

BY-LAW # 2

**TO REPLACE BY-LAW #1,
PASSED FEBRUARY 20, 1980;**

**THE ORIGINAL BY-LAW TO ADOPT A CONSTITUTION FOR THE
BRADY LAKE RATEPAYERS ASSOCIATION**

Whereas the residents and cottagers surrounding Brady Lake in Hindon Township, Haliburton County, Ontario provide for a substantial portion of the local assessment and pay a substantial portion of the municipal (and school) taxes collected;

Whereas the residents and the cottagers are interested in the conservation of our natural heritage, the fair use thereof for all citizens and the maintenance of safe, unpolluted recreational areas;

Whereas the residents and cottagers are interested in accident prevention and construction and maintenance of local improvements and the environment;

Whereas it is deemed necessary to promote social and recreational activities to stimulate and foster good fellowship and co-operation;

Whereas the residents and cottagers have a sincere interest in the future of the local area from a political, economic and esthetic standpoint and need an association to represent them as a group to better express and promote their views;

Therefore, this organization has been incorporated to promote the welfare of the residents and cottagers of Brady Lake in Hindon Township to develop interest in local improvements, conservation, accident prevention and through the membership, to foster good fellowship and co-operation in an endeavor to preserve the rights and privileges of each and all members and to increase their enjoyment of the environs of Brady Lake;

And whereas it is deemed advisable to adopt a constitution for the Corporation,

Now, therefore, be it enacted as By-Law #2 to replace the Original By-Law #1 as the By-law of the Corporation as follows:

Article I - Name

1. The name of the association shall be the "The Brady Lake Ratepayers Association". The word "Association" shall denote and/or mean the Corporation and shall be used interchangeably.

Article II – Objectives

The aims and objectives of this Corporation shall be;

1. To promote and safeguard the interest of, and advance plans for the advantage of the residents, cottagers and landowners in the environs of the said Brady Lake;

2. To promote both summer and winter social and other activities for the benefit of all the residents and cottagers in the environs of the said Brady Lake;
3. To assist in the conservation of all fish, fowl, game, and all natural resources and the wise use of those resources;
4. To investigate, study and report to the membership on any Municipal and/or Provincial Government's plans affecting Brady Lake, its residents and cottagers or the use of the land in the environs of Brady Lake, and to make representations to the various levels of government with respect to such matters;
5. To promote safe and responsible operation of all watercraft, snow or ice related vehicles and their related activities;
6. To promote safe and responsible operation of all land vehicles and their related activities.

Article III – Membership

1. All property owners and their immediate families over the age of majority within one-quarter mile in distance of the shoreline of Brady Lake shall be eligible for membership in the Corporation. Any property owner's immediate family who own property within one-quarter mile of Brady Lake must take out membership in their own right.
2. Associate Membership may be granted to any person, or firm or corporation interested in the welfare, problems and/or benefit of the residents and cottagers of Brady Lake and its environs. An application for Associate Membership shall be sponsored by at least two Members in good standing and shall be approved by a majority vote of the Board of Directors of the Corporation. Any person or corporation approved for membership shall be announced to the membership at the next meeting.
3. On the recommendation of the Board of Directors, the membership may bestow a "Honorary Membership" on any member, associate member or any other person who they feel should be so honored. This membership shall last for the remainder of their lives or for fifteen (15) years in the case of a corporation or until otherwise rescinded by a vote of the membership or terminated at the request of the "honorary member".
4. Any Member may resign as a member of the Association and his resignation shall be effective on the date his resignation, in writing, is tendered to the President.
5. The Membership Year shall run from the first day of April each year to the end of March the following year.

