



OAK SHORES ESTATES COMMUNITY ASSOCIATION

26 NORTHERN AVE., TRENT LAKES, ON. K0M 1A0

(705) 657-9466 / WWW.OAKSHORESCOMMUNITY.WORDPRESS.COM

BY-LAWS OF THE CORPORATION OF OAK SHORES ESTATES COMMUNITY ASSOCIATION

**Municipality of Trent Lakes
County of Peterborough
Province of Ontario**

<u>Section Index</u>	<u>Page #</u>
1. <u>CORPORATION AND CORPORATE SEAL</u>	3
2. <u>HEAD OFFICE</u>	3
3. <u>AREA OF OAK SHORES ESTATES</u>	3
4. <u>MEMBERSHIP IN O.S.E.C.A</u>	3
5. <u>MEMBERSHIP FEES</u>	4
6. <u>EXECUTIVE MEMBERS AND THEIR DUTIES</u>	4
7. <u>QUALIFICATIONS FOR EXECUTIVES</u>	6
8. <u>REGULATIONS PERTAINING TO MEMBERS OF THE EXECUTIVE</u>	6
9. <u>CONFLICTS OF INTEREST</u>	7
10. <u>O.S.E.C.A. MANAGERS AND THEIR DUTIES</u>	7
11. <u>QUALIFICATIONS FOR MANAGERS</u>	8
12. <u>MEETINGS AND VOTING PROCEDURES</u>	8
13. <u>DEPOSIT OF O.S.E.C.A. SECURITIES FOR SAFEKEEPING</u>	10
14. <u>AMENDMENT OF O.S.E.C.A. BY-LAWS</u>	10
<u>Signatures</u>	10

**BY-LAWS
OF
THE CORPORATION OF
OAK SHORES ESTATES COMMUNITY ASSOCIATION
Municipality of Trent Lakes, County of Peterborough, Province of Ontario**

These amended By-Laws apply to the transactions of the affairs of The Corporation of Oak Shores Estates Community Association, hereinafter called O.S.E.C.A.

1. CORPORATION AND CORPORATE SEAL

- 1.1 The Corporation of O.S.E.C.A. number is 00211244.
- 1.2 An impression of the Corporate Seal of the Corporation has been stamped over the signatures of the Executive members who have signed these By-Laws.

2. HEAD OFFICE

- 2.1 The Head Office of O.S.E.C.A. is the Community Centre building at 26 Northern Avenue, Trent Lakes, ON. K0M 1A0.

3. AREA OF OAK SHORES ESTATES

- 3.1 The area of Oak Shores Estates applicable to these By-Laws consists of all properties located on Oakridge Drive, and all properties when entering Oak Shores Estates located on or accessible via Kennedy Drive, Edwina Drive, and Northern Avenue.

4. MEMBERSHIP IN O.S.E.C.A.

- 4.1 Membership in O.S.E.C.A. is open to any one person or family residing seasonally or permanently in the Kawartha Lakes area and approved for membership by the Executive. The following are conditions of membership:
 - 4.1.a a family membership includes all immediate family members residing at the same address
 - 4.1.b a membership card, issued by an Executive Member, must be obtained for an annual fee and the membership card is valid from January 1st to December 31st of each year, or from the date of payment of the membership fee until December 31st of the same year
 - 4.1.c memberships may be revoked at any time by passing of a motion to this affect at a meeting of the membership called by the Executive, and there will be no refund of annual membership fee
 - 4.1.d The Executive may revoke memberships due to non-payment of the annual fee, however, if the fee is paid, memberships will be reinstated by the Executive

- 4.1.e members who are not property owners within the area of Oak Shores Estates may not participate in any acquisition or disposition of O.S.E.C.A. assets or revenues or fees associated with such an acquisition or disposition, and may not hold an elected office in O.S.E.C.A.
- 4.6.f the assets of O.S.E.C.A. are only for the benefit of O.S.E.C.A. and membership does not in any manner entitle any member in good standing to receive any monetary portion of O.S.E.C.A. assets
- 4.7.g dissolution of the Corporation is the only time that assets of the Corporation will be distributed to O.S.E.C.A. members in good standing at the time of dissolution

5. MEMBERSHIP FEES

- 5.1 The membership fees will be proposed each year by a majority vote of the Executive, but must be ratified at the annual or other general meeting of the membership by a two-thirds majority vote of the members present.
- 5.2 The Executive (Secretary) will notify all members of the amount of fees payable for the year.

