



BY-LAW No.2

A BY-LAW RELATING GENERALLY TO THE TRANSACTION OF THE AFFAIRS OF THE CORKTOWN RESIDENTS & BUSINESS ASSOCIATION INC.

1. The Head Office of the Corktown Residents and Business Association Inc., which is a not for profit corporation (the "CRBA") incorporated pursuant to the *Corporations Act* R.S.O. 1990, C.38 (the "Act") shall be in the City of Toronto, in the Province of Ontario, and at such a place therein as the directors may from time to time determine.

2. Definitions

"Act" shall have the meaning ascribed to it in paragraph 1.

"Corktown" means the residents and businesses which form the community situated within the Corktown Area.

"Corktown Area" means that area in the City of Toronto bounded by Shuter Street, Lakeshore Boulevard, Berkeley Street and the Don River. And shall include the area between River Street and the Don River, between Shuter Street and North to Dundas Street.

"CRBA" shall have the meaning ascribed to it in paragraph 1.

3. Objectives

MISSION STATEMENT:



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The CRBA exists to enhance the quality of residential and business life, to promote and market Corktown, and to act as a voice for Corktown, including, without limitation:

- a. To promote measures that enhance the beauty, safety, environmental and economic viability of the Corktown Area;
- b. To promote the general quality of residential and economic life in and around the Corktown Area;
- c. To communicate information to members of Corktown respecting matters of concern to the Corktown Area;
- d. To represent Corktown at all levels of government for the purpose of influencing political actions and service delivery affecting the Corktown Area; To provide inclusive, consensus based leadership to the community as a whole.
- e. To represent Corktown with private sector and broader public sector organizations for the purpose of influencing economic, environmental and social actions affecting the Corktown Area;
- f. To promote a sense of community within the Corktown Area that respects the diversity of people and activities in and around the Corktown Area; and
- g. To undertake or support projects requiring or benefitting from community support which are intended to advance the above objectives.

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4. Membership

- a. The following shall be eligible for membership in the CRBA:
 - i. All persons 18 years of age or over who live in the Corktown Area;
 - ii. All business entities (corporation, partnership, firm or association, whether profit or non-profit) that own or rent property within the Corktown Area; and
 - iii. All business entities (corporation, partnership, firm or association, whether profit or non-profit) that carry on business within the Corktown Area.
- b. Members in good standing are residents, business owners or managers appointed by business owners within the prescribed boundaries represented by the CRBA that are currently subscribed to the CRBA Digital Mailing List.
- c. Public Membership is continuous and ongoing unless a Member decides to remove themselves from the organization or by a special vote called by the Board of Directors at a Board Meeting.

5. Membership Meetings

- a. There shall be an annual general meeting at which time, in addition to any other business which may be transacted, the CRBA members shall:
 - i. Elect a Board of Directors;
 - ii. Receive a Treasurer's Report and an Annual Report from the President with an outside evaluation by an accounting professional appointed at the previous annual general meeting.
- b. Quarterly Meetings will be held to provide opportunities for the community, businesses and other stakeholders to engage in neighbourhood projects, receive updates and engage with new and existing volunteer opportunities.
- c. Additional general meetings may be called by the Directors from time to time or upon request of at least 9 members of the CRBA in good standing.

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- d. Quorum for a general membership meeting shall be at least 20 members of the CRBA in good standing.

Board of Directors

- e. The CRBA shall be governed by a Board of Directors comprised of not fewer than 5 or 7 individuals elected by members in good standing of the CRBA at the annual general meeting. In the case of a tie vote, the outcome shall be determined by an additional vote of the membership of the CRBA for the candidates in question.
- f. The Board of Directors will be composed of a minimum of 2 directors who are members in accordance with Section 4(a)(i) ("**Resident Directors**") and 2 directors who are representatives of business entities that are members in accordance with Section 4(a)(iii) ("**Business Directors**").
- g. The immediate past president of the Board of Directors, if not otherwise elected to the Board, will be an ex officio member of the Board until the first Board Meeting.
- h. Only 1 member of a household or 1 owner/employee of a business may be elected to the Board of Directors.
- i. No elected representative of any level of government or of a Board of Education shall be eligible for election to the Board of Directors.
- j. Executive Directors shall be elected for either a one or two year term. The Treasurer and Secretary shall be two year terms, any other Executive Director positions shall be elected yearly.
- k. At the first meeting of the Board of Directors following the annual general meeting, the directors shall appoint from amongst themselves a President, Vice-President, Secretary and Treasurer (collectively the "Executive"). This meeting shall be held at a time no greater than 4 weeks from the Annual General Meeting.
- l. Board members may serve in one Executive position for a maximum of 2 consecutive terms unless the Board of Directors votes to elect that person to the same position for a 3rd and final- term.
- m. Directors sitting in one-year terms shall be able to serve a maximum of 3

consecutive terms. Directors sitting in two-year terms shall be able to
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a 1-term position.

6. Quorum

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- a. A quorum of directors for the purpose of transacting the business of the CRBA shall be a majority of the number of directors currently serving on the Board. If the Board is comprised of 5 Board Members, a quorum is 3. If the Board is comprised of 7 Board Members, a quorum is 4.
- b. Unless stated otherwise by the Act or elsewhere in these by-laws, decisions of the Board of Directors shall be by simple majority of the Directors present in-person, by phone, email or video-call.
- c. The Board of Directors shall have the power to appoint Working Groups. Members of Working Groups need not be directors. The Working Groups shall continue in existence until terminated by the Board of Directors. At least one Board member must be on each such Working Group. There is no time limitation on the length of service of any member on a Committee. Group heads can be removed by majority vote held by the Board of Directors.
- d. The signing officers for the CRBA shall be the President, Vice-President, Treasurer and/or any other individuals who may be appointed by the Board of Directors from time to time. All cheques drawn upon the CRBA financial accounts must be signed by 2 signing officers of the CRBA.
- e. Each director shall maintain membership throughout his or her term.
- f. A director who is absent from 3 consecutive meetings of the Board of Directors, without reasonable cause, may be removed by a vote of the Board of Directors. A director who puts the reputation of the Board and/or its members at risk may be removed immediately by Board vote.
- g. If at any time between annual general meetings there are fewer than 5 Directors on the Board, the Board of Directors may appoint Directors to fill such vacancies on the Board.
- h. The CRBA Board of Directors may remove a director via a resolution passed by a majority of votes at any meeting.
- i. The Directors shall receive no salary for acting as such but may

receive expense reimbursement with receipts for business deemed necessary by Board of Directors majority vote.
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- j. The Directors shall see that all necessary books and records of the CRBA required by the by-laws of the CRBA or by any applicable statute or law are regularly and properly kept.

7. Notice

- a. Notice of a general meeting shall be given to members of the CRBA at least 10 days in advance of the meeting.
- b. The board of directors will hold standing monthly meetings on dates to be determined at the first Board of Directors meeting after the AGM.
- c. Any notice required to be given under the Act, the letters patent, the bylaws or otherwise by a member, director or officer shall be deemed to have been given if sent by email to a known active email address or by mail.

8. Fiscal Year

The fiscal year shall be the Calendar year.

9. Amendment

The By-laws of the CRBA may be amended by a by-law enacted by a majority of the directors present and voting at a meeting of the Board of Directors and ratified by an affirmative vote of at least two thirds (2/3) of the Members of the CRBA present and voting at a meeting duly called for the purpose of considering such by-law.

10. General

The CRBA shall not affiliate with any political party. However, the CRBA may support any particular stand taken on any issue at any time by any organization, provided that at all times the CRBA is acting to promote its objectives.