

CONSTITUTION AND BY-LAWS OF SANDCASTLE COMMUNITY ASSOCIATION

ARTICLE I - NAME

The name of this organization is "Sandcastle Community Association."

ARTICLE II - DEFINITIONS

(a) The words "Constitution and By-laws" in this document refer to the "Constitution and By-laws of Sandcastle Community Association."

(b) The word "Association" in this document refers to the Sandcastle Community Association. id The word "Subdivision" in this document refers to "A Subdivision known as Sandcastle Estate composed of registered plans #1482, #1527, and #1583, in the Township of Tiny in the County of Simcoe in the province of Ontario as developed by a private company known as Sandcastle Estate Ltd.

ARTICLE III. DURATION

The duration of the Association shall be perpetual or until it is dissolved as provided in the Constitution and By-laws.

ARTICLE IV- DISSOLUTION

(a) The Association may be dissolved at any time by a two-thirds (2/3) majority vote of all the Members of the Association in good standing at the time of the vote, such vote to be conducted by the Executive Committee of the Association.

(b) The Executive Committee shall promptly conduct the vote provided for in IV (a) above when requested to do so by a petition to the President of the Association signed by at least twenty five percent 25% (of the Members of the Association in good standing at the time of the completion of the petition, such vote to be conducted by a registered mail ballot.

(c) In the event that the vote is in favor of dissolution, the Executive Committee shall act as agent for the Members of the Association and shall dispose of all the Association's physical assets-with the exception of all deeded lands-by public auction, private sale, or otherwise. Any and all assets and liabilities of the Association shall then be prorated to the Members of the Association in proportion to the dues that have in actual fact been paid by the Member in the fiscal year(s) in which the transactions described in this article (IV) were begun and completed.

ARTICLE V - OBJECTS

- (a) To care for and maintain property owned by the Association.
- (b) To set adequate dues for and collect such dues from the Members of the Association in order to provide funds with which to carry on the objects of the Association.
- (c) To carry on the objects of the Association without the purpose of gain for the Members and therefore to use any profits or other accretions to the Association solely for the promotion of these objects.
- (d) To promote the interest of persons owning property between Tiny Township Concessions XVII and XVIII within the Subdivision.
- (e) To advance the cultural and other interests of the summer and permanent residents of the Township of Tiny within the County of Simcoe in the Province of Ontario.
- (f) To promote aquatic and other athletic interest among the younger people of the residents mentioned in (e).
- (g) To provide By-laws governing the conduct of the Members using the property of the Association.

ARTICLE VI - THE SEAL

The Association shall have an official seal which shall be in the care of the Secretary Treasurer.

ARTICLE VII - FISCAL YEAR

The fiscal year of the Association shall commence on the first (1st) day of June and terminate on the thirty first (31st) day of May.

ARTICLE VIII - BILLS, NOTES, ETC.

All bills payable, notes, cheques, or other negotiable instruments of the Association shall be made in the name of the Association and shall be signed by the President and the Secretary-Treasurer. An officer or agent of the Association, directly or indirectly, shall have the power to make any bill payable, note, cheque, draft, warrant, or other negotiable instruments, endorse the same in the name of the Association, or contract or cause to be contracted any debt or liability in the name of or on behalf of the Association except as herein expressly prescribed and provided.

ARTICLE IX - MEMBERSHIP

- (a) Any person or persons) owning one (or more) lot(s) in the Subdivision is (are) required to maintain one full Membership per lot owned, to pay dues belonging to such Membership each fiscal year, and to maintain good standing within the Association so long as the lot(s) is (are) owned.
- (b) Members are deemed in good standing when they have settled their annual dues prior to the commencement of the fiscal year. Loss of standing is restored immediately upon settlement of any outstanding dues.
- (c) Memberships are ordinarily for lots rather than for any particular persons associated with such a lot. There is one Membership for each lot. No lot can have more than one Membership. One person can, however, hold as many Memberships as lots owned.
- (d) Members in good standing may be issued an annual Membership card showing lot and phase number.
- (e) Application for Membership may be made by persons who are not owners or residents in the Subdivision. To be approved such an application must receive an endorsement of two-thirds (2/3) of the Members in good standing. Successful applicants, to become Members in good standing, must pay the current annual dues or a part thereof and any additional equity that may be seen to be appropriated) the Members.
- (f) Lot owners, their family, relatives, guests, and any others who may have lawful access to a lot covered by these statutes shall abide by the bylaws, rules, and regulations of the Association.
- (g) In addition to this Constitution and By-laws there is in force a deed restriction schedule "E" which obliges each lot owner of the Subdivision to join the Association and to abide by its by-laws, rules, and regulations as enacted by the Members or the Executive Committee.

