

**2018 -2019**

# Annual Report



Ontario Association of Committees of  
Adjustment & Consent Authorities

## **2018 – 2019 Board of Directors**

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President – Denise Rundle  
(City of Pickering/Toronto)

Vice President – Christine Vigneault  
(City of Vaughan)

Treasurer – Mark Hacon  
(Oxford County)

Secretary – Kathy Lessard  
(City of Greater Sudbury)

Director – Paul Morand  
(Town of Tecumseh)

Director – Allison Goodwin  
(Hastings County)

Director – Susan Votour  
(City of Orillia)

Director – Cathy MacMunn  
(Township of Central Frontenac)

Director – Herb Nobes  
(Town of Grimsby)



## From your President

What an exciting year for OACA! Significant effort was directed toward our education mandate, cost efficient administrative and financial monitoring, and continued review of key governance policies. I am very proud of the professionalism, effort and accomplishments of this Board.

The most exciting achievement was the launch of OACA's Committee Member Training Video Series. The series was timely for numerous municipalities initiating newly appointed members, has been very successful and is now completely cost recovered.

Some other highlights include receiving positive comments on our updated Primer on Planning course, participating in stakeholder consultation meetings regarding new provincial legislation, building on new partnerships and obtaining multiple contributing sponsors. All these activities contribute to the relevance and growth of OACA.

I am so excited to see you all in the City of Toronto. The variety and number of speakers and presenters in various areas of expertise is impressive such as, the "tiny home" workshop! Our conference is the best opportunity to learn and engage in topical discussions with your colleagues and to approach any Board member with your questions, comments or suggestions about association business.

I wish to thank you all for your continued support over the past several years. OACA has been on a critical path to rebuild its foundation and we are now seeing positive results from our efforts and unprecedented growth in our membership. I am so excited about our new direction and hope you are too.

Sincerely,

A handwritten signature in black ink that reads "Denise Rundle". The signature is fluid and cursive.

Denise Rundle, RPP  
OACA President



*2018 – 2019 Board of Directors*

## 2018 – 2019 – A Year in Review

### Administrative Operations

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The OACA Board continues to be committed to implementing an administrative structure that will achieve long-term stability of day-to-day operations as well as maintain the Board's focus on the educational mandate of the Association.

At the start of this term, the Board reviewed a variety of online association management software programs to determine capabilities and compatibility. Throughout this review, it was determined that OACA would need a specialized system to handle our administrative functions.

As part of our next term initiatives we will be migrating our website to a platform that can fully automate our process for membership renewals, accreditations and conference/seminar registration.

### Education

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OACA'S educational outreach has taken a huge step forward this year with the rollout of the Committee Member Training Video Series. To date, over 60 municipalities from Kenora to Fort Erie have taken advantage of this opportunity to offer training to their Committee members in an online format. The series is designed for new Committee members but is also a great refresher for existing Committee members in an easy-to-use video format with accompanying course handouts and quizzes. Topics are "A Planning Overview", "Minor Variances", "Consents", "The Site Visit", "Meeting Protocol" and "Conflict of Interest". The series will be available for at least the remainder of 2019 and potentially beyond if the demand continues at the current rate. If you are interested in taking the training, check our website for details.

The Board is currently considering making additional video training available. We have discussed recording some Conference workshops and delivering them in this same format, so that those in more remote regions of the province, or those who don't have budget to attend Conference, have the opportunity to hear our great workshop presenters. Stay tuned!

If anyone has ideas for topics for future video training courses, we would love to hear them! Contact us through the website!



*Denise Rundle, President of OACA presenting the Committee Member Training in Frontenac County in January, thanks for the Twitter shout out Frontenac County!*

In the Fall of 2018, the newly updated Primer on Planning Course was rolled out. The course continues to be very popular with over 80 students taking it every year. If you haven't taken the course, you can enroll through the AMCTO website. If it's been a while since you took it, you may wish to consider taking the updated version so that you stay current with legislative changes.

Congratulations to the 2018 POP graduates!

WINTER 2018 POP Graduates	FALL 2018 POP Graduates
Shelby Askin-Hager Gina Belmonte Greg Bergeron Xiaojia Bi Svitlana Bibik Brittany Boomer Erna Booth Karen Britton Lorena Canales Nancy Carrol Alisa Cole Laura Crites Tracy Dench Thomas Dysart Caroline Elia Jillian Fazio Katherine Garden Sarah Hague	Tami Abott Leah Armstrong Hailey Authier Eva Baker Mallory Bishop Alexis Buset Olga Castro Karen Costello Susan Deer Gwen Dombroski Meagan Elliott Alysha Faria Lisa Finch Louise Fragnito Michael Gallagher Kari Hanselman Patricia Herczeg Kylie Hissa

WINTER 2018 POP Graduates	FALL 2018 POP Graduates
Signe Hansen	Devin Hunter
Mary Hoskins	Gina Jackson
Kayla Janke	Jovana Kovacevic
Erika Kromm	Leah Lefler
Chantal Lapierre	Erin Mariani
Leanne MacDonald	Rita Marriott
Grant Mason	Jessica McLellan
Lauren Millar	Shauna Mikel
Stephanie Morin	Melissa Moher
Lisa Nicoletta	Michael Nobes
Mehrangiz Ostad	Primo Jr Quibot
Amanda Paine	Mary Remmig
Christine Patton	Connor Renouf
Kristy Rintjema	Rodney Reyes
Kevin Sabourin	Constance Rossi
Navada Sargent	Sarah Slessor
Terri Towstiuc	Pamela Tolton
Jennifer Turk	Krystina Topp
Shannon Vanderydt	Kevin Verkindt
Sharon Vegh	Nathan Xuereb
John Vos	
Raymond White	
Margaret Wilton-Siegel	
Jason Young	

## Conference Report

By Allison Goodwin, 2019 Conference Chair

We are thrilled to present to you the 2019 Ontario Association of Committees of Adjustment and Consent Authorities (OACA) Annual Conference Information and Registration Package. The City of Toronto will be your host for this year's event.

As a delegate at this year's conference you will have the opportunity to take part in many educational and motivational workshops and networking opportunities. We have chosen a variety of workshops for our members, staff and committee members including:

- Ask an Expert: Lawyer Edition (Q & A)
- Ask an Expert: Planner Edition (Q & A)
- Stratified Severances
- Conflict of Interest
- The *New* Committee of Adjustment Toolbox
- Excellence in Ethics
- Cannabis - Land-Use Planning Challenges



- Understanding the Principles of Adjudication
- Bill 88: Amendments to Section 50, 53 & 57 of the Planning Act
- Heritage Properties
- Tiny Homes
- Minute Taking
- Understanding and Protecting the Greenbelt
- LPAT – 1 Year In
- Barn to Wedding Venue Conversions
- Zoning 101
- Secondary & Laneway Suites
- Consent Process: Policy & Technical Considerations, Conditions of Approval

As a delegate at this year's conference you will have the opportunity to take part in the full schedule of educational workshops and events, including many relevant networking opportunities. Please join us in kicking off the 2019 Conference at our wine & cheese reception on Sunday June 2, from 7:00 – 9:00 p.m. in Gallery 900 (located beside room 471 & 473). This is a great opportunity to network, catch up with friends and colleagues, and to meet new delegates that share in the triumphs and challenges of our Committees of Adjustment and Consent Authorities.

