

Toronto Islands Residential Community
Trust Corporation

Governance By-law 5

This by-law amends and replaces all preceding by-laws.

A by-law which contains the rules for the governance of the Toronto Islands Residential Community Trust Corporation.

Approved by the Board of directors on September 9, 1994.

Approved by the Toronto Islands Residential Community on September 12, 1994.

Amendments approved by the Toronto Islands Residential Community on March, 2000.

Approved by the Board of Directors on November 5, 2008.

Approved by the Toronto Islands Residential Community on October 23, 2008.

Table of Contents

Article 1: About This By-law	3
1.1 Purpose of This By-law	3
1.2 Priority of This By-law	3
Article 2: Community Membership	4
2.1 Community Membership	4
2.2 Membership List	5
2.3 Procedures for Membership List	5
2.4 Appeal of Voting Committee Decision	6
Article 3: Community Decision Making	7
3.1 Annual Community Meetings	7
3.2 Community Meetings	7
3.3 Place of Meetings	7
3.4 Notice of Official Community Meetings	8
3.5 Agenda of Official Community Meetings	8
3.6 Continuing an Official Community Meeting on Another Date	10
3.7 Quorum at Official Community Meetings	10
3.8 Attendance by Non-Members	11
3.9 Chair of Official Community Meetings	11
3.10 Secretary of Official Community Meetings	12
3.11 Voting	13
3.12 Majorities Required on Different Kinds of Decisions as Made at an Official Community Meeting or by Secret Ballot	13
3.13 Voting Methods	14
3.14 Ballots at a Polling Station	15
3.15 Proxy Votes	16
Article 4: Role of Board and Community	17
4.1 Powers of Board and Community	17
4.2 Fundamental Decisions	18
4.3 Making Fundamental Decisions	18
4.4 Limits on Community Control	19
4.5 Community's Right to Initiate Votes	20
Article 5: Voting Committee	21
5.1 Voting Committee	21
5.2 Duties of Voting Committee	21
Article 6: Notice	22
6.1 Defects in Notice	22
6.2 Delivery of Notice	22
6.3 Calculating Time for Notices	23
6.4 Giving Up Right to Notice	23
6.5 Notice to Trust	23
Article 7: Governance By-law Takes Effect	24
7.1 Relation to Homeowners Lease By-law	24
Appendix A: Definitions	25
Appendix B: Proxy Form	27

Governance By-law 5

This By-law contains rules governing the relationship between the Toronto Islands Residential Community Trust Corporation and the Toronto Islands Residential Community. The *Toronto Islands Residential Community Stewardship Act, 1993, as amended*, Statutes of Ontario 1993, chapter 15 and Ontario Regulation 817/93 made under the *Act* regulate the Trust. Certain parts of the *Act*, the *Regulation* and the Trust's other by-laws contain rules which are not included in this By-law. People should refer to them when questions come up.

Certain words and phrases used in this By-law are defined in Appendix A. Those words and phrases have the meanings stated in Appendix A when used in this By-law unless the context requires a different meaning.

Certain words and phrases are defined in the *Act*. Those words and phrases have the same meaning when used in this By-law unless they are redefined in Appendix A or unless the context requires a different meaning.

Article 1: About This By-law

1.1 Purpose of This By-law

Under the *Act* the objects of the Trust include managing the Trust lands and the houses and other buildings on the Trust lands. The *Act* makes the Board legally responsible for managing the affairs of the Trust and for performing specific duties stated in the *Act*.

The Board has determined that the best way to manage the affairs of the Trust and to carry out its duties is through community participation and consent. This By-law defines the community and states procedures for community participation in decision making.

1.2 Priority of This By-law

This By-law amends parts of By-law No. 1 of the Trust. Article 2 and Article 11 of By-law No. 1 are repealed. If there is a conflict between this By-law and other parts of By-law No. 1, this By-law will govern.

Article 2: Community Membership

2.1 Community Membership

(a) Under the by-laws of the Trust certain people are considered members of the community. References to the community or community members or members refer only to them. They are not members of the Trust, but they have a relationship with the Trust as community members.

(b) Community members means people who are on the membership list referred to in 2.2.

