

**DUCLOS POINT PROPERTY OWNERS INC.**  
**GENERAL BYLAW**

**Contents**

<b>DUCLOS POINT PROPERTY OWNERS INC.</b> .....	1
<b>GENERAL BYLAW</b> .....	1
1.0 PURPOSE AND ESTABLISHMENT OF DPPO .....	2
2.0 HEAD OFFICE.....	2
2.1 Books and Records .....	3
2.2 DPPO Year End .....	3
2.3 DPPO Website .....	3
3.0 MEMBERS of DPPO .....	4
3.1 Annual General Meeting.....	5
3.2 Special Membership Meetings.....	6
3.3 Quorum at Member Meetings.....	7
3.4 Voting at Member Meetings.....	7
3.5 Irregularity in Calling Member Meetings.....	8
3.6 Adjournments.....	8
4.0 BOARD OF DIRECTORS .....	8
4.1 Requirements for a member of the Board of Directors.....	9
4.2 Election of the Board of Directors .....	9
4.3 Retirement or removal of a Member of the Board of Directors .....	10
4.4 Board of Director Meetings .....	10
4.5 Business at a Board of Directors’ Meeting.....	11
4.6 Remuneration of Directors.....	12
5.0 OFFICERS OF DPPO.....	12
5.01 Duties of President and Vice- President .....	12
5.02 Duties of Secretary.....	13
5.03 Duties of Treasurer .....	13
5.04 DPPO Financial Reporter .....	14
5.05 Other Duties of Officers.....	14
5.06 Execution of Documents.....	15
6.0 MEMBER’S FINANCIAL OBLIGATIONS .....	15

6.01 Annual Membership Dues .....	16
6.02 Special Assessment.....	16
7.0 GENERAL PROVISIONS .....	17
7.01 Notice.....	17
7.02 Borrowing, Sale of Assets.....	17
7.03 Insurance .....	17
7.04 Use of Real Property.....	17
7.05 Privacy Laws.....	18
7.06 General Authority of the Board of Directors and President .....	18
8.0 PRIOR BY-LAWS REVOKED .....	18
Schedule A .....	20
PROXY .....	20
Schedule B .....	21
NOTICE OF INTENTION TO STAND AS A DIRECTOR OF THE DPPO .....	21

## **1.0 PURPOSE AND ESTABLISHMENT OF DPPO**

- i. “Duclos Point” is hereby defined as the lands set out on Plans 192, 311, 351, and 429 in the Registry Office for the Registry Division of the Regional Municipality of York.
- ii. Duclos Point Property Owners Inc. (“DPPO”) is a without share capital, non-profit corporation.
- iii. The membership of DPPO consists of the property owners on Duclos Point who have made, and are current with, their Membership Financial Obligations described herein (“Members of DPPO”).
- iv. The rationale and purpose of DPPO is to carry out the improvement, maintenance and protection of Duclos Point owned property and equipment, including the Duclos Point Park, to ensure the continued use and enjoyment for the benefit of the current and future Members of DPPO.

## **2.0 HEAD OFFICE**

- i. The registered Head Office of DPPO shall be \_\_\_\_\_  
\_\_\_\_\_ in the Township of Georgina, in the Regional Municipality of York, in the Province of Ontario.

- ii. For the purpose of the effective service in accordance with law on DPPO of any legal documents, such service shall be validly made if mailed by registered mail to the attention of the President of the DPPO at DPPO's service address set out in DPPO's Website in effect at the time of service. Such service will be deemed to be effected on the 7th day after mailing.
- iii. The mailing address of DPPO shall be at such post office box at Sutton West, Ontario or Pefferlaw, Ontario as the Board of Directors shall, from time to time determine and set out in DPPO's Website.

## **2.1 Books and Records**

- i. The Board of Directors shall ensure that all necessary books and records of DPPO required by this by-law, and any other applicable law, are properly maintained.
- ii. The books and records of DPPO shall be maintained at the location set out in the DPPO Website and may be inspected by any Member on two weeks' notice at a mutually agreed upon time and place. Notwithstanding the above, inspection of the books and records of the DPPO may only be made available to a Member for inspection on weekends between Victoria Day and Thanksgiving Day.
- iii. If copies of the books and records of DPPO, or portions thereof, are requested by a Member, then all reasonable costs associated with copying the records shall be the responsibility of the Member of DPPO requesting such copies and shall pay in advance a reasonable estimate for such costs.