Article IV – Board of Directors

1. The Board of Directors shall consist of twelve (12) persons whose term of office shall be for two (2) years. At the first meeting, there shall be elected twelve (12) Directors, five of whom are to be the officers and one of whom is to be the Past President.
2. For the first year, six (6) Directors shall be elected for a 1(1) year term and six (6) shall be elected for two (2) years each. Each year thereafter, six (6) Directors shall be elected for a term of two (2) years to replace those whose term has expired.
3. Any Member or individual Associate Member of the Corporation, whose dues and assessments are fully paid up for the year preceding the annual election date shall be eligible for election. Any Director must remain in good standing for membership to remain on the Board of Directors.
4. Any Director whose term is expiring shall be eligible for re-election.

5. Any vacancy on the Board of Directors shall be filled on the passing of a Resolution by the remaining Board of Directors appointing a Member or individual Associate Member in good standing to serve the remaining term.

6. The Board of Directors may authorize any expenditure in accordance with the authorization given them by the membership.

7. Any Director may resign as a Director and his resignation shall be effective on the date his resignation, in writing, is tendered to the President.

8. The Board of Directors shall meet at least twice per Fiscal Year. The Quorum for such a meeting shall be a Majority of the number of Directors with at least 3 officers of the Association present.

9. The time and place for the meetings of the Directors shall be chosen by the President and it will be his responsibility to advise the other directors of the time and place.

Article V – Annual Dues and Special Assessments

1(a). The annual dues for Membership and Associate Membership shall be such amount and in the manner as may be determined from time to time by a majority vote of the members in good standing at any general meeting.

(b). Association Membership dues shall be recommended by the Board of Directors.

2. The Board of Directors may, from time to time, establish a fee to be paid by the members and/or guests for the participation in any activity sponsored by the Corporation.

3. The Board of Directors may, from time to time, pass a By-Law providing for a special assessment to raise funds for a special purpose of the Corporation, but such a By-Law shall not be effective, nor shall such an assessment become due and payable, until such a By-Law is approved at a general or special meeting of the Corporation called to consider such a By-Law.

4. Any member in default of the payment of his annual dues or his special assessment for more than six months shall be liable to suspension from the Membership, upon a Resolution passed by the Board of Directors at a meeting called for that purpose.

5. In the event that a person or other entity is honored with an Honorary Membership their Membership fees will be waived for as long as they are Honorary Members.

6. The Annual Dues shall be due and payable at the Spring meeting each year.

Article VI – Meetings, Quorum

1. The notice of the annual meeting or general meetings of the Corporation shall be given by mail, by hand delivery to the cottage or by posting to the Association's website – www.bradylake.ca - at least thirty (30) days prior to the date of such meeting.

2. The annual meeting of the Corporation shall be held at a location to be designated at Brady Lake on the Sunday of the September Labour Day Holiday weekend or at such other time as the Board of Directors shall determine.

3. A second meeting of the Corporation shall be held annually, usually in the Spring, at a time and location to be agreed by the Board of Directors.

4. A Special General Meeting must be called by the President, within sixty (60) days, when requested to do so by the majority of the Board of Directors or by sufficient members in good standing to constitute a Quorum at an Annual General Meeting.

5. Notice of a Special General Meeting shall be thirty (30) days for mail or e-mail or seven (7) days by telephone or personal contact.

6. The quorum at the regular annual meeting or the Spring Meeting shall be fifteen (15) percent of the membership, exclusive of the officers.

7. The quorum at a Special General Meeting shall consist of twenty-five (25) percent of the membership, inclusive of at least two members of the executive.

8. Directors meetings shall be held as required, provided at least seven (7) days notice is given. The notice will consist of a written notice, or direct communication by telephone, personally, by wire or by E-mail.

9. In the event that an emergency meeting of the Board of Directors is required, it may be held by telephone and each Board member may vote by telephone.

10. Those members eligible to vote at Annual or Special General Meetings or to hold office shall be only Members or individual Associate Members in good standing.

11. Those permitted to attend an Annual or Special General Meeting are all the Members and individual Associate Members in good standing, other persons with an interest in Brady Lake or its environs and other such guests as may be invited to attend such meetings.