All individuals who are eighteen years old and over, or who are sixteen or seventeen years old and don't live with their parents or guardians, are entitled to be on the list if they are

- (i) owners of a house and land lease on the Trust lands,
- (ii) members of the co-op (except any members whose main residence isn't on the Trust lands), or
- (iii) other people whose main residence is on the Trust lands and whose main residence has been on the Trust lands for at least six months.

(c) Where someone is qualified to be a community member only under clause (iii) of paragraph (b) and their main residence is a house owned by that person's spouse, then that person will continue to be a community member even if their main residence is temporarily no longer on the Trust lands, so long as the house continues to be the principal residence of the owning spouse, as provided in the Standard Homeowner's Lease.

(d) A person who is of unsound mind and has been so found by a court in Canada or elsewhere may become or remain a community member. However, neither that person nor his or her legal representatives will be entitled to exercise rights under this By- law.

2.2 Membership List

(a) The Trust will have a list of community members. The list will include the name and address of the member. The address must be on the Trust lands. The list may be in paper form or computer form. Only people who are on the list can vote at an official community meeting or ballot at a polling station.

(b) The Voting Committee will keep the list up to date. See 2.3. It will set procedures to permit people to apply to have themselves or anyone else added to the list or to have anyone removed from the list. Corrections may be made until the day before any official community meeting or ballot at a polling station. No corrections may be made after that time until after the meeting or ballot.

2.3 Procedures for Membership List

(a) The Voting Committee will investigate all facts that are needed to determine whether someone is a member. They will establish an application form to be used by people mentioned in 2.1 (b) (iii) to apply to be on the list. The

committee can rely on statements about individual qualifications from the person involved, co-op Board or staff, Trust Board or staff, community members or others.

(b) The membership list will include everyone shown as an owner on the Trust register under section 26 of the *Act*, unless they don't meet the age qualifications in 2.1 (b). No-one will be recognized as an owner if not shown on the register unless it is demonstrated that there is an error in the register. Anyone deleted from the register will be deleted from the membership list unless it is demonstrated that there is an error in the register.

(c) Only an owner can be considered a community member under 2.1 (b) (i). *Mortgagees or other people who may have an interest in a house and land lease will not be considered community members.* The membership list will be updated whenever the Trust register changes.

(d) The membership list will include everyone shown on the co-op's register of members under the *Co-operative Corporations Act*, or any other membership list that is normally kept and relied on by the co-op for its own meetings, unless they don't meet the age qualification in 2.1 (b) or residence qualification in 2.1 (b) (ii). No-one will be recognized as a co-op member if not shown on the co-op register or list unless it is demonstrated that there is an error in the co-op register or list. Anyone deleted from the co-op register or list will be deleted from the membership list unless it is demonstrated that there is an error in the co-op register or list. The Voting Committee will arrange to obtain copies of the co-op register or list or changes in them as necessary to keep the membership list up to date.

(e) The Voting Committee will check the qualifications of people mentioned in 2.1 (b) (iii) on a regular basis. If they propose to remove anyone from the list, they will give them notice at the address shown on the list. The right of appeal in 2.4 will apply.

(f) The administrative work for keeping up the membership list will be performed by the Voting Committee with support from the Trust Administrator.

(g) The Trust Administrator will keep charge of the list. The list will be available for examination by members of the community at reasonable times, but copies can not be given out except on Trust or community business. The Voting Committee can post copies of the list, if they wish.

2.4 Appeal of Voting Committee Decision

(a) If anyone is not satisfied with a decision of the Voting Committee relating to the membership list, they can appeal the decision by delivering a written notice to the Trust Board via the Trust Administrator. This notice should state any reasons for the basis of an appeal.

(b) If there is an appeal, the Voting Committee will deliver written reasons explaining their decision within five days of receipt of the appeal notice. If the person provides enough additional information, the committee may change their decision.

(c) The Board will consider the appeal at a Board meeting held within a reasonable time. Ten days' written notice of the Board meeting will be given to the person who appealed and the chair of the Voting Committee. They may be present at the meeting and be represented by agent or counsel. They will have an opportunity to be heard. They may be excluded for private discussion and voting by the Board. The decision of the Board will be final.

(d) If the appeal is not finished by the time of an official community meeting or ballot at a polling station, the committee's decision will stand for that meeting or ballot.

