



**Peel Amateur Radio Club  
Kingspoint Plaza Postal Outlet  
P.O. Box 23532 RPO Kings PT  
Brampton ON L6V 4J4**

**BY-LAW NO. 2  
A BY-LAW RELATING GENERALLY TO  
THE TRANSACTION OF THE AFFAIRS OF  
PEEL AMATEUR RADIO CLUB INCORPORATED  
Ontario Corporation Number: 387761**



## Table of Contents

Section 1 – General .....	3
Section 2 – Directors .....	4
Section 3 – Meeting of the Board or the Executive .....	7
Section 4 - Financial .....	8
Section 5 - Officers .....	9
Section 6 – Protection of Directors and Others .....	10
Section 7 – Conflict of Interest .....	10
Section 8 - Membership .....	11
Section 9 – Members’ Meetings .....	12
Section 10 - Notices .....	14
Section 11 – Adoption and Amendment of By Laws .....	14
Section 12 – Wind Down of Corporation .....	14
Schedule A .....	15
Schedule B.....	16
Schedule C .....	17

## **Section 1 – General**

### **1.01 Definitions**

In this by-law and all other by-laws of the Corporation, unless the context otherwise requires:

- a. "Act" means the Not-for-Profit Corporations Act, 2010 (Ontario) and, where the context requires, includes the regulations made under it, as amended or re-enacted from time to time;
- b. "Board" means the board of directors of the Corporation;
- c. "Executive Committee" is formed by the members of the board and the coordinators of the supporting committees;
- d. "By-laws" means this by-law (including the schedules to this by-law) and all other by-laws of the Corporation as amended and which are, from time to time, in force and effect;
- e. "Chair" means the chair of the Board;
- f. "Corporation" means the corporation that has passed these by-laws under the Act or that is deemed to have passed these by-laws under the Act;
- g. "Director" means an individual occupying the position of director of the Corporation by whatever name they are called;
- h. "Member" means a member of the Corporation;
- i. "Members" means the collective membership of the Corporation;
- j. "Officer" means an officer of the Corporation;
- k. "Qualifications" "Qualify" "Qualified" means holding a certificate of proficiency in radio (Amateur).

### **1.02 Interpretation**

Other than as specified in Section 1.01, all terms contained in this By-law that are defined in the Act shall have the meanings given to such terms in the Act. Words importing the singular include the plural and vice versa, and words importing one gender include all genders.

### **1.03 Severability and Precedence**

The invalidity or unenforceability of any provision of this By-law shall not affect the validity or enforceability of the remaining provisions of this By-law. If any of the provisions contained in the By-laws are inconsistent with those contained in the articles or the Act, the provisions contained in the articles or the Act, as the case may be, shall prevail.

### **1.04 Seal**

The seal, an impression whereof is stamped on the margin hereof, shall be the corporate seal of the Corporation.

### **1.05 Execution of Documents**

Deeds, transfers, assignments, contracts, obligations and other instruments in writing requiring execution by the Corporation may be signed by either the President or Vice President and by the



Secretary. A Contract in the ordinary course of the Corporation's operations may be entered into on behalf of the Corporation by the President, Vice President, Treasurer, or by any person authorized by the board of directors with approval by the board of directors. Notwithstanding any provisions to the contrary contained in the by-laws of the Corporation, the board of directors may at any time by resolution, direct the manner in which, and the person or persons by whom, any particular instrument, contract or obligation of the Corporation may or shall be executed. Any Director or Officer may certify a copy of any instrument, resolution, By-law or other document of the Corporation to be a true copy thereof.

## **Section 2 – Directors**

### **2.01 Board of Directors and Executive**

The Board of Directors shall be elected jointly as officers of the Corporation to the positions of President, Vice President, Secretary and Treasurer, each of whom at the time of their election or within ten days thereafter and throughout their term of office shall be a Member of the Corporation, all of whom meet the qualifications.

### **2.02 Election and Term**

In the event that one Candidate is elected as Secretary/Treasurer, a Director-at- Large is nominated to fill the fourth position on the Board of Directors The term of office of the Directors shall be from the date of the meeting at which they are elected or appointed until the next annual meeting or until their successors are elected or appointed. The whole board shall be retired at each Annual General Meeting, but shall be eligible for re-election should qualifications be met.