## **2.2 DPPO Year End**

- i. Unless otherwise resolved by the Board of Directors, the fiscal year end of DPPO shall be the 31st day of March each year.

## **2.3 DPPO Website**

- i. The Board of Directors shall maintain a website that sets out information required to be set out by this by-law and publicly available information to the Members of DPPO and the public.
- ii. The current website is DPPO.org.

### 3.0 MEMBERS of DPPO

- i. A “Member” is hereby defined and shall be, at any point in time, any property owners on Duclos Point (or if the property ownership of the parcel of land in Duclos Point is a corporation(s), partnerships or trust, such corporation(s), partnership or trust shall designate in writing one person to be its Member) who have made and are current with their Membership Financial Obligations.
- ii. A Member in DPPO must be a property owner located on “Duclos Point”.
- iii. The Board of Directors may, in its discretion, require a property owner on “Duclos Point” who requests membership in DPPO to provide such proof as may be reasonable and necessary, to establish eligibility for membership in DPPO.
- iv. There may only be one Member for each parcel of land in Duclos Point.
- v. Each Member may, at any membership meeting of DPPO be represented by:
  - a) either one of the registered owner(s) of property on Duclos Point; or
  - b) by an immediate family member of a registered owner of property on Duclos Point who is over the age of 18; or
  - c) if the property ownership of the property on Duclos Point is a corporation(s), partnerships or trust, such corporation(s), partnership or trust shall designate in writing one person to represent the Member at any meeting where the Members have a right to cast a vote. Such written designation shall be delivered to the Secretary in advance of the meeting and shall remain in force for all subsequent meetings until such time as a further written designation is received. In the event of a failure to provide such written designation, the Chairman of any such meeting may refuse to acknowledge that person as a representative of a Member or to vote at such meeting.
- vi. If requested by the Secretary, satisfactory proof from the representative that the Member complies with the above requirements, shall be provided before the representative is entitled to attend or vote at the meeting.
- vii. Owners of multiple contiguous lots or parts of lots on Duclos Point, whether the same have been acquired by separate deeds or conveyances or through operation of law and provided that the parcels of land have been designated as one parcel on the assessment rolls of the Township of Georgina, shall be entitled to only one Member, and shall be required to pay only once for the Member’s Financial Obligation.
- viii. Owners of separate non-contiguous parcels of land on Duclos Point shall be entitled to

separate Memberships in DPPO for each parcel, and shall be required to pay separate Members Financial Obligation for each parcel of land; provided, however, that if a separate non-contiguous parcel of land is a vacant lot, the owner shall be entitled to only one Member and shall pay only one Member's Financial Obligation.

- ix. Each Member shall have only one vote at any meeting where the Members have a right to cast a vote.
- x. A Member may resign as a Member in DPPO in writing submitted to the Board of Directors. In this event, the resigning Member of DPPO is not entitled to a reimbursement, in whole or in part, of any Members Financial Obligation paid to DPPO.

### 3.1 Annual General Meeting

- i. The Board of Directors shall call an Annual General Meeting at least once each year during the period of time from June 1 to August 31 each year. The Annual General Meeting may be adjourned if necessary because of a lack of quorum but shall be held as soon as is practicable, and no later than September 15<sup>th</sup> regardless of whether a quorum of Members of DPPO is present.
- ii. Notice of the Annual General Meeting shall be provided at least 4 weeks prior to the Annual General Meeting:
  - a) be posted on DPPO.org;
  - b) be posted on the DPPO signage on Duclos Point; and
  - c) to the extent possible, be delivered by electronic means to each Member of DPPO who has provided an email address at the time of paying the Members Financial Obligation.

No further notice is required to be posted or delivered to the Members. Any failure to provide notice as set out herein shall not invalidate any business conducted at the Annual General Meeting provided that the Board of Directors acted in good faith and used reasonable efforts to comply with this notice provision.

