



BY-LAW NO. 1

A By-Law relating generally to the transaction of the affairs of the AURORA SENIORS ASSOCIATION

A non-share Corporation, incorporated under the Corporations Act, R.S.O. 1990, c. C.38, and amendments thereto (such act hereinafter referred to as the "Act") also being a Registered Charity, under Par. 149(1) (f) of the Income Tax Act - Registration No. 85774 4544 RR0001.

BE IT ENACTED as a by-law of the "AURORA SENIORS ASSOCIATION", hereinafter referred to as the "Association", as follows:

Incorporating amendments approved at the AGM 2023 AGM

1.01.00 HEAD OFFICE

The Head Office of the Association shall be in the Town of Aurora, Province of Ontario, and at such place as the Board of Directors shall from time to time determine.

1.02.00 SEAL

The Seal (an impression of which is stamped in the margin hereof; shall be the Corporate Seal of the Association.

1.03.00 BOARD OF DIRECTORS

1.03.01 Management

The affairs of the Association shall be managed by a Board of voting Directors and (ex-officio) non-voting Directors, hereinafter called 'The Board'

a) Voting Directors

The Board shall have nine (9) elected voting Directors and each voting Director shall be a member of the Association in good standing.

b) Ex-officio Directors

The ex-officio non-voting Directors of the Board shall be the immediate Past-President, at their discretion and the Adult Programs Co-ordinator or such other persons the Town of Aurora may designate. Ex-officio Directors shall fully participate in the proceedings

of all regular, in-camera and caucus meetings, however are not permitted to move or second a motion.

1.03.02 Term of Office

Each Director shall be elected for a Term of Office.

- a) One (1) year, as it applies to this By-Law, is defined as the period from one Annual General Meeting to the next Annual General Meeting.
- b) A **Term of Office** is defined as three consecutive years commencing with the first (1st) Annual General Meeting to the fourth (4th) Annual General Meeting, which is a period of three years.
- c) If a Director is unable to, or chooses not to complete his/her Term of Office, or if for any other reason a vacancy occurs between annual elections, refer to 1.04.00.
- d) No Director may serve more than two (2) consecutive Terms of Office; however, a Director who has completed two (2) consecutive Terms of Office will be eligible to stand for nomination to the Board of Directors during the nominating period for the annual elections following the Annual General Meeting at the completion of his/her second Term of Office.

1.03.03 Elections

(Reference: Procedures for the Election of Directors).

Elections will be held to replace the THREE (3) Directors who will be completing their terms of office, plus other vacancies however caused. The election of Directors to fill appropriate positions shall be by ballot unless the number of nominees for each position is only ONE (1), in which instance all the nominees shall be acclaimed and seated as Directors, if otherwise qualified to be such.

- a) Candidate seeking election to the Board of Directors may only stand for election to one of the terms of office available in an election. The candidate has the option to change their selected term only within the nomination period.
- b) The Board shall appoint an Ad-Hoc Nominations and Elections Committee Chairperson within six (6) months of the call for elections in each year
- c) Where for just and sufficient cause, the election of Directors cannot be conducted in accordance with the By-laws of the Association, elections shall be suspended until such time as elections can resume. The current Board of Directors shall remain seated until such time as the elections are completed and ratified, during said period sections 1.03.02 b) and 1.03.02 d) shall not apply.
- d) If elections are delayed to the extent that the election process cannot be brought to completion (*ratification by the membership and swearing in the newly elected Directors*) in not less than 90 days prior to the call for the next election, then the election cycle will be advanced by one year.

1.03.04 Removal of a Director by the Voting Members of the Association

Removal from office of any Director, before the expiration of their term of office, may be enacted by the voting members of the Association, through a Special Resolution, of

which FOURTEEN (14) days' notice of such resolution had been given and which is passed at an Annual or Special Meeting, by at least two-thirds of the votes cast.

1.04.00 VACANCIES ON THE BOARD

1.04.01 (*Reference: By-Law 1.03.03 & Procedures for the Election of Directors*).

