



# ALCONA BEACH CLUB Inc.

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## Amended Constitution

1. **Name:** The name of the "Club" shall be "The Alcona Beach Club Incorporated" as provided in Letters Patent.
2. **Head Office:** The Head Office of the "Club" shall be located at the Alcona Beach Club Hall, 2044-25<sup>th</sup> Sideroad, in the Town of Innisfil, County of Simcoe and Province of Ontario.
3. **Seal:** The seal, and impression or whereof is stamped in the margin hereof, shall be the corporate seal of the "Club".
4. **Objects and Purposes:** The objects and purposes of the "Club" primarily shall be to establish, maintain and conduct a club for the accommodation of its members and friends, to provide a clubhouse and other conveniences and generally to afford to the members and their friends all the usual privileges, advantages, conveniences and accommodation of the club, and to promote friendly, and social intercourse among its members.
5. **Membership:** The membership shall consist of the applicants for the incorporation of the "Club" and such other applicants who comply with the terms of membership and are confirmed by resolution of the Board of Directors. This resolution becomes effective when confirmed by two-thirds of the voting members in good standing cast at such meeting.

The membership shall be divided into four (4) classifications as follows: Full Membership I, Full Membership II, Membership III and Tenant Membership with the following respective rights, terms, conditions and eligibility requirements.

- A) *Full Membership I:* Full Membership I shall be restricted to persons who own property individually, jointly or as tenants in common, as outlined on schedule "A" attached hereto. In the event that two or more persons own jointly or as tenants in common only one of such person shall be entitled to this Full Membership I classification. Full Membership I classification qualifies the member to one (1) vote at all meetings of the members of the "Club". In the event of dissolution of the "Club", members of this classification, or their heirs, who are in good standing at the date of dissolution and, who have held such membership for a period of (5) five years consecutively, shall be entitled to an equal distribution of the remaining assets.
- B) *Full Membership II:* Full Membership II shall be restricted to persons who own property jointly, or as tenants in common as outlined on Schedule "A" attached hereto or is the spouse of a Full Membership I person. Full Membership II classifications entitles a member to one vote at all meetings of the members of the "Club", but shall not participate in any distribution of the property of the "Club" upon dissolution of the "Club".
- C) *Membership III:* Membership III shall be restricted to persons who own property jointly, or as tenants in common as outlined on Schedule "A" attached hereto and who are not entitled to be admitted to the Full

Membership I or Full Membership II classifications and to the spouses, mothers, fathers, sons, daughters, sons-in-law and daughters-in-law of those members which belong to the Full Membership I or Full Membership II classifications. Persons admitted to this Membership III classification shall not be entitled to vote at, but shall be entitled to attend all meetings of the members of the "Club", and shall not participate in any distribution of the property of the "Club" upon dissolution of the "Club".

- D) *Tenant Membership*: Tenant Membership shall be restricted to those persons who are not eligible for Full Membership I and II, or Membership III but who are residents within the boundaries outlined on Schedule "A" attached hereto. Tenant Members will have all the privileges as that of Full Membership II, except as follows: 1) Tenants Members will not be permitted to vote on any capital expenditure. 2) There shall be a maximum of one (1) Tenant Member on the Executive Committee if elected.

#### Other Rights and Requirements of Membership

All Members shall be entitled to participate in all social activities of the "Club" and to avail themselves of the facilities provided. All members shall be entitled to attend all General Meetings of the members.

Candidates for the Full Membership I shall pay a one (1) time membership fee and a yearly maintenance fee to be determined from time to time at a General Meeting by two-thirds (2/3) majority vote prior to their being accepted as members of the "Club". Tenant Members shall pay only the yearly maintenance fee to be determined from time to time at a general Meeting by two-thirds (2/3) majority vote prior to their being accepted as members of the "Club". Such fees shall be refundable only upon being denied members in the "Club".

Should a member cease to meet the eligibility requirements set out under the terms of the various classifications, then such person shall forthwith cease to be a member of the "Club".

The death or other termination of a member shall designate continuance of the membership to their immediate family, providing they assume the title of said property.

Members may be expelled from the "Club" by a two-thirds (2/3) majority vote of Directors present at any Board Meeting as confirmed by members with a two-thirds majority vote at a General Meeting.

All Members are responsible for any of their guests.

6. **By-Laws**: No By-Law shall conflict with the provisions of this Constitution. In all cases of the conflict, the Articles of this Constitution shall prevail.

7. **Board of Directors Shall Consist of, Executives and Trustees**:

Section 1 – Executives of the "Club" shall consist of:

- Immediate past President (ex-officio) (non-voting)
- President
- 1<sup>st</sup> Vice President
- 2<sup>nd</sup> Vice President
- Treasurer
- Secretary
- Membership Chair

Election of Executives shall be restricted to members of the "Club". It shall be the duty of the Executives to administer the operations of the "Club" in accordance with the desires of its members. Executives shall function in

accordance with standard parliamentary procedures regarding the duties of each Executive. The executives of the "Club" shall be elected or appointed at a General Meeting of the members duly called for that purpose provided that in default of such election or appointments, the existing holder of each position shall remain in their respective office until their successors are elected or appointed. The Executives of the "Club" shall be entitled to an honorarium which shall be determined from time to time at a General Meeting by a two-third (2/3) majority vote.

