

London Newcomers' Club -- By-Laws

London Newcomers' Club, Incorporated October 29, 1985 (Incorporation no. 000638934) in Ontario. (Revised: Sept 1985, Aug 1988, June 1991, June 1996, June 1997, April 2000, Oct 2002, June 2006, Oct 2008, May 2010, June 2010, May 2011).

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Article I - Name:

The organization shall be known as the London Newcomers' Club.

Article II – Executive Meetings:

Executive meetings shall be held monthly from September until June.

Article III - Qualifications of Members and Dues:

Section 1

Those eligible for active membership shall be any woman who is a new resident of London and surrounding area within the last three years, or who has become separated, divorced, or widowed within the last three years. A newcomer may become a member within their first 3 years of residency (exceptions can be approved by the Executive Committee [“Executive”]), upon payment of dues. Members shall graduate to Alumnae not later than July of the year which is five years from their start date. Members may choose to graduate early to Alumnae at any time after the June of the year which follows their start date. For example, a member joining in October 2009 can choose to graduate to Alumnae any time from July 2010 onwards, and must graduate by not later than July 2014.

Section 2

The membership year runs from July 14 to July 13 of the following year.

Section 3

Renewal of dues shall be paid by the date of the October monthly Social. Members not renewing by that date will be removed from the membership list and will not receive any further communications from the Club. Dues are non-refundable. A potential new member may attend dinner meetings twice as a paying guest before joining.

Section 4

Members shall be responsible for the cost of reservations not cancelled by the reservation deadline for a meeting or activity, if there is a cost incurred by the Club as a result of the fact that the member did not attend the meeting or activity.

Section 5

Any member paying the Club with a personal cheque which is dishonoured for payment for any reason, and consequently causes the Club to be charged a fee, will be liable to the Club for those charges, in addition to the original amount of the cheque.

Article IV – Responsibilities of Executives and Election:

Section 1

No member of the Club has the authority to make any commitment on behalf of the Club without authorization from the Executive. Any executive who is temporarily unable to fulfill her responsibilities shall arrange for another executive or member to assume those responsibilities during her absence.

Section 2

Elected executives of the Club shall be:

President: Shall represent the Club when needed. Shall chair all Executive meetings and preside over monthly Socials. Shall comply with the Corporations Information Act by ensuring that the annual Ontario Corporations Notice of Change report is filed with the appropriate government agency by the Secretary. Shall liaise with the Alumnae President and keep the National Newcomers' Council updated with changes made to the Executive.

Revised May 5, 2011

Shall serve on the By-Law Committee to review and update the By-Laws as needed. Shall work with all members of the Executive to advise and assist as needed. Shall receive any members' concerns, and if deemed necessary, shall forward the concern to the appropriate Executive Member and/or raise the matter for discussion at an Executive meeting

1st Vice President (2 positions): Shall assume the responsibilities of the President when necessary. Shall be responsible for the organization of the monthly Socials.

2nd Vice President (1 position): Shall co-ordinate issues regarding the conveners, including submission of new activity requests. Shall provide assistance for conveners if necessary.

Membership (1 position): Shall be responsible for handling inquiries from prospective new members. Shall process completed membership forms from new members and ensure that the requirements for membership in Article III Section 1 are met. Shall be responsible for maintaining an up-to-date membership list which shall be distributed to all members at least once per year.

Newsletter: Shall produce and distribute the monthly newsletter from submissions received from executives and conveners. Shall ensure that the newsletter is distributed to The National Newcomers's Council and the Alumnae President.

Publicity and Hospitality: Shall arrange and publicize recruitment and publicity activities to interest prospective members. Shall send greeting cards on behalf of the Club as considered necessary.

Secretary: Shall record the minutes of each of the Executive meetings and those monthly Socials at which members are asked to vote on any motions. Shall submit the minutes of monthly Socials at which members were asked to vote for inclusion in the monthly newsletter. Shall distribute the Executive meeting minutes to members of the Executive. Shall file the annual Ontario Corporations Notice of Change report with the appropriate government agency. Shall update the text of the By-Laws, after changes have been approved by the Executive and members.

Social and Decorations (1 position): Shall be responsible for name tags, door prizes and 50/50 draws at the monthly Socials.

Treasurer: Shall keep a record of all financial transactions made by the Club. Shall ensure that banking deposits are completed and all bills are paid. Shall submit a budget to the Executive for approval, as well as a monthly financial statement that is to be published in the newsletter and submitted to the Executive. Shall be responsible for filing any required tax returns and financial statements with the taxation authority, as well as assisting the member undertaking an independent financial review at year-end. Shall receive payments at the door at monthly Socials.

Web Site Coordinator: Shall maintain the London Newcomers' web site, which can be found at www.londonnewcomersclub.com.

Past President: Shall be a non-voting advisor to the Executive, as it is a non-elected position.

Section 3:

For purposes of the annual Ontario Corporations Notice of Change report filed with the government, the following positions will be considered to be the directors and senior officers of the Club - the President, the two 1st Vice-Presidents, the Secretary and the Treasurer.

Section 4:

The annual term for the Executive runs from July 14 to July 13 of the following year.