Article 3: Community Decision Making

3.1 Annual Community Meetings

The Trust must hold an annual official community meeting no later than six months after the end of the Trust's fiscal year.

3.2 Community Meetings

Amended 3/2/2000

The Board must call official community meeting at least once a year in addition to the annual meeting. The Board can call additional official community meetings. A motion passed at an official community meeting can call other official community meetings. Official community meetings can also be called as stated in Article 4 of this By-law.

3.3 Place of Meetings

Official community meetings must be held on the Trust lands.

3.4 Notice of Official Community Meetings

Notice of an official community meeting must be given to the community members not less than seven days nor more than thirty days before the date of the meeting. The Board can give less notice, if it feels there is an emergency or there are other circumstances that warrant it. Notice must include the time and place of the meeting. Notice must be given to everyone who is shown as a member on the community membership list on the day before the notices are sent out. Article 6 states rules for giving notice.

3.5 Agenda of Official Community Meetings

The rules dealing with the agenda for official community meetings are designed to ensure that people are aware of what decisions are going to be made, so they can decide whether or not to come to the meeting and plan on how to deal with the issues.

(a) The agenda for each annual official community meeting must include

- receiving the auditor's report, and
- approving the financial statements.

(b) The Board sets the advance agenda for all official community meetings. It usually includes reports from the Board, committees and staff.

The notice calling the official community meeting must include the advance agenda. It must state the general nature of the items that the community will consider. Members can raise any matter at a meeting but they cannot vote on it if it was not included in the advance agenda.

Members can add items to the advance agenda as stated in 3.5 (d) and (e).

(c) At the meeting the community can adopt the advance agenda with or without changes. However, they can only vote on

- items on the advance agenda that were included in the notice of meeting distributed by the Board,
- items on the advance agenda that were included in a notice given under 3.5 (d) or (e).

(d) Community members can ask to have an item put on the advance agenda. They should speak to the chair or another Board member and ask them to put the item on the advance agenda. However, whether or not they do that, members can have an item added to the advance agenda by giving the secretary of the Trust notice of the item at least 72 hours before the deadline for sending out the notice for the meeting. The notice must be in writing, signed by at least ten percent of the community members.

(e) If the members do not give notice to the secretary in time to put an item on the advance agenda under (d), they can do so themselves by giving written notice at their own expense directly to all community members at least five days before the

date of the meeting. The rules in Article 6 apply as if the Trust were giving the notice. The notice must be signed by at least ten percent of the community members.

- (f) Any items which members add under (d) or (e) will be put at the end of the advance agenda. The members can change the order of the agenda during the meeting.
- (g) The procedures in 3.5(d) and 3.5(e) can't be used where the item involves changing, reconsidering or repealing a decision made within the preceding six months. Members who wish to change, reconsider or repeal a decision must use the procedure in 4.5.
- (h) A copy of a proposed by-law or budget does not have to be given with the advance agenda or notice of meeting. However, a copy must be given to each member as stated in 6.2 at least seven days before the meeting.

3.6 Continuing an Official Community Meeting on Another Date

- (a) If business is not completed at an official community meeting, the community can make a decision to continue the meeting on another date. The community can set a specific date, or state how a date will be chosen. A majority vote is needed to make the decision. (See 3.11-3.13)

The agenda of the original meeting will be followed at the continued meeting unless the members at the original meeting or the continued meeting decide to change the order of the agenda or delete items from the agenda.

- (b) If the members at an official community meeting set a specific date for a continued meeting, notice will be posted near the ferry dock. There is no need to give any other notice. If they do not set a specific date, the Board must give at least 48 hours notice of the continued meeting in the same way as notice of the original meeting. The members at an official community meeting can decide on a different notice period for the continued meeting.

- (c) Decisions made at a continued meeting will have the same effect as if they were made at the original meeting.

3.7 Quorum at Official Community Meetings

- (a) Quorum at official community meetings means the minimum number of members who must be present for official decisions to be made or business to be transacted. To count in a quorum the members must be present in person and not by proxy.

If there is no quorum, anything discussed has no official status.

Amended 3/20/2000 (b) Fifty community members make up a quorum.