ARTICLE X - EXECUTIVE COMMITTEE

- (a) The ExecutiveCommitteeof the Association shall consist of the officers of the Association and such other Members of the Association as may be seated ex officio.
- (b) . The duties of the committee shall be to administer the affairs of the Association.
- (c) The officers of the Association shall be elected annually during the Annual Meeting of the Association from among the Members of the Association in good standing. The Executive Committee shall present a nomination for each office to which nominations from the floor may be added. All nominations require the consent of the nominee.

(d) Officers shall serve for a term of one year and shall ordinarily not serve for more than three terms consecutively.

(e) An Honorary President has been elected at the Association's Founding Meeting namely Mr. Tom Forbes. He shall be the current Honorary President of the Association as long as he is a Member of the Association in good standing.

(f) The officers of the Association shall normally include the following:

1—President

2— Vice-President

3— Secretary-Treasurer

4— Recording Secretary

5— Parks Director

6— Recreation Director

7— Youth Director

8— Parks Representatives (four [4] non-voting members of the Executive Committee who have been designated by residents whose property borders on each of the four parks*)

(g) The duties of the elected officers are as follows:

The President shall preside at all meetings of the Association and of the Executive Committee and shall ex officio be a member of all committees. The President shall, together with the Secretary-Treasurer, co-sign all cheques, notes, drafts, warrants, or other negotiable instruments of the Association.

The Vice-President shall preside at all meetings at which the President is absent. In the case of the absence of both the President and the Vice-President, those present may elect someone to chair the meeting. No one chairing a meeting shall have a vote at that meeting except for the election of officers or for the purpose of breaking a tie.

The Secretary-Treasurer shall keep a register of the names and current addresses of the Members of the Association, shall conduct the correspondence of the Association, shall prepare for the President an agenda for all meetings, shall annually collect the dues of the Members and provide Members with a record of payment—shall have the care and custody of and be responsible for all records and funds of the Association and shall safekeep the latter in a bank account in the Association's name, shall upon authorization of the Executive Committee execute all payments by cheque- draft- warrant- or order and shall have the same countersigned by the President but if any bill is due before a meeting of the Executive Committee- any three members of

the committee may make authorization for the payment- shall exhibit at all reasonable times to any officer or Member of the Association any books- accounts- or other records and shall submit a Secretary's Report as well as a Treasurer's Report to each Annual Meeting of the Association.

The Recording Secretary shall record the minutes at all meetings and shall submit copies of these to all members of the Executive Committee as soon as possible after the meeting for which the minutes were recorded.

The Parks Director shall be responsible for the proper maintenance of all parks- walkways- beach areas- and the boat ramp.

The Recreation Director shall sample the wishes of the adult Membership as to recreational activities- shall present plans for such activities to the Executive Committee for approval-and shall be in charge of the execution of approved plans.

The Youth Director shall have the same duties as the Recreation Director- but with respect to youth and children rather than adults.

(h) The Executive Committee shall appoint someone to audit the accounts of the Association prior to each Annual Meeting and shall read a report on the audit at each Annual Meeting- ill Those who are members of the Executive Committee ex officio shall not have a vote but shall have an advisory function and shall include the Honorary President of the Association and the immediate past President of the Association.

ARTICLE XI- POWERS OF THE EXECUTIVE COMMITTEE

(a) The Executive Committee shall have charge of the affairs of the Association.

(b) Meetings of the Executive Committee shall be called by the Secretary-Treasurer either at the direction of the President or at the request of any other three officers. Ordinarily notice of such meetings will be provided by mail and at least ten (10) days prior to the meeting. Four members of the Executive Committee shall form a quorum. In the event that no quorum is present those in attendance may adjourn the meeting to a future date not more than fifteen (15) days later.

(c) The Executive Committee shall meet a minimum number of two times each year; once to prepare the agenda for the Annual Meeting, and once to determine.