6. EXECUTIVE MEMBERS AND THEIR DUTIES

- 6.1 The affairs of O.S.E.C.A. are to be managed by the Executive, who will, lawfully, on behalf of O.S.E.C.A., and in the name of O.S.E.C.A., enter into contracts and perform similar duties to ensure the affairs of O.S.E.C.A. are properly managed. The Executive consists of:

6.1.a President

The president will chair all meetings of O.S.E.C.A. and all committees of O.S.E.C.A. The President will conduct and/or supervise the day-to-day affairs of O.S.E.C.A. The President will also:

- 6.1.a.1 have signing authority in all matters relating to operation of O.S.E.C.A., including cheques
- 6.1.a.2 with one other Executive Member have access to and signing authority for the O.S.E.C.A. safety deposit box currently located at the Canadian Imperial Bank of Commerce in Bobcaygeon, Ontario
- 6.1.a.3 with other Executive Members, designate whom, other than the President, will receive a key for direct access to the Head Office and the O.S.E.C.A. mailbox
- 6.1.a.4 obtain and hand to a new President, duly elected at an O.S.E.C.A. meeting, identified keys for the Head Office and associated buildings and sheds, mailbox key(s), safety deposit box keys(s), and any other O.S.E.C.A. documents or items in the possession of the outgoing President
- 6.1.a.5 have the authority to call, at any time, with proper notice, a general meeting of the O.S.E.C.A. membership

6.1.b Vice-President

The Vice- President will assume the duties and powers of the President should the President, for whatever reason, be unable to do so. The Vice-President will assist the President, as they both agree, serve on Executive Committees as decided by the Executive, have signing authority for cheques, will sign

all O.S.E.C.A. By-Laws, and have the authority to call, with proper notice, a general meeting of the O.S.E.C.A. membership.

6.1.c Secretary

The Secretary will attend all O.S.E.C.A. meetings and record the minutes of the meetings in books kept for this purpose. The Secretary will also:

- 6.1.c.1 notify the membership by usual and available means, re: all meeting events, occasions, etc., for which the membership should receive notice, and this requirement will apply to all O.S.E.C.A. meetings except emergency meetings, in which case the amount of notice will be as determined by the Executive
- 6.1.c.2 be the custodian of the Corporate Seal, and affix it to documents as required
- 6.1.c.3 be the custodian of all documents belonging to or associated with O.S.E.C.A., with the exception of the current financial records
- 6.1.c.4 read the minutes of the previous meeting at subsequent meetings of O.S.E.C.A.
- 6.1.c.5 distribute, if prepared, an Order of Business or an agenda
- 6.1.c.6 sign all O.S.E.C.A. By-Laws
- 6.1.c.7 sign all O.S.E.C.A. membership cards unless this duty is assigned to a different Executive Member as decided the Executive
- 6.1.c.8 hand to a new Secretary, duly elected at an O.S.E.C.A. meeting, all current and past O.S.E.C.A. documents, the Corporate Seal, and any other items belonging to O.S.E.C.A.

6.1.d Treasurer

The Treasurer will keep full and accurate current accounts of all receipts and disbursements of O.S.E.C.A. in proper books of account. The Treasurer will also:

- 6.1.d.1 deposit all receipts of O.S.E.C.A. to the credit of O.S.E.C.A. in the bank designated by the Executive, which, at present, is the Canadian Imperial Bank of Commerce in Bobcaygeon, Ontario
- 6.1.d.2 disburse O.S.E.C.A. funds under direction of the Executive, taking and maintaining proper vouchers / invoices for such disbursements
- 6.1.d.3 prepare and hand to the Secretary, for printing and handing to the O.S.E.C.A. membership for each O.S.E.C.A. meeting other than the Annual General Meeting, a statement of accounts covering the period since the last O.S.E.C.A. meeting
- 6.1.d.4 prepare and hand to the Secretary, for printing and handing to the O.S.E.C.A. membership for the Annual General Meeting, a full and accurate statement of accounts for the period of January 1st to April 30th
- 6.1.d.5 sign all deeds, transfers, licenses, contracts, and other such documents
- 6.1.d.6 co-sign all cheques issued on the O.S.E.C.A. bank account
- 6.1.d.7 perform other duties as decided by the Executive

6.1.e Secretary-Treasurer

Should the need arise for whatever reason during the term of office for Executive members, the duties of the Secretary and the Treasurer may be performed by either the Secretary or the Treasurer, as decided by the Executive.