- (c) An official community meeting must be called off if a quorum has not arrived thirty minutes after the meeting is scheduled to start. The members who are present can vote to continue the meeting on a date not less than five and not more than fifteen days later. There must be at least 48 hours notice of the continued meeting.
- (d) If members have requisitioned an official community meeting under 4.5 and there is no quorum present thirty minutes after the meeting was scheduled to start, the meeting must be called off. Those present do not have the right to continue the meeting as in 3.7 (c). The Board does not have to call another meeting in response to the requisition.

3.8 Attendance by Non-Members

- (a) Trust directors and employees of the Trust who are not members have the right to attend and speak at official community meetings unless the members at the meeting decide something else. They cannot vote or make motions.
- (b) Other non-members can attend and speak at official community meetings only if the chair gives them permission. The community can reverse the chair's decision. Non-members cannot vote or make motions.

3.9 Chair of Official Community Meetings

- (a) The chair will run official community meetings. The Board can appoint a chair for each official

community meeting. A person can be appointed to chair one meeting or a series of meetings. The chair does not have to be a community member.

- (b) If the Board has not appointed a chair, the members will choose a chair by majority vote using a show of hands. A person can be appointed to chair one meeting or a series of meetings. If the Board has appointed a chair, the members must consider that person to chair official community meetings. If the Board proposes a chair or appoints a chair that members indicate by a majority vote using a show of hands that they are not in favour of, or do not approve, then an alternate selection process can take place.
- (c) The chair does not vote unless there is a tie or the vote is by secret ballot or by secret ballot at a polling station. If there is a tie on a ballot, the chair cannot vote a second time. The chair must be a community member in order to vote.
- (d) Members can appeal when they disagree with a ruling of the chair. The appeal needs a seconder, and is not discussed. Both the chair and the member who made the appeal can give their reasons. The question: “Do we confirm the decision of the chair?” is put to the vote. The chair does not vote. If the vote is tied, the chair’s ruling is confirmed.
- (e) The chair does not have to resign if an appeal is supported by a majority of members. Members have the right to decide how their meetings should be run. An appeal is not a vote of non-confidence. It is simply a way for members to control their meeting.

3.10 Secretary of Official Community Meetings

- (a) The secretary will take minutes of official community meetings. The Board will appoint a secretary for each official community meeting. A person can be appointed secretary for one meeting or a series of meetings. The secretary does not have to be the secretary of the Trust. The secretary does not have to be a community member. The secretary can be a Trust staff member.
- (b) If the Board has not appointed a secretary, the members can choose someone. A person can be

appointed secretary for one official community meeting or a series of meetings. If the Board has appointed a secretary, the members must consider that person as secretary for official community meetings. If the members do not approve that person, they can appoint someone else.

- (c) The secretary will take minutes of official community meetings. The minutes will include the result of any secret ballot at a polling station taken shortly after the meeting.
- (d) A record of attendance at meetings will be kept by the Voting Committee. It will be signed by one of the committee members and inserted in the Trust minute book. It will not be considered part of the minutes.
- (e) After the meeting the secretary will arrange for the minutes to be typed, signed by the secretary and chair and inserted in the Trust minute book.
- (f) The minutes of all official community meetings should be made available to the community as soon as possible after the meeting. For example, this can be done by publishing the minutes or a summary in the community newsletter or putting them up in a prominent location.
- (g) A copy of the minutes must be available to community members in the Trust office at reasonable times.

3.11 Voting

(a) Every person mentioned in clauses (i) and (ii) of 2.1 (b) has the right to vote on a budget. Every such person has one vote.

(b) Every person mentioned in clauses (i) and (ii) of 2.1 (b) has the right to vote on levies. Every such person has one vote.

(c) On decisions other than budget or levies every member of the community as defined in Article 2.1 (b) has the right to one vote.

(d) Despite the above, voting for community directors is governed by the Voting By-law and voting on changing the Standard Homeowner's Lease is governed by the Lease.

3.12 Majorities Required on Different Kinds of Decisions as Made at an Official Community Meeting or by Secret Ballot

- (a) A majority vote is needed to make any decision at an official community meeting or secret ballot at a polling station, unless a by-law states differently.
- (b) A majority vote is needed for the community to approve this by-law.
- (c) A majority vote is needed for the community to approve other by-laws.
- (d) A two-thirds majority vote is needed for the community to amend a by-law.
- (e) Despite what is stated in this by-law, other by-laws and the Standard Homeowner's Lease can state different majorities that are required to amend them or parts of them. Those statements will govern.
- (f) An abstention is not counted as a vote. A tie vote defeats the motion.