- iii. The Notice of the Annual General Meeting set out in the DPPO website and delivered by electronic means to each Member shall include the following:
  - a) The date and time of the Annual General Meeting;
  - b) Either a copy of DPPO's financial statement or notice that the current financial statement of DPPO has been uploaded to the DPPO website;
  - c) The location of the Annual General Meeting, which is designated as the Duclos Point Park; and

- d) Such other business which a majority of the Board of Directors seek to put before the Members for a vote;
- iv. Every Member shall be entitled to attend the Annual General Meeting personally or through a representative in the manner set out above. For greater certainty, each Member in good standing shall have one vote regardless of the number of persons who attend the Annual General Meeting.
- v. At the Annual General Meeting the following business shall be transacted:
  - a) the minutes from the previous year's Annual General Meeting shall be submitted for approval;
  - b) the Board of Directors shall report on the previous year's finances including the prior year's Financial Statements. The Board of Directors shall include any report by the person appointed by the Members to prepare the year's Financial Statements;
  - c) the Members shall appoint a Financial Reporter, as described below, and set a remuneration for fees (exclusive of disbursements and direct expenses) for the preparation of the Financial Statements for the following year by the Financial Reporter;
  - d) the election of any Board of Directors whose terms have expired and to fill any additional vacancies on the Board of Directors;
  - e) any other business which the Board of Directors have included in the Notice of the Annual General Meeting;
  - f) any other business which at least 3 Members of DPPO have requested in writing be put on the agenda of the Annual General Meeting provided that such Members have jointly made a request in writing to the Board of Directors at least 4 weeks before the Annual General Meeting for the matter to be put before the Annual General Meeting; and
  - g) any new business requested by any Member to be considered at the Annual General Meeting, provided that the majority of the Board of Directors present at the Annual General Meeting agreed to permit the new business to be put forward and voted on by the Members.

### **3.2 Special Membership Meetings**

- i. The Board of Directors may also call a special meeting of the Members as and when they consider necessary to conduct any urgent and necessary business of the DPPO, which the Board of Directors, in their sole discretion, decide should be considered and decided by the Members of DPPO at a Special Membership Meeting rather than wait until the next Annual General Meeting.

- ii. Notice of the Special Membership Meeting shall be given in the same manner as the Annual General Meeting but such notice shall specify the specific business which is sought to be considered and decided upon by the Members.

### **3.3 Quorum at Member Meetings**

- i. A “Quorum” for the transaction of business at any meeting of Members shall consist of not less than twenty (20) Members of DPPO present in person, by representative or represented by proxy.
- ii. If a Quorum is not present at the Members’ meeting, the Chairman shall adjourn the meeting for at least 30 but no more than 60 days, and a further notice of the new date for the Members’ Meeting shall be delivered by the Secretary in the same manner as required for the Annual General Meeting. If at the adjourned meeting, a Quorum is not present, the Board of Directors or a majority of them may decide to proceed with the Members’ Meeting, provided that at least ten (10) Members are present in person, by representative or by proxy.

### **3.4 Voting at Member Meetings**

- i. The “Chairman” at all Members’ Meetings shall be the President or such other person as is designated by the Board of Directors.
- ii. All voting at Members’ Meetings shall be by a show of hand, unless the Chairman of the meeting decides otherwise. The Chairman’s decision that a resolution passed or failed shall be final unless at least 3 Members present at the meeting request a further vote by way of a ballot in writing.
- iii. Any Member may vote at any Members’ Meetings by proxy provided that the Member has, prior to the Members’ Meeting, delivered to the Secretary a proxy designating a person to vote at the Members’ Meeting on their behalf. The form of proxy shall be in the form attached hereto as Schedule A.
- iv. In case of equal votes at any Members’ Meeting, whether upon a show of hands or by a ballot in writing, the Chairman shall be entitled to a casting vote.

### **3.5 Irregularity in Calling Member Meetings**

- i. The statement of the Secretary or President that notice has been given pursuant to this By-law shall be sufficient and conclusive evidence of the giving of such notice as required under this By-Law.
- ii. No error or omission in giving notice of or in the conduct of any business at any Members' Meeting or any adjourned Members' Meeting shall invalidate such meeting or make void any proceedings taken in good faith.