Monday evening, we will board busses at 5:00 p.m. sharp at the main entrance of the hotel to embark on our Toronto Harbour dinner cruise. Our delegates and companions will enjoy a buffet style dinner aboard the Empress of Canada during a 3-hour tour of the beautiful harbour. Return to the hotel will be at approximately 10:00 p.m.

Tuesday evening, we will host our annual banquet at the Westin Prince Toronto in the Ballroom which will include dinner and dancing the night away to music provided by our returning DJ All Star Sound. Please visit <http://allstarsound.djintelligence.com/request/> and use the group name 'oaca' (no password required) to submit your song requests for our banquet; this will ensure that we have a great lineup of your favorite songs.

This year, due to cost and logistical issues we were unable to provide a fully planned companion program. However, this should not discourage companions from attending as there are many pre-planned tours organized within the City, including a hop-on-hop-off bus that makes stops at Yonge-Dundas Square / Eaton Centre, Casa Loma and much more...If you are interested, please get in touch with us and we can provide you with some ideas to check out during your stay. We will still be offering the companion meal program (includes breakfast and lunch with delegates) and tickets to the Monday and Tuesday night events.

### **Online Registration**

Registration for this event is available online only. Please visit [www.oaca.info](http://www.oaca.info) to register. Registration open April 1, 2019.

### **Digital Workshop Materials**

All registered delegates will be emailed a link to the workshop materials at least one week prior to the conference. The link will be sent to the email address provided on your registration form. If you do not receive the link to your workshop material, please email [goodwina.oaca@gmail.com](mailto:goodwina.oaca@gmail.com)

### **Member's Forum**

Please be sure to attend the Member's Forum taking place Monday during lunch (12:30 p.m. – 1:30 p.m.). The Member's Forum will include introduction and closing of nominations and will also address proposed changes to the constitution and any other resolutions which require member approval.

### **Our Sponsors**

OACA would like to thank our 2019 Conference Sponsors & Partners for their generous donation in support of promoting education and adjudication of applications processed under Section 45 and 53 of the Planning Act.

Platinum Sponsor – City of Toronto

Silver Sponsor – Thomson Rogers

In-Kind Sponsor – OPPI, Municipal World, Toronto Zoo

Product Sponsor – Clear Lake Brewing Co. & Norman Hardie Winery & Vineyard

### **Registration Deadline**

Conference Registration closes on May 24, 2019 (*this date subject to change based on availability*).

### **Refunds**

*Electronic* refunds requested on or before May 24, 2019 will be processed (all refunds subject to administrative fee of \$25.00). **Refunds are NOT available after May 24, 2019.**

For full Conference Package and Registration Form please visit our website [www.oaca.info](http://www.oaca.info).

### **Seminar Report**

By Christine Vigneault

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The 2018 Fall Seminar in Guelph was a SOLD-OUT success, attended by almost 200 delegates! Thank you to all of our speakers and to everyone who contributed to this event.

We hope to see you again this year in the City of Cornwall, on Thursday, October 3 and Friday, October 4. The venue is the Best Western Parkway Inn & Conference Centre located at 1515 Vincent Massey Drive.

Room rates are \$125 plus HST Municipal Accommodation Tax – 4%

The 2019 Seminar Fee is \$150.00 for members and \$175.00 for non-members. Details to be made available August 2019.

## Future Events

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To assist with future planning and budgeting, we are pleased to present the following conference and seminar locations for 2020-2021.

### **2020 Conference – May 10-13, 2020**

Sheraton on the Falls, Niagara Falls, ON  
4585 Falls Avenue, Niagara Falls  
Room Rate - \$119 City View/ \$149.00 Fallsview plus HST  
Transient Accommodation Tax - \$2.00 per room per night  
Promotion Fee – 5.9% Complimentary Parking

### **2020 Seminar – September 24-25, 2020**

Holiday Inn Peterborough Waterfront  
150 George Street North, Peterborough, ON  
Room Rate - \$134 Standard City view / \$169 King River View plus HST  
Parking - \$5  
Resort Fee – 3%

### **2021 Conference – June 6-10, 2021**

Caesars Windsor  
377 Riverside Drive East, Windsor, ON  
Room Rate - \$155 plus HST  
Municipal Accommodation Tax – 4%  
Complimentary valet and self-parking for hotel guests  
Complimentary Resort Amenity Fee (\$10.00) and Room Reservation Fee (\$5.00)

## Legislation Report

By Susan Votour & Denise Rundle

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### **Bill 88 - *The Planning Amendment Act, 2019***

For many years it has been recognized in the legal industry that certain sections of the *Planning Act* contain provisions that have led to unnecessary and expensive land conveyancing issues. Bill 88 contains proposed changes to the *Planning Act* that would amend these provisions. The proposed Bill 88 is a Private Member's Bill introduced by Mr. Douglas Downey, MPP for Barrie-Springwater-Oro-Medonte. Mr. Downey is certified by the Law Society of Upper Canada as a specialist in real estate law. The following is a brief summary of some of the proposed changes to the *Planning Act* in Bill 88.

- Sections 50(3) and 50(5) of the *Planning Act* (the “*Act*”) set out various exceptions to the requirement for approval to divide land (either through a plan of subdivision or severance). Currently, these exceptions are spread throughout these Sections. Bill 88 proposes to clarify the exceptions and put them into one place.