3.13 Voting Methods

- (a) For the community to make any decision an official community meeting must be held. Depending on the type of decision or the wishes of the meeting a vote will be held in one of the ways stated in this paragraph 3.13. If it is a secret ballot at a polling station, 3.14 also applies.
- (b) There will be three methods of community voting:
 - Votes can be by show of hands at an official community meeting.
 - Votes can be by secret ballot during an official community meeting. This is part of the meeting. Quorum rules apply.
 - Votes can be by secret ballot at a polling station after an official community meeting. This can be right after the meeting or at a later time.
- (c) Community votes on main motions on approving or changing budgets, on approving levies and on other

fundamental decisions will be by secret ballot at a polling station.

- (d) All other votes, including votes to amend any main motion referred to above, will be by show of hands at an official community meeting, except
- a vote will be by secret ballot during an official community meeting, if twenty percent of the members present (excluding proxies) request it, and
 - a vote will be by secret ballot at a polling station if decided by an official community meeting or by the Board.
- (e) Where a secret ballot during an official community meeting occurs at the end of the meeting, the meeting can decide to adjourn after collecting the ballots without waiting for the ballots to be counted and the result to be announced. A quorum must be present during the actual collection of the ballots. The Voting Committee will report the results to the Chair and secretary. The results will be made public within a reasonable time.

3.14 Ballots at a Polling Station

- (a) When a secret ballot is held at a polling station the same notice must be given as for an official community meeting. The wording of the question must be given in the notice.
- (b) Notice of the vote can be part of notice of an official community meeting. The fact that there will be a secret ballot at a polling station must be stated specifically. The time when the polling station will be open must be stated.
- (c) The wording of the question for a secret ballot at a polling station will be set by
- the Board, if it called the vote, or
 - an official community meeting, if it called the vote.

An official community meeting can make a minor change in the wording of a question even if the

Board called the vote. The Board can also approve minor changes in wording of the question. Changes referred to in this paragraph can be made after notice of the ballot was sent out.

- (d) When deciding to have a secret ballot at a polling station, the Board or community will determine the timing of the vote. The timing can be changed at that official community meeting. A new notice of the vote has to be given to the community according to Article 3.4.
- (e) The polling station or stations will normally be open immediately following a community meeting. The Voting Committee will conduct the ballot and count the votes. These procedures will also apply to the election of community directors with all appropriate changes. The Voting Committee will announce the number of people voting for and against the motion or for and against each alternative.
- (f) The quorum rules only apply to official community meetings. There is no quorum or minimum voting requirement for ballots at a polling station.

3.15 Proxy Votes

(a) Members can appoint another community member to vote for them at official community meetings or ballots at a polling stations if they are unable to attend a meeting or vote at a polling station because of ill health, disability or unavoidable absence from the Trust lands. The appointment must be in writing. It is called a proxy. The proxy form attached as Appendix B can be used. No one can hold more than one proxy at any official community meeting or for any ballot at a polling station.

(b) Only power to vote may be given by a proxy. A proxy may not deal with how the recipient can vote on specific issues or limit the power to vote on specific motions or specific points on a ballot. It may be limited to a specific official community meeting, ballot at a polling station or time period.

(c) All proxy forms must be submitted to the Voting Committee at least 24 hours before the vote. This can be done by fax. This must include written details of the reason why the member is unable to attend or vote.

(d) The Voting Committee will determine if the proxy will be accepted. If they reject a proxy, they will notify the member who appointed the proxy within a reasonable time and give an explanation of their reasons. This notice doesn't have to be given in time for the next official community meeting or ballot at a polling station.

(e) Proxies may be revoked at any time up to 24 hours prior to an official community meeting or ballot at a polling station. If the person who gave a proxy is present at a meeting, then the proxy is null and void.

(f) The procedures stated in Appendix B will apply.

of Board and Community

4.1 Powers of Board and Community

(a) The *Act* makes the Board legally responsible for managing the affairs of the Trust and for performing specific duties stated in the *Act*. The Board has determined that the best way to manage the affairs of the Trust and to carry out its duties is through community participation and consent under the system provided in this By-law.