6.1.f Past President

The Executive, if the need arises during the course of their term in office, may call upon the immediate Past President to be an Executive member.

6.1.g Information Technology role OSECA website:

Maintain & update content on Oak Shores website

Maintain currency and security patches and releases

Regular Monthly posting: Newsletter, Calendar of events, OSECA birthdays

Post news items as information comes available in our local community and special OSECA events

Forward any feedback emails to OSECA president

7. QUALIFICATIONS FOR EXECUTIVES

7.1 To be a member of the Executive, a candidate must:

7.1.a be a member in good standing of O.S.E.C.A. for a minimum of one year prior to standing for election

7.1.b be a property owner within the area known as Oak Shores Estates as defined herein

7.1.c is nominated for the position at the Annual General Meeting of O.S.E.C.A. by a member of O.S.E.C.A. in good standing who has been a member for a minimum of one year prior to the nomination process

7.1.d has the nomination seconded by another O.S.E.C.A. member in good standing and who does not live at the residence of the person making the nomination

7.1.e obtains a majority of membership votes at the Annual General Meeting of O.S.E.C.A.

7.1.f not have a criminal record, and submit to and produce a clean criminal record background check, and failure to do so will result in immediate dismissal from office

8. REGULATIONS PERTAINING TO MEMBERS OF THE EXECUTIVE

8.1 The following regulations pertain to members of the O.S.E.C.A. Executive:

8.1.a an Executive member will hold office from the date of election until a qualified successor has been elected by the membership at the Annual General Meeting or any other O.S.E.C.A. meeting

- 8.1.b an Executive member or any group of Executive members are not to commit O.S.E.C.A. to a single expenditure in excess of one thousand dollars without first obtaining approval at an O.S.E.C.A. meeting by means of a majority vote of the membership present
- 8.1.c an Executive member or any group of Executive members are not to commit O.S.E.C.A. real estates and buildings as collateral in any transaction without first obtaining approval at an O.S.E.C.A. meeting by means of a majority vote of the membership present
- 8.1.d an Executive member or any group of Executive members is to communicate to the membership, as soon as possible, all expenditures, transactions, contracts signed, and similar actions taken by the Executive on behalf of O.S.E.C.A.
- 8.1.e an Executive member is not entitled to any remuneration for services, other than payment for legitimate personal expenses incurred while performing duties on behalf of O.S.E.C.A. - valid receipts are to be identified as to the person involved and the expenditures, are to be handed to, accounted for, and filed by the Treasurer
- 8.1.f an Executive member may approve payment of legitimate personal expenses incurred by any member of O.S.E.C.A. acting on behalf of O.S.E.C.A.
- 8.1.g the Executive are to ensure that all necessary books of accounting records, deeds, and similar items required by the By-Laws of O.S.E.C.A. are regularly maintained and properly stored
- 8.1.h the Executive is to schedule the Annual General Meeting, membership meetings on a monthly basis, and, when required, emergency meetings, and ensure as best they can that the membership is aware of the meetings
- 8.1.i The Executive Members may not without a two-thirds majority vote of approval, at a membership meeting called to discuss and vote on the issue:
 - 8.1.i.1 borrow money on the credit of O.S.E.C.A.
 - 8.1.i.2 issue, sell, or pledge any assets of O.S.E.C.A.
 - 8.1.i.3 charge, mortgage, or pledge any assets of O.S.E.C.A.

9. CONFLICTS OF INTEREST

- 9.1 Whenever an Executive Member or Manager has a financial or personal interest in any matter coming before the board of directors the board shall ensure that:
 - 9.1.a the interest of such executive member or manager is fully disclosed to the executive members
 - 9.1.b no interested executive member or manager may vote or lobby on the matter or be counted in determining the existence of a quorum at the meeting of the executive members at which such matter is voted upon
 - 9.1.c any transaction in which an executive member or manager has a financial or personal interest shall be duly approved by members of the board of executive not so interested or connected as being in the best interests of the organization