- The *Act* currently provides that any prior contravention of Section 50 prevents the conveyance of or creation of interest in a parcel of land. This provision causes additional expense in searching title to properties, particularly now that the registration is electronic, since the older records are not readily available. Bill 88 proposes that only contraventions of Section 50 occurring within 20 years of the date of dealing with the parcel will prevent the conveyance or creation of interest.
- Many real estate transactions have failed and/or gone into litigation because of contraventions of the *Act* arising from dealing with the “retained” land in a consent when the owner still owns the “severed” land. The wording of the *Act* is currently unclear on this point and case law supports an interpretation of the *Act* that prevents dealings with retained lands without a further application for consent, which entails additional time and expense to the owner. Bill 88 proposes to resolve this issue by clarifying the wording of the *Act* such that the retained lands can be conveyed as though they had also received consent. Further, the proposed amendments authorize consent authorities to issue certificates of official for both the severed and retained lands.
- The “Once a Consent, Always a Consent” rule, currently in Section 50(12) of the *Act*, was added to the legislation on March 31, 1979 and has been interpreted to only apply to consents given after that date, forcing owners to re-apply for consent if they received a consent prior to that date. Bill 88 proposes to clarify that Section 50(12) retroactively applies to any consent previously granted, regardless of the date.
- In order to keep abutting lands separate under the *Act*, in many cases a husband and wife will take title to one lot as joint tenants and put only either the husband or wife’s name on the adjoining lot. However, if one spouse dies, in many cases this results in an inadvertent merger of the adjoining lots which then requires a consent application in order to re-sever the lots. Bill 88 proposes changes to the *Act* that will prevent this very common (and expensive) problem.
- Currently the *Act* allows an applicant only one year for completion of conditions from the date of provisional approval of a consent to sever land. Depending on the conditions imposed by the Committee, it may be difficult for the conditions to be completed within one year and the *Act* currently does not contain any mechanism to allow an extension of the one-year time period. Many consents have “lapsed” due to this provision, forcing the applicants to reapply (and pay an additional application fee). Bill 88 proposes amendments which would allow the owner to apply for an extension of the one-year time period for an additional one year, provided that the application is made prior to the lapsing of the original one-year period.
- The *Act* does not currently contain any mechanism for “de-registering” a consent, which is sometimes necessary when additional lands are being added to a parcel that had previously received consent, in order to allow the added lands to merge with the consent lands. For many years’ lawyers have been “breaking” consents by having the owner convey a one-foot square of property to the municipality. This entails additional surveying and conveyancing expenses for the owner, and nuisance

for the municipality in tracking these essentially useless land assets. Bill 88 proposes the addition of a procedure to de-register a consent to avoid this entire issue.

- Various other minor technical amendments to the *Act* are proposed under Bill 88 which would assist in interpretation and application.

As Bill 88 is a private member's bill, it will require the support of the public and the support of the House in order to pass. OACA encourages its members to contact their local MPP and encourage them to support the Bill.

The bill is supported by the Law Society of Upper Canada, the Ontario Bar Association, the Federation of Ontario Law Associations, LawPRO (Lawyers' Professional Indemnity Company) and other law associations.

For more information please visit <https://www.ola.org/en/legislative-business/bills/parliament-42/session-1/bill-88>

### ***Bill 68 - Modernizing Ontario's Municipal Legislation Act, 2017 - Update***

The changes to the *Municipal Conflict of Interest Act* (MCIA) contained in Bill 68 came into effect on March 1, 2019. Key changes include:

- New principles that highlight the importance of:
  - Integrity, independence and accountability in local government decision-making.
  - Certainty in reconciling public duties and pecuniary interests of members
  - Members performing their duties of office with integrity and impartiality in a manner that will bear the closest scrutiny; and,
  - The benefit to municipalities and local boards when members have broad range of knowledge and continue to be active in their communities.
- New subsection 5.1 requires a member to file a written disclosure statement where the member discloses an interest under section 5. The disclosure statement shall be filed with the clerk or secretary and the clerk or secretary is required to maintain a registry of disclosures.
- Changes to the actions that can be taken when there is an alleged contravention and changes to judge's powers in determining appropriate action.
- Hearing proceedings are voidable at the discretion of the municipality if a contravention of the MCIA has occurred.

Volume 6 of OACA's Committee Member Training Video Series reviews the updated MCIA in more detail.

## ***Province Seeking Planning Reform***

Earlier this year, the Province engaged numerous stakeholders including OACA, in sector specific workshops to help inform the development of the government's Housing Supply Action Plan which was to be released this spring.

The Action Plan is being coordinated with other government initiatives to find solutions to increase housing mix and supply, streamline development approvals, support economic development and reduce regulatory burden. This work included reviews of the Planning Act, Provincial Policy Statement, Building Code, Residential Tenancies Act, Open for Business and other initiatives. Feedback from these workshops was provided by multiple organizations as part of a much broader consultation (visit [Ontario.ca/HousingSupply](http://Ontario.ca/HousingSupply)).

The government had been undertaking a fundamental review of all aspects of the development approval process with particular focus on speed, cost and mix and innovation. OACA identified the opportunity to improve efficiencies by coordinating public notice requirements for example, for minor variance and consent applications.

The group discussed various solutions such as encouraging use of staff delegated approval authority, increasing accountability for complete applications and creating a single provincial/agency portal, among other suggestions. Notwithstanding the majority of discussions were beyond the scope of OACA's planning involvement, it is important we participate in these strategic discussions when given opportunity. It is vital that the Ministry continues to consider OACA a relevant stakeholder in policy discussions.

## **Finance Report**

By Mark Hacon

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With a commitment to accountability and transparency we are now using an automated electronic solution to support accounting functions. Supporting OACA's ambitious directive, we have created a comprehensive chart of accounts to enhance visibility into finances and monthly profit and loss statements are delivered and reviewed by the Board.

A full external audit of the finances was recently performed by Millards Chartered Professional Accountants and was accepted by the Board. The independent auditors report has been included as Attachment 1.

The Board will continue to look at cost saving efficiencies. Financials will be presented at the annual conference in Toronto. If there are any comments they can be addressed during the Member Forum taking place at lunch on Monday, June 3.

## Governance Report

By Kathy Lessard & Cathy MacMunn

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Amendments to the Constitution are being proposed to accommodate updates to our voting practices, to include a fully electronic voting system. In support of these changes, the Board approved an Election & Voting Policy (Attachment 2). The Election & Voting Policy will be accessible to members on the Association's website.

By moving to an electronic voting system, all **full** members of the Association will be able to participate in voting events by using their phone, tablet or computer. The electronic voting system will provide a secure, cost effective and environmentally friendly solution for voting events and will also provide for more efficient use of time at the conference, given that voting can be completed prior to events, similar to the voting practices of AMCTO and other non-profit associations.

Additional housekeeping matters include:

- Honourary members must keep their membership and contact information current by completing an annual membership form.
- Inclusion of provisions to accommodate membership transfer.

Considering these changes, the Governance Committee is requesting that the following resolution be approved by the membership at the Annual General Meeting, taking place during Members Forum on Monday, June 3, 2019.

“THAT the Association's Constitution be amended, substantially in the form of Attachment 3 of the 2018-2019 Annual Report, to facilitate electronic voting and to address general housekeeping matters.”

