

**CONSTITUTION AND BY-LAWS OF THE  
SANDWOOD ESTATES COTTAGERS ASSOCIATION**

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**ARTICLE 1.**

- 1.1 This constitution and By-Laws shall be the governing statutes concerning the operation and activities of the Sandwood Estates Association.
- 1.2 This constitution and By-Laws, once approved by the membership, shall replace all previous constitutions and/or By-Laws.

**ARTICLE 2 – PURPOSE**

- 2.1 The purpose of the association is:
  - To maintain the North and South Parks
  - To ensure orderly development of the North and South parks to provide maximum opportunity for their use by all their members.
- 2.2 The purpose of the association is not to:
  - Be a ratepayers association
  - Be a means of resolving disputes between neighbours

**ARTICLE 3 – ORGANIZATION**

3. The Association shall be organized as follows:
  - Board of Directors
  - Internal Auditor
  - Associate Directors
  - The Membership

**3.1.1 BOARD OF DIRECTORS**

The Board of Directors shall be made up of a President, Vice President, Treasurer, two Directors and Communications Officer. They shall be responsible for the operation and management of the Association. The Board shall operate within the powers given to it by the membership and defined in the Association constitution and By-Laws.

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3.1.2 The President, Vice President, Directors, Treasurer and Communications Officer shall be elected by majority vote of the membership at the General Membership Meeting. Each term shall be for two (2) years and elections shall be split as follows:

- President and Directors to be elected in odd calendar years
- Vice President, Treasurer and Communications Officer to be elected in even calendar years.

In the absence of nominees/candidates, Board member positions will be extended to a maximum of two (2) terms. Should a member choose not to rerun for their position, the position will be left open and the Board will appoint someone to the position following the Annual General Meeting to serve until the next election, at which time they can put forth their candidacy for a vote of the membership.

3.1.3 The Board of Directors shall, at its first meeting after the General membership meeting, nominate an internal Auditor selected from outside the membership of the Board.

3.1.4 Meetings of the Board of Directors shall take place at the call of the President or Vice President. There shall be meetings as required, with the first meeting held within two weeks after an election. Minutes shall be taken and approved or amended at the next meeting.

3.1.5 The immediate Past President of the Association shall be an ex-officio member of the Board of Directors, with the right to attend all meetings, take part in deliberations, but shall not have a vote.

3.1.6 A Board Member shall be considered resigned from the Board if:

- He/She misses two consecutive meetings except for reasons beyond the individual's control.
- He/She states clearly to the President that he/she wishes to resign.

3.1.7 A quorum for a meeting of the Board of Directors shall be four members. The President, Vice President, Treasurer, Director and Communications Officer each have a single vote. All decisions of the Board shall be adopted by majority vote. A tie means the item is voted down.

3.1.8 In the event that the President, Vice President, Treasurer, one of the Directors or Communications Officer resigns or is unable to act, the Board of Directors shall appoint a member in good standing to fill the vacancy until the next General Meeting.

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**3.2 PRESIDENT**

3.2.1 The President shall chair Board of Director and General Membership Meetings

3.2.2 The President shall keep informed on all activities within the Association

3.2.3 The President shall be one of the signing officers of the Association

3.2.4 The President shall have the responsibility of giving notice of all meetings.  
He/She shall ensure minutes are taken and issued.

**3.3 VICE PRESIDENT**

3.3.1 The Vice President shall serve and perform the duties of the President in the absence of that officer.

3.3.2 The Vice President shall be one of the signing officers in the Association

**3.4 TREASURER**

3.4.1 The Treasurer shall look after all of the financial assets of the Association

3.4.2 The Treasurer shall be the custodian of the official seal, books, papers, record, membership lists, contracts, post office key (one of two keys), and other documents belonging to the association.

3.4.3 The Treasurer shall sign, with the President or Vice President, all cheques and make payments as directed by the Board of Directors. The Treasurer shall compile and prepare an overall budget for approval by the Board of Directors and shall report regularly on money received and spent.

3.4.4 The Treasurer shall present a financial report at the General membership Meeting detailing all revenue and expenditures for the previous twelve months.

**3.5 COMMUNICATIONS OFFICER**

3.5.1 The Communications Officer shall record and distribute minutes of meetings.

3.5.2 The Communications Officer shall, after consulting with and receiving approval of the Board, compile/edit all community correspondence including minutes, newsletters, flyers and announcements.

3.5.3 The Communications Officer shall act as liaison with Associate Directors regarding meetings and other events.

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3.5.4 The Communications Officer shall maintain the community email account, membership email database, Facebook page, and hold one of two keys to the post office box. (Module 3, box 3 - top right corner)

3.6 DIRECTORS

3.6.1 The Directors shall be responsible for overseeing park maintenance, equipment and dock areas to ensure safety.

3.6.2 The Directors shall recruit volunteers or selected members who have expressed an interest in these functions to perform these functions.

