

RiverGrove



# **RIVER GROVE SENIORS FRIENDSHIP CLUB**

Suite 327, 6045 Creditview Road  
Mississauga, Ontario L5V 0B1

## **CONSTITUTION**

Revision Date February 24, 2022



## Table of Contents

ARTICLE 1 - ORGANIZATION .....	1
1.1 NAME .....	1
1.2 LOCATION .....	1
1.3 POLICY .....	1
1.4 PURPOSE AND/OR MISSION STATEMENT .....	1
1.5 GOALS AND OBJECTIVES .....	1
ARTICLE 2 - MEMBERSHIP .....	2
2.1 MEMBERS .....	2
2.2 MEMBERSHIP ACTIVITIES .....	2
2.3 LIFE MEMBERS .....	3
2.4 HONORARY MEMBERS .....	3
2.5 MEMBERSHIP DUES .....	3
ARTICLE 3 – OFFICERS .....	3
3.1 POSITIONS .....	3
3.2 TERM OF OFFICE .....	4
3.3 DUTIES of OFFICERS .....	4
3.4 VACANCIES .....	7
3.5 DISMISSALS .....	7
3.6 COMMITTEES .....	7
ARTICLE 4 – MEETINGS .....	8
4.1 EXECUTIVE MEETINGS .....	8
4.2 MEMBERSHIP MEETINGS .....	8
4.3 ANNUAL GENERAL MEETINGS (AGM) .....	8
4.4 DECISION MAKING .....	9
4.5 MINUTES .....	9
4.6 OTHER MEETINGS .....	9
ARTICLE 5 – FINANCAL MANAGEMENT .....	9
5.1 FISCAL YEAR .....	9
5.2 FUNDS .....	9
5.3 COMMUNITY GROUP REGISTRY POLICY .....	10
5.4 FINANCIAL RESPONSIBILITES AND BANK ACCOUNT .....	10
5.5 TREASURER .....	10
5.6 AUDITS/REVIEW .....	11
5.7 RENUMERATION .....	11

ARTICLE 6 – AMENDMENTS, COMPLAINTS AND APPEALS .....	11
6.1 AMMENDMENTS .....	11
6.2 COMPLAINTS .....	12
6.3 APPEALS.....	12
6.4 DISSOLUTION.....	12
ARTICLE 7 – ELECTION PROCEDURES .....	13
7.1 NOMINATION COMMITTEE .....	13
7.2 NOMINATION PROCEDURES .....	13
7.3 TYPICAL ELECTION PROCEDURES.....	13
7.4 PROXIES.....	14
7.5 SWEARING IN THE NEW OFFICERS .....	14
7.6 FIRST