## E-Voting

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On behalf of the Directors of the Association we are pleased to announce that the 2019 election will be carried on by way of electronic voting. Simply Voting will be the neutral 3<sup>rd</sup> party that will be processing the election on behalf of the association.

Eligible voting members will receive an email notification that will provide a Direct Vote Link to the ballot as well as a unique, secure authentication credential (your OACA Member ID), which will enable you to vote electronically. This email notification (from [ocavote@simplyvoting.com](mailto:ocavote@simplyvoting.com)) will be sent after the closing of nominations on Monday June 3.

**In order to be eligible to vote electronically your 2019 membership registration / renewal must be processed no later than May 10, 2019.**

The e-vote will be open at approximately 2:00 p.m. Monday, June 3, 2019 and will close at 10:00 a.m. Tuesday, June 4, 2019, with the results being announced later that day.

The new electronic election format will allow voting members that do not attend the conference, the ability to participate in the direction of the Association. It will also enhance the efficiency of operations during conference and allow for additional focus on education.

For more information and a demonstration, you can visit the Simply Voting website at <https://www.simplyvoting.com>. Additionally, the Election & Voting Policy (Attachment 2) can provide additional instruction.

The Nominations Committee will be setting up stations to assist members with their e-vote at conference. Laptops will be available for those who do not have access to a device for voting and assistance will be provided.

## **Nominations Report**

By Cathy MacMunn, Nominations Chair

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One third (1/3) of the Board will be retired at the Annual Conference which represents three (3) Directors. In addition, an additional Director is required to support a two (2) year term (2019-2021) due to a resignation. In total, 4 positions are required.

This year, between March 1 and April 12, advance nominations were accepted online.

### **The following active members of OACA are being presented as candidates for election to the 2019-2022 Board of Directors:**

- Pamela Aguilera, Assistant Secretary-Treasurer, Regional Municipality of Durham Land Division Committee
- Tonia Bennett, Secretary Treasurer for the Committee of Adjustment, Municipality of Marmora and Lake
- Mark Hacon, Committee Member, Director/Treasurer OACA Board of Directors (2016-2019), Oxford County
- Joanne Haley, General Manager- Community Services, Township of South Glengarry
- Thomas Hill, Committee Member, Halton Hills
- Deb McCabe, Planning Supervisor/Zoning Administrator and Secretary Treasurer Committee of Adjustment, Township of Ramara
- Margaret Morrison, Committee Member, Town of Caledon
- Sherry Mott, Secretary Treasurer of the Committee of Adjustment, Norfolk County
- Cara Raich, Secretary-Treasurer, Town of Fort Erie



- Robin Shugan, Planning Technician/Secretary Treasurer Committee of Adjustment and Property Standards/ Risk Management Official for Source Water Protection, Town of Collingwood
- Robert Waing, Committee Member, Town of The Blue Mountains

**Candidate Bio's, as provided during the advanced nomination period, will be made available through the Simply Voting website/link for member review during the voting process.**

Nomination for the position of Director will close during Members Forum taking place on Monday June 3, 2019 at 12:30 pm in the Grand Ballroom.

### **Current Board Terms**

Denise Rundle (2017- 2020)

Christine Vigneault (2017- 2020)

Allison Goodwin (2017 – 2020)

Cathy MacMunn (2018-2021)

Kathy Lessard (2018-2021)

Herb Nobes (2018-2021) – Resigned

Mark Hacon (2017 – 2019) – Term complete (2 years)

Susan Votour (2017 – 2019) – Term complete (2 years)

Paul Morand (2017 – 2019) – Term complete (2 years)

### **Accreditation Report**

By Christine Vigneault

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The OACA Board continues to receive applications from members wishing to obtain the Accredited Committee Secretary Treasurer (ACST), Accredited Committee Secretary Treasurer – Associate (ACST (A), Accredited Committee Member (ACM) and Accredited Committee Member - Associate (ACM (A) accreditations.

If you have not yet applied for or obtained these professional designations, check the OACA website ([www.oaca.info](http://www.oaca.info)) for the application requirements.

Congratulations the following individuals who have received or renewed their accreditation for the ACST, ACST (A), ACM or ACM (A) designations since May 2018.

**ACST**

Jamila Sheffield, Township of North Dundas  
Jana Poechman, County of Wellington  
Trista Di Lullo, City of Guelph  
Tara Mieske, Township of North Frontenac  
Danielle Barranger, Town of Bradford West Gwillimbury  
Deborah Turchet, County of Wellington

**ACST Renewal**

Alana Zadow, County of Renfrew

**ACM**

Mustafa Master, Town of Richmond Hill

**ACM (A)**

Thomas Hill, Township of Georgian Bay

**ACST (A)**

Wilrik Banda, City of St. Catharines  
Tammy LePage, Municipality of Temagami

Please remember that these designations expire after five (5) years and you need to reapply to continue your designation. The expiry date is shown on your certificate.

**Attachments**

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Attachment 1: Auditor's Report  
Attachment 2: Election & Voting Policy  
Attachment 3: Amended Constitution

# ATTACHMENT #1

## **Ontario Association of Committees of Adjustments and Consent Authorities**

Financial Statements

**December 31, 2018**

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# Ontario Association of Committees of Adjustments and Consent Authorities

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December 31, 2018

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## INDEPENDENT AUDITOR'S REPORT

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To the Directors and Members of Ontario Association of Committees of Adjustments and Consent Authorities

### *Qualified Opinion*

We have audited the financial statements of Ontario Association of Committees of Adjustments and Consent Authorities (the Organization), which comprise the statement of financial position as at December 31, 2018, and the statements of changes in net assets, operations and cash flow for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, except for the possible effects of the matter described in the *Basis for Qualified Opinion* section of our report, the accompanying financial statements present fairly, in all material respects, the financial position of the Organization as at December 31, 2018, and the results of its operations and its cash flow for the year then ended in accordance with Canadian Accounting Standards for Not-for-Profit Organizations.

### *Basis for Qualified Opinion*

In common with many not-for-profit organizations, the organization derives revenue from conferences and seminars, the completeness of which is not susceptible of satisfactory audit verification. Accordingly, our verification of these revenues was limited to the amounts recorded in the records of the Organization and we were not able to determine whether any adjustments might be necessary to contributions, excess of revenues over expenses, current assets and net assets.

We conducted our audit in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Organization in accordance with the ethical requirements that are relevant to our audit of the financial statements in Canada, and we have fulfilled our other ethical responsibilities in accordance with those requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our qualified audit opinion.

### *Responsibilities of Management and Those Charged with Governance for the Financial Statements*

Management is responsible for the preparation and fair presentation of the financial statements in accordance with Canadian Accounting Standards for Not-for-Profit Organizations, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Organization's ability to continue as a going concern, disclosing, as applicable, matters relating to going concern and using the going concern basis of accounting unless management either intends to liquidate the Organization or to cease operations, or has no realistic alternative but to do so.