12. Only those who are Members or Associate Members in good standing shall be permitted to address the membership unless they have received permission, in writing, in advance of the meeting from the President.

Article VII – Officers of the Corporation

1. The Officers of the Corporation shall consist of a President, First Vice-President, Second Vice-President, Secretary and Treasurer.

2. The Officers shall be elected by the Membership at the Labour Day Weekend Annual General Meeting and the term of office shall be two (2) years.

3. In the event an Officer of the Corporation shall resign or otherwise be unable to continue in their position, the Board of Directors shall designate a replacement who shall remain for the remaining term of the person so resigning.

Articles VIII – Duties of the President and Vice-Presidents

1. The President shall preside over all meetings of the members of the Corporation and the Board of Directors. The President shall be charged with the general management and supervision of the affairs and the operation of the Corporation.

2. The President and the Secretary, or other member of the executive shall sign all By-Laws and other legal documents.

3. In the absence of the President, the First Vice-President will exercise the powers of the President.

4. In the absence of the President and the First Vice-President, the Second Vice-President will exercise the powers of the President.
5. In the event of the absence of the President, First Vice-President and Second Vice-President, a member of the Board of Directors shall be appointed to exercise the powers of the President.
6. In the absence of the Secretary, the President shall appoint a Member or Associate Member in good standing of the Association to act as secretary of the meeting and keep the minutes.
7. The other duties of the First and Second Vice-Presidents shall be as directed by the President from time to time.
8. The President shall only vote in the event of a tie and his or her vote shall be the casting vote.

Article IX – Duties of the Secretary

1. The Secretary shall be the Clerk of the Annual General Meeting and any specially called meetings and shall keep a record of all the facts and minutes of all proceedings in the books kept for that purpose.
2. The Secretary shall be the Clerk of the Board of Directors and shall keep a record of all minutes of all proceedings in the books kept for that purpose.
3. The Secretary shall give all notices required to be given to the members and the Directors.
4. The Secretary shall be required to furnish an order paper at each meeting containing the matters of business to come before the meeting.
5. The Secretary shall be the custodian of the Corporate Seal of the Corporation and all books, papers, records, contracts and other documents belonging to the Corporation.
6. The Secretary's address shall be the legal address of the Corporation.

Article X – Duties of the Treasurer

1. The Treasurer shall keep full and accurate records of all receipts and disbursements of the Corporation.
2. The Treasurer shall deposit all monies and other valuable effects in the name and to the credit of the Corporation in a Canadian bank or banks as designated by the Board of Directors.
3. The Treasurer shall disburse the funds of the Corporation as designated by the Board of Directors of the Corporation. All vouchers and/or cheques shall be signed by the Treasurer and reviewed and signed where necessary by the President.
4. The Treasurer shall report on the financial condition of the Corporation at each of the General meetings or at such other times as the Board of Directors may direct.
5. The Fiscal Year of the Corporation shall be from the first (1st) Day of April each year to the following March 31st.

6. The books of the Corporation shall be reviewed by the persons designated by the President at such times as the President and Directors deem necessary but not less frequently than once every five (5) years.

Article XI – Seal of the Corporation

1. The Seal of the Corporation shall be a red seal and initialed by the President or the First Vice-President..

Article XII – Execution of Documents

1. Deeds, transfers, licences, contracts and engagements on behalf of the Corporation shall be signed either the President, First Vice-President or Second Vice-President and the Secretary. The Secretary shall affix the Seal of the Corporation to such documents requiring same and obtain the initial of the appropriate Officer..

2. All contracts and other engagements in the normal course of the Corporation's business shall be authorized by the Board of Directors. All other matters must be approved by the Corporation members.

Article XIII – Amendments to this By-Law

1. No Amendments to this By-Law shall be valid unless passed by two-thirds (2/3) of the Members and Associate Members in good standing of the Corporation present at a meeting called for the purpose of considering the change in the By-Law. Notice for this meeting shall contain the suggested amendments.