### **2.03 Voting, Board of Directors**

Unless otherwise provided for in this by-law, questions arising at any meeting of directors shall be decided by a majority of votes of the attending directors. In case of an equality of votes, the President, in addition to their original vote, shall have a second or casting vote. All votes taken at such a meeting shall be taken by ballot if so, demanded by any director present, but if no demand be made, the vote shall be taken in the usual way by assent or dissent. In the absence of the President, duties may be performed by the Vice-President or such other director as the board from time to time appoints for that purpose.

### **2.04 Nomination of Officers**

Candidates for election to the board of directors shall be nominated in either of two ways: by nomination by a nominating committee appointed for that purpose, or, by nomination by any two Members in good standing. Nominations by the nominations committee shall be delivered to the Secretary, in writing, at any time up to the date of the general meetings at which elections are to be held. The nominating committee shall consist of three Members, not more than one of which may be a serving director, appointed or elected by the Membership at a regular meeting sufficiently in advance of the annual meeting to allow the committee to deliver nominations to the Secretary as set out above. The members of a corporation may, by ordinary resolution at a

special meeting, remove from office any director or directors, except persons who are directors by virtue of their office.

## **2.05 Quorum and Meetings, Board of Directors**

A majority of the directors shall form a quorum for the transaction of business. Except as otherwise required by law, the board of directors may hold its meetings at such place or places as it may from time to time determine. No formal notice of any such meeting shall be necessary if all the directors are present, or if those absent have signified their consent to the meeting in their absence. Directors' meeting may be called by any member of the Board of Directors. Notice of such meetings shall be communicated to each director not less than two days before the meeting is to take place. The board may appoint a day or days in any month or months for regular meetings at an hour to be named and of such regular meetings no notice need be sent. A directors' meeting may also be held, without notice, immediately following the annual meeting of the Corporation. The Directors may consider or transact any business either special or general at any meeting of the board.

## **2.06 Powers**

The directors of the Corporation may administer the affairs of the Corporation in all things and make or cause to be made for the Corporation, in its name, any kind of contract which the Corporation may lawfully enter into and, save as hereinafter provided, generally may exercise all such powers and do all such other acts and things as the Corporation is by its charter or otherwise authorized to exercise and do.

## **2.07 Vacancies**

The office of a Director shall be vacated immediately:

1. if the Director resigns office by notice to the Corporation, which resignation shall be effective at the time it is received by the Corporation or at the time specified in the notice, whichever is later;
2. if the Director dies or becomes bankrupt;
3. if the Director is found to be incapable by a court or incapable of managing property under Ontario law; or
4. if, at a meeting of the Members, the Members by ordinary resolution removes the Director before the expiration of the Director's term of office.

## **2.08 Filling Vacancies**

Vacancies on the Board of directors, however caused, may, so long as a quorum of directors remains in office, be filled by the directors from the qualified Members of the Corporation, if they shall see fit to do so. Otherwise, such vacancy shall be filled at the next annual general meeting of the Members at which the directors for the ensuing year are elected. A vacancy on the Board shall be filled as follows:

1. if the vacancy occurs as a result of the Members removing a Director, the Members may fill the vacancy by an ordinary resolution;



2. if there is not a quorum of directors, the remaining directors shall forthwith call a meeting of the Members to fill the vacancy. If the number of directors is increased between the terms, a vacancy or vacancies, to the number of the authorized increase, shall thereby be deemed to have occurred, which may be filled in the manner above-provided;
3. a vacancy created by the removal of a director may be filled at the meeting of the members at which the director is removed or under section 8.04 of this By-Law,
4. a quorum of Directors may fill a vacancy among the Directors.

## **2.09 Executive Committee and Supporting Committees**

The Executive Committee shall be responsible for the daily operation of the Corporation.

Supporting Committees may be established by the Executive Committee as follows:

1. The Executive Committee may appoint from the Club; a managing Chair, Director, or a Supporting Committee of Directors and may delegate to the managing Director of the Supporting Committee any of the powers of the Directors except those powers set out in the Act that are not permitted to be delegated;
2. The following appointed Chairs of committees are, but not limited to, and may be changed at the discretion of the Executive Committee described as; ARES/ACS, Home Brew Group, HAMEX, Repeaters, Training and Events;
3. Subject to the limitations on delegation set out in the Act, the Executive Committee may establish any committee it determines necessary for the execution of the Board's responsibilities. The Executive Committee shall determine the composition and terms of reference for any such committee;
4. The Executive Committee may dissolve any committee by resolution at any time.