(b) The powers of the community are

- nominating candidates for community directors under section 12 of the *Act* and under the Voting By-law,
- petitioning for removal of directors under the Voting By-law,
- approving fundamental decisions under 4.2 of this By-law, and
- initiating votes under 4.5 of this By-law.

4.2 Fundamental Decisions

Fundamental decisions of the Trust must be approved by both the Board and the community. The exceptions are stated in 4.3.

Fundamental decisions include

- adopting or changing any by-law,
- adopting or changing the Standard Homeowner's Lease,
- approving or changing the budget and/or levies, and

- motions on issues affecting the longterm character, financial viability and security of the Trust or the community.

Some of the decisions referred to above have special approval procedures under this by-law, other by-laws or the Standard Homeowner's Lease.

Fundamental decisions do not include routine administrative or minor decisions relating to the ongoing management of the Trust.

4.3 Making Fundamental Decisions

A fundamental decision will become effective when it is approved by both the Board and the community. Either the Board or the community can approve it first. If either of them makes changes to a version approved by the other, then it will be resubmitted until both the Board and the community have approved the same version.

There are three exceptions to this:

- The Board's decision will govern where 4.4 applies.
- The Board can make clerical or other very minor changes to a decision approved by the community. It will become effective in the form approved by the Board.
- The Board's decision will become effective two months after it was made, if
 - (a) an official community meeting (including a secret ballot at a polling station, if required under the by-laws) is called by the Board within one month after the Board decision, and
 - (b) no decision is made by the community within two months after the Board decision.

In addition to the formal process for community approval referred to above, the Board should organize a more general community consultation process on all issues that warrant it. The precise process would be decided on an issue by issue basis. It could include appointment of a committee to recommend and/or administer the consultation process.

4.4 Limits on Community Control

- (a) As stated in 4.1, the *Act* makes the Board legally responsible for managing the affairs of the Trust and for performing specific duties stated in the *Act*. Despite anything in the by-laws a community vote may not prevent the Board from performing its legal obligations. This applies whether the vote is by show of hands, secret ballot during an official community meeting or secret ballot at a polling station.
- (b) If the Board proposes not to abide by a vote of the community under this paragraph 4.4, it will provide written details of why it thinks the community vote would prevent it from performing its legal obligations. These will be given to community members as early as possible, and if possible, well in advance of taking any action that is inconsistent with the community vote. An official community meeting will be called under Article 3 to discuss the situation.

4.5 Community's Right to Initiate Votes

- (a) Twenty percent of the members can requisition the directors to call an official community meeting. They must sign and deliver a notice to the Trust's office. The notice must state the wording of the by-law or motion. There can be several copies signed by one or more members totaling at least twenty percent.
- (b) The Board must call and hold an official community meeting under Article 3 within one month of receipt of the notice. Instead of calling a special official community meeting, the Board can put the item on the advance agenda for any official community meeting within the month.
- (c) If the by-law or motion is one where a vote by secret ballot at a polling station is required under this By-law, then the notice given under Sec. 3.4 will state that the vote will be by secret ballot at a polling station.
- (d) If a by-law or motion has been voted on at an official community meeting or secret ballot at a polling station, then an official community meeting can be called under this paragraph to try to change, reconsider or repeal that decision. However, an

official community meeting cannot be called under this paragraph to consider for a second time a motion that would have the effect of changing, reconsidering or repealing a decision until six months after this was considered the first time.

- (e) If a decision has been acted on, then it can only be changed or repealed with the agreement of the Board.
- (f) Where a decision is made, or a decision approved by the Board is changed under this paragraph 4.5, then the Board must make a decision on what the community approved within one month.
- (g) If the Board doesn't pass what the community approved, it will provide written details explaining its reasons. These will be given to community members as early as possible, and if possible, well in advance of taking any action that is inconsistent with the community vote. An official community meeting will be called under Article 3 to discuss the situation.

Article 5: Voting Committee

5.1 Voting Committee

(a) The Board will appoint a Voting Committee made up of a minimum of three and a maximum of seven community members. Committee members will serve until the Board appoints people to replace them.

