

# Seaton Village Residents' Association

BY-LAWS – ADOPTED JUNE 13, 2024

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## SECTION 1 **Name**

The name of the Association is the Seaton Village Residents' Association ("SVRA" or "the Association")

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## SECTION 2 **Boundaries**

The area served by the SVRA is bordered by the west side of Bathurst Street, the east side of Christie Street, the north side of Bloor Street and the south side of the Canadian Pacific Railway tracks.

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## SECTION 3 **Mission Statement and Mandate**

The mission of the Seaton Village Residents' Association is to advocate for the needs and interests of our community, provide educational resources and opportunities, and foster a strong sense of community among residents.

## **Mandate**

- To be non-partisan, inclusive, and focussed upon neighbourhood issues directly affecting residents.
  - To be a forum and provide an opportunity for residents to be involved with preserving and improving the area's characteristics as a liveable, urban neighbourhood;
  - To consider, recommend, and promote measures including but not limited to federal, provincial and municipal legislation, regulation, policies and procedures as may be deemed wise and expedient to the long-term interests of the area and its residents;
  - To be a credible, powerful, and representative voice for Seaton Village.
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## **SECTION 4 Membership**

A member is any person, aged 18 years or older, who resides in the area and who has satisfied any requirement for payment of the prescribed fee. (See Appendix 5, Fees). For further clarity the ownership or operation of a business in the area does not qualify a person as a resident of the area.

A member who has paid the prescribed fee has the right to attend and to speak at meetings of the Association.

The Secretary shall maintain a current and confidential register of members with each member's email contact address and home address.

Any person who is not a resident may attend a meeting of the

Association as an observer, at the discretion of the Chair of the meeting.

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## SECTION 5 **Governance**

The Association shall be governed by the will of the membership expressed through discussion and duly adopted motions at membership meetings.

In between membership meetings, the Executive Committee shall make routine decisions taking action where necessary on behalf of the Association's membership, including expenditures, and always within the scope of the Association's mission.

Any policy decision and any major initiative, including non-routine expenditures, shall first be approved by the membership at a meeting. For clarity, routine expenditures include matters associated with convening and running meetings and general communications with the membership.

### **The Executive Committee's mandate is to:**

- generally manage the Association's routine and exceptional activities and to pursue the mission of the Association,
- represent the Association publicly,
- call and convene membership meetings,
- account to membership meetings for its own activities through Reports that shall be ratified by the members, and
- make recommendations to membership meetings on matters of

new or exceptional business

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## SECTION 6 **Membership Meetings**

The executive shall convene an annual general meeting (AGM) for all members at least once in every 12 months.

Membership meetings shall be chaired by the Chair or their designee.

### **The business at the AGM shall include:**

- The election of the executive positions which have become due, including the election of Trustee(s) (See Appendix 3 for nomination and timeline for Executive elections)
- A financial report by the Treasurer
- A summary by the Chair of exceptional actions taken and new policies developed in the preceding year
- Brief reports from Committee chairs or their designees
- A report by the Trustee(s) regarding their review of the Treasurer's bookkeeping and the Executive's financial actions

Membership meetings other than the AGM may be held at such time(s) as determined by the Executive. There shall be a minimum of one membership meeting each fiscal year, in addition to the AGM.

Special membership meetings may also be held upon written request to the Secretary, signed by at least 20 members. The request

shall contain the issue to be considered at the meeting. If the Secretary fails to give notice of the meeting within 10 days of the receipt of the request, any member who signed the request may demand that the Executive provide e-mailed notice of the meeting to the membership and the Executive shall comply within 48 hours.

### **Notice of membership meetings**

Written notice of all membership meetings shall be given at least 14 days before the date of the meeting. Notice shall include the proposed agenda and shall be circulated via email according to the register of members.

The Executive may call an emergency membership meeting with 48 hours notice if, in their opinion, the issue to be discussed is an urgent matter.

### **Quorum for membership meetings**

A quorum for any meeting of members shall be 10 members present in person or by video meeting platform.

### **Voting at membership meetings**

Every member is entitled to one vote on any issue raised by motion at any membership meeting, except the Chair who shall only vote in case of a tie.

A motion shall pass if confirmed by a majority vote of members present at a meeting, whether in person or remotely.

By default, all voting shall be done by show of hands, and conducted pursuant to Appendix 6 (Voting).