3.7 INTERNAL AUDITOR

3.7.1 An Internal Auditor shall be appointed by the Board of Directors for a period of two years. The Auditor shall be a member in good standing and shall hold no other office in the Association.

3.7.2 The Auditor shall conduct semi-annual examinations of the financial account, records and transactions of the Association to ensure that the accounts and records are being kept in accordance with standard accounting principles, and that all transactions were duly authorized.

3.7.3 The Auditor shall submit an annual report to the membership at the General Membership Meeting before the treasurer's report is accepted.

3.8 ASSOCIATE DIRECTORS

3.8.1 The Associate Directors are Captains of the Neighbourhood Watch Committee.

3.8.2 The Associate Directors shall attend Board meetings **by invitation** for the purposes of providing input regarding agenda items.

3.8.3 The Associate Directors shall assist the Directors with park security and safety, as well as with events.

3.8.4 The Associate Directors are **not voting members** of the Board of Directors.

3.9 AREAS OF RESPONSIBILITY

3.9.1 The Board of Directors shall be responsible for the following:

- Parks and property
- Social and recreational
- Welcome and membership
- Newsletter

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3.9.2 The Board of Directors will solicit help from the Associate Directors and other members for assistance in the above areas.

3.10 PARKS AND PROPERTY

3.10.1 The Board of Directors are to manage the properties Block C (Roll # 4-169-93) and Block D (Roll # 4-169-68) of Plan 149, known as the North and South Parks, subject to the conditions set forth in the Constitution and By-Laws for the benefit of all members of the Association.

3.10.2 An annual plan and associated budget requirement shall be prepared for park improvements and equipment, which shall be approved by the Board of Directors prior to the General Membership Meeting.

3.10.3 This plan and budget shall be presented to the General membership at the General membership Meeting for discussion, other ideas and general approval.

3.10.4 The Board of Directors may establish and enforce reasonable rules in order to protect the park properties and equipment and to ensure that the members may enjoy the parks without annoyance or hindrance.

3.11 NEWSLETTER

3.11.1 The newsletter's primary purpose is to keep the membership informed as to the activities of the Board. It will consist of current events and information which may be of general information to the membership.

3.11.2 The newsletter is important as a way of developing community interest amongst its readers. The newsletter shall reflect this community spirit in each edition.

3.11.3 The newsletter is important as a method of generating interest in the association amongst all people residing in Sandwood Estates, even those who are not members. Newsletters shall be delivered to all residents, not just members.

3.12 WELCOME AND MEMBERSHIP

3.12.1 The Board of Directors shall extend a welcome to new residents in the community and solicit their membership in the Association.

3.12.2 The Board of Directors will be responsible for the collection of annual membership fees.

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**3.13 SOCIAL AND RECREATIONAL**

- 3.13.1 The Board of Directors shall be involved in the planning and running of any social and recreational events in the Association.
- 3.13.2 The Board of Directors shall give prior approval of the budget of the event if there are to be expenditures from the Association's accounts.
- 3.13.3 The Board of Directors shall call upon the General Membership for assistance in planning and running any event, as required.
- 3.13.4 The person in charge of an event shall, after it is over, present a report to the Board of Directors, including the financial results achieved.

**3.14 MEMBERSHIP**

- 3.14.1 Membership in the Association is a mandatory obligation of all property owners in Sandwood Estates. Section 12 Schedule A. *"It is understood and agreed that upon completion for each lot sale in said plan 149, the purchaser will receive one membership in an Association to be formed and will pay the required dues and assessments and comply with the rules and regulations of the Association. An Association will be formed and created for the purpose of ownership of the two parcels of park land, Block C and D."*
- 3.14.2 A resident will become a member of the Association by purchasing property within Registered Plan 149 in the Township of Manvers. Obligatory annual dues are associated with membership and are due by January 31st of current year.
- 3.14.3 An individual may have as many memberships as properties.
- 3.14.4 All members are expected to willingly comply with the Constitution, By-Laws, Rules and Regulations of the Association.
- 3.14.5 The Board of Directors may recommend a change in the annual membership fee. Any such recommendation must be approved by the membership by majority vote. Membership fees are due no later than January 31st of current year.

**3.15 RIGHTS & OBLIGATIONS OF MEMBERS**

- 3.15.1 Members have the right to cast one vote in all elections, hold office and participate in all Association affairs.