Article XIV – Voting

1. Voting at meetings of the Board of Directors and at all General Meetings shall be by a show of hands by the Members and Associate Members in good standing present at the meeting unless a secret ballot shall be demanded by at least four (4) Members or Associate Members in good standing present at the meeting.

2. Members "in good standing" are those Members and Associate Members whose annual dues or special assessments are no more than six (6) months in arrears.

3. Those eligible to vote at Annual General Meetings and Special General Meetings are as defined in Article III, paragraphs 1 to 3 above.

4. Voting by proxy shall not be permitted.

Article XV – Ownership of Physical Assets

1. The Corporation shall be entitled to acquire the normal assets required for the regular operation of the Corporation at the direction of the Board of Directors. It is not expected any particular asset of this type will exceed \$50.00.

2. The Corporation shall be entitled to acquire other assets from time to time with a value greater \$50.00 or with operating and/or maintenance costs in excess of \$10.00 per annum, provided the acquisition is approved by at least two-thirds (2/3) of the Members and Associate Members in good standing present at a general or special meeting called for the purpose of considering such an acquisition. Any such

acquisitions shall also provide a method to raise the monies to pay for the acquisition and/or operating/maintenance costs of such an asset.

3. If an asset is to be donated to the Corporation with a value in excess of \$50.00 or with an operating cost of greater than \$10.00 per annum, it's acquisition shall be considered by the Members and Associate Members and pass with at least two-thirds (2/3) majority.

Article XVI – Trophies

1. A number of trophies have been donated over the years for presentation to the membership for various reasons. These trophies are the property of the Corporation and are presented to the appropriate winner at such times as the board of Directors shall designate. The winner is to remain in custody of these trophies for a period of one year unless otherwise designated by the Board of Directors.

2. The rules and regulations with regard to these trophies is to be established by and amended as required by the Board of Directors.

3. In the event a new trophy or trophies are offered to the Corporation, the rules for winning the trophies and the trophy's name shall be negotiated between the donor and the Board of Directors. Should times or laws change, the Board of Directors shall have the right to change the rules and regulations with regard to each trophy. Such donated trophies shall become the property of the Corporation.

Article XVII – Committees

1. Committees shall be established by the officers as may be deemed necessary from time to time.

2. The committee chairman and committee members shall be drawn from the members and Associate Members in good standing of the Corporation.

3. The scope of the committee shall be outlined by the officers.

4. Special committees shall be automatically dissolved upon the completion of their special task or two years whichever shall occur first.

Article XVIII – General

1. Acceptance of membership in the Corporation by payment of the appropriate fee shall bind the Member or Associate Member to abide by this Constitution and the By-Laws of the Corporation.

2. The Board of Directors shall have the power to expel or suspend any Member or Associate Member where it is has been proved to the satisfaction of the majority of the Board of Directors that such a Member or Associate Member has acted in a manner detrimental to the best interests of the Corporation, subject to the right to appeal, to the membership, by the said Member or Associate Member at the next general meeting, which decision shall be final.

3. All meetings shall be conducted in accordance laid down in Robert's Rules of Order.

4. In the event the Corporation is wound up or otherwise should terminate its activities, any assets remaining in the name of the Corporation shall be donated to a non-profit charity as designated by the remaining Members and Associate Members who are in good standing.

5. The order of items to come before any meeting shall be as follows unless otherwise directed by the President:

- (a) Call to Order
- (b) Admission of New Members
- (c) Acceptance of the Minutes of the Last Meeting
- (d) Correspondence
- (e) Business arising from the Minutes
- (f) Treasurer's report
- (g) Committee Reports
- (h) Unfinished Business
- (i) New Business
- (j) Adjournment

Enacted and passed as By-Law #2 at the Annual General Meeting of the Corporation held on the _____ day of _____, 2003

SEAL

President

Secretary