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## SECTION 7 **Executive Committee**

In between membership meetings, the governance of the Association shall be vested in an Executive Committee, consisting of not more than 7 and not less than 4 members, in addition to the immediate past Chair who shall be an ex officio Executive member.

At each annual general meeting the Executive shall be elected to hold office for a term of two years subject to Appendix 2 (Staggered elections).

An Executive Member shall be eligible to serve for up to 4 consecutive terms after which one year must elapse before the member is eligible for re-election. The Executive shall hold office until their successors are chosen.

Not more than one immediate family member shall be eligible to serve on the Executive Committee at the same time. No executive member shall chair a committee.

### **Chair**

The Chair is responsible for leading the association and overseeing its operations. Their duties include presiding over meetings, setting the agenda, ensuring effective communication among members, representing the association to external parties, and providing overall direction and guidance. The Chair shall only cast a tie breaking vote at membership or executive committee meetings.

### **Vice Chair**

The Vice Chair supports the Chair and takes over their duties in their absence. They may assist with organizing meetings, coordinating activities, and collaborating with other members to ensure the smooth functioning of the association. The Vice Chair also helps to maintain continuity in leadership and may take on additional responsibilities as needed.

## **Treasurer**

The Treasurer handles the financial matters of the Association. Their duties include managing the Association's funds, keeping records of income and expenses, preparing financial reports, presenting financial updates to the members and maintaining a bank account with two signatories from amongst the Executive. The Treasurer may also be involved in budget planning, fundraising efforts, and ensuring compliance with financial regulations.

## **Secretary**

The Secretary is responsible for maintaining accurate records and for the stewardship of all documentation for the Association. They are responsible for taking meeting minutes, maintaining the register of members, handling correspondence, and managing official documents. The Secretary is responsible for maintaining an archive of the minutes of the Executive and Membership meetings and to pass on the archive to successors. The Secretary plays a crucial role in facilitating effective communication within the association and ensuring that important information is properly recorded and shared. The Secretary shall oversee the role of the Digital Officer volunteer.

## **Conflict of interest**

The officers of the organization shall adhere to the conflict of interest policy as set forth in the appendix of these bylaws. It is the responsibility of each officer to familiarize themselves with the policy and to ensure that their actions and decisions are in accordance with its provisions. By abiding by the conflict of interest policy, the officers will maintain the highest standards of integrity and ensure that their personal interests do not interfere with the best interests of the organization. See Appendix 1 (Conflict of Interest)

## **Meetings of Executive**

Meetings of the executive shall be called and convened as needed by the Chair in person or by telecommunication. The meeting call shall be issued by the Secretary and give reasonable notice and an agenda. Any executive member may call a meeting that shall convene within three weeks of notice given to all other members of the Executive.

## **Quorum of Executive**

A quorum of three executive members is required to take any action. The Secretary shall take minutes of the meeting.

## **Removal of Executive**

A member of the Executive Committee may be removed by a two-thirds vote of a membership meeting and shall be automatically disqualified if no longer a resident.

The Election Committee shall ensure that a vacancy created by the resignation or removal of an Executive member shall be filled as soon as possible in a by-election unless the Annual General Meeting is due within 12 weeks in which case the vacancy shall be filled from within the Executive.

### **Limits on Executive actions**

No member of the Executive shall enter into third party contracts on behalf of the Association without approval by the Executive or the membership as required.

Public statements on behalf of the Association shall only be made by the Chair and their designee and shall be consistent with membership policy and reported afterwards to the Executive and membership.

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## **SECTION 8 Committees**

Committees of the Association are created to work on specific issues and to make recommendations to the membership.

The standing committees are identified in Appendix 4.

Further committees may be created by the membership as standing committees or ad hoc committees.

All committees shall report to the membership through the Executive and/or membership meetings.

A committee has no independent authority.

No committee chair or member shall represent the Association publicly or with third parties without first consulting the Executive and receiving permission to do so.

Each committee shall choose from among its participants a chair for a twelve-month period by majority vote of participating committee members. The committee chair shall liaise with the Executive.

Working groups may be appointed at any time by the Executive or any committee but hold no formal authority or responsibilities.

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## SECTION 9 **Trustees and Other Volunteers**

Up to three trustees shall be elected for a one-year term, from within the membership, at the Annual General Meeting.

