



**CONSTITUTION AND BY-LAWS  
OF THE  
ACTIVITY HAVEN CENTRE  
( PETERBOROUGH)**

Revised: September, 2023



# ACTIVITY HAVEN CENTRE

## CONSTITUTION

### Article 1 NAME

This non-profit organization shall be known as the “Activity Haven Senior Centre (Peterborough), doing business as Activity Haven, herein called the “Centre”. It is governed by a Board of Directors, its constitution and by-laws. The Centre is governed by the Ontario Not for Profit Corporations Act (2021)(ONCA) which sets out requirements related to the Centre’s internal business, such as election of directors, financial policies, conflict of interest and members’ rights. The Centre is governed by the Income Tax Act related to its charitable status and its role as an employer. There are other Federal, Provincial and Municipal regulations which impose duties on or constrain the activities of the Centre.

### Article 2 PURPOSE

The Centre is formed to provide recreational and social programs and services for the members of the Centre.

1. To provide activities, programs and services in accordance with membership and community needs and preferences.
2. To ensure that members are aware of programs, activities and services available.
3. To encourage interaction with the community, governments and peer organizations.
4. To facilitate expansion in conjunction with increases in membership.

### Article 3 MEMBERSHIPS

Membership is open to anyone 50 years or over, and includes the spouse of a member regardless of age.

Members shall be entitled to bring guests, provided such visits by the same persons will be restricted to two (2) visits in any membership year and required user fee paid.

#### **Kinds of Membership:**

1. Life Members- Those persons 90 years or over whose membership is in good standing for 2 years -no dues are required, but user fees are required.

2. Regular Members- Annual payment of dues is required. User fee is required.

## **Article 4 DUES & FEES**

1. There shall be annual membership dues charged.
2. Dues and terms of payment shall be set at the Annual General Meeting of the membership.
3. Members should expect to pay an amount for program costs over and above the membership dues.
4. User fees may be charged.

## **Article 5 GOVERNING BODIES**

1. There shall be a Board of Directors herein called the “Board”.
2. The Board shall consist of elected Directors and Executive Officers.
3. The Board shall be responsible to the general membership for the transaction of the Centre business and decision making between the monthly Board and annual general meetings.
4. The duties of the Board, the method of election and membership of the Board, the powers of the Board and the relationship between the Board and Activity Haven staff shall be defined as in the By-Laws.
5. Members of the Executive will be elected Annually from within the Board. The Executive shall consist of President, Vice-President, Secretary and Treasurer, and the Executive Director (ex officio).

## **Article 6 PROCEDURES**

All Board, Executive and Annual General Meetings shall be governed by accepted parliamentary procedures.

All actions of the Board of Directors shall be in accordance with the By-Laws.

## **Article 7 BOARD & COMMITTEE MEETINGS**

1. Any member may request a copy of any Board meeting minutes, which will be posted and also a copy of the Constitution, exclusive of in-camera minutes, in accordance with policy number M13.
2. Any member may request permission from the President to attend any meeting.
3. The Board Members shall be advised at least forty-eight (48) hours in advance of all monthly or special meetings. Board Members shall be advised of the Annual General Meeting in written notification complete with all documentation necessary to conduct the business of the Centre.
4. A record must be kept as to members in attendance, visitor, committee and Board Members. As well, motions made, seconded, approved etc. must be recorded.

## **Article 8 ANNUAL GENERAL MEETING**

1. The Annual General Meeting shall be held within six (6) months of the fiscal year-end.
2. The Board Members shall be elected at the Annual General Meeting.
3. All members in good standing may exercise their right to vote. Good standing shall be as defined in By-Law 1.
4. At the AGM a motion must be set forward to receive delegations wishing to present or discuss some proposal or complaint, which may only be accepted if the same is in writing to the Board. In turn, the decision of the Board shall then go in writing to that person or persons, and in all cases be fully recorded in the minute book.
5. A quorum for the Annual General Meeting is ten (10) or 10% of the membership, whichever is less.

## **Article 9 Dissolution**

In the case of break-up or the dissolution of the Centre, all assets would become the property of the City of Peterborough

## **Article 10 AMENDMENTS**

The Constitution may be amended at any duly called Annual General Meeting as defined in the By-Laws, with four (4) weeks' notice of the proposed change.