Vacancies that occur after the Annual General Meeting shall be filled for the remainder of the term, by the next formal election process and confirmed at the Annual General Meeting

1.04.02 (*Reference: Procedure for Appointment of Directors*)

Notwithstanding **1.04.01**, the Board, at its discretion may appoint interim directors to fill vacancies until the next Annual General Meeting at which time the interim director's appointment shall terminate.

1.05.00 QUORUM AND MEETINGS OF THE BOARD

1.05.01 Quorum

A simple majority of the voting Directors shall form a quorum for the transaction of Business.

1.05.02 Meeting of Directors (The Board)

Except as otherwise required by law, the Board may hold its meetings at such place as it may from time- to- time determine. A formal notice of meeting is not required if all the Directors have agreed to the meeting and those unable to attend have given their consent to the meeting being held without their presence.

Meetings may be regularly scheduled and notice is not required once such regular schedule is approved. Unscheduled meetings are at the call of the President, Vice-President and/or a quorum of the Directors.

1.05.03 Notice of Meeting of Directors

Unscheduled meetings shall be communicated to every Director not less than SEVENTY-TWO (72) hours before the meeting is to take place. The failure of notice to any Director shall invalidate the meeting, and if a quorum is not in attendance the meeting will be cancelled.

1.05.04 Business and Expenditures

The Directors may consider or transact any business, either special or general, at any meeting of the Board.

a) Subject to the provisions of these By-Laws and the Act, the Directors may consider and transact any and all business and expenditures that are legal and proper at any meeting of the Board.

b) Any single expenditure or transaction, of a financial nature, in excess of FIFTY-THOUSAND DOLLARS (\$50,000.00) or a major change of a similar nature must be ratified by the General Membership at an Annual or Special Meeting prior to implementation.

1.05.05 Conference & Virtual Meeting

The Board of Directors may, on consent of a quorum of Directors, and notice to all Directors conduct and hold a meeting by telephone or virtual conferencing, provided that each Director participating in the meeting may hear each other Director, who is participating, and each Director participating may comment and be heard by each other Director.

1.06.00 ABSENCES OF DIRECTORS

1.06.01 Directors who cannot attend a scheduled meeting of the BOD and/or the Standing Committees on which they serve as the BOD representative are expected to give, whenever possible, at least 48 hours recordable notice in advance of their pending absences. Full details of the reason for not attending need not be disclosed, indicating the reason as being either personal or because of participation in another ASA recognized event. Procedures to be followed by the BOD in the event of non-compliance are detailed in the Operating Procedures Manual.

1.06.02 The Secretary of the Board will, prior to the Annual General Meeting of the membership, prepare and distribute to the membership a schedule indicating the attendance record of all Directors during the ASA year, at both the Board of Directors meetings and the Standing Committees on which they serve as the Board representative.

1.07.00 VOTING AT BOARD MEETINGS

The ASA Board holds attendance at board meetings to be essential to support fiduciary duties that all board members have. Voting on important matters is critical to the ongoing success of the association. Therefore, the Board will only recognize votes cast as defined within 1.07.03.

Should there arise a situation of importance (such as election of officers) the decision to proceed with a quorum or not remains with the Board.

1.07.01 Resolutions or Motions

Resolutions or motions, proposed at any meeting of Directors, shall be decided by a majority of votes of those present.

1.07.02 Voting by Chair

The Presiding Chair shall participate in discussions, make motions, and vote on all decisions.

1.07.03 Manner of Voting

Votes at any meeting of Directors, if so demanded by any Director present, shall be taken by ballot but if no demand is made, the vote shall be taken by poll or by a show of hands.

1.07.04 Voting Result Declared

A declaration by the Chair that a resolution has been carried or defeated and subsequent entry in the minutes shall be confirmation of the resolution.

1.07.05 Vote Recorded

The result of each and every resolution on which the Director's vote shall be recorded as being either "carried" or "defeated". Notwithstanding the foregoing, any Director may demand that the minutes show that he/she voted "for" "against" or "abstained" from the vote.

1.07.06 Chair

In the absence of the President, his or her duties may be performed by a Vice - President or such other Director as the Board may decide.