## **2.10 Remuneration of Directors**

The Directors and Officers of the corporation shall serve as such without remuneration and no Director or Officer shall directly or indirectly receive any profit from occupying the position or for acting as such. The Directors shall serve as such without remuneration and no Director shall directly or indirectly receive any profit from occupying the position of Director; subject to the following:

1. Directors may be reimbursed for reasonable expenses they incur in the performance of their Directors' duties;
2. Directors may be paid remuneration and reimbursed for expenses incurred in connection with services they provide to the Corporation in their capacity other than as Directors, provided that the amount of any such remuneration or reimbursement is:
  - i. considered reasonable by the Board;
  - ii. approved by the Board for payment by resolution passed before such payment is made; and
  - iii. in compliance with the conflict-of-interest provisions of the *Act*; and

3. Notwithstanding the foregoing, no Director shall be entitled to any remuneration for services as a Director or in other capacity if the Corporation is a charitable corporation, unless the provisions of the *Act* and the law applicable to charitable corporations are complied with, including Ontario Regulation 4/01 made under the *Charities Accounting Act*.

### **Section 3 Meetings of the Board or the Executive**

#### **3.01 Board Meetings**

There will be a minimum of two Board Meetings a year as specified in the policies and procedures.

#### **3.02 Executive Meetings**

There will be a minimum of six Executive Meetings a year as specified in the policies and procedures.

#### **3.03 Calling of Meetings**

Meetings may be called by the President or any two Directors at any time within the Municipal Region of Peel, on notice as required by this By-law. A Director may call the first meeting of the Directors by giving not less than five days' notice to each Director, stating the time and place of the meeting.

#### **3.04 Regular Meetings**

Committee's may fix the place and time of their respective regular meetings and send a copy of the resolution fixing the place and time of such meetings to each Member of the Committee, and no other notice shall be required for any such meetings.

#### **3.05 Notice**

Notice of the time and place for the holding of a meeting of the Board or Executive shall be given in the manner provided in Section 10 of this By-law to every Director of the Corporation not less than seven days before the date that the meeting is to be held. Notice of a meeting is not necessary if all of the Directors are present, and none objects to the holding of the meeting, or if those absent have waived notice or have otherwise signified their consent to the holding of such meeting. If a quorum of Directors is present, each newly elected or appointed Board or Executive may, without notice, hold its first meeting immediately following the annual meeting of the Corporation.

#### **3.06 Voting**

Subject to the provisions, if any, contained in the Letters Patent of the Corporation, each Director and Member of the Corporation shall at all meetings of Members be entitled to one vote.



Questions arising at any Board or Executive meeting shall be decided by a majority of votes. In case of an equality of votes at any general meeting, whether upon a show of hands or as it may occur and electronic poll, the Chairman shall be entitled to a second or casting vote.

### **3.07 Participation by Telephonic or Electronic Means**

If all of the Directors of the Corporation consent, any Club Member may participate in a meeting of the Board, Executive or of a committee of Directors by telephonic or electronic means that permits all participants to communicate adequately with each other during the meeting. A Club Member participating by such means is deemed to be present at that meeting.

## **Section 4 - Financial**

### **4.01 Banking**

The Board shall by resolution from time to time designate the bank in which the money, bonds or other securities of the Corporation shall be placed for safekeeping.

### **4.02 Financial Year**

Unless otherwise ordered by the board of directors, the fiscal year of the Corporation shall terminate on the 31st day of August of each year.

### **4.03 Cheques**

All cheques, bills of exchange or other orders for the payment of money, notes or other evidence of indebtedness issued in the name of the Corporation, shall be signed by such officer or officers, agent or agents of the Corporation and in such a manner as from time to time may be determined by resolution of the board of directors. Any two of such officers or agents may endorse notes or drafts for collection on account of the Corporation through its bankers and endorse notes and cheques for deposit with the Corporation's bankers for the credit of the Corporation. Any one of such officers or agents so appointed may receive all paid cheques, sign all bank forms or settlements of balances and release or verification slips.

### **4.04 Deposit of Securities for Safekeeping**

The securities of the Corporation shall be deposited for safekeeping with one or more banks, trust companies or other financial institutions to be selected by the board of directors. Any and all securities so deposited may be withdrawn, from time to time, only upon the written order of the Corporation, signed by such officer or officers, agent or agents of the Corporation, and in a manner, as shall from time to time be determined by resolution of the board of directors and such authority may be general or confined to specific instances. The institutions which may be so elected as custodians by the board of directors shall be fully protected when acting in accordance with the directions of the board of directors and shall in no event be liable for the due application of the securities so withdrawn from deposit or the proceeds thereof.



