

## Attention: Special Meeting of the Members, October 7

The **residents and property owners of Nolalu** (including the Townships of Hardwick, Lybster, Marks, Lismore and Strange – except those in Arrow Lake and Pete’s Lake) are invited to attend and vote at a **Special Meeting of the Members on Monday, October 7, at 7:00 pm.**

At this meeting, the NCC Board will present and ask you to vote on changes to the:

- Constitution of the Nolalu Community Centre,
- By-law relating to the conduct of the affairs of the Nolalu Community Centre.

One of the duties of the NCC Board is to review the By-Law annually. After much thought and deliberation, the Board is proposing the following changes (see table below) with the intention to clean up or clarify language and processes, and to recommend improvements to our processes, accountability and transparency.

In preparation for this meeting, **a copy of the proposed changes (below) and of the Draft version of the Constitution and By-law** are available for you to review at the Nolalu Community Centre (see the bulletin board). Digital copies can be found on our website (<https://nolalu.ca/ncc>) and on the NCC and Grassroots Facebook pages. Hard copies can be made available upon request. Email or call Breanne (807-629-5385, prez.ncc@gmail.com)

**For more information**, you are welcome to attend the NCC Board’s regular, monthly meetings taking place on Monday, August 12 and Monday, September 9 at 7:00 pm, to ask questions about or discuss the rationale behind these changes. Any final discussion, as well as the vote to pass the resolutions, will take place at the Special Meeting of the Members on October 7 (**you will need to bring proof of residency such as utility bill or proof of property ownership such as a tax bill**).

The proposed changes are as follows:	Location in current document
Signing powers for the Centre shall be held by the Chair, Vice-Chair, Treasurer <b>and Secretary</b> with two signatures required on each cheque.	Section 6. (a) of the Constitution
The <b>financial statements</b> , books and records of the Centre shall be <del>reconciled</del> <b>reviewed</b> within three months of the ending of each fiscal year by a qualified person <b>or entity</b> with the results presented to the <del>public</del> <b>Members</b> at the Annual General Meeting.	Section 6. (b) of the Constitution
REMOVE: No signing officer shall sign a cheque, such as an expense reimbursement, made out to him or herself.  ADD: <b>A cheque made out to one of the account signatories should not be signed by the payee, however, this is permissible due to absence of two of the other three signers. Two signatures are still required.</b>	Section 6. (d) of the Constitution
<del>A written notice</del> <b>Notification</b> of proposed changes to the constitution must be posted <del>at the Centre</del> <b>by the electronic media that is currently used by the Centre for member communication</b> and in addition posted in the	Section 7. (a) of the Constitution

<p>Newsletter and at the Centre one month prior to a <del>general meeting</del> <b>Special Meeting of the Members.</b></p>	
<p>The Officers of the Centre shall be:</p> <ul style="list-style-type: none"> <li>• <del>President</del> <b>Chair</b></li> <li>• <del>Vice-President</del> <b>Vice-Chair</b></li> <li>• Secretary</li> <li>• Treasurer</li> <li>• <del>Program</del> <b>Events</b> Coordinator</li> </ul>	<p>Section 9. of the Constitution</p>
<p>Meeting date changes will be posted <del>outside the Centre</del> <b>by the electronic media that is currently used by the Centre</b>, at least one week in advance, where possible.</p>	<p>Section 11. (d) of the Constitution</p>
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<p><b>Presentation of annual financial statements to Members</b> (<i>replaces current language - taken direct from the Province of Ontario Not-for-Profit Corporations Act, 2010</i>)</p> <p>(1) The Directors of the Corporation shall place before the Members at every Annual General Meeting:</p> <ol style="list-style-type: none"> <li>(a) the financial statements approved by the Directors under subsection 83 (1);</li> <li>(b) the review report of the financial statements prepared by the qualified person or entity who reviewed the financial statements, books and records at the fiscal year end</li> <li>(c) any further information respecting the financial position of the Corporation and the results of its operations required by the articles or the by-laws. 2010, c. 15, s. 84 (1).</li> </ol> <p>Copy to members</p> <p>(2) Not less than 21 days, or a prescribed number of days, before each Annual General Meeting of the Members or before the signing of a resolution under section 59 in lieu of the Annual General Meeting, a Corporation shall give a copy of the documents referred to in subsection (1) to all Members who have informed the Corporation that they wish to receive a copy of those documents. 2010, c. 15, s. 84 (2); 2017, c.20, Sched. 8, s. 19.</p>	<p>Section 8. of the By-law</p>
<p><i>(the following replaces the current Membership Conditions section which includes conditions of membership for Premium and Basic Members)</i></p> <p>The following conditions of Membership shall apply:</p> <ol style="list-style-type: none"> <li>1. All individuals who are either residents or property owners who reside or own property within the boundaries of the Nolalu Local Services Board are considered Members of the Nolalu Community Centre.</li> <li>2. Individuals <b>18 years and older</b> are entitled to vote at meetings given they meet the following criteria: <ol style="list-style-type: none"> <li>a) Provide proof of residency, Or</li> <li>b) Provide proof of property ownership</li> </ol> </li> </ol>	<p>Section 9. of the By-law</p>

<p>3. Each individual is entitled to one vote regardless of the number of properties owned</p> <p>4. Subject to the Act and the articles, a voting Member shall be entitled to receive notice of to attend and/or vote at meetings of the Members of the Corporation.</p> <p>Note: A special resolution of the Members is required to make any amendments to this section of the by-laws if those amendments affect Membership rights and or conditions.</p>	
<p>REMOVE: current Membership Transferability statements. ADD: <b>Memberships are not transferrable</b></p>	<p>Section 10. of the By-law</p>
<p>REMOVE: Membership Dues section</p>	<p>Section 14. of the By-law</p>
<p>REMOVE – (3) the Member’s term of membership expires</p>	<p>Section 15. (3) of the By-law</p>
<p>REMOVE: Subject to the Regulations under the Act, any proposal may include nominations for the election of directors if the proposal is signed by not less than 1% of members entitled to vote at the meeting at which the proposal may be presented.</p> <p>REPLACE: The Members shall make nominations for the Executive Officers’ positions by a motion made at the Annual General Meeting of the Members. Nominations can be made by a Member in attendance at the meeting or by an acceptable written nomination form. All nominations are required to be seconded by a Member in attendance at the meeting. An ordinary resolution is required for the motion to pass (simple majority).</p>	<p>Section 18. of the By-law</p>
<p>REMOVE: Participation at meetings of members may not be by telephonic, electronic or other communication facility.</p> <p>REPLACE: A person who, through telephonic or electronic means, votes at or attends a meeting of the Members is deemed for the purposes of this Act to be present in person at the meeting. 2023, c. 9, Sched. 22, s. 4.</p>	<p>Section 24. of the By-law</p>
<p>REMOVE: Meetings of members may not be held entirely by telephonic, an electronic or other communication facility.</p> <p>REPLACE: Under extraordinary circumstances meetings of Members may be held entirely by telephonic, electronic or other communication facility.</p>	<p>Section 25. of the By-law</p>
<p>The Directors shall be elected to hold office for a <b>two -year</b> term expiring not later than the close of the annual meeting of Members following the election.</p>	<p>Section 27. of the By-law</p>
<p>ADD: Subject to the NCC Constitution section 6. Finance, Clause (d) any two of the four signing Officers can authorize by signing all cheques and other payables, however, when possible, the Treasurer shall counter sign with the Chair, Vice-Chair or Secretary as required.</p>	<p>Section 41. (c) of the By-law</p>