1.08.00 POWERS of DIRECTORS

(Cross-Reference: Section 1.05.04 Business and Expenditures)

All Corporate Powers

The Board of Directors are expressly empowered, from time-to-time, to purchase, lease or otherwise acquire, alienate, sell, exchange or otherwise dispose of shares, stocks, rights, warrants, options and other securities, lands, buildings and other property, movable or immovable, real or personal, or any right or interest therein owned by the Association for such consideration and upon such terms and conditions as they may deem advisable.

1.08.01 Suspension of By-Laws

a) The Board of Directors, where permitted, is empowered to suspend specific By-laws, Regulations and Policies that would otherwise prohibit them from conducting the affairs of the Associations. The Board must be able to demonstrate to the membership its actions were essential to operations of the Association and disclose what those actions were in the minutes of the Board of Directors' meeting.

b) The suspension of any By-law, Regulation or Policy will require a unanimous vote from all Board members in attendance. Any suspended By-law, Regulation or Policy shall be reviewed and revoked or reinstated every ninety (90) days.

1.09.00 REMUNERATION

1.09.01 Remuneration – Directors

The Directors shall receive no remuneration, honorariums or rewards unless provided by a special resolution of the Board, but such restrictions do not prevent reasonable reimbursement for expenses of Directors expended on Association business matters as approved by the Board.

1.10.00 ASSOCIATION OFFICERS

1.10.01 Principal Officers (Executive)

The Officers shall be a President, Vice-President, Secretary, and Treasurer.

1.10.02 Persons Holding Office

No person living within the same household may serve on the Board at the same time.

1.10.03 Appointment of Principal Officers

The principal Officers shall be elected by the newly constituted Board of Directors from amongst the Directors at the Caucus Meeting to be held prior to or during the Annual General Meeting.

1.10.04 Appointment of Additional Officers

Additional officers of the Association need not be Directors and in the absence of written agreement to the contrary, the appointment of such officers shall be settled from time-to-time by the Board of Directors.

1.11.00 DUTIES OF EXECUTIVE OFFICERS/COMMITTEE

1.11.01 President

The President shall, when present, preside at all meetings of the members of the Association and of the Board of Directors, but may choose to provide an agenda and appoint a chairperson to conduct any such meeting. The President shall also be charged with the general management and supervision of the affairs and operations of the Association as determined by the Board.

The President, with the Secretary or any other officer appointed by the Board for the purpose, shall sign all By-Laws and contracts as authorized by the Board of Directors.

1.11.02 Vice-President

In the absence or inability of the President to act; the President's duties and powers may be exercised by the Vice-President.

The Vice-President shall perform such other duties as, from time-to-time, may be determined by the Board.

1.11.03 Secretary

The Secretary shall be the recorder of the Association, who shall attend all meetings and cause to be recorded all the minutes of proceedings of the Board and Membership Meetings. The Secretary shall make available all notices required to be given to Members and Directors, shall be the Custodian of the Seal and all documents, records and correspondence belonging to the Association. The Secretary shall perform such other duties as, from time-to-time, may be determined by the Board.

1.11.04 Treasurer

The Treasurer is responsible for overseeing the financial affairs of the **Aurora Seniors Association** as directed in the **Treasurers Operating Manual**. The Treasurer must ensure that segregation of duties exist and are managed with the assistance of Administrative Officers. With Board approval, Administrative Officers will be appointed by the Treasurer to assist in the performance of these duties.

The Treasurer, or Officer performing duties assigned by the Treasurer, shall keep full and accurate accounts of all receipts and disbursements of the Association in proper books of account and shall deposit all monies or other valuable effects in the name and to the credit of the Association at such bank or banks as may from time-to-time be designated by the Board of Directors. He/she shall disburse the funds of the Association under the direction of the Board of Directors, maintain financial records, and report to the Board of Directors at regular meetings thereof or whenever required by him or her, an account of all his or her transactions as Treasurer, and of the financial position of the Association.

The Treasurer shall also perform such other duties as may from time to time be determined by the Board of Directors.

1.11.05 Other Officers

The duties of all other officers of the Association shall be such as the terms of their engagement call for, or the Board of Directors requires of them, unless the duties are set out in the By-Laws describing standing and/or Ad-Hoc Committees (reference By-Law No. 3).