#### **4.05 Assets**

Any acquisition, liquidation or theft thereof of assets or equipment belonging or relating to the Corporation shall be documented and updated as such in the Clubs Records.

#### **4.06 Borrowing**

The directors may not at any time:

- a) borrow money on the credit of the Corporation; or
- b) issue, sell or pledge securities of the Corporation; or
- c) charge, mortgage, hypothecate or pledge all or any of the real personal property of the Corporation.

### **Section 5 – Officers**

#### **5.01 Officers**

There shall be a President, a Vice President, a Secretary and or a Treasurer, and such other officers as the board of directors may determine at its first meeting following the annual meeting of the Corporation. The office of treasurer and secretary may be held by the same person and may be known as the secretary-treasurer. The office of Chair and president may also be held by the same person. The Board may appoint such other Officers and agents as it deems necessary, and who shall have such authority and shall perform such duties as the Board may prescribe from time to time.

#### **5.02 Office Held at Board's Discretion**

Any Officer shall cease to hold office upon resolution of the Board. Unless so removed, an Officer shall hold office until the earlier of:

- a. the Officer's successor being appointed,
- b. the Officer's resignation, or
- c. such Officer's death.

#### **5.03 Duties**

Officers shall be responsible for the duties assigned to them and they may delegate to others the performance of any or all of such duties.

#### **5.04 Duties of the Chair**

The President will be the chair of the Board. The Chair shall perform the duties described in sections 3.04 and 9.05 and such other duties as may be required by law or as the Board may determine from time to time.

## **5.05 Duties of the President and Vice President**

The President and Vice President shall perform the duties described in Schedule A and such other duties as may be required by law or as the Board may determine from time to time.

## **5.06 Duties of the Treasurer**

The treasurer shall perform the duties described in Schedule B and such other duties as may be required by law or as the Board may determine from time to time.

## **5.07 Duties of the Secretary**

The secretary shall perform the duties described in Schedule C and such other duties as may be required by law or as the Board may determine from time to time.

## **5.08 Duties of Other Officers**

The duties of all other officers of the Corporation shall be such as the terms of their engagement call for or the board of directors requires of them.

## **Section 6 - Protection of Directors and Others**

### **6.01 Protection of Directors and Officers**

No Director, Officer or committee member of the Corporation is liable for the acts, neglects or defaults of any other Director, Officer, committee member or employee of the Corporation or for joining in any receipt or for any loss, damage or expense happening to the Corporation through the insufficiency or deficiency of title to any property acquired by resolution of the Board or for or on behalf of the Corporation or for the insufficiency or deficiency of any security in or upon which any of the money of or belonging to the Corporation shall be placed out or invested or for any loss or damage arising from the bankruptcy, insolvency or tortious act of any person, firm or Corporation with whom or which any moneys, securities or effects shall be lodged or deposited or for any other loss, damage or misfortune whatever which may happen in the execution of the duties of their respective office or trust provided that they have:

1. complied with the *Act* and the Corporation's articles and By-laws; and
2. exercised their powers and discharged their duties in accordance with the *Act*

## **Section 7 - Conflict of Interest**

### **7.01 Conflict of Interest**

A Director who is a party to a material contract or transaction or proposed material contract or transaction with the Corporation or is a director or officer of, or has a material interest in, any person who is a party to a material contract or transaction or proposed material contract or transaction with the Corporation shall make the disclosure required by the Act. Except as provided by the Act, no such Director shall attend any part of a meeting of Directors during

which the contract or transaction is discussed or vote on any resolution to approve any such contract or transaction.

## **7.02 Charitable Corporations**

No Director shall, directly or through an associate, receive a financial benefit, through a contract or otherwise, from the Corporation if it is a charitable corporation unless the provisions of the *Act* and the law applicable to charitable corporations are complied with.

## **Section 8 - Membership**

### **8.01 Members**

Membership in the Corporation shall consist of the incorporators named in the articles and such other persons interested in furthering the Corporation's purposes and who have been accepted into membership in the Corporation.

### **8.02 Membership**

A membership in the Corporation is not transferable and automatically terminates if the Member resigns or such membership is otherwise terminated in accordance with the *Act*. The annual Membership period shall be September 1st of any year and shall terminate as of August 31st of the following year. A membership in the Corporation is not transferable and automatically terminates if the Member resigns or such membership is otherwise terminated in accordance with the *Act*.

### **8.03 Dues**

Dues or fees payable by Members shall from time to time be fixed by vote of the board of directors, which vote shall become effective only when confirmed by a simple majority vote of the Members at an annual or other general meeting.