### **3.6 Adjournments**

- i. Any Members' Meeting may be adjourned to any time and from time to time and such business may be transacted at such adjourned meeting as might have been transacted at the original Members' Meeting from which such adjournment took place.
- ii. Provided it is announced at the Members' Meeting, the time and location of the adjourned meeting, no additional notice shall be required for business to be transacted at the adjourned Members' Meeting.

## **4.0 BOARD OF DIRECTORS**

- i. The affairs of DPPO shall be managed by a Board of Directors.
- ii. There shall be no less than 5 members of the Board of Directors and no more than 7 members of the Board of Directors.
- iii. In the event that there are less than 7 members of the Board of Directors after the election at the Annual General Meeting, then a majority of the validly elected members of the Board of Directors, the Board of Directors may, if so advised, appoint such additional Member(s) to the Board of Directors to fill any vacancies (to bring the total number of Board of Directors up to a maximum of 7 board members). Any such appointment(s) shall continue until the next Annual General Meeting and such appointees shall have all the rights and responsibilities as a Director elected at an Annual General Meeting.
- iv. Be a registered property owner and a paid Member of DPPO or be an adult child of a Member of DPPO, resident of Ontario and so designated by a Member of the DPPO to represent the Member on the Board of Directors.



## 4.1 Requirements for a member of the Board of Directors

- i. No person shall be elected at an Annual General Meeting to the Board of Directors unless the person is:
  - a) at least 18 years of age; and
  - b) a Member or a current Director whose term has or is expiring at the Annual General Meeting.

## 4.2 Election of the Board of Directors

- i. Each Director shall be elected for a period of two (2) years.
- ii. At each Annual General Meeting, the Members shall elect Directors, to fill any vacancies on the Board of Directors.
- iii. In order to ensure continuity in the Board of Directors, where possible, the election of Directors elected at the Annual General Meeting shall alternate by the election of four (4) Directors in one year followed by the election of three (3) Directors in the following year.
- iv. Persons seeking to stand as a candidate at the Annual General Meeting for the position of Director for any upcoming vacancies on the Board of Directors shall provide written notice of their intention to stand for election as Director at the Annual General Meeting. Such notice must be in the form attached hereto as Schedule B and must be provided to the Secretary at least 2 weeks prior to the Annual General Meeting. Any person seeking to stand as a candidate for the position of Director must be present at the Annual General Meeting.
- v. Each candidate for the position of Director may address the Annual General Meeting for not more than 2 minutes or such additional time as set by the Chairman of the meeting.
- vi. The election to the Directors shall be by majority vote of the Members present or by proxy at the Annual General Meeting. Such a vote may be conducted by a show of hands; however, the Chairman of the meeting may call for such voting to be held by way of written ballot. In the event that there are more qualified candidates than the number of vacant seats on the Board of Directors to be filled, the Board of Directors shall call for a vote by ballot in writing. Each Member may cast one vote for each of the number of Director vacancies to be filled (for example, if there are three vacancies, each Member of the DPPO may cast three votes). The Director candidates with the greatest number of total votes for the Director vacancies shall be elected to the vacant positions on the Board of Directors.

### 4.3 Retirement or removal of a Member of the Board of Directors

- i. Any Director who voluntarily retires or is removed during his tenure shall be replaced by a new Director who shall be elected at the next Annual General Meeting, and who shall serve for the balance of the Director's retired or removed term.
- ii. The Members may remove a Director, by resolution passed by at least two-thirds of the votes cast at the Annual General Meeting or a Special Membership Meeting called for the purpose of removing the Director.
- iii. Any vacancy on the Board of Directors may be filled by appointment by a majority of the remaining the Board of Directors until the next Annual General Meeting.