(b) The committee will have the specific duties stated in the by-laws. It will report to the Board and act on the Board's directions. The Board can remove committee members

- (c) The committee will elect a chair from among their members. The committee will set its own procedures. Quorum at committee meetings means the minimum number of members who must be present to hold a meeting and make decisions or transact any business. A majority of the committee members make up a quorum. Article 6 of By-law No. 1 will apply to the committee.
- (d) Committee members must be impartial and appear to be impartial. They must represent the community as a whole, rather than any special interest . A committee member should consider resigning from the committee before publicly supporting any

candidate for the Board or taking any strong public position on any significant community issue.

5.2 Duties of Voting Committee

The Voting Committee will be generally responsible for holding elections for community Board members, for trying to ensure that there are enough candidates for all positions, for conducting ballots at polling stations, for assisting in votes by secret ballot at official community meetings and be responsible for keeping up the membership list. . If requested, any Trust staff will work with the committee on things related to elections and community votes.

Article 6: Notice

6.1 Defects in Notice

A minor error or omission in any notice or procedure will not affect any decision made by the Board or an official community meeting or secret ballot at a polling station. This includes accidentally failing to give notice to a person entitled to it. It also includes a person's not receiving a notice that has been sent or delivered to their house.

6.2 Delivery of Notice

- (a) The Trust needs to give only one notice or one copy of a document by delivery to each house and co-op unit. This notice may be delivered electronically if requested by the member. This will be considered notice to all people who are community members under 2.1 (b) with respect to the same house or co-op unit. This applies in the case of
- notice of an official community meeting or secret ballot at a polling station,
 - notices and documents relating to enforcement of a Lease, except court documents, and
 - anything else delivered by the Trust.
- (b) Delivery as stated above will be considered "giving" or "delivery" of notice. The community member will be considered to have received the notice or document on the day of delivery. This will be true even though the house is vacant or the Trust

has other reasons to know that the notice or document was not actually received.

- (c) Any notice or other document can be
- handed personally to an adult who is in the house or co-op unit at the time of delivery
 - left in the mail box
 - taped to the door or slipped under the door, or
 - delivered in any other way to the house or co-op unit.
 - delivered electronically if requested by the member
- (d) Any notice or other document can also be delivered by registered mail addressed to the community member at the address shown for them on the membership list. Things that are sent by registered mail will be considered to have been delivered on the day on which they were mailed, whether or not they are actually received.

6.3 Calculating Time for Notices

When calculating the time for a notice, the date on which the notice is given is not counted, but the date of the meeting or event is counted. For example, a Board meeting is scheduled for Thursday, October 21. Suppose the By-law says that there must be a notice of ten days. Counting back ten days, including the day of the meeting, this count will end at Tuesday, October 12. Therefore, notice should be given on or before Monday, October 11. Sundays or holidays are included when counting.

6.4 Giving Up Right to Notice

Someone can give up their right to a notice or delivery of any document. This must be done in writing. It can be done before or after the time for delivery has expired.

6.5 Notice to Trust

Notices to the Trust must be in writing. They can be delivered personally to the chair of the Trust or delivered or sent by registered mail to the Trust at

102 Lakeshore Avenue
Ward's Island
Toronto, Ontario
M5J 1X8

Attention: Chair

Mailed notices will be considered received on the third day after mailing.

Article 7: Governance By-law Takes Effect

7.1 Relation to Homeowners Lease By-law

This By-law will take effect only when the Homeowner's Lease By-law of the Trust (including the attached Standard Homeowner's Lease) is approved by the community.

Appendix A: Definitions

Certain words and phrases are defined in the *Act*. Those words and phrases have the same meaning when used in this By-law unless they are redefined in this Appendix or unless the context requires a different meaning.