### **8.04 Disciplinary Act or Termination of Membership for Cause**

1. Upon 15 days' written notice to a Member, the Board may pass a resolution authorizing disciplinary action or the termination of membership for violating any provision of the articles or By-laws.
2. The notice shall set out the reasons for the disciplinary action or termination of membership. The Member receiving the notice shall be entitled to give the Board a written submission opposing the disciplinary action or termination not less than 5 days before the end of the 15-day period. The Board shall consider the written submission of the Member before making a final decision regarding disciplinary action or termination of membership.



## **Section 9 - Members' Meetings**

### **9.01 Annual Meeting and Other Meetings of Members**

The annual meeting shall be held on a day and at a place within the Municipal Region of Peel, fixed by the Board. Any Member, upon request, shall be provided, not less than five business days or other number of days that may be further prescribed in regulations before the annual meeting, with a copy of the approved financial statements, auditor's report or review engagement report and other financial information required by the By-Laws or articles. The annual general meeting normally shall be held in the month of May. The business transacted at the annual meeting shall include:

- a. receipt of the agenda;
- b. receipt of the minutes of the previous annual and subsequent special meetings;
- c. consideration of the financial statements;
- d. report of the auditor or person who has been appointed to conduct a review engagement;
- e. reappointment or new appointment of the auditor or a person to conduct a review engagement for the coming year;
- f. election of Directors; and
- g. such other or special business as may be set out in the notice of meeting.

No other item of business shall be included on the agenda for annual meeting unless a Member has given notice to the Corporation of any matter that the Member proposes to raise at the meeting in accordance with the *Act*, so that such item of new business can be included in the notice of annual meeting.

### **9.02 Special Meetings**

The Directors may call a special meeting of the Members. The Board shall call a special meeting on written requisition of the Members who hold at least 10 per cent of votes that may be cast at the meeting sought to be held within 21 days after receiving the requisition unless the *Act* provides otherwise.

### **9.03 Notice**

Subject to the *Act*, not less than 10 and not more than 50 days written notice of any annual or special Members' meeting shall be given in the manner specified in the *Act* to each Member, each Director and to the auditor or person appointed to conduct a review engagement. Notice of any meeting where special business will be transacted must contain sufficient information to permit the Members to form a reasoned judgment on the decision to be taken, and state the text of any special resolution to be submitted to the meeting.

### **9.04 Quorum**

A quorum for the transaction of business at any meeting of Members shall consist of not less than eleven Members present in person. If a quorum is present at the opening of a meeting of

the Members, the Members present may proceed with the business of the meeting, even if a quorum is not present throughout the meeting.

### **9.05 Chair of the Meeting**

The Chair shall be the chair of the Members' meeting; in the Chair's absence, the Members present at any Members' meeting shall choose another Director as chair and if no Director is present or if all of the Directors present decline to act as chair, the Members present shall choose one of their number to chair the meeting.

### **9.06 Voting of Members**

Business arising at any Members' meeting shall be decided by a majority of votes unless otherwise required by the *Act* or the By-Law provided that:

- a. each Member shall be entitled to one vote at any meeting;
- b. votes shall be taken by a show of hands or as it may occur and electronic poll among all Members present and the chair of the meeting, if a Member, shall have a vote;
- c. an abstention shall not be considered a vote cast;
- d. before or after a show of hands or as it may occur and electronic poll has been taken on any question, the chair of the meeting may require, or any Member may demand, a written ballot. A written ballot so required or demanded shall be taken in such manner as the chair of the meeting shall direct;
- e. if there is a tie vote, the chair of the meeting shall require a written ballot or as it may occur and electronic poll, and shall not have a second or casting vote. If there is a tie vote upon written ballot, the motion is lost; and
- f. whenever a vote by show of hands or as it may occur and electronic poll is taken on a question, unless a written ballot is required or demanded, a declaration by the chair of the meeting that a resolution has been carried or lost and an entry to that effect in the minutes shall be conclusive evidence of the fact without proof of the number or proportion of votes recorded in favour of or against the motion.

### **9.07 Adjournments**

Any meeting of the Corporation or of the directors may be adjourned at any time and from time to time. Any business that may have been transacted at the adjourned meeting shall be considered valid and transacted at such time as the adjourned meeting is resumed. No notice shall be required of any such adjournment. Such adjournment may be made with no quorum present.