## Section 2 – Trustees

A minimum of three (3) and a maximum of (5) members of the "Club" during their term as Trustee except when a vacancy occurs midterm, a Trustee may be appointed to complete the term of the missing Executive.

The Trustee shall receive an honorarium which shall be determined from time to time at a General Meeting by a two-third (2/3) majority vote. Trustees must attend at least fifty (50%) percent of the monthly Board of Directors meetings in order to receive the full honorarium. Board members may vote to waive this if absences are with acceptable reason.

8. **Meetings and Voting of Members:** An Annual General Meeting shall be held. At this meeting, the Executives, Trustees, Auditor and Legal Representative for the following year shall be appointed or elected.

Special General Meetings may be called at the discretion of the Executives. A Special General Meeting must be called within thirty (30) days upon receipt of a written request signed by twenty-five (25) members in good standing. Notice of all meetings shall be given by the Secretary to members eligible to attend at least ten (10) days prior to the meeting. A notice emailed to a member at his or her last recorded email address shall be deemed to have been received by him or her on the second date following the date of mailing. If the email is returned "undeliverable" a notice shall be mailed to the member at his or her last recorded address and shall be deemed to have been received by him or her on the second date following the date of mailing. If no email is available, a notice mailed to a member at his or her last recorded address shall be deemed to have been received by him or her on the second date following the date of mailing.

The program and agenda prepared by the Executives of the "Club" for any General Meeting shall not be deviated from without the consent of the chair or a two-thirds (2/3) vote of the members present, which vote shall be taken without discussion. Generally the ruling of the chair concerning the conduct of any meeting, upon any point of procedure or upon the interpretation of any clause of the Constitution and By-Laws which may be called in question at any meeting shall be final, unless an appeal be made by a member and sustained by a two-thirds (2/3) vote of the members present at the meeting. When such an appeal has been made, there shall be no discussion, but the following question shall be put forth "*Shall the decision of the chair be sustained?*"

The proceedings of all meetings shall be conducted following standard rules of order contained in "Roberts Rules of Orders Revised". The Secretary shall bring to each meeting a copy of the Constitution, By-Laws and minutes of at least the last five (5) previous meetings.

A quorum for the transactions of business at any meeting of the members shall consist of not less than thirty (30) members present in person or represented by proxy, [provided that in no case can any meeting be held unless there are two members present in person.

Voting on election of the Executives shall be by secret ballot. On all other questions a show of hands shall be used unless a member requests a secret ballot and is supported by a two-thirds (2/3) majority of the members present and voting.

At all meetings of members, every question shall be decided by a majority of the votes of the members present in person or represented by proxy unless otherwise required by the by-laws of the "Club", or by-law. Except as hereinbefore provided, every question shall be decided in the first instance by a show of hands unless a poll be demanded by any member. Upon a show of hands, every member having voting rights shall have one vote, and

unless a poll be demanded a declaration by the Chairperson that a resolution has been carried or not carried and an entry to that effect in the minutes of the "Club" shall be admissible in evidences as prima facie proof of the fact without proof of the number or proportion of the votes accorded in favour of or against such resolution. The demand for a poll may be withdrawn, but if a poll be demanded and not withdrawn the question shall be decided by a majority of votes given by the members present in person or by proxy, and such poll shall be taken in such a manner as the Chairperson shall direct and the result of such poll shall be deemed the decision of the "Club" in a General Meeting upon the matter in question. In case of an equality of votes at any General Meeting, whether upon a show of hands or at a poll, the Chairperson shall be entitled to a second or casting vote.

Meeting of the Executives must be called by the President. Meetings of the Executives must be called within seven (7) days upon receipt of a written request signed by a five (5) of the Board of Directors.

**9. Amendments:** Any proposed amendments to this Constitution must bear the signatures of three (3) Full Membership I and II members of the "Club" and be submitted in writing to the secretary before March 1st, prior to the Annual General Meeting at which time it is to be considered. Notice of the proposed amendment shall accompany notice of the Annual General Meeting and it shall be adopted if approved by a two-thirds (2/3) majority of members eligible to vote, present or represented by proxy and voting at said Annual Meeting.

- "Club" signifies Corporation

Passed by the Board of Directors and sealed with The Corporate seal on this 27 day of MAY, 2017.

Bob Morrow, President 

Chad Mooney, 1<sup>st</sup> Vice-President 

Carlos Nunes, 2nd Vice-President 

Carol Walker, Secretary & Membership Chair 


Paul Morrison, Treasurer 

Fatima De Vasconcelos, Trustee 

Jim Scovil, Trustee 

Don Parker, Trustee 

JoAnne Coston, Trustee 

Ralph Gauthier, Trustee 

Janet Deacon, Past President 