(continues)



Independent Auditor's Report to the Members of Ontario Association of Committees of Adjustments and Consent Authorities *(continued)*

Those charged with governance are responsible for overseeing the Organization's financial reporting process.

*Auditor's Responsibilities for the Audit of the Financial Statements*

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements. As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Organization's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Organization's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Organization to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

*Other Matter*

The financial statements of Ontario Association of Committees of Adjustments and Consent Authorities for the year ended December 31, 2017, were neither audited or reviewed.

March 22, 2019  
Tillsonburg, Ontario

*Millard, Rouse & Rosebrugh LLP*

**Millard, Rouse & Rosebrugh LLP**  
Chartered Professional Accountants  
Licensed Public Accountants

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**Ontario Association of Committees of Adjustments and Consent  
Authorities**

**Statement of Financial Position**

**As at December 31, 2018**

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	2018	2017 <i>Unaudited</i>
<b>ASSETS</b>		
<b>Current</b>		
Cash	\$ 113,670	\$ 89,363
Prepaid expenses	10,577	12,600
	<b>\$ 124,247</b>	<b>\$ 101,963</b>
<b>LIABILITIES AND NET ASSETS</b>		
<b>Current</b>		
Accounts payable	\$ 6,115	\$ 18,979
Deferred membership fees	10,850	-
	<b>16,965</b>	<b>18,979</b>
<b>NET ASSETS</b>	<b>107,282</b>	<b>82,984</b>
	<b>\$ 124,247</b>	<b>\$ 101,963</b>

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See accompanying notes



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**Ontario Association of Committees of Adjustments and Consent  
Authorities**

**Statement of Changes in Net Assets  
Year ended December 31, 2018**

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	2018	2017
		<i>Unaudited</i>
<b>NET ASSETS - BEGINNING OF YEAR</b>	<b>\$ 82,984</b>	<b>\$ 120,493</b>
Excess (deficiency) of revenue over expenses	<b>24,298</b>	<b>(37,509)</b>
<b>NET ASSETS - END OF YEAR</b>	<b>\$ 107,282</b>	<b>\$ 82,984</b>

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See accompanying notes



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# Ontario Association of Committees of Adjustments and Consent Authorities

## Statement of Operations Year ended December 31, 2018

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	2018	2017 <i>Unaudited</i>
<b>Revenue</b>		
Conference fees	\$ 149,822	\$ 127,915
Membership fees	55,160	49,813
Seminar and training fees	24,594	20,285
Primer on planning	1,540	4,200
Job posting fees	300	2,750
Miscellaneous	2,438	3,177
Interest income	-	693
	<b>233,854</b>	<b>208,833</b>
<b>Expenses</b>		
Advertising and promotion	-	11,779
Conference	145,978	146,174
Contract fees	153	22,417
Executive committee	2,274	9,443
Executive travel	8,758	15,317
Insurance	1,501	1,501
Interest and bank charges	308	586
Office	7,836	1,302
Primer on planning	12,863	17,069
Professional fees	4,670	2,028
Miscellaneous	444	1,650
Rental	1,521	-
Wages and benefits	-	6,597
Seminar and training	21,291	10,479
Stripe fees	1,959	-
	<b>209,556</b>	<b>246,342</b>
<b>Surplus (deficit) for the year</b>	<b>\$ 24,298</b>	<b>\$ (37,509)</b>

See accompanying notes

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**Ontario Association of Committees of Adjustments and Consent  
Authorities**

**Statement of Cash Flow  
Year ended December 31, 2018**

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	2018	2017 <i>Unaudited</i>
<b>OPERATING ACTIVITIES</b>		
Excess (deficiency) of revenue over expenses	\$ 24,298	\$ (37,509)
Changes in non-cash working capital:		
Accounts payable	(12,864)	16,950
Deferred membership fees	10,850	(11,920)
Prepaid expenses	2,023	(12,600)
	9	(7,570)
<b>INCREASE (DECREASE) IN CASH FLOW</b>	<b>24,307</b>	<b>(45,079)</b>
Cash - beginning of year	89,363	134,442
<b>CASH - END OF YEAR</b>	<b>\$ 113,670</b>	<b>\$ 89,363</b>

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See accompanying notes



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# Ontario Association of Committees of Adjustments and Consent Authorities

## Notes to Financial Statements

Year ended December 31, 2018

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### 1. PURPOSE OF THE ORGANIZATION

The Ontario Association of Committees of Adjustments and Consent Authorities exists to encourage communication between the membership, the public and legislative bodies facilitating the implementation of the legislation and advancing the elements of good planning. It is considered a Not-for-Profit Organization under subsection 149(1)(l) of the Income Tax Act and is, therefore, exempt from taxes.

### 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

#### Basis of presentation

The financial statements were prepared in accordance with Canadian Accounting Standards for Not-for-Profit Organizations (ASNFPPO).

#### Revenue recognition

The Organization follows the deferral method of revenue recognition. Unrestricted contributions are recognized as revenue when received or receivable if the amount to be received can be reasonably estimated and collection is reasonably assured. Restricted contributions are deferred and recognized as revenue in the year which the related expenses are incurred.

1. Revenue from the annual conference is recognized in the year the conference is held.
2. Revenue from membership fees are collected on an annual basis. Membership terms coincide with the fiscal year of the organization.
3. Seminar fees are recognized as revenue when the seminars are held.

#### Contributed services

The operations of the Organization depend on both the contribution of time by volunteers and donated materials from various sources. The fair value of donated materials and services cannot be reasonably determined and are therefore not reflected in these financial statements.

#### Measurement uncertainty

The preparation of financial statements in conformity with Canadian Accounting Standards for Not-for-Profit Organizations requires management to make estimates and assumptions that affect the reported amount of assets and liabilities, disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the period. Such estimates are periodically reviewed and any adjustments necessary are reported in earnings in the period in which they become known. Actual results could differ from these estimates.

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# Ontario Association of Committees of Adjustments and Consent Authorities

Notes to Financial Statements  
Year ended December 31, 2018

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## 3. FINANCIAL INSTRUMENTS

### *(a) Fair value risk*

The Organization's carrying value of cash, accounts payable and deferred membership fees are recorded at amortized costs and approximate fair value due to the immediate or short term maturity of these investments. The Organization's exposure to risk from changes in fair value is unchanged from the previous year.