- 9.1.d payments to the interested executive member or manager shall be reasonable and shall not exceed fair market value
- 9.1.e the minutes of meetings at which such votes are taken shall record such disclosure, abstention, and rationale for approval

10. O.S.E.C.A. MANAGERS AND THEIR DUTIES

- 10.1 Managers of O.S.E.C.A. must be members of O.S.E.C.A. Managers may be elected by the membership at the Annual General Meeting, or, failing that, they may be appointed by the Executive. Managers report to the Executive and they are:
 - 10.1.a **Manager of Grounds and Maintenance:** The Manager of Grounds and Maintenance is responsible for all maintenance requirements associated with the O.S.E.C.A. Community Centre.
 - 10.1.b **Manager of Beverage Services:** The Manager of Beverage Services is responsible for the Bar at the Community Centre, and must hold a valid Ontario Smart Serve Certificate.
 - 10.1.c **Manager of OSECA Auxiliary:** The Manager of OSECA Auxiliary is responsible for the following:
 - 10.1.c.1 preparation, sales and recording of tickets to all O.S.E.C.A. events for which a ticket must be purchased
 - 10.1.c.2 coordination of all food services associated with O.S.E.C.A. events
 - 10.1.d **Manager of Entertainment and Events:** The Manager of Entertainment and Events is responsible for coordination of all scheduled entertainment and events and coordinating such entertainment and events with the Manager of OSECA Auxiliary.

11. QUALIFICATIONS FOR MANAGERS

- 11.1 O.S.E.C.A. Managers must:
 - 11.1.a be a member in good standing of O.S.E.C.A. for a minimum period of one year prior to standing for election
 - 11.1.b is nominated for the position at the Annual General Meeting of O.S.E.C.A. by a member of O.S.E.C.A. in good standing who has been a member for a minimum of one year prior to the nomination process
 - 11.1.c has the nomination seconded by another O.S.E.C.A. member in good standing and who does not live at the residence of the person making the nomination
 - 11.1.d obtains a majority of membership votes at the Annual General Meeting of O.S.E.C.A.
- 11.2 When an O.S.E.C.A. management position has not been filled at the Annual General Meeting, the Executive may appoint a Manager whose term will be from the date of appointment until the next General Meeting.

12. MEETINGS AND VOTING PROCEDURES

- 12.1 **Annual General Meeting:** Unless circumstances dictate otherwise, the Annual General Meeting of the O.S.E.C.A. membership is to be held at 10:00 AM on the last Saturday of May at the O.S.E.C.A. Head Office (Community Centre).
- 12.2 Annual General Meeting Order of Business: Except as demanded by extraordinary business at hand, the Order of Business to be followed at the Annual General Meeting is to be:
- 12.2.1 Call to Order / Welcome to guests
 - 12.2.2 Secretary establish and record quorum is present
 - 12.2.3 Reading and approval of Minutes of previous general meeting
 - 12.2.4 Report of the Treasurer
 - 12.2.5 Report of the President
 - 12.2.6 Reports of Managers
 - 12.2.7 Old Business
 - 12.2.8 New Business
 - 12.2.9 Other Business
 - 12.2.10 Elections of Executive Members:
 - 12.2.11 Elections of Managers:
 - 12.2.11.a Manager of Grounds and Maintenance
 - 12.2.11.b Manager of OSECA Auxiliary
 - 12.2.11.c Manager of Entertainment and Events
 - 12.2.11.d Manager of Beverage Services
 - 12.2.12 Adjournment of Meeting
- 12.3 **Monthly Meetings:** Unless circumstances dictate otherwise, the Executive will schedule monthly O.S.E.C.A. membership meetings on a Saturday at 10:00 AM at the O.S.E.C.A. Head Office (Community Centre).
- 12.4 **Monthly Meeting Order of Business:** Except as demanded by extraordinary business at hand, the Order of Business for monthly meetings will be as listed for the Annual General Meeting except for Executive and Committee reports and elections
- 12.5 **Emergency Meetings:** Emergency O.S.E.C.A. membership meetings may be called by the Executive when circumstances warrant such a meeting. Emergency meetings, unless otherwise noted, will be held at the O.S.E.C.A. Head Office and the Order of Business for the meeting will be, generally, the reason(s) for which the meeting was called
- 12.6 **Motions and Voting at O.S.E.C.A. Membership Meetings:** At any meeting of the O.S.E.C.A. membership, the meeting Chair, usually the President, will call for a vote on seconded motions from the floor, including those for election of Executive members and for Managers
- 12.7 **Regulations regarding motions and voting procedures**
- 12.7.1 Motions from the floor may be made from any member of O.S.E.C.A. in good standing
 - 12.7.2 Every motion from the floor must be seconded by a member in good standing who does not live in the same residence as the person making the motion
 - 12.7.3 when the meeting Chair calls for a vote on a seconded motion, the vote will be by show of hands, however, any member in good standing may request a ballot vote on any motion, in which case a ballot