The role of the trustee(s) is to ensure that the Treasurer's bookkeeping and the Executive's financial actions are authorized and appropriate.

The Treasurer and the rest of the Executive shall fully cooperate with the trustees' review. The trustees' review shall occur in preparation for the Annual General Meeting and also at the mid-way point during the fiscal year.

The trustees are accountable to the membership. Trustees shall not be members of the Executive.

### **9.1 Digital Officer**

The Digital Officer is a volunteer resident who accepts the responsibility from the Executive of managing the Association's online presence and digital communication channels. Under the direction of the Executive, their responsibilities include maintaining the Association's website, managing social media accounts, sending out newsletters or email updates, and exploring new digital tools or platforms to enhance communication and engagement with members. The Digital Officer may also assist other members in utilizing technology for various association activities. For clarity, the Digital Officer accepts these responsibilities in the name of the Association and the digital assets, including passwords, are the exclusive property of the Association. The Digital Officer must give access and control of the digital assets to the Executive upon request.

The tasks of the Digital Officer(s) may be divided among more than one volunteer.

## **9.2 Digital Meeting Coordinator**

The Digital Meeting coordinator is a volunteer resident who assists the Executive with providing online access, participation and voting for membership meetings.

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## **SECTION 10 Amendment of By-Laws**

These by-laws may be amended where the proposed amendment is provided to the membership at the Annual General Meeting according to the usual procedure for written notice (at least 14 days

prior to the date of the meeting). An amendment may also be proposed to be considered at a special meeting called for that purpose and in accordance with those procedures.

No amendment of the by-laws is effective until confirmed by a vote of two-thirds of the members present (in person or by a video sharing platform) at the annual general meeting or a special meeting.

Amendments of appendices to these by-laws shall be by majority vote.

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## SECTION 11 **Repeal of Prior Constitution or By-Laws**

These by-laws repeal and replace any prior Constitution or By-Laws governing the Association.

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### APPENDIX 1

## **Conflict of Interest**

The purpose of this policy is to establish guidelines for identifying, disclosing, and managing conflicts of interest that may arise among the officers of the SVRA.

1. A conflict of interest occurs when an officer's personal, professional, or financial interests interfere or appear to interfere with their ability to act in the best interests of the SVRA.

2. All officers of the association shall disclose any potential or actual conflicts of interest in writing to the Governance Committee. The disclosure should include the nature of the conflict and any relevant details.
3. Officers with a conflict of interest shall recuse themselves from any discussion, decision-making, or voting on matters related to the conflict. They should not attempt to influence or participate in any way that may compromise the best interests of the SVRA.
4. The Governance Committee shall review all disclosed conflicts of interest and determine the appropriate course of action to manage the conflict matter.
5. All disclosures and discussions related to conflicts of interest shall be treated with strict confidentiality to protect the privacy of the individuals involved.
6. Failure to comply with the conflict of interest policy may result in disciplinary actions, including but not limited to, removal from office.

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APPENDIX 2

## **Staggered Terms**

### **Purpose**

To ensure continuity, fresh ideas, and effective leadership, this bylaw establishes staggered two-year terms for the executive members of the Residents Association.

## **Term Length**

1. Each executive member serves a two-year term.
2. The term starts at the annual general meeting and ends at the appropriate annual general meeting, subject to filling a position in case of vacancy.

## **Staggered Elections**

1. Half of the executive positions are up for election each year.
2. In 2024, Vice Chair and Secretary are open for election to a two year term, and in 2025, all other Executive positions are open for election to a two year term.
3. This rotation ensures continuity within the executive team.

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### APPENDIX 3

## **Executive Elections**

### **Election Process**

1. Elections follow the procedures outlined in the Residents Association's bylaws and Appendices
2. A notice is sent to all members 15 days before the annual general meeting, inviting nominations for vacant positions.
3. Nominations must be submitted in writing to the election committee at least 10 days prior to the annual general meeting.
4. The Election Committee reviews nominations, verifies eligibility, and prepares the ballot.

## **Election Procedures**

1. Executive elections take place during the annual general meeting.
2. Each eligible member has one vote per contested position. Voting is by secret ballot, paper, or email during the AGM.
3. Candidates with the highest number of votes for each position are elected.
4. In case of a tie, a run-off election is held.
5. Elected executive members assume their positions at the end of the annual general meeting.

