

**SHERWAY HOMEOWNERS' AND RECREATIONAL
ASSOCIATION INCORPORATED (1976)
BYLAWS
Incorporated August 17 1976 # 312 530**

1. NAME

1.1 The Association shall be known as the Sherway Homeowners' and Recreational Association Incorporated hereinafter called the Association, with letters patent from the Province of Ontario.

2. BOUNDARIES

2.1 The district represented by the Association shall include that area in the City of Mississauga bounded by the East side of Dixie Road on the west , the Queensway on the North , the Etobicoke Creek on the East and the Queen Elizabeth Way on the South.

3. GOALS

3.1 To promote the general welfare , development and recreation of the area represented. To participate in local affairs and government and make such representation to the Council of the City of Mississauga or other bodies of any kind, as is felt necessary from time to time in the common interest of the community. To engage in such other activities as are felt are necessary or beneficial from time to time.

4. MEMBERSHIP

4.1 Membership shall be open to all homeowners in the area represented . As the need arises fund-raising activities may be undertaken, Voluntary donations will be accepted at all meetings.

4.2 All members shall be bound by the by-laws and regulations of the Association as enacted from time to time.

5. BOARD OF DIRECTORS

5.1 The affairs of the Association shall be managed by a Board of Directors, elected at each Annual General Meeting (AGM)

5.2 The size of the Board of Directors may vary from year to year according to the needs of the Association but irrespective of the number of Directors there shall be THREE Directors at large and each remaining Director shall be a representative of a Street or of a certain selection of homes as is decided by the Board of Directors amongst themselves.

5.3 All Directors shall hold office for ONE year with all Directors of the Association able to remain in their office for as long as is deemed advisable to give continuity and strength to the Association's endeavors

5.4 Vacancies which occur on the Board of Directors may be filled for the balance of the term by Appointment of a member by the Board of Directors.

5.5 All offices are honorary and no remuneration will be offered, Monies, however , may be spent no more often than once a year on a small function for the Directors as a form of thank-you for their services , not to exceed twenty dollars per Director.

6. OFFICERS

6.1 The Officers of the Association shall consist of a President , Vice President , Secretary, and Treasurer, who shall be elected by the Board of Directors from amongst themselves immediately following each Annual General Meeting.

7. MEETINGS

7.1 The Board of Directors shall meet at the call of the President or of a majority of the Directors. No official business shall be conducted by the Board of Directors without a quorum ,, which shall consist of a majority of the Directors , one of whom shall be the President or the Vice President;

7.2 Annual General Meetings shall be held once a year at a time and place to be determined by the Board of Directors. Regular meetings shall be held as determined by the Board of Directors. Special general meetings may be called by written application to the Board of Directors, signed by ten per cent of the members in good standing. No general or special meeting shall be properly constituted unless at least ten per cent of the members or 30 members, whichever is the lesser exclusive of the Board of Directors , are present at such meetings.

7.3 Notice in writing of Annual General Meeting shall be given to all members and the City Of Mississauga at least twenty one days before such Annual General Meeting. Members shall be given as much notice as possible in the case of Special General Meetings.

8. FISCAL YEAR

8.1 The fiscal year shall terminate on August 31st of each year and the financial report for The previous fiscal year shall be presented at each Annual General Meeting.

9. ELECTIONS

9.1 Elections of the Board of Directors shall be by show of hands at the Annual General Meeting.

10. DUTIES OF OFFICERS

10.1 President: The President shall preside at all general meetings and executive of the Association. He/She shall govern and direct the activities of the Board of Directors. He/She shall endeavour to the best of his/her ability to maintain and Promote the aims of the organization, putting ahead of any personal feelings the Wishes of the Association. He/she shall duly and justly perform all other duties Incidental to his/her office.

10.2 Vice-President: The Vice-President shall assist the President in the performance of his/her duties and shall assume the duties of the President in the event of that office becoming vacant. He/she shall in the absence of the President or his/her inability to act in his/her request, preside at general and executive meetings

10.3 Secretary: The Secretary shall keep records of all general and executive meetings. He/she shall carry on such correspondence as directed and keep a record of all Incoming and outgoing correspondence .He/she shall record Minutes of all general and executive meetings and generally perform all other duties incidental to his/her Office
The Secretary if he/she deems it necessary may appoint a Recording Secretary to assist him/her.

10.4 Treasurer: The Treasurer shall have the care and custody of all funds of the Association in such Bank, Trust Company or Credit Union as the Board of Directors may decide. The financial institution must be a member of the CDIC
The Treasurer shall be required to present a Financial Report to the Annual General Meeting and at such times as required by the Board of Directors.