This Constitution and these by-laws may be amended by a 2/3rds vote at any duly called Annual General Meeting of the membership, providing the following procedures have been followed:

Where a request for amendment is made, the process is as follows:

1. The proposed amendment is submitted in writing to the Board of Directors.
2. Amendments are then posted on the bulletin board of the Centre at least four (4) weeks prior to the date of the next Annual General Membership Meeting.
3. Amendments are then presented to the General Membership Meeting for vote and acceptance or rejection.

This Constitution shall come into force on September 18, 1986.

Amended on June 17, 2019  
Amended on June 21, 2021  
Amended on Sept xx, 2023



# ACTIVITY HAVEN SENIOR CENTRE

## By-Laws

### By-Law 1 Memberships

- 1-1 The membership year shall be the year from April 1-March 31. Cards for the previous year are null and void March 31.
- 1-2 Individuals who join the Centre during the year shall be admitted for the current membership year at full annual dues.
- 1-3 A member in good standing shall have paid the prescribed dues and shall have accepted and agreed to abide by the Constitution and By-laws of the Centre.
- 1-4 A late fee will be applied effective May 1<sup>st</sup>.
- 1-5 A membership list shall be maintained by the Centre.
- 1-6 Cards shall be issued to member in good standing upon payment of their annual dues for the term stated, and shall be shown on request for participation in the Centre's activities.
- 1-7 Membership shall entitle a member to:
  - a. Be eligible for elected office in the Centre;
  - b. Vote on the affairs of the Centre at an Annual General Meeting.

### By-Law 2 Board of Directors

The Board of Directors is the legal authority for the Centre. Board members are responsible for the effective governance and strategic direction of the organization.

The Board shall be comprised of six (6) Directors and four (4) Executive Officers and the immediate Past President.

Members of the Board are is elected for three (3) year terms.

The term of office is three (3) years from the date of the Annual General Meeting at which the Board Member was elected..

A Board member may be elected to three (3) consecutive terms of office only. They may stand for re-election after a one (1) year absence from the Board.

A quorum of the Board shall consist of six (6) members for the transaction of Board business.

While only elected Board members may vote at meetings of the Board, any Centre member may attend Board meetings as set out in the constitution, Article 8.

Any member of the Board who consistently misses meetings without just cause, including monthly, annual or any other meetings called by the President, may be subject to possible dismissal from the Board. Such member shall not be eligible to run for another Board position for a period of five (5) years from effective date of dismissal.

In the event of the loss of a Board Member because of death, resignation or dismissal the Board may empower the Board Development Committee to find a replacement.

Meetings of the Board shall be called by the President with proper notice or, if requested by a majority of the Board.

Directors and Officers are covered with Director's and Officer's liability insurance.

## **2.1 Fiduciary Duty of the Board**

The directors owe a fiduciary relationship to the Centre. The following activities are in service of the general fiduciary duty of a board.

1. Directors are ultimately responsible for all aspects of the Centre's operation.
2. Directors supervise the Executive Director.
3. Directors ensure the organization adheres to and carries out the goals of the Centre.
4. Directors set long-term objectives in accordance with these goals.
5. Directors ensure financing stability.
6. Directors establish policies.
7. Directors are the public face of the Centre.

## **By-Law 3 Duties and Functions of the Executive**

### **3-1 Executive**

1. Carry out the business of the Centre between meetings of the Board and be responsible for the production of an annual report to the membership.
2. Report to the Board throughout the term of office on a monthly basis.
3. Present the Board with areas of responsibility and provide to each Board Member the opportunity to select two areas which they will oversee.
4. Maintain liaison with all levels of government and other bodies on matters which interest the Centre. Review regulatory and policy directions of government and keep members informed of same.
5. Fill temporary vacancies in all offices as they occur between Annual General Meetings.
6. Have the right to request resignations and or revoke memberships based on the following criteria:
  - a. Deviation from policy or procedure as established within the Centre Constitution and By-laws;

- b. Behaviour that proves detrimental to the membership (see By-law 7, Membership suspension).
7. The signing officers shall be the President, Vice President, Treasurer, Secretary and the Executive Director responsible for the Centre activities.