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- 3.15.2 Access and use of park and equipment is restricted to home owners, and their gratuitous guests, in the community whose property is current in annual fees. Subject to rules and regulations set forth by the Board of Directors
- 3.15.3 All members have the right to be kept fully informed of decisions taken by the Board of Directors on matters that affect the General Membership.
- 3.15.4 Subject to availability of space, members have the right to launch and moor boats in the parks. Docks and their upkeep, as well as the area in the immediate vicinity, are the responsibility of individual members.
- 3.15.5 Dock owners are responsible for obtaining all required permitry and abide by all rules set out by the Ministry of Natural Resources. The owner of a new dock must contact the Board of Directors before placing the dock in the water.
- 3.15.6 Docks and unmoored boats shall be identified by lot number and may be removed if deemed unsafe by the Board of Directors. The Association will not be responsible, nor will it accept any liability for incidents arising out of the building, maintenance, use or dismantling of dock facilities.
- 3.15.7 The Board of Directors, with the approval of the General membership, may assess an annual mooring fee as required for the financing of specific improvements to the docking and moorage facilities.
- 3.15.8 Prior to placing a dock, the member must have paid his/her membership fees for the current year no later than January 31st, as well as the previous year. This requirement is not in effect for members new to Sandwood Estates.
- 3.15.9 Individuals may lose their membership if they are found to be continuously interfering with other members' enjoyment of the parks by their willful conduct and lack of consideration for the right of others and those members who recklessly damage or destroy park equipment. A member so suspended shall have the right of appeal to the Board.
- 3.15.10 Residents of Sandwood Estates who have not paid their annual dues by January 31st of current year, are considered non-paying members. They do not have access to the parks, or dock privileges, and will be treated as trespassers on private property until their accounts are paid in full.
- 3.15.11 Anyone using a dock space will pay \$30.00 per year for the use of that space. (i.e. if two homes are sharing a slip, each home shall pay \$30 so that if one of the homeowners decides to forego their space – the other dock owner is not impacted.

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**ARTICLE 4 – GENERAL MEMBERSHIP MEETING**

- 4 The Annual General Membership Meeting will be held no later than March 31st of current year. The date, and brief agenda will be determined and disseminated to all members of the Association at least 2 weeks prior to the meeting.
- 4.1 This shall be the annual business meeting of the Association and when general elections take place.
- 4.2 A quorum shall consist of twenty percent (20%) of the total membership in good standing.
- 4.3 A list of members in good standing shall be prepared by the Treasurer one week in advance of the meeting. This shall constitute the official voting list for the meeting.
- 4.4 The membership have the right to demand a special general meeting by the deliverance to the Board of Directors a petition signed by twenty-five percent (25%) of the members.

**ARTICLE 5 – ELECTIONS**

- 5 The procedure for the election of Directors and Officers by the membership at the General Membership Meeting shall be as follows:
  - 5.1 The names of potential candidates shall be placed before the membership. Nominations shall be invited from the members present. All candidates shall state their willingness to run for office. A member nominating a candidate not present at the meeting must have, in writing, a statement to the effect that the candidate is willing to stand for election. This statement must be signed by the candidate.
  - 5.2 The election of officers shall be carried out using one of two methods:
    - 1. At the Annual General meeting by official ballot form, completed and signed by members in good standing; or
    - 2. By proxy, for those who cannot attend an electoral meeting.
  - 5.3 There is one vote per lot. It may be split between two adults occupying the same residence and/or owning the same property.
  - 5.4 Prior to the vote each candidate shall be given the chance to address the membership.



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- 5.5 If there is only one candidate nominated for a position, the candidate shall be elected by acclamation.

**ARTICLE 6 – AMENDMENTS**

- 6 This Constitution and By-Laws may be amended by the following process:
- 6.1 an amendment being proposed by the Board of Directors shall be submitted to the membership at a General membership Meeting or at a special General membership Meeting called specifically for the purpose of constitutional amendment.
- 6.2 The membership may propose a constitutional amendment by submitting a written request to the Board of Directors, signed by at least twenty-five percent (25%) of the members in good standing of the Association. Such a request shall state what changes are being proposed and the reasons for these revisions.
- 6.3 The Board of Directors shall give a minimum notice of thirty (30) days of a special constitutional amendment meeting. The written notice to members shall include the present wording of the Article(s) of the Constitution and By-Laws and the proposed changes to this wording.
- 6.4 It shall require a majority vote of two-thirds of the members in good standing present at the membership meeting to approve any amendment. And amendment so passed shall become effective immediately.

Passed by the membership of Sandwood Estates Cottagers Association at a Special General Membership Meeting, September 2, 2014

**2014 - 2015 Sandwood Estates Cottagers Association - Board of Directors**

<b>Title</b>	<b>Term Ends</b>	<b>Name</b>	<b>Address</b>	<b>Phone</b>	<b>Email</b>
President	2015	Ron Kirby	163 McGill Drive	705-324-4424	norybrik@hotmail.com
Vice-President	2016	Mike Sinclair	159 McGill Drive	705-324-2480	kwmsinc@sympatico.ca
Director of Finance	2016	Paul Abbott	147 McGill Drive	705-324-4494	pgabbott147@gmail.com
Director of Communications	2016	Marlene Luscombe	53 Maple Cres	705-878-8360	m.s.luscombe@gmail.com
Parks Director	2015	Owen Lund	176 McGill Drive	705-878-4495	o-klund@eastlink.ca
Parks Director (Interim)	2015	Sylvia Greening	149 McGill Drive	705-324-7447	lvmydgs527@gmail.com
Associate Director	2015	Perry Feor	134 McGill Drive	705-878-4797	mrs.tfp@hotmail.com