1.11.06 Executive Meetings

Meetings of the Executive Officer may be called by any member of the Executive with not less than 24 hours' notice giving the Date, Time and purpose of the meeting. Any recommendations or actions by the Executive must be agreed to by a majority of the Officers. Additionally, the Officers shall meet when required to address an urgent matter that cannot be delayed or deferred to a full Board meeting.

Additionally, any action(s) under taken by the Executive Officers shall be communicated to the Board via email detailing the urgent matter and action(s) taken and be reported at the next Board meeting for ratification

If the Board fails to approve such action(s), they become null and void. However, no act performed, right acquired, funds paid and/or received, in good faith, while the resolution was in force, is prejudicially affected by any such rejection, amendment or dealing.

1.12.00 EXECUTION OF DOCUMENTS

1.12.01 Under Seal

Deeds, transfers, licenses, contracts, and engagements, on behalf of the Association shall be signed by either the President or Vice-President and by the Secretary or Treasurer and the Secretary shall affix the Seal of the Association to such instruments as require the same where any consideration of action must be ratified by the general membership.

1.12.02 Contracts

Contracts in the ordinary course of the Association's operations may be entered into on behalf of the Association by the President, Secretary, or by any person properly authorized by the Board to do so.

1.12.03 Board of Directors Authorize

The President, Vice-President, Secretary or Treasurer, the Directors, or any one of them, or any person or persons from time-to-time designated by the Board of Directors may transfer any and all shares, bonds, or other securities from time to time standing in the name of the Association in its individual or any other capacity, or as trustee or otherwise, and may accept in the name and on behalf of the Association transfers of shares, bonds, or other securities from time to time transferred to the Association, and may affix the corporate seal to any such transfers or acceptances of transfers, and may make, execute and deliver under the corporate seal any and all instruments in writing, necessary or proper for such purposes, including the appointment of an attorney or attorneys to make or accept transfers or shares, bonds or other securities, on the books of any company or corporation.

1.12.04 Books and Records

The Directors shall see that all necessary books and records of the Association required by the By-Laws of the Association or by any applicable statute or law are regularly and properly kept.

1.13.00 NOT USED

1.14.00 MEMBERSHIP

1.14.01 Application to Board

The membership shall consist of the applicants for incorporation of the Association and any such other individuals and/or legal entities as are admitted as members by the Board of Directors, and upon application for such membership.

1.14.02 Membership Creates a Contract

Any person applying for membership in the Association must complete an application form, agreeing to accept and sign the “Waiver”, pay the dues and fees and follow the By-Laws, regulations, policies and rules of the Association. On acceptance by the Board of Directors, the Association will issue the applicant with a membership card, which is renewable January 1 of each year.

A copy of the Association By-Laws shall be offered to all applicants upon becoming a member. If the member chooses not to request a copy of the By-Laws, a copy can be obtained subsequently and a copy of the By-Laws are posted on the Association bulletin board and the Association Website.

- a) Each member shall promptly be informed by the Secretary or designate of his or her admission as a member by issuance of a membership card.
- b) Each member in good standing shall be entitled to one vote on each question arising at any Special or General Meeting of the members, in the appropriate jurisdiction and forum as set out in the By-Laws of the Association. **There shall be no proxy votes.**
- c) In case of resignation, a member shall remain liable for payment of any assessment or other sum due and owing the Association as at the date the resignation is accepted.
- d) Membership year shall be from January 1 to December 31.

1.14.03 Membership Responsibilities & Code of Conduct

Duly accepted member of the Association shall abide by the association's Code of Conduct and Member's Responsibilities of which a copy has been provided.

Duly accepted members shall not present themselves as a representative or allow themselves to be perceived as a representative of the Association either directly or indirectly unless such representation has prior approval of the Board of Directors.

Violations of this article shall be referred to the "Conduct Review Committee"

1.15.00 MEMBERSHIP CLASSES

1.15.01 Members Placed in Class

Applications for membership shall be designated in a class of member and there shall be four classes of members, as herein set out; namely: Resident Members, Non-Resident Members, Honorary Members, and Life Members, and each class of member, and the members thereof, shall have the rights, responsibilities and obligations as herein set out.