will be prepared by the Secretary, distributed to the members present, completed in private by the members, and counted by the Executive in public

12.7.4 membership votes, including proxy votes, are limited to one vote per membership card

12.7.5 a proxy vote must be completed on a signed proxy form supplied by the Executive, controlled by an O.S.E.C.A. member in good standing, and handed to the Secretary or meeting Chair prior to commencement of the meeting

12.7.6 a single voting O.S.E.C.A. member may not control or submit more than six proxy votes, all of which must be from members entitled to vote and who have been a member in good standing of O.S.E.C.A. for a minimum of ninety days prior to the vote

12.7.7 all seconded motions from the floor, including elections, will be considered passed by a simple majority vote, except seconded motions to revise membership dues, to remove any Executive member or any Manager from Office, and to amend O.S.E.C.A. By-Laws which must receive a two-thirds majority vote, when a vote on a motion does not produce the required majority, except votes to remove an Executive member from office, the President will be entitled to cast a second vote to produce a majority vote

12.7.8 after a vote on a motion the meeting Chair will declare that the motion has carried or has not been carried, and the Secretary will record the outcome in the Meeting Minutes, which will be deemed as admissible evidence that the motion was properly made, seconded, and voted on, without actually recording the number of "for" and "against" votes

12.8 **Quorum of Members:** A membership meeting quorum for the transaction of O.S.E.C.A. business is to be not less than six members in good standing eligible to vote or represented by proxy, and in no case can a meeting be held with less than four eligible voting members present in person.

12.9 **Error or Omission In Notice:** No error or omission in giving notice of any annual or general meeting or any adjourned meeting, whether annual or general, of the O.S.E.C.A. membership, will not invalidate such meeting or make void any proceedings of the meeting, and any member may at any time waive notice of such meeting and may ratify, approve and confirm any or all proceedings of the meetings.

12.10 **Adjournments:** At any meeting of the O.S.E.C.A. membership, the meeting Chair may adjourn the meeting to another date and time for reasons such as lack of a quorum present. The Order of Business or agenda for the adjourned meeting will become the Order of Business or agenda for the re-schedule meeting.

13. DEPOSIT OF O.S.E.C.A. SECURITIES FOR SAFEKEEPING

13.1 All O.S.E.C.A. securities are to be deposited for safekeeping in the O.S.E.C.A. safety deposit box.

13.2 Withdrawal of any or all securities, from time to time, may be done only upon a written directive produced by the Executive and which indicates the reason for the withdrawal and the date, and bears the signatures of the President or Vice-President, and the Treasurer (or Secretary-Treasurer).

14. AMENDMENT OF O.S.E.C.A. BY-LAWS

14.1 Any amendment, repeal, or alteration of any O.S.E.C.A. By-Law must be a seconded motion at an O.S.E.C.A. general meeting that receives a two-thirds majority of votes from the membership present or by proxy.

- 14.2 To be considered for a seconded motion at an O.S.E.C.A. meeting, the proposed By-Law amendment, repeal, or alteration must be distributed to the O.S.E.C.A. membership thirty days prior to the meeting at which the membership will vote on the amendment, repeal, or alteration.
- 14.3 *If and when a By-Law amendment, repeal, or alteration receives a two-thirds majority vote at the O.S.E.C.A. meeting at which the amendment, repeal or alteration was introduced as a motion, seconded, and voted on, and received the required majority vote, the President, Vice President, and Secretary will sign the document, the Secretary will affix the O.S.E.C.A. Corporate Seal to the document, and it will become an official O.S.E.C.A. By-Law amendment.*

President _____ **Secretary** _____
Vice President _____

Passed by the OAK SHORES ESTATES COMMUNITY ASSOCIATION, and sealed with the Corporate Seal this September 19, 2015.