# ATTACHMENT #2

## ONTARIO ASSOCIATION OF COMMITTEES OF ADJUSTMENT AND CONSENT AUTHORITIES ELECTION & VOTING POLICY

### Procedures for Election of Directors:

#### **Declaration of Election**

1. The Chair of the Nominating Committee for the Association shall notify the OACA membership of the following, no later than sixty (60) days prior to the Annual General Meeting, through the Association's e-mail broadcast system:
  - That an election is being held for the position of Director;
  - The time and dates for the holding of the electronic vote;
  - The names of those individuals nominated for the position of Director
  - That further information regarding the procedures for voting will be distributed electronically to all OACA members, eligible to vote, prior to the commencement of the voting period.

#### **Appointment of Election Officials**

2. The Chair of the Nominating Committee shall act as the Returning Officer and shall, at a minimum, appoint one Assistant Returning Officer.

#### **Information to Electronic Voting System Supplier**

3. The Returning Officer shall provide the supplier of the electronic voting system with the following information:
  - The names and individual e-mail addresses of all eligible voters (i.e. FULL members in good standing) prior to the commencement of the voting period;
  - The names, titles, short bio and photo of each nominee for the position of Director;
  - The times and dates for the holding of the vote;

## **Eligible Voter Information E-mail**

4. Each eligible voter on the list of voters supplied to the electronic voting system supplier will be sent a personalized voter information e-mail. This e-mail will be sent through the Association's e-mail broadcast system by the electronic voting system supplier to the individual e-mail address identified for the voter in the Association's membership database and will contain:
  - a. The Direct Vote Link with the unique authentication credentials;
  - b. Instructions on how to vote;
  - c. Dates of voting;
5. Voter information e-mails that are returned as undeliverable will be recorded and the eligible voter will be contacted by the Returning Officer (or designate) to obtain an alternate e-mail address to which the voter information e-mail can be sent. In the event that an alternate e-mail address cannot be provided, the contents of the voter information e-mail will be sent via first-class mail to the mailing address for the eligible voter, as contained in the Association's membership database.
6. Where an eligible voter has lost their Voter Information e-mail or did not receive it, they may contact the Returning Officer in order to receive their number. Only individuals who can provide pre-defined identifying information will be able to access this information. Any information to be provided will be sent via e-mail to the e-mail address listed for the individual in the Association's membership database.

## **Additions to the List of Eligible Voters**

7. An OACA member who qualifies to become an eligible voter by April 30<sup>th</sup> of the current year. Upon becoming eligible to vote, the individual's name will be added to the list of eligible voters and assigned a Personal Identification Number (PIN). The PIN and all other required voter information will be sent to the eligible voter via e-mail.

## **Voting Process**

8. In order to cast their vote, eligible voters will utilize the electronic voting system adopted by the Association. Through this system:
  - a. Eligible voters will be required to access a designated internet address and cast their vote/s;

- b. Every eligible voter shall be limited to only one vote using their Personal Identification Number (PIN) distributed to them via a personalized Voter Information e-mail.

## **Results**

9. Upon the expiry of the voting period, the Returning Officer will obtain and review the results for each candidate provided by the electronic voting system supplier. In the event of a tie vote, the Returning Officer will request that the electronic voting system supplier re-tabulate the results for each candidate.
10. The Returning Officer will report the “unofficial” results of the vote to the candidates and to the Association President, as determined by the Board
11. Official results of the vote will be publicly reported to the Association membership at the Annual General Meeting and will be subsequently communicated to all OACA members through the Association’s e-mail broadcast system.

## **Tie Vote**

12. If following a re-tabulation of the results, a tie vote remains such that two or more candidates who cannot both or all be declared elected have received the same number of votes, the President shall choose the successful candidate/s by lot. The names of the tied candidates will be placed in a hat and the President, in the presence of the Returning Officer, the Assistant Returning Officer/s and the tied candidates will draw the required number of names from the hat. The name/s drawn by the President will be declared the successful candidate/s.
13. The selection of the candidate/s by lot will occur on a date acceptable to all the parties involved prior to the commencement of the Annual General Meeting.

## **Voting**

Voting by the Association, where appropriate, shall be done electronically in accordance with the Constitution.

## **Election Materials**

Any electronic voting events report may be retained by the Association, as determined by the Board.

**Revised April 23, 2019**



# ATTACHMENT #3

**BE IT ENACTED** as a Constitution of the Association as follows:

## Section 1 – General

### Definitions

**1.01** In this Constitution of the Association, unless the context otherwise requires:

1. The “Association” means the Ontario Association of Committees of Adjustment and Consent Authorities (OACA).
2. “Board” means the Board of Directors for OACA
3. “Constitution” means this Constitution, as amended, which is in force and effect;
4. “Annual Meeting” means the Annual General Meeting of the Association
5. “Member” means a member in good standing of the Association and includes Full Members, Associate Members and Honorary Members.
6. “Board Member” and “Director” mean an elected member of the Board of Directors
7. “Officer” means the President, Vice-President, Treasurer and Secretary of the Association
8. “Code of Conduct” means the Code of Conduct adopted by the Board.

### Interpretation

**1.02** In the interpretation of this *Constitution*, words in the singular include the plural and vice-versa, words in one gender include all genders, and “person” includes an individual, body corporate, partnership, trust and unincorporated organization.

### Execution of Documents

**1.03** Assignments, contracts, obligations and other instruments in writing requiring execution by the *Association* may be signed by any two (2) *Directors*. In addition, the *Board* may from time to time direct the manner in which and the person or persons by whom a particular document or type of document shall be executed.

### Financial Year End

**1.04** The financial year end of the *Association* shall be December 31st in each year.

### Banking Arrangements

**1.05** The fiscal year of the *Association* shall be the calendar year. The banking business of the *Association* shall be transacted at such bank, trust company or other firm or corporation carrying on a banking business in Ontario as approved by the *Board*. The banking business or any part of it shall be transacted by one or more *Directors* of the *Association* and/or other persons as the *Board* may by resolution from time to time designate, direct or authorize.

### Annual Financial Statements

**1.06** The *Association* may, instead of sending copies of the annual financial statements and other documents to the *Members*, publish a notice to its *Members* stating that the annual financial statements and documents are available by the *Association* and any *Member* may, on request, obtain a copy free of charge by electronic means or by prepaid mail.

### Section Invalidity of Any Provisions of This Constitution

**1.07** The invalidity or unenforceability of any provision of this *Constitution* shall not affect the validity or enforceability of the remaining provisions of this *Constitution*.

## Omissions and Errors

- 1.08** The accidental omission to give any notice to any *Member, Director, Officer*, member of a committee of the *Board* or public accountant, or the non-receipt of any notice by any such person where the *Association* has provided notice in accordance with the *Constitution* or any error in any notice not affecting its substance shall not invalidate any action taken at any meeting to which the notice pertained or otherwise founded on such notice.