1.15.02 Resident Members

A Resident member shall be an individual who is resident in the Town of Aurora as the boundaries are from time-to-time and who is an older person dealing with challenges of ageing such as isolation, reduced mobility and the need for physical activity and mental stimulation, or an older person in need of activities designed for an ageing population, or the spouse of such member, who may not be an older person, and each such member shall have voting privileges.

1.15.03 Non-Resident Members

Non-resident applicants who meet the criteria in 1.15.02 will be accepted with full voting privileges at the discretion of the Board of Directors.

1.15.04 Honorary Members

Honorary membership may be granted any individual who the Board of Directors is of the opinion would benefit the Association. Upon granting such membership the Board of Directors shall determine the term but in any instance such members shall not have voting privileges.

1.15.05 Life-Members

Life membership may be granted any individual in recognition of extraordinary contributions to the Association, and such members shall have all the rights of a Resident Member, but shall not be required to pay annual membership dues.

1.16.00 DUES AND FEES

a) The renewal of annual membership dues are to be settled by January 1 of each year. New and renewing members joining after January 1 must pay the full year's annual dues unless otherwise determined by the Board. All dues and registration fees are non-

refundable. Members who have not renewed their membership by January 1 shall be subject to By-Law 1.16.03.

b) Notwithstanding 1.16.00 a); New and renewing members joining after July 1 of each year shall pay 50% of their full year's annual dues.

1.16.01 Dues

The annual membership dues of the Association shall be as set by the Board of Directors and become effective only when confirmed by a vote of the members at an Annual or Special Members' Meeting.

1.16.02 Fees

There shall be fees payable by members as set by the Board of Directors from time-to-time and such fees may be varied as to class of member, or may be as set for particular activities or programs of the Association as determined by the Board of Directors.

1.16.03 Member in Good Standing

Any member more than THIRTY (30) days in default of paying their dues shall cease to be a member of the Association, but any such member may on payment of all unpaid dues be reinstated. Any member who has paid all dues to the Association may be called "a member in good standing", unless the Board of Directors for some other reason or act has specifically sanctioned the said member.

1.17.00 MEMBER MEETINGS

1.17.01 Meetings

The Annual General Meeting (AGM), of the Association shall be held in June of each year at a location and a date to be determined by the Board. Scheduled General Meetings or Special Meetings may be called at the discretion of the Board. As a general rule members shall be given one month's notice of meetings.

1.17.02 Annual General Meeting

At the AGM in addition to all other member and Board of Director's business that may be transacted, the following will be included:

- a) Acceptance of Officers
- b) The Report of the Directors
- c) The Financial Statement
- d) Report from the Auditors
- e) Auditors appointment for the ensuing year and their remuneration
- f) New Business.

1.17.03 Business of Meetings

At a General meeting the members may consider and transact any business subject to the agenda without notice. No action or transaction by the members shall have force and effect until the Board commences implementation procedures at the next Board meeting.

Scheduled General Meetings may be initiated by the Board.

Special meetings of the membership may be called with one months' notice by the secretary, which shall consider only the subject presented.

1.17.04 Call and Notice of Meetings (Reference. 1.17.03)

The Board of Directors, or the Executive Committee may at any time call a meeting of the members of the Association. Any FIFTEEN (15) members upon giving written notice to the Secretary may request the Board call a meeting of the members. The written notice must contain a complete agenda and supporting data during the presentation. The Board shall review the request and take appropriate action in a timely fashion. The supporting data and a copy of committee reports and all documentation to be presented at the meeting will be available to members a minimum of FIVE (5) days in advance of the scheduled meeting at the ASA front desk.

Notice of the time of Annual, General or Special Members Meeting shall be deemed to be given to each member by using more than one of the following methods at least TEN (10) business days before the time fixed for the holding of such meeting including regular prepaid mail, local newspaper, the regular communication organ of the Association, posting of such notice on the notice board at the Association's Center of the Town of Aurora notice board, the Web Page of the Association or the Town of Aurora Web Page, E-Mail or other method as approved by the Board of Directors.

