short notice requires such action.

#### **APPENDIX 7 - Responsibilities of the Communications Committee**

The Chair or Co-chairs of the Communications Committee:

- Compiles, with advice of other Executive Committee Members, the contents of communications, such as the newsletter, to the Members
- Arranges the issue and distribution of publications to members in accordance with budgetary decisions;
- Oversees the Bayview Village Association's website in order to maintain current information;
- Continues to use whatever communications tools are available to meet the needs of the Association; and
- Reports all matters of interest to the Executive Committee regarding the Communications Committee and its activities.

#### **APPENDIX 8 - Responsibilities of the Membership and Directory Committee**

The Chair or Co-chairs of the Membership and Directory Committee:

- Maintains the Membership Records;
- Administers the program of Membership Enrollment for the year;
- Conducts the Annual Membership Drive in accordance with prevailing BVA practices;
- Establishes Advertising Rates for the Annual Membership Directory;
- Arranges the sale of Advertising Space in the Membership Directory;
- Completes contractual arrangements with the Printer of the Membership Directory with Executive Committee approvals;
- Carries out the liaison with the Printer to produce the Directory as early as practicable in each new term of office of the Executive Committee;
- Arranges for distribution of the Directory to all Members and Advertisers;
- Arranges for payment of dues to be sent directly to the Treasurer or, where personally collected, delivers payments of dues to the Treasurer, for safe keeping and banking;
- Arranges for the collection of Directory Advertisement payments and turns these over to the Treasurer;
- Reports the Membership Drive and Advertisement Sales; and
- Delegates to other members of this Committee the various individual tasks within these responsibilities.

#### **APPENDIX 9 - Responsibilities of the Events Committee**

The Chair or Co-chairs of the Events Committee:

- Plans and administers the Association's events approved by the Executive Committee, for example, social evenings, Candidates' meetings, information sharing meetings;

- Obtains approvals for any Events related expenditures and approves payments to be made by the Treasurer accordingly;
- Reports on Events activities as required to the Executive.

#### **APPENDIX 10 - Responsibilities of the Neighborhood Watch Committee**

##### **The Chair or Co-chairs of the Neighborhood Watch Committee:**

- Establishes the Neighborhood Watch Committee on behalf of the Association and in accordance with procedures recommended by the police and promoted by the Provincial Neighborhood Watch Program;
- Promotes and administers the Neighborhood Watch Program within the confines of Bayview Village;
- Develops a program to encourage the residents of the community to cooperate with each other and with the Police Department to reduce theft, violence, vandalism, and risk of fire for greater safety of our residents and to enhance our neighborhood as an attractive place in which to live;
- Reports these activities to the Executive Committee Meetings and seeks the support of all residents of the Bayview Village area for the Neighborhood Watch Program.

#### **Appendix 11 - Responsibilities of the Environment Committee**

##### **The Chair or Co-chairs of the Environment Committee:**

- Plans and administers the Environment Committee in order to raise awareness of all matters pertaining to environmental issues that affect Bayview Village and its residents;
- Organizes the annual Spring cleanup of the village and associated ravines;
- Encourages active involvement of community members, contractors and governments to eliminate threats to safety, health and the habitat in our neighbourhood; and
- Reports on Environment Committee activities and issues to the Executive.

#### **GUIDELINES FOR APPROVALS OF EXPENDITURES**

##### ***PART 1 - Approvals of Expenditures from the Current Operating Fund***

Approval of expenditures from the Current Operating Fund is to be given by the Executive Committee prior to authorization by the Signing Officers. Such approval should be through budget planning in advance of the specific requirement or by special motion relative to the particular case involved. Before giving approval, the Executive Committee should consider the following factors:

- a) The Membership of Bayview Village is diverse with respect to age, family interests, denominations etc. This diversity must be considered in determining fair and proper uses of the Association's funds.
- b) The approved expenditures should be in support of both the diverse interests of the Members and the dual nature of the Association's established objectives, as stated in Article 1 of the By-Laws -- i.e. to promote the welfare of, and cultural/social functions for, the Residents of Bayview Village.

##### ***PART 2 - Approvals of Expenditures from the Capital Reserve Fund***

Approvals of Expenditures from the Capital Reserve Fund are to be given by the Executive Committee after due consideration of the following factors:

- a) The Capital Reserve Fund originated from private voluntary contributions of some individual Members of the Association during the late 1960s. Its purpose was to cover costs involved in

representation of the Association's Members' interests relative to a land development project within one portion of Bayview Village. The funds so contributed were more than sufficient to cover the cost, with a satisfactory solution to the property value interests of the near by residents.

- b) Since its original establishment as a Capital Reserve these funds have been significantly augmented through voluntary contributions and other sources.
- c) In view of the sources of this Fund, many Members, especially those who have contributed to it, take the stand that the resources of the Fund should be applied, from time-to-time, in similar situations, to support the rights and interests of Association Members in maintaining and enhancing their property values.
- d) Any single development will probably have greater influence on some neighborhoods within Bayview Village than on others. However, through a strong, united front, the Association's support to local situations can benefit all Members, over a period of time, both directly and indirectly. On the other hand, insistence that Association Funds should only be applied to a given case that would be of interest to all residents equally, would probably preclude the use of these funds in all cases.
- e) The diverse nature of the Association's Membership, as already outlined in Part 1 of these Guidelines, should also be considered in decisions regarding the uses of the Capital Reserve Fund. The nature of public and private projects is also diverse. Projects or situations of interest to various groups within Bayview Village would include, but not be limited to, such activities as:
  - Property Redevelopment Projects;
  - Rezoning Applications;
  - TTC Expansions of Routes;
  - Projects involving Designated Ravine Properties;
  - Property Redevelopment Projects adjacent to Bayview Village boundaries;
  - Street Widening;
  - Traffic Conditions and Regulations;
  - Subway Constructions;
  - Commercial Activity within the boundaries of Bayview Village;
  - Property Renovation Restrictions;
  - Public Works Services: water, sewer, drainage, roads, sidewalks and garbage collection;
  - Municipal Utilities: Street Lighting, and Hydro; and
  - Toronto and Region Conservation Authority: conservation or development of ravine lands.