## Section 2 – Membership

- 2.01** The membership shall be of the following classifications:

### Full Member:

Full Membership shall be restricted to members of Committees of Adjustment, Land Division Committees, Consent Granting Authorities, Secretary-Treasurers and the Assistant Secretary-Treasurers (appointed by their respective local Committees) of such Committees and Authorities, as applicable

### Associate Member:

Associate Membership shall be granted to persons, private companies, corporations, partnerships, and associations who are interested in planning regulations, such as:

Professional or Technical Associations of Lawyers, Land Surveyors, Registrars, Engineers and Town Planners.

Provincial and Federal Departments of representatives in the field of Planning and related fields.

Representatives of Developers' Associations and persons engaged by Municipalities to administer and formulate laws or regulations relating to Committees of Adjustment, Land Division Committees and the Consent Granting Authorities.

Any other Municipal employee directly involved in the Committee of Adjustment and Land Division Process.

### Honorary Member:

Honorary Membership shall be those persons who have directly or indirectly contributed to the development and welfare of the *Association* and who are considered by the Full *Members*, worthy of recognition for such service. Honorary *Members* shall be admitted by a majority vote of Full *Members* of the *Association* and shall not be required to pay any membership fees, and shall have all the benefits of Full Membership.

- 2.02** The Board of the *Association* may, by resolution, approve the admission of a *Member* of the *Association*.

- 2.03** The following conditions of membership shall apply:
- a) The term of a Full, Honorary and Associate Membership shall be annual, subject to renewal in accordance with Section 3 of the *Constitution*.
  - b) Full *Members* in good standing will be entitled to receive notice of, and shall be entitled to one (1) vote.
  - c) A valid *Membership* can be transferred by a *Member* up until December 1st within a calendar year, through the Association's website.
- 2.04** A majority vote of the Full *Members* shall be required to adopt any amendments to the *Constitution*.
- 2.05** Full and Associate *Members* shall be entitled to the privileges of the floor for discussion at all meetings of the *Association*.
- 2.06** No *Member* shall have any right, title or interest in any property of the *Association*.

### **Section 3 - Membership Dues & Termination**

- 3.01** The dues shall be reviewed and adjusted, as necessary, annually by the *Board* to reflect any increases or decreases in the *Association's* operating costs.
- 3.02** The payment of dues shall cover the calendar year January 1 to December 31 and shall become due and payable on January 1 of each year.
- 3.03** No *Member* shall be in good standing or be qualified to exercise or be entitled to any privilege of membership who is in default of payment of his/her dues as of April 30.
- 3.04** Membership in the *Association* shall cease when a *Member*:
- a) dies or resigns;
  - b) is removed from the register of the *Association* by virtue of being in default of dues, fees, penalties or assessments, or failing to keep their membership in the *Association's* register current;
  - c) is removed from the register of the *Association* by virtue of the operation of its by-laws;
  - d) is removed from the register of the *Association* by consequence of a breach of the Professional Code of Conduct; or
  - e) the *Association* is dissolved.
- 3.05** Upon any termination of membership, the rights of the *Member* automatically cease to exist.

- 3.06** Honorary members are not required to pay dues, but shall keep their membership current and are required to file an annual membership.

#### **Section 4 - Notice of Annual Meeting**

- 4.01** Notice of the time and place of the *Annual Meeting* shall be given to each *Member* in good standing by mail or electronic means a minimum of sixty (60) days prior to the meeting and shall be published on the OACA website.

#### **Section 5 – Annual Meeting and Special Meetings**

##### **Place of the Meeting**

- 5.01** Meetings of the *Members* may be held at any place within Ontario determined by the *Board*.

##### **Chair of the Meeting**

- 5.02** The President of the *Association* shall chair the *Annual Meeting*, and in the absence of the Chair, the Vice President shall chair the *Annual Meeting*. In the absence of both the President and Vice President, the remaining *Directors* shall elect a chair of the *Annual Meeting*.

##### **Quorum**

- 5.03** A quorum of any meeting of the *Members* shall be twenty five (25) *Members* entitled to vote.

##### **Voting**

- 5.04** At any meeting of Full *Members* every question, unless otherwise provided for in this *Constitution*, shall be determined by a majority of the votes cast on the question. In the case of an equality of votes the President, in addition to an original vote, shall have a second or casting vote.

##### **Special Meeting**

- 5.05** The *Board* may hold a special meeting of the *Members* on the written request of at least three (3) *Directors* or of at least twenty-five (25) *Members* entitled to vote.

- 5.06** The *Board* at least four (4) weeks prior to a special meeting shall provide notice by mail or electronic means of the time and place of the special meeting to every *Member* in good standing on the register of the *Association* and shall indicate in the notice a statement of the purpose of the meeting and that only those matters specified in the statement of purpose may be considered at the meeting.

#### **Section 6 – Board of Directors**

##### **General**

- 6.01** As steward of the public trust, the *Board* shall be responsible for governance, the ongoing process of due diligence to assure the health and effectiveness of the *Association*. The *Board* shall have the power to govern the affairs and property of the *Association* in keeping with policies it establishes that define the *Board's* scope of authority and limitations.

- 6.02** The *Board* shall consist of nine (9) elected *Directors*.

- 6.03** The *Board* shall adhere to all policies and procedures established by the *Board*.
- 6.04** The *Board* shall from time to time have the ability to purchase real property and enter into contracts for the benefit of the *Association* and its' *Members*. Only funds on hand shall be used for the purchases and no debts will be incurred.
- 6.05** The *Board* shall purchase and maintain such insurance for the benefit of the *Members* and *Directors* as the *Board* deems necessary.

## **Section 7 – Election & Voting**

### **Nominations**

- 7.01** In order to be nominated for a position on the *Board* the candidate must be a Full Member of the *Association* in good standing.
- 7.02** The Nominations Committee shall prescribe the form in which nominations are to be provided.
- 7.03** It is the responsibility of the nominee to confirm that their nomination was received by the Nominations Committee.
- 7.04** The Nominations Committee shall present a slate of candidates, in a form to be determined by the Nominations Committee.
- 7.05** The Nominations Committee shall check the nominees for eligibility ensuring that each nominee is a Full *Member* in good standing.
- 7.05** The Chair of the Nominations Committee, or designate, shall announce the nominations for *Director* on a date to be determined by the Board.
- 7.07** Nominations from the *Membership* shall be accepted by the Chair of the Nominations Committee or designate, and recorded by the Secretary, up to a date determined by the Board.

### **Election**

- 7.08** An Election & Voting Policy addressing election procedures and other voting matters, requiring approval from the membership, shall be approved by the Board and posted on the Association's website.
- 7.09** Voting shall be in accordance with the Election & Voting Policy.
- 7.10** Election shall occur in accordance with Election & Voting Policy.
- 7.11** Only Full *Members* in good standing shall be eligible to vote.