1.17.05 Supplementary Notice

Any official communications organ of the Association, circulated generally or specifically to the members may be deemed by the Directors to constitute prepaid mail provided all other provisions as to time are met when same is used for notice.

1.18.00 ERROR IN NOTICE – MEMBER MEETING

No error or omission in giving notice of any Meeting or any adjourned meeting of the members of the Association shall invalidate such meeting or make void any proceedings taken thereat.

1.19.00 NOT USED

1.20.00 QUORUM – MEMBER MEETING

A quorum for the transaction of business at any meeting of members shall consist of not less than FIFTY (50) registered members present in person, including a majority of Directors.

1.21.00 VOTING – MEMBER MEETINGS

1.21.01 Members Vote

Subject to the provisions of Articles 1.14.00 and 1.15.00, and 1.16.03 each voting Director, Resident, Non-Resident and Life Member of the Association shall be entitled to one vote.

1.21.02 Manner of Voting

At all meetings of members every question shall be decided by a simple majority of the votes of the members present **and voting** unless referenced otherwise in the Bylaw. Questions shall be decided in the first instance by a show of hands unless a ballot has been requested by at least three voting members. In case of an equality of votes at any General Meeting, whether upon a show of hands or a ballot, the Chair shall be entitled to a tie-breaking vote.

1.21.03 Matters that require a two-thirds majority vote

Given that certain issues may have significant impact on the membership, all voting on the questions noted below shall require a two-thirds majority.

These include motions to adopt any of the following:

- a) suspend or modify a rule of order previously adopted;
- b) removal of a Director from office (see 1.03.04);
- c) all changes (additions, deletions, alterations) to the existing By-laws;
- d) the approval by the membership of expenditures over \$50,000. (see 1.05.05);
- e) at the discretion of the presiding Chairman, on all questions raised at a General Meeting (included the Annual Meeting) of the membership which will have significant impact on the ASA and for which the membership has not received prior notice, as defined elsewhere in these By-laws.

1.22.00 FISCAL YEAR

Unless otherwise ordered by the Board of Directors, the fiscal year, or financial year, of the Association shall terminate on December 31 in each year.

1.23.00 BANKING

1.23.01 Payment of Monies

All cheques, or other orders for the payment of money, notes or other evidences of indebtedness by the Association, shall be signed by TWO (2) officers of the Association: President, Treasurer, Vice-President, or Secretary.

1.23.02 Delegation of Powers

By-Law No. 2 herein shall serve and delineate specific delegation of the Directors powers under article 1.23.01.

1.23.03 Association Financial Institutions

The Board of Directors will select and authorize all financial instruments of the Association for deposits and safekeeping with one or more bankers, trust companies or other financial institutions. The institutions selected as custodians shall be fully protected in acting in accordance with the directions of the Board of Director and shall

in no event be liable for the due application for securities withdrawn from deposit, or the proceeds thereof.

1.23.04 Receipt of Monies

All monetary receipts for the Association are to be deposited to the Association bank account or other financial institutions by a person or persons designated by the Treasurer or the Board. Such transactions may be endorsed for deposit with the Association's rubber stamp for the purpose.

1.23.05 Reconciliation

The Treasurer (or other Board appointment) will be responsible for arranging, settling, balancing and certifying all books and accounts between the Association and the Association's bankers or other financial institutions and shall receive all paid cheques and vouchers and sign all the forms or settlement of balances and release or verification slips.

1.23.06 Accounts and Records

The Treasurer shall produce monthly Statements of Accounts and certify all records and bank statements.

1.24.00 INDEMNIFICATION – DIRECTORS/MEMBERS

1.24.01 Waiver

Each and every member of each and every class of the Association shall be notified on application to the Association for membership, and on acceptance of such application that has a contractual right and/or obligation the waiver and release set out in Schedule 1-A hereof is deemed to have been signed, and will be signed such that as between any Member, Director, Officer and for or in relation to any corporate activity, act or action any and all rights to take any action against or for such Director, Officer or Member, except as specifically allowed or set out in the By-Laws of the Association have been waived and such Director, Officer or Member released from any such action or right of action whether founded in negligence or otherwise.