Section 5:

Vacancies in executive positions arising during the annual term shall be filled for the remainder of the term by appointment of the Executive in accordance with the voting procedures in Article VII Section 2.

Section 6:

Executives may normally be elected to any executive position for a maximum of two, one year terms, subject to the following exceptions: 1) any executive may be elected to an executive position for a third term if no other member willing to assume that position has been identified by April 1st of the preceding membership year, 2) a third term is allowed for a member elected to the office of President even though that member may have already served two terms in other executive positions. A member, if elected to office of the President in her final year of membership, shall be granted an extension of one year of membership, to act as Past President.

Section 7:

In order to take part in elections, one has to be a paid-up member.

Section 8:

The Executive will function as the Nominating Committee. They are responsible for presenting a slate of people to serve on the Executive for the upcoming year. This will be published in the May newsletter, for voting on at the June monthly Social. Additional candidates may be nominated from the floor with the express approval of the nominee. If there is more than one nominee for any executive position, the President and/or one of the 1st Vice-Presidents shall appoint a member of the Executive to serve as the election manager conducting the vote, provided that the election manager shall not be a candidate for re-election, and the vote will be done by secret ballot.

Section 9:

Any member who is unable to attend the June monthly Social may cast her vote in writing by delivering her signed vote to the President no later than two days prior to the date of the June monthly Social.

Section 10:

Executives will be elected if votes in favour represent a two-thirds majority of total votes cast by members either present at the June monthly Social or who have voted in advance in accordance with Article IV Section 9.

Article V – Financial Statement:

The fiscal year of the Club is from July 14 to July 13 of the following year. A year-end financial statement is to be prepared by the outgoing Treasurer. The outgoing Executive will arrange for a review of the financial records and financial statement by a member independent of the Treasurer. The reviewer's comments will be provided to the incoming Executive members, who will approve the financial statements at their first Executive meeting in September. Financial records of the Club may be inspected by any member of the Club at any given time upon giving reasonable notice.

Article VI – Remuneration:

Unless authorized by an Executive vote, no executive or other member of the Club shall receive any gift or remuneration for services.

Article VII – Government & Voting:

Section 1:

The Club shall be governed by an elected Executive Board of Directors (“Executive”). The immediate past President will be an honorary member of the Executive and will not vote on any motions.

Section 2:

Meetings of the Executive shall be called by the President. A quorum shall consist of a simple majority of the members of the Executive (excluding any vacant positions). Any motions put forward for vote by an executive shall be affirmed by a simple majority of those present at the Executive meeting. In the event that approval of a motion is required between Executive meetings, the motion can be affirmed by an e-mail vote. In this case, a simple majority of the members of the Executive (excluding any vacant positions) shall provide an e-mail response indicating that they are in agreement with the motion, and approval of the motion shall be noted by the Secretary in the minutes of the next Executive meeting.

Section 3:

Any regular business of the Club submitted to members for a vote at a monthly Social will be approved if votes in favour represent a two-thirds majority of those members present at the monthly Social.

Article VIII – Membership Information & Solicitation:

Club members' personal information is to be used for Club purposes only and is not intended to be used for the solicitation of business by members or other persons. The membership list distributed to members will clearly indicate that usage for business purposes is not permitted and that the list should not be provided to persons who are not Club members. If a member of the Executive becomes aware that a member or other person has or intends

to use Club members' personal information for business purposes, a member of the Executive shall inform the member or person on a timely basis that this is not appropriate. Requests to use the newsletter or the Club's email account to inform members of items of general interest which are not of a business nature will be considered and voted upon by the Executive on a case by case basis. Examples include soliciting members to become volunteers for other non-profit organizations and notifying members of community events or activities. In considering requests of this nature, the Executive will take into account the extent to which the item is expected to be of general interest to club members.

Article IX – Amendments to By-Laws:

Section 1:

An executive may propose a change to the By-Laws at any Executive meeting. The Executive will vote on whether to submit the proposed By-Law change to all members for a vote.

Section 2:

Any member may propose a change to the By-Laws and must provide the request, accompanied by a second member's signature, to the President in writing. The President will present the request at the next Executive meeting for consideration, and the Executive will vote on whether to submit the proposed By-Law change to all members for a vote. The President will inform the member of the Executive's decision.

Section 3:

One month's notice must be given to all members of a proposed By-Law change to be voted on by the members.

Section 4:

Proposed By-Law changes will be voted on at a monthly Social. Any member who is unable to attend the monthly Social may cast her vote in writing by delivering her signed vote to the President no later than two days prior to the date of the monthly Social.

Section 5:

The By-Law change will be approved if votes in favour represent a two-thirds majority of total votes cast by members either present at the monthly Social or who have voted in advance in accordance with Article IX Section 4.

Section 6:

The steps to revise the By-Laws are summarized as follows:

- 1st Executive or member proposes a revision to the By-Laws
- 2nd Executive votes in favour of submitting the proposed By-Law change to members for their vote
- 3rd Announcement in newsletter at least one month in advance of monthly Social
- 4th Proposed revisions are voted on by members
- 5th Approved revisions are incorporated into Club By-Laws.

Section 7:

A copy of the revised By-Laws will be made available to any member upon their request.