### **3-2 President**

1. Preside at meetings of the Centre, the Board and the Executive, acting as Chairperson, unless otherwise specified. The President shall also call these meetings.
2. Be an ex-officio member of all committees.
3. Carry out responsibilities as assigned by the Board. Represent the Board's decisions that relate to matters directly affecting the membership.
4. Perform such duties that customarily pertain to the Office of the President.
5. Will establish priorities to be accomplished during their term of Office.
6. Arrange the details of the Annual General Meeting in co-operation with the Executive Director.
7. Will act as the official spokesperson for the centre relating to any issue that directly or indirectly affects the Centre, or Executive Director as designated.
8. Act as a liaison between the Executive Director and the Centre.

### **3-3 Vice President**

1. Call meetings of the Centre and/or Executive and/or Board in the absence of the President, pro tempore assuming the duties of the President.
2. Carry out such duties as may be assigned by the President and/ or the Executive.

### **3-4 Secretary**

1. Keep a record of the proceedings of all Centre, Executive and Board meetings.
2. Carry out duties as may be assigned by the President and/ or the Executive and the Board.

### **3-5 Treasurer**

1. Be advised of all monies received for dues and other Centre business.
2. Disburse funds in conjunction with the Executive Director, upon the receipt of proper statements and at the recorded direction of the Executive and the Board.
3. Keep accurate records and accounts and submit to each meeting of the Executive and the Board statements of account for ratification of payment.
4. Will establish annually an external audit procedure and process for the Centre, resulting in an audited financial report.
5. Carry out special assignments and other duties as requested by the President, the Executive and / or Board.

## **By-law 4 Duties and Functions of the Executive Director**

The Executive Director of the Centre shall:

1. Write letters as authorized by the Centre, Executive and/or Board.
2. Be responsible for promotion of Centre activities through the media.
3. Assist the Centre, Executive and/or Board in the planning, provision and where necessity dictates, the operation of recreational programs and services, and program evaluations.
4. Disburse funds upon receipt of proper statements to cover daily expense incurred.  
Authorize disbursements of funds up to and including one thousand dollars (\$1,000.00).  
Be responsible for daily bank deposits completed by the Member Services Representative.
5. Act in an advisory capacity with the Executive or Board but not sit on the Board in a voting capacity.
6. Act as a resource person to the community and to the Centre.
7. Be an ex-officio at all committee meetings.
8. Assure that all cash records and receipts are kept in the office and are available to the Treasurer and Board.
9. Be responsible for allocation of funds provided by the City and also administration of Provincial / Federal funding.
10. Be responsible for supervision and direction of staff and volunteers.
11. Be responsible for developing with the Treasurer and maintaining a balanced budget for the Centre.

## **By-Law 5 Centre Finance and Other Assets**

1. The signing officers of the Centre shall be two of the following:
  - a. The President
  - b. The Vice-President
  - c. The Treasurer
  - d. The Secretary
  - e. The Executive Director
2. All revenues generated through an activity sponsored by the Activity Haven shall be turned back to the Centre within three (3) days excluding stat holidays.
3. All ticket sales for any activity sponsored by the Centre will be under the direction and supervision of the Executive Director, who may delegate this responsibility to the staff and/or volunteers.
4. All disbursements shall be made in the following way:
  - a. All disbursements in the amount of \$1000.00 or less shall be the responsibility of the Executive Director.
  - b. A petty cash fund of \$500.00 shall be available for incidental expenses. In the event that any programs or activity sponsored by the Centre requires more than that, special consideration will be given by the Executive. An additional petty

cash fund of \$500 shall be available for kitchen purposes. All receipts must be submitted to the office within three (3) days excluding stat holidays.

5. The members have access to the annual audited financial statements of the Centre upon request.
6. The Centre fiscal year shall be from April 1 to March 31.
7. All banking business shall be conducted by the institution designated by the Board of Directors.

## **By-Law 6 Membership Suspension**

If a member of the Centre deviates from policy as established within the Centre's Constitution and By-Laws, or Code of Conduct, or exhibits behaviour that proves detrimental to the membership, the following procedure for Membership Suspension will be followed:

1. The member shall receive written notification of the intent of the Board of Directors.
2. A private meeting involving the President or designate and the Executive Director and the member in question will be called.
3. After providing an opportunity for the member to justify their actions the Board of Directors will delegate the decision to the President or Designate and Executive Director.
4. The Board of Directors shall determine the length of the suspension.

## **By-law 7 AMENDMENTS**

These by-laws may be amended by a 2/3 vote of the Board of Directors. Such amendments shall take immediate effect and be subject to ratification at the next Annual General Meeting.