### **9.08 Persons Entitled to be Present**

The only persons entitled to attend a members' meeting are the Members, the Directors, the auditor or the person who has been appointed to conduct a review engagement of the Corporation, if any, and others who are entitled or required under any provision of the *Act* or the articles or the By-laws of the Corporation to be present at the meeting. Any other person



may be admitted only if invited by the Chair of the meeting or with the majority consent of the Members present at the meeting.

## Section 10 - Notices

### 10.01 Service

Any notice required to be sent to any Member or Director or to the auditor or person who has been appointed to conduct a review engagement of the Corporation shall be delivered personally, or sent by prepaid mail, facsimile, email or other electronic means to any such Member at the Member's latest address as shown in the records of the Corporation; and to such Director at their latest address as shown in the records of the Corporation or in the most recent notice or return filed under the *Corporations Information Act*, whichever is the more current; and to the auditor or the person who has been appointed to conduct a review engagement at its business address; provided always that notice may be waived or the time for giving the notice may be abridged at any time with the consent in writing of the person entitled thereto.

### 10.02 Error or Omission in Giving Notice

The accidental omission to give any notice to any Member, Director, Officer, member of a committee of the Board or auditor or person conducting a review engagement, if any, or the non-receipt of any notice by any such person where the Corporation has provided notice in accordance with the By-laws or any error in any notice not affecting its substance shall not invalidate any action taken at any meeting to which the notice pertained or otherwise founded on such notice.

## Section 11 - Adoption and Amendment of By-laws

### 11.01 Amendments to By-laws

The Board may from time to time in accordance with the *Act* amend or repeal this By-Law.

## Section 12 - Wind Down of Corporation

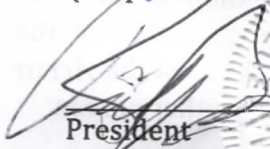
### 12.01 Cessation of Operation

In the event that the Corporation ceases to operate, all assets, funds, contracts or any agreements of the Corporation shall be sold, converted or withdrawn, and the monies realized shall be donated to the Defense of Amateur Radio Foundation of Radio Amateurs of Canada.

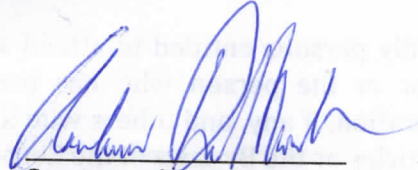
Passed by the board of directors and sealed with the corporate seal this 10<sup>th</sup> day

of August in the year of 2023.

(Corporate Seal)

  
\_\_\_\_\_  
President

  
\_\_\_\_\_  
Past President

  
\_\_\_\_\_  
Secretary/Treasurer

  
J. C. Bakkeren  
VA3CQE



## SCHEDULE A – PRESIDENT/VICE PRESIDENT

The President shall, when present, preside at all meetings of the Members of the Corporation and of the board of directors. The President shall also be charged with the general management and supervision of the affairs and operations of the Corporation. The President with the Secretary or other officer appointed by the board for the purpose shall sign all by-laws. During the absence of the President, their duties and powers may be exercised by the Vice President, and if the Vice President, or other such other director as the board may from time to time appoint for the purpose, exercises any such duty or power, the absence or inability of the President shall be presumed with reference thereto.

## **SCHEDULE B - TREASURER**

The Treasurer, or person performing the usual duties of a Treasurer, shall keep full and accurate accounts of all receipts and disbursements of the Corporation in the proper books of account and shall deposit all moneys or other valuable effects in the name and to the credit of the Corporation in such bank or banks as may from time to time be designated by the board of directors. The Treasurer shall disburse the funds of the Corporation under the direction of the board of directors at the regular meetings thereof or whenever required of them, an account of all their transactions as Treasurer, and of the financial position of the Corporation. The Treasurer shall also perform such other financially related duties as may from time to time be determined by the board of directors.

## SCHEDULE C - SECRETARY

The Secretary shall be the clerk of the board of directors. The Secretary shall attend all meetings of the board of directors and record all facts and minutes of all proceedings in the books kept for that purpose. The Secretary shall give all notices required to be given by Members and to directors. The Secretary shall be custodian of the seal of the Corporation and of all books, papers, records, correspondence, contracts and other documents belonging to the Corporation which they shall deliver up only when authorized by a resolution of the board of directors to do so and shall perform such other duties as may from time to time be determined by the board of directors.



**Brampton, Ontario**  
**September 1978**

**Updated: February 1993**  
**January 1998**  
**September 2002**  
**June 2009**  
**February 2019**  
**February 2023**