- (d) Course of activities immediately following the Annual Meeting; and further as often as is necessary to perform its duties.
- (e) The Executive Committee has the authority to declare vacant the position of any member of the committee who has missed three consecutive meetings of the committee. In the event of a vacancy on the Executive Committee between the regularly scheduled elections the committee is authorized to fill that vacancy by appointment.
- (f) The Executive Committee has the authority to appoint special committees who are accountable to the Executive Committee.
- (g) The Executive Committee is authorized to enforce By-laws either by engaging legal counsel or by reporting true facts to officials or authorities.
- (h) The Executive Committee is authorized to make any decision except such as involve expenditures over five thousand dollars (\$5000.00), dispose of or substantially alter the Association's property, or are likely to interfere with the general happiness of the Members.

ARTICLE XII . ANNUAL MEETINGS

- (a) An Annual Meeting shall be held each year at a time and place fixed by the Executive Committee, but in no case less than ten (10) months or more than fifteen (15) months after the previous Annual Meeting.
- (b) Written notice of the Annual Meeting must be mailed to each Member of the Association at least fourteen (14) days prior to the meeting.
- (c) Fifteen (15) members of the Association in good standing shall form a quorum at the Annual Meeting. Duly signed proxy votes will be accepted, provided such proxy shall be held by a Member of the Association in good standing and with the understanding that for each person less than the fifteen (15) required for a quorum two (2) proxies are needed to count towards the quorum.
- (d) The members of the Executive Committee shall be elected, ordinarily by secret ballot, at the Annual Meeting.
- (e) There shall be a President's Report, a Secretary-Treasurer's Report, an auditor's report at each Annual Meeting, as well as any other reports deemed necessary by the Executive Committee. Written reports may be issued either with the notice of meeting or at the time of presentation of the report. All reports require the approval of a majority of Members voting,
- (f) All Members of the Association in good standing shall have the right to vote at the Annual Meeting.
- (g) The Secretary-Treasurer shall at the Annual Meeting be in

possession of a current list of all Members of the Association in good standing.

(h) The Agenda for the Annual Meeting shall be sent with the written notice of the meeting, provided that a two-thirds (2/3) majority of those voting at the meeting add items. Any consequential item so placed on the agenda leading to a consequential decision (e.g., involving substantial expenditure or significant changes in the Association's property or practices) needs approval by a majority of those voting in a specially conducted mail vote.

ARTICLE XIII - SPECIAL AND GENERAL MEETINGS

Special and general meetings may be called at any time provided that notice in writing is mailed to each Member at least ten (10) days prior to the meeting. On being petitioned in writing by at least fifteen (15) Members of the Association in good standing the President or Vice-president of the Association shall have the duty to call a special meeting as soon as possible. Notice of meetings mentioned in this article (XIII) must be accompanied by a complete agenda for all business to be conducted.

ARTICLE XIV - CONSTITUTIONAL AMENDMENTS

(a) Constitutional amendments may be proposed at any Annual Meeting or other Special or General Meeting of the Association either at the initiative of the Executive Committee or at the initiative of any fifteen (15) Members of the Association in good standing, provided that the intent to make such a proposal was communicated clearly with the call for said meeting.

(b) If at least one-third (1/3) of those voting at the meeting mentioned above [XIV(a)] gave their consent to the proposal(s), the proposal(s) shall be submitted to a registered mail vote.

(c) Counting of the mail votes must not begin earlier than four (4) weeks after the mailing of the votes has been completed.

(d) Provided that at least fifteen (15) ballots are returned, at least fifty percent (50%) plus one (1) vote in favor of the proposal(s) is (are) needed to pass the proposal(s).

(e) The proposed amendments shall not be in force until ratified by simple majority vote at the Annual Meeting subsequent to the meeting at which the proposal was/were originally made.

ARTICLE XV-PROTESTS

(a) All decisions by the Members of the Executive Committee involving expenditures over \$1000, the Constitution. or changes in property cannot be implemented earlier than three weeks after the

decision was made.

(b) Any decision mentioned above [XV(a)] of the Annual Meeting, of a Special or General Meeting or of the Executive Committee can be protested by at least fifteen (15) Members of the Association in good standing within two weeks after the decision was made and posted. Such decisions must be posted within one week after having been made on the bulletin board on Tiny Beaches Road North within the borders of the Subdivision.

(c) Any valid protest shall require the calling of a Special Meeting within four (4) weeks of receipt of the protest.

THIS FINAL AND EDITED VERSION OF THE AMENDED
CONSTITUTION WAS RATIFIED BY THE ANNUAL MEETING
OF THE HSCAL YEAR 1986-1987.