

Constitution of [_____] Community Organization

1. Name

This Constitution evidences the creation and organization of an unincorporated association of residents in Burlington, Ontario to be called the [_____] Community Organization (the "ABCO"), commencing effective on [_____], 2014.

2. Objects

The objects of the ABCO shall be to:

- (a) promote, encourage, sustain and otherwise advocate for the character, heritage and greenery of the geographical area in Burlington, Ontario identified and known as [_____], and to consider all subjects affecting it;
- (b) maintain and facilitate a vigilant posture to planning and development matters in and around [_____];
- (c) provide the means for communication among residents within [_____] and its supporters and with City Hall in Burlington, Ontario, and a means for their participation in connection with any plans or decisions which may affect the liveability and quality of the [_____] community;
- (d) take initiatives on and provide support for projects or other endeavours which enhance the character, heritage and greenery of [_____];
- (e) associate or affiliate with any association, society or organization, incorporated or unincorporated, with objects the same as or similar to the objects of the ABCO;
- (f) invest the moneys of the ABCO not immediately required in such manner as may, from time to time, be determined; and
- (g) do all such other lawful and proper things as may be incidental or may be deemed to be conducive to the attainment of these objects, or any of them.

3. Directors and Officers

(1) There shall be no fewer than [_____] ([_]) and no more than [_____] ([_]) directors of the ABCO. Directors shall be elected by the members of the ABCO from among themselves.

(2) The affairs of the ABCO shall be managed or supervised by the directors. At all meetings of directors: (a) a majority of the number of directors who then hold office constitutes quorum; (b) every question shall be decided by a majority of the votes cast on the question; (c) each director is entitled to one (1) vote on any question, except that a director shall not vote on any question for which such director has a conflict of interest; and (d) no director shall have a second or casting vote in the case of an equality of votes on any question.

(3) The directors may by resolution, at any time or from time to time, appoint officers of the ABCO from among themselves, with corresponding duties and powers.

4. Members

(1) There shall initially be one (1) class of members of the ABCO, namely, regular voting members.

(2) Members shall be admitted to and removed from membership, as provided by resolution of the directors at any time or from time to time. The eligibility, rights, duties and privileges of members shall be as set out in this Constitution and as otherwise provided by resolution of the directors at any time or from time to time.

(3) Directors may at any time call a meeting of members for the transaction of any business which may properly be brought before members. At all meetings of voting members: (a) a minimum of [_____] ([]) voting members present in person or by proxy constitutes quorum (whereby such proxy shall be in writing and signed by the member); (b) every question shall be decided by a majority of the votes cast on the question; (c) each voting member is entitled to one (1) vote on any question; and (d) no voting member shall have a second or casting vote in the case of an equality of votes on any question.

5. By-laws

The directors may by resolution, at any time or from time to time, enact such by-laws as they may consider appropriate with respect to the affairs of the ABCO. Any such by-law, unless in the meantime confirmed by a majority of the votes cast at a general meeting of the members duly called for that purpose, is effective only until the next annual meeting of the members unless confirmed at that meeting; and, in default of confirmation at that meeting, ceases to have effect at and from that time. Any action taken under any such by-law prior to such general meeting shall be valid and binding on the ABCO, notwithstanding such default of confirmation.

6. Not for Profit

No member shall (except for repayment of expenses incurred on behalf of the ABCO, as approved by resolution of the directors at any time or from time to time) receive any of the income of the ABCO and the activities of the ABCO shall be carried on without a view to profit.

7. Dissolution

On dissolution of the ABCO, the net assets remaining after payment of all debts shall be transferred in full to the not-for-profit corporation, [_____] Community Organization] of Burlington, Ontario or if it does not exist at such time, to any organizations on an equal basis in Burlington, Ontario which are then carrying on activities similar to those of the ABCO.

8. Amendment

This Constitution may be amended, from time to time, by a resolution of the directors which is confirmed by a majority of the votes cast at a meeting of voting members called for that purpose; and any such amendment shall not be effective until so confirmed.