### 4.4 Board of Director Meetings

- i. A majority of the Directors shall form a quorum for the transaction of DPPO business.
- ii. Except as otherwise required by law, the Board of Directors may hold its meetings at any place within Ontario as it may from time to time determine. The Board of Directors may hold Board of Director meetings where one or more Directors participate by telephone conference call or by way of internet connection, in which case, such Directors will for all purposes be in attendance for the purpose of transacting DPPO business at the Board of Directors' Meeting.
- iii. No formal notice of any Board of Directors' meeting shall be necessary if all the Directors are present, or if those absent have signified their consent to the Board of Directors' meeting being held in their absence.
- iv. If necessary, the Board of Directors' meetings may be formally called by the President or the Vice-President or by the Secretary on the direction of the President or on the direction in writing of any two Directors.
- v. Notice of such Board of Directors' meeting shall be delivered by telephone or electronic means or faxed to each Director not less than three (3) days before the meeting is to take place. The Board of Directors may appoint a day or days in any month or months for regular meetings at an appointed hour, in which case no further notice is required.
- vi. The statement of the Secretary or President that notice has been given pursuant to this By-law shall be sufficient and conclusive evidence of the giving of such notice to permit the Board of Directors' meeting to proceed.

- vii. A Board of Directors' meeting may also be held, without any further notice, immediately following the Annual General Meeting. In any event, a Board of Directors meeting must be called within 45 days of the Annual General Meeting.
- viii. The Board of Directors may adjourn any meeting or any item to be discussed or decided at any meeting as a majority of them see fit.
- ix. No errors or omissions in giving such notice for a meeting of Directors shall invalidate such meeting or invalidate or make void any proceedings taken or had at such meeting.

#### **4.5 Business at a Board of Directors' Meeting**

- i. The Board of Directors shall exercise their rights and responsibilities to further the Purpose and Establishment of the DPPO set out in Section 1 herein.
- ii. The Board of Directors of DPPO shall, in furtherance of the Purpose and Establishment of the DPPO:
  - a) administer the affairs of DPPO in all things including setting a budget from time to time and ensuring, to the extent reasonably possible, that expenditures are consistent with the current budget;
  - b) establish a Reserve Fund for the DPPO and review and revise such Reserve Fund as may be reasonably required;
  - c) on behalf of DPPO, enter into any kind of contract(s), agreement(s) or incur such legal obligation(s) which DPPO may lawfully enter into; and
  - d) exercise all such other powers and perform all such other acts and things as DPPO is authorized at law to conduct, contract or perform.
- iii. The Board of Directors shall not incur any liability or expenditure exceeding \$10,000.00 unless such liability or expenditure has been first by approved by the Members at an Annual General Meeting or at a Special Membership Meeting called to specifically approve incurring such a liability or expenditure.
- iv. All business transacted at Board of Director Meetings shall be by a simple majority of Directors present. All votes at any such meeting shall be taken by ballot in writing if so demanded by any Director present, but if no demand be made, the vote shall be taken by a show of hands. In case of a tie in voting, the Chairman, in addition to his original vote, shall have a second or casting vote.
- v. A declaration by the Chairman that a resolution has been carried and an entry to that

effect in the Minutes shall be *prima facie* evidence of the fact.

#### **4.6 Remuneration of Directors**

- i. The Directors shall receive no remuneration for carrying out their responsibilities as Directors.
- ii. Provided first approved by the Board of Directors, a Director(s) may be reimbursed their reasonable out-of-pocket expenses incurred in respect of the direct performance by them of their duties on the Board of Directors.

#### **5.0 OFFICERS OF DPPO**

- i. There shall be a President, a Vice-President, a Secretary and a Treasurer (or in lieu of a Secretary and Treasurer, a Secretary-Treasurer) and such other officers as the Board of Directors may appoint from time to time. (“Officers of DPPO”)
- ii. One person may not hold more than one office except the office of Secretary and Treasurer to be called Secretary-Treasurer.
- iii. The President, Vice-President and a Secretary and a Treasurer (or in lieu of a Secretary and Treasurer, a Secretary-Treasurer) shall be elected by the Board of Directors from among the members of the Board of Directors at the first meeting of the Board of Directors after the Annual General Meeting.
- iv. Other Officers of DPPO may be appointed from time to time by the Board of Directors from the Members.
- v. Unless prior approval by resolution of the Board of Directors, the Officers shall not be paid any remuneration for holding their positions but shall be reimbursed for all reasonable expenses directly incurred in performing their responsibilities as officers.