## **Vacancies**

1. If an executive position becomes vacant before the two-year term ends, a special election is held to fill the vacancy.
2. The special election follows the procedures outlined above.
3. The newly elected member serves the remaining term of the vacated position.

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APPENDIX 4

## **Committees**

The standing committees are:

- Executive Committee
- Election Committee
- Events Committee

- Governance Committee
  - Planning and Development Committee
  - Parks Committee
  - Safety Committee
  - Traffic Calming Committee
  - Greening Committee
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## APPENDIX 5

# Prescribed Fees

## Membership Fee

1. All residents joining the Residents Association must pay an annual membership fee of \$10 per resident.
2. The fee should be paid in full at the Annual General Meeting.
3. A grace period of 30 days will be provided for fee renewal.

## Fee Collection and Management

1. The Treasurer will establish a system for collecting fees, including online and in person options.
2. Accurate records of fees collected will be maintained, and regular reports will be provided to the executive committee.
3. The Treasurer will issue receipts for membership fees.

## Failure to pay

1. Failure to pay the fee within the grace period may result in a loss of membership benefits, including voting rights and participation in association activities.

## **Fiscal Year**

The fiscal year shall be from May 1 to April 30.

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### APPENDIX 6

## **Voting** (Adopted December 16, 2025)

By default, all voting shall be done by show of hands.

**Poll vote:** Subject to the paragraph "Paper Ballots," if 5 people request, a vote shall be taken by poll vote. Members shall rise one at a time and cast their vote as For, Against or Abstain. For poll votes, electronic attendees shall use the "Raise hand" option.

**Paper ballots:** If five people request, a paper ballot shall be held. Paper ballots shall be provided to each member that can be filled out in private. These shall be collected and counted by the Secretary. For paper votes, electronic attendees shall send an email to the Secretary during the time announced for voting. These emails shall be deleted after the vote.

**Proxy Vote:** Members who are unable to attend a meeting may authorize another member in good standing to vote on their behalf (ie. by proxy). Proxies ensure that all members have the opportunity to participate in decision-making, even if they cannot be present at a given meeting.

The following rules apply to proxy voting:

1. Form of Proxy: All proxies must be submitted in writing (either electronically or on paper) before the start of the meeting, using the approved SVRA proxy form.
2. The proxy form must include a signed statement that the vote was not solicited by the proxy holder or anyone else taking part in the vote.
3. The proxy form must also include the proxy voter's name and email address.
4. Voting Only: A proxy authorizes the proxy-holder to cast a vote only; it does not grant the right to speak, make motions, or otherwise participate in discussion.
5. The proxy-holder may submit a maximum of one proxy vote.
6. Proxy holders must sign in to the proxy register at the meeting.
7. Show of Hands or Paper Ballots: In the case of votes taken by show of hands, proxy votes will be recorded separately on paper to ensure clarity and accuracy.
8. Record-keeping: All proxy forms will be retained with the meeting records to ensure transparency and accountability.

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APPENDIX 7

## **Appointment of Volunteers outlined in Bylaws**

The election or acclamation of trustees by the membership, and the appointment of the digital officer and digital meeting coordinator by the Executive, shall be conducted or affirmed at the AGM. The

Executive shall inform the membership of the process for being considered for these volunteer positions at least 30 days prior to the AGM.

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## APPENDIX 8

### **Routine Expenditures** (Adopted November 25, 2025)

1. The Treasurer may authorize routine expenditures on behalf of the Association up to \$200 per transaction, to a maximum total of \$400 per month, without prior Executive approval.
2. Any expenditure exceeding \$200, or that would cause the monthly total to exceed \$400, must receive prior approval from the Executive Committee.
3. All expenditures — including those within the Treasurer's authority — must be reported to the Executive Committee for after-the-fact approval at the next Executive Committee meeting, accompanied by receipts and supporting documentation.
4. In urgent or unforeseen circumstances, expenditures exceeding these limits may be authorized with the verbal or written consent of any two Executive officers, one of whom must be either the Chair or the Vice-Chair, and must be reported and ratified at the next Executive Committee meeting.
5. If an expenditure is not approved after the fact, the Executive Committee may:
  - require that the expenditure not be repeated in future,
  - direct reimbursement to the Association if the expense is deemed personal or inappropriate, or

- approve it retroactively with conditions, such as improved documentation or additional review.