### **Campaigning**

- 7.12** Campaigning shall be permitted in accordance with the Election & Voting Policy.

## **Returning Officer**

- 7.13** The Chair of the Nominations Committee shall act as the Returning Officer and shall appoint one Assistant Returning Officer.

## **Section 8 – Term of Board of Directors**

- 8.01** *Members* as duly nominated shall be elected to the position of *Director* by a ballot. Each *Director* shall hold office for a term of three (3) years or until his or her qualified successor shall have been duly elected. One Third (1/3) of the *Board* shall be retired at each *Annual Meeting*, but shall be eligible for re-election, if qualified. The remaining Two Thirds (2/3) shall be retired at the following two subsequent *Annual Meetings*, but shall be eligible for re-election, if qualified.
- 8.02** Nothing in this *Constitution* will prevent an election being held to fill a vacant position. In order to provide for staggered terms, any position required to fill a vacancy on the *Board* may be reduced according to the existing term.
- 8.03** Each individual who has been elected to serve on the *Board* shall be eligible for re-election so long as such individual continues to be a Full *Member* in good standing.

## **Section 9 – Election of Officers and Term of Office**

- 9.01** The *Officers* of the *Association* shall be the President, Vice President, Treasurer and Secretary, and such other persons as the *Board of Directors* may determine from time to time. Officers, shall be elected by the *Board* from among their number at the first *Board Meeting* after the annual election of the *Directors* provided that in default of such election the then incumbents, being members of the *Board*, shall hold office until their successors are elected.

## **Section 10 – Board of Director Meetings**

### **Meetings, Quorum and Voting Rights**

- 10.01** The *Board* shall meet as often as necessary to conduct the affairs of the *Association* properly. Meetings shall be in person, or by means of electronic or other communication facilities that will permit all persons participating to communicate with each other simultaneously.
- 10.02** A simple majority of the *Board* shall constitute a quorum of the *Board*.

## **Section 11 – Board Committees**

### **Board Committees:**

- 11.01** The *Board* may, by resolution, establish Committees and delegate functions to such Committees as it deems fit, which shall include, but not be limited to the following:

### **Finance Committee:**

- 11.02** The *Board* shall establish a Finance Committee to monitor financial funds and commitments and make reports as to the financial well-being of the *Association*. The Chair of the Finance Committee shall serve as the Treasurer of the *Association* and shall be the chief liaison with the *Association's* auditor.

- 11.03** The Finance Committee will draft a budget for the following year, on or before December 1st of each year, to be presented and approved by the *Board*.
- 11.04** The Finance Committee shall provide the *Board* with an update on the financial status of the *Association* at each meeting and shall provide any additional information as requested by the President.
- 11.05** The Finance Committee shall provide copies of the annual financial statements to the *Members* and publish a notice to the *Members* stating that the annual financial statements are available upon written request to the *Association*.
- 11.06** No *Member* of the Finance Committee shall have signing authority for release of funds.

**Nominations Committee:**

- 11.07** The *Board* shall establish a Nominations Committee to preside over nominations and election procedures of the *Association* in accordance with this *Constitution* and the Election Policy

**Governance Committee:**

- 11.08** The *Board* shall establish a Governance Committee responsible for reviewing and making of recommendations concerning policies and by-law changes, including the effectiveness of governance, development and succession planning, policy development, audit compliance and such other duties as may be assigned by the *Board*.

**Section 12 – Description of Officers**

- 12.01** The President, Vice-President, Secretary and Treasurer shall have the following duties and powers associated with their positions:
- a) **President:** The President shall preside at all *Board* meetings and the membership. The President provides leadership, ensures the integrity of process, and represents the *Association* to outside parties. The President shall be an ex-officio *Member* of all committees of the *Association*, with voting privileges.
  - b) **Vice-President:** The Vice-President shall act as the representative of the President in such matters as the President may assign and shall perform the duties of the President in the event of the President's death, absence or inability. In the event that the Vice-President is unable to serve as the representative of the *Association* the *Board* shall appoint another *Director* to serve.
  - c) **Treasurer:** The Treasurer shall serve as the Chair of the Finance Committee and shall ensure that all books and records provide an accurate accounting of all funds received and disbursed by the *Association* in accordance with generally accepted accounting principles. The Treasurer shall ensure the preparation of an annual financial report that shall be submitted to the *Board* and the *Members* at the *Annual Meeting* of the *Association*.
  - d) **Secretary:** The Secretary shall be responsible for the maintenance of the membership register of the *Association* in a format prescribed by the *Board* and

shall confirm and distribute such membership register for access by the membership not less than once annually. The Secretary shall also be responsible for the preparation and distribution of all notices, including agendas and the minutes of all meetings of the *Board* and the *Association*.

- 12.02** The powers and duties of a *Director* shall be such as the terms of the *Board* or President requires of them.
- 12.03** The *Board* may, from time to time vary, add to or limit the powers and duties of any *Director*, with the exception of the President and Vice-President.

### **Section 13 – Remuneration (Board of Directors)**

- 13.01** The *Directors* shall serve as such, without remuneration, and no *Member* shall directly or indirectly receive any profit from occupying a position on the *Board* provided that *Directors* may be reimbursed for reasonable expenses they incur in the performance of their duties and approved by the *Board* for payment by resolution passed before such payment is made.

### **Section 14 – Vacancy**

- 14.01** A *Director* may resign at any time by filing a written resignation with the President of the *Board*.
- 14.02** The President may resign at any time by filing a written resignation with the Vice-President of the *Board*.
- 14.03** If a vacancy occurs during a term, the *Board* has discretion to call an election for that vacant position at any time, in accordance with the Election Policy. Provided that a quorum exists, vacancies on the *Board*, however caused, do not have to be filled.
- 14.04** Should the office of President become vacant, the Vice-President shall automatically become President.
- 14.05** Should the office of Vice-President become vacant, a *Director*, elected from amongst the remaining *Directors* shall become Vice-President for the balance of the term.
- 14.06** Should the office of Secretary become vacant, another *Director*, elected from amongst the remaining *Directors* shall become Secretary for the balance of the term.
- 14.07** Should the position of Treasurer become vacant, another *Director*, elected from amongst the remaining *Directors* shall become Treasurer for the balance of the term.

### **Section 15 – Policy Development**

- 15.01** The *Board* shall adopt all policies pertaining to the governance of the *Board* and operations.



## Section 16 – Effective Date

### 16.01 Effective Date

This *Constitution* shall become effective on June 5, 2017.

**Revised: June , 2019**

Revised Draft: March 15, 2019

April 15, 2019

April 23, 2019

May 1, 2019