Certain words and phrases are defined in this Appendix. The words and phrases set out below have the following meanings when used in this By-law unless the context requires a different meaning:

- (a) **ACT:** *Act* means the *Toronto Islands Residential Community Stewardship Act, 1993* Statutes of Ontario 1993, chapter 15.
- (b) **AGENDA:** Agenda for an official community meeting means the list of things that are to be dealt with at the meeting. Advance agenda means the list that is distributed in advance of the meeting. It is prepared by the Board and may include additions as stated under 3.5 (d) and (e) and 4.5. The actual agenda is decided by the community members at the meeting. See 3.5 (c).
- (c) **BY-LAW:** A by-law is normally a continuing or longterm policy or set of rules or procedures adopted by a special procedure that is stated in the By-laws.
- (d) **BY-LAWS:** By-laws means the by-laws of the Trust, unless otherwise stated. It doesn't mean by-laws of the City of Toronto or any other body.
- (e) **COMMUNITY:** **The community or community members means people defined as members of the community in Article 2 of this By-law.**
- (f) **CO-OP:** The co-op means the co-operative housing corporation designated by the Trust.
- (g) **HOUSE:** House includes all buildings or structures on a single parcel of land leased or to be leased by the Trust. Where there is a house and a shed on a single parcel, they are considered a single house under this By-law.
- (h) **MOTION:** A motion is a proposal that a meeting adopt or do something. A motion is a main motion when it originates something, as opposed to a procedural motion or a motion to amend. Examples are a motion to approve a budget, levies or a by-law.
- (i) **OFFICIAL COMMUNITY MEETING:** An official community meeting or official meeting means a meeting called and held under Article 3 or 4.5 of this By-law. It has power to make decisions and take actions as stated in this By-law. An information meeting isn't an official community meeting.
- (j) **OWNER:** Owner includes each person who has signed a Lease. Each of them has rights and responsibilities as stated in the By-laws and the Standard Homeowner's Lease.
- (k) **REGULATION:** *Regulation* means Ontario Regulation 817/93 made under the *Act*.

- (l) **SECRET BALLOT AT A MEETING:** This is a method of voting at a meeting where votes are written. People aren't allowed to see how others vote. The vote can take place at any time during the meeting.
- (m) **SECRET BALLOT AT A POLLING STATION:** This is a method of voting where people mark ballots in secret at a place and time chosen for this. This doesn't happen at a meeting. It could happen immediately after a meeting is adjourned.
- (n) **SPOUSE:** Spouse means either of two people (whether or not of the same sex) who would be recognized as a spouse as defined by the Family Law Act.
- (o) **STANDARD HOMEOWNER'S LEASE:** The Standard Homeowner's Lease means the standard form of Homeowner's Lease adopted by the Homeowner's Lease By-law of the Trust. The Standard Homeowner's Lease includes all of the appendices to the Standard Homeowner's Lease and any amendments to the Standard Homeowner's Lease.
- (p) **TRUST LANDS:** The Trust lands means the lands leased to the Trust under section 16 of the *Act as amended* as defined in Appendix A 1.1(a).

Appendix B: Proxy Form

To: Toronto Islands Residential Community Trust Corporation

Cross out items that are not applicable and/or check items or fill in blanks.

I hereby appoint

to attend and act on my behalf and exercise my vote at

Check one:

_____ the official community meeting of the Toronto Islands Residential Community to be held on _____ and any adjournments of the meeting

_____ the ballot at a polling station to be held on _____

_____ all meetings and ballots at polling stations from _____ until _____

The reason why I will be unable to attend and vote in person is:

Check one:

_____ ill health

_____ disability

_____ unavoidable absence from the Trust lands

Details of the above are as follows:

This form must be signed on the reverse.

Date: _____)
)

) **Name:**
Witness: _____)

Paragraph 3.15 of the Governance By-law deals with the use of proxies.

Proxies may be given only to community members who are on the membership list. No-one can hold more than one proxy at any official community meeting or ballot at a polling station.

This proxy must be received by the Voting Committee, c/o Chair, 102 Lakeshore Avenue, Ward's Island, Toronto, Ontario, M5J 1X8, at least 24 hours before the official community meeting or ballot at a polling station. This can be done in person, by mail or by fax (203-6168).

Proxies may be revoked at any time. A revocation must be received at least 24 hours before an official community meeting or vote to be effective for that meeting or vote. Revocations can be delivered in the same way as a proxy as stated in the preceding paragraph. Proxies can also be revoked by attending an official community meeting.

This proxy will be reviewed by the Voting Committee or someone appointed by it. It may be rejected. If so, you will be notified in writing. The notice can be left at your address on the Trust lands or at the address of the proposed proxy.