10.5 Immediate Past-President: The Immediate Past-President shall assist the Board of Directors in the performance of its duties and shall attend as many executive meetings as possible to ensure the continuity of the aims and objectives of the Association.

11. SIGNING OFFICERS

11.1 All cheques , deeds, contracts and other documents shall be signed by any TWO of the four officers of the Association.

12. COMMITTEES

12.1 Committees may be appointed from time to time by the Board of Directors and Chairperson thereof shall be appointed from amongst the Board of Directors.
The Appointed Chairperson may appoint his/her own Committee members from amongst the general membership , Such Committees shall only have authority conferred upon them by the Board of Directors and shall act only in accordance with such authority.

13. DISSOLUTION

13.1 Should it be necessary, the executive will propose dissolution of The Sherway Homeowners and Recreational Association to its members and call a meeting of the membership.

13.2 Membership is to be notified at least 21 days prior to the meeting. Notice is to be given by flyer distribution to each member, as well as email notice.

13.3 Members will vote reaching quorum of 30 members, or 10% of the membership, whichever is less.

13.4 Voting will be carried out with a motion of dissolution, followed by a seconding, and all in favour process.

13.5 At the dissolution of The Sherway Homeowners and Recreational Association, after all debt and liabilities have been fully liquidated, any remaining assets and property will be dispersed by donating the funds to a suitable charity of the board's choice, with the condition that if the board voting is tied, then the President votes twice to break the tie.

14. CONFLICT OF INTEREST

14.1 DISCLOSING CONFLICT OF INTEREST AT A MEETING: If a Director has, or suspects he/she has a conflict of interest, direct or indirect, in any matter and is present at an Executive meeting, the Officer/ Director shall: disclose the conflict of interest, not take part in the discussion or vote, not influence the vote of others or leave the meeting when the matter is under consideration.

14.2 DISCLOSING CONFLICT OF INTEREST AFTER A MEETING: If a Director is not in attendance at the meeting where a conflict of interest arises, he/she shall disclose the conflict of interest at the first meeting attended by the said director.

14.3 CONFLICT OF INTEREST STATEMENT: All Directors must sign and abide by a Conflict of Interest Statement approved by the Executive.

15 BEHAVIOUR STANDARDS & CODE OF CONDUCT

15.1 Members of The Sherway Homeowner's and Recreational Association shall be held to the following standards of conduct:

- must not engage in criminal activity and must comply with all relevant laws, regulations, policies and procedures

- must not use the status or position with The Sherway Homeowner's and Recreational Association to influence, benefit or advantage themselves

contributes to a safe and healthy environment that is free from discrimination, harassment and violence

- must not use drugs or alcohol in a way that affects performance and safety of themselves or others or negatively impacts the reputation of The Sherway Homeowner's and Recreational Association

must act in a way that is consistent with The Sherway Homeowner's and Recreational Association's protocols on public comment

- must take reasonable steps to avoid situations where they may be placed in a real or apparent conflict between private interests and the interests of The Sherway Homeowner's and Recreational Association, possible examples: use of confidential information, gifts and gratuities, outside activities that conflict with goals of The Sherway Homeowner's and Recreational Association, political activity, relationships that might question impartiality

- The Code of Conduct also refers to after a member leaves The Sherway Homeowner's and Recreational Association. i.e. disclosing confidential information or use of contacts for personal gain

15.2 REPORTING PROCESS

- The Code Administrator role is to be executed by the President

- A Code Administrator receives and ensures confidentiality of all disclosures, is responsible for providing advice, managing the concerns, and ensuring procedural fairness

- Disclosure of all real or apparent conflicts of interest must be declared in writing to the Code Administrator; about ones' self or another

- The Code Administrator promptly reviews the circumstance and details of the potential breach

- The identity of the reporter will not be disclosed unless required by law
- The alleged member has the right to complete information and the right to respond
- The Code Administrator makes a decision and completes a report of the review in a timely manner
- The decision may range from no potential breach to one that reveals suspected criminal conduct

15.3 If a Director or member does not comply with the standards of behaviour identified in the Code of Conduct, they may be subject to disciplinary action up to and including removal from their office and/or The Sherway Homeowner's and Recreational Association

15.4 A request in writing can be made to the Vice President to review the decision of the Code Administrator using an appeals process.

16 BY – LAWS

16.1 These by-laws may be amended by the majority of those present at a properly constituted general meeting provided that notice of the proposed amendment is made with notice of the general meeting.

16.2 Any proposed amendment must be in the hands of the secretary thirty day prior to the Annual General Meeting

Clauses 7.3, 13, 14, 15 added/amended November 2, 2016 by Special Meeting.

This amended document is to be ratified at Fall 2017 AGM by majority vote of general membership.