#### **5.01 Duties of President and Vice- President**

- i. The President shall, when present, preside as Chairman at all Members’ Meetings and of the Board of Directors.
- ii. The President shall also be charged with the general management and supervision of the affairs and operations of DPPO on behalf of the Board of Directors. The President shall be ex-officio a member of all committees.

- iii. During the absence or inability of the President, his duties and powers may be exercised by the Vice- President or such other Director(s) as the Board of Directors may from time to time appoint.

## 5.02 Duties of Secretary

- i. The Secretary's duties and responsibilities include:
  - a. attendance at all meetings of the Board of Directors and record all facts and minutes of all proceedings in the books kept for that purpose;
  - b. giving all notices required to be given to Members and to Directors;
  - c. be the custodian of all books, papers, records, correspondence, contracts and other documents of the DPPO, unless directed to deliver up, by a resolution of the Board of Directors, to such person or persons as may be named in the resolution for a specified purpose and duration;
  - d. Maintenance of an up-to-date list of the Members of DPPO including names, Duclos Point address, email address, and where possible, local and permanent or seasonal telephone numbers of Members;
  - e. To prepare and ensure any filings or reports required under any applicable corporations legislation, Income Tax filings or other filings and reports required by law; and
  - f. Such other duties as may be designated by the Board of Directors.
- ii. The Secretary's duties may be performed by the Secretary's designate approved by the Board of Directors.

## 5.03 Duties of Treasurer

- i. The Treasurer's responsibilities include:
  - a. keep full and accurate accounts of all receipts and disbursements of DPPO in proper books of account;
  - b. shall deposit and record all monies or other valuable effects in the name and to the credit of DPPO in such bank or banks as may from time to time be designated by the Board of Directors. All deposits shall be made in the form they are received

by the Treasurer;

- c. disburse the funds of DPPO as directed by the Board of Directors, taking proper vouchers and receipt thereof ;
- d. render to the Board of Directors at the regular meetings thereof or whenever required of him, an account of all transactions as Treasurer, and the current financial position of DPPO;
- e. prepare a Budget for the current annual year for consideration and approval of the Board of Directors and amend the Budget from time to time as may be required and approved by the Board of Directors;
- f. be responsible for recording the Membership Financial Obligations of the Members;
- g. at the Annual General Meeting present the Financial Statement for the past year and Budget for the upcoming year; and
- h. Such other duties as may be designated by the Board of Directors.

#### **5.04 DPPO Financial Reporter**

- i. The Members, at an Annual General Meeting, shall appoint an accredited accountant or a person suitably qualified and experienced in financial matters, to record and report the financial activities of the DPPO. (“Financial Reporter”)
- ii. As soon as practicable after the conclusion of each fiscal year of DPPO, the Treasurer shall prepare the books and accounts for that year, and shall submit them to the Financial Reporter who was appointed at the Annual General Meeting of DPPO.
- iii. The Board of Directors shall set remuneration for the Financial Reporter whose remuneration (exclusive of disbursements reasonably incurred) shall not exceed the fee amount set by the Members of DPPO at the Annual General Meeting.

#### **5.05 Other Duties of Officers**

- i. All other officers of DPPO shall perform such duties as may be prescribed by the Board of Directors.

## 5.06 Execution of Documents

- i. All legal obligations and documentation of the DPPO must be in writing and shall require two signatures. No corporate seal is required for any DPPO documentation.
- ii. The President and the Secretary (or other officer designate by resolution by the Board of Directors for the purpose) shall be the authorized signatories for all contracts and documents of the DPPO including:
  - a. all deeds, transfers, licenses, contracts and corporate documents of any nature; and
  - b. all cheques, bills of exchange or other orders for the payment of money, notes or other evidence of indebtedness issued in the name of DPPO.