It is specifically noted that a personal action for breach of any law of Canada or the Province of Ontario on a personal basis is not exempted, waived or released by such Waiver.

1.24.02 Insurance

The Association may purchase and maintain insurance for the benefit of its Directors and Officers or for matters as the Board may from time to time determine, and specifically matters identified in the Corporations Act, R.S.O. 1990, c.C.38, section 80, save and except insurance for errors and omissions under the Corporations Act, R.S.O. 1990, c.C.38, or contravention of sections 331, 332 or 333 thereof, in addition to such insurance the Board of Directors approves for general liability purposes and protection of Association assets.

1.25.00 NOTICE

Whenever under the provisions of the By-Laws of the Association, notice is required to be given, such notice may be given either personally, by courier, facsimile transmission, e-mail, telegraphed, or posted by depositing in a post office, a public letter box, in a prepaid, sealed wrapper addressed to the Director, Officer, or Member at his or her or their address as listed on the books of the Association. Any notice or other document sent by post shall be deemed to be sent at the time when it was deposited in a post office, or public letter box. Delivery by courier, personal delivery, or facsimile transmission, shall be deemed to be sent when sent or delivered.

1.26.00 ASSOCIATION ASSETS

1.26.01 Developed Asset

Any Association material or program, conceptual or otherwise, provided or developed by any member of the Association, whether said production or development is required, directed, or otherwise, is and shall be the property of the Association, and may be utilized, published, or otherwise used by the Association in any manner the Association directs.

1.26.02 Member Reimbursement for Asset

A member may be reimbursed for any such Asset and upon request shall submit any documentation required by the Board to assert and verify the Association's rights.

1.26.03 Association May Contract Asset

Notwithstanding the Association rights, the Association may in its sole discretion enter into any contractual relationship with any person, member or otherwise, to develop materials or programs related to or being part of the interests of members under the objects of the association and therefore within the mandate of the "Association".

1.27.00 AMENDMENT OF BY-LAWS

1.27.01 The Board of Directors, may on a temporary basis, amend and enact a change to By-Laws subject to approval by the membership at the next meeting of the general membership.

If members fail to approve such amendments, they become null and void. However, no act performed, right acquired, funds paid and/or received, in good faith, while the By-Law was in force, is prejudicially affected by any such rejection, amendment or dealing.

1.27.02 Parliamentary Rules of Order

As a general rule, this Association follows Robert's Rules of Order in concept and shall adopt special rules of order only when required to supplement or modify such Rules of Order to meet special requirements of this Association.

1.28.00 POLICIES AND REGULATIONS

The Board of Directors may initiate Regulations or Policies compliant with the By-Laws relating to the management and operation of the Association as they deem expedient, provided that regulations, or policies shall have force and effect only until the next Annual General Meeting or Special Meeting for member approval. If members fail to approve such amendments, they become null and void.

1.29.00 INTERPRETATION

1.29.01 General

In these By-Laws and in all other By-Laws of the Association hereafter passed unless the context otherwise requires, words importing the singular number of the masculine gender shall include the plural number or feminine gender as the case be, and vice versa, and references to persons shall mean individuals, and entity shall refer to any recognized organization such as a partnership or corporation by the Association, but not an individual.

1.29.02 Resolution

Issues requiring interpretation of these Bylaws, shall be referred to the Bylaw committee for resolution.

1.30.00 DISSOLUTION

Upon the dissolution of Aurora Seniors Association and after the payment of all debts and liabilities, the remaining assets of the Corporation shall be distributed or disposed of to charitable organizations that are registered charities under the income tax act.

WITNESS THE SEAL OF AURORA SENIORS ASSOCIATION

UNANIMOUSLY SANCTIONED AND CONFIRMED by all the Registered Members at an Annual General Meeting of the membership of the Association, duly constituted after proper notice held this 14th day of June, 2023.

“Glen Scharp”
PRESIDENT: 2023-2024

“John Scherrer”
SECRETARY: 2023-2024