## 6.0 MEMBER'S FINANCIAL OBLIGATIONS

- i. "Member's Financial Obligations" shall consist of:
  - a) Annual Membership Dues; and
  - b) Any Special Assessments.
- ii. Owners of multiple contiguous property on Duclos Point or non-contiguous property on Duclos Point shall pay their Member's Financial Obligations in the manner set out above.
- iii. The Board of Directors are authorized to take such steps, as may be permitted by law, to collect unpaid Member's Financial Obligations, and to restrict the use of the Duclos Point Park and other property and assets of DPPO.
- iv. Any owner of property on Duclos Point who sells his property may transfer his Membership in DPPO, free of charge, to the purchaser for the balance of the financial year, provided that the seller's Membership in DPPO is not in default of any Member's Financial Obligation.
- v. Notwithstanding the above, in exceptional circumstances, the Board of Directors may agree to the payment of Member's Financial Obligations in in equal installments over a period of time designated by the Directors.
- vi. In the case of default by a Member, or a former Member or a purchaser from a former Member, the Board of Directors may, in its discretion, and upon payment in full of such sum as the Board, in its discretion, may determine, grant or restore, as the case may be, full Membership in DPPO.

## 6.01 Annual Membership Dues

- i. The annual dues of the Members of DPPO shall be fixed by the Board of Directors as soon as practicable after the conclusion of the prior fiscal year on March 31st (“Annual Membership Dues”) but not later than the Annual General Meeting.
- ii. The Annual Membership Dues shall be due and payable immediately upon of notification of same, in writing, from the President or Secretary or Treasurer.
- iii. At the Annual General Meeting, the quantum of the Annual Membership Dues as fixed by the Board of Directors shall only be changed if a two- thirds majority of the Members determine and set a new quantum of fees.
- iv. In the event of such a change in the Annual Membership Dues, the President or Secretary shall forthwith notify all Members of the change, and in the case of a reduction in the amount of the Annual Membership Dues, the Treasurer shall mail with such notice, a refund to any Member who has already paid his dues, in an amount equal to the said reduction.
- v. Any Member in default of payment of the Annual Membership Dues within 30 days of their due date ceases to be a Member and may not vote at any Member’s Meeting unless the outstanding Annual Membership Dues are paid in full by cash or certified cheque prior to the commencement of the said meeting.

## 6.02 Special Assessment

- i. The Board of Directors, with the approval of  $\frac{3}{4}$  (75%) of the Members of DPPO at an Annual General Meeting or Special Membership Meeting where notice has been given to levy a special assessment to Members, may impose a special assessment of the Members of the DPPO.
- ii. A Special Assessment shall be enforced and liable to the same restrictions as payment of Annual Membership Dues.
- iii. Any Member in default of payment of a Special Assessment within the time prescribed by the Board of Director ceases to be a Member and may not vote at any Member’s Meeting unless the outstanding Special Assessment is paid in full by cash or certified cheque prior to the commencement of the said meeting.



## **7.0 GENERAL PROVISIONS**

### **7.01 Notice**

- i. Whenever notice is required to be given under this By-Law, such notice may be given, in the same manner as notice may be given for the Annual General Meeting.
- ii. Members are required to provide and maintain with the Secretary their up to date email addresses and their telephone numbers.

### **7.02 Borrowing, Sale of Assets**

- i. For the purpose of capital expenditures, no money shall be borrowed on the credit of DPPO nor shall securities of DPPO be issued, sold or pledged, nor shall any of the real or personal property of DPPO be sold, charged, mortgaged, hypothecated or pledged, nor shall any easement be granted, without the approval of a  $\frac{3}{4}$  (75%) of the Members of DPPO present at an Annual General Meeting or a Special Membership Meeting duly called for the purpose of considering same.
- ii. In the event that there is any procedural matter which has not been provided for herein, the President shall have the authority to determine such procedural matter in a manner not inconsistent with any provision(s) of this by law

### **7.03 Insurance**

- i. The Board of Directors shall consider and determine the need and terms of any insurance for its assets, liabilities, including any director and officer's liability and shall put such insurance into effect. This expense shall be deemed to be a reasonable expense of the DPPO.

### **7.04 Use of Real Property**

- i. No Member shall, without the prior written permission of the Board of Directors, use, or permit any person to use, directly or indirectly, any of the real property owned by DPPO, for any purpose contrary to the rules governing the use of DPPO property as established by the Board of Directors and posted on the DPPO website.
- ii. No Member shall give general permission to any person to use, in any manner, any of the real property owned by DPPO, but a Member may give specific permission to a guest, on

a temporary basis only, to make use of the said property, provided that the guest is accompanied by the Member or a member of his immediate family.

- iii. The Board of Directors may enact Rules governing the use, by Members of the real property and assets owned by DPPO. (“Rules of the DPPO”)
- iv. A tenant(s) of the property of the Member of the DPPO, who has a valid and bona fide lease for at least 2 months and who has provided a copy to the Board of Directors annually, then the tenant(s) and all specified occupants in the lease may use the real property owned by the DPPO without the need for a Member of the DPPO to accompany them.
- v. A tenant(s) of the property of the Member of the DPPO, who has a valid and bona fide license with the Town of Georgina and who has provided a copy to the Board of Directors, then the tenant(s) and all specified occupants may use the real property owned by the DPPO without the need for a Member of the DPPO to accompany them.

## **7.05 Privacy Laws**

- i. The Board of Directors and all officers of DPPO shall comply with all privacy legislation applicable to any personal confidential information received from any members.

## **7.06 General Authority of the Board of Directors and President**

- i. In the event that there is any substantive matter which has not been provided for herein and requires a decision by the DPPO which cannot await a General Meeting, the Board of Directors shall have the authority to deal with such matter in furtherance of the goals and aims of the DPPO and shall report such matter at the next General Meeting.
- ii. In the event that there is any procedural matter which has not been provided for herein, the President shall have the authority to determine such procedural matter in a manner which is reasonable and fair with regard to the goals and aims of the DPPO provided such procedural matter is not inconsistent with any provision(s) of this by law.

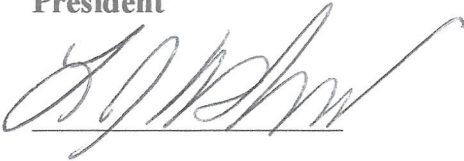
## **8.0 PRIOR BY-LAWS REVOKED**

- i. All prior by-laws of DPPO are hereby revoked.
- ii. The enacting of new By-Law(s) or amendments to or revocation of any existing By-Law(s) may be enacted, amended or revoked as follows:

- a) The proposed enactment, amendment or revocation of a By-Law(s) shall first be approved by way of a resolution by the majority of the Board of Directors; and
- b) The proposed new By-Law(s), amendment or revocation of an existing By-Law(s) shall be put before and voted on by the Members present at an Annual General Meeting and shall only become in effect and force when so approved by a majority of the Members present at that Annual General Meeting.

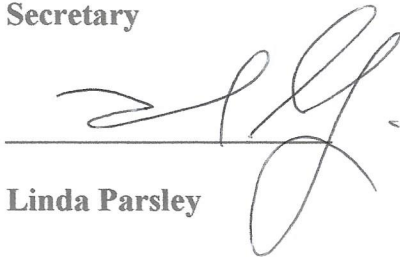
Approved by the Members of DPPO at the Annual General Meeting held on the 4<sup>th</sup> day of September, 2021.

**President**



**Linda Wahrer**

**Secretary**



**Linda Parsley**

**Schedule A**

**PROXY**

I, \_\_\_\_\_ (name), being an owner (or corporate/partnership/trust representative) of \_\_\_\_\_ (municipal address), entitled to be a Member of DPPO under its By-Laws and fully current with all Member Financial Obligations, hereby appoint \_\_\_\_\_ (proxy holder) as my proxy to attend all DPPO meetings and vote on my behalf.

This proxy shall continue to be valid and in full force until revoked in writing.

\_\_\_\_\_  
(name of person granting proxy)

Date:

**Schedule B**

**NOTICE OF INTENTION TO STAND AS A DIRECTOR OF THE DPPO**

I, \_\_\_\_\_, hereby give notice of intention to stand for election as a Director of the DPPO at the next Annual General Meeting on \_\_\_\_\_.

I certify that I am qualified to be a Member of the DPPO and that I am current with the Members Financial Obligations.

I provide the following information for consideration at the Members at upcoming Annual General Meeting:

Name:

Occupation:

Reasons why I would like to be a Director of DPPO:

Other relevant information I would like the Members to know prior to the election of Director's:

Signed: \_\_\_\_\_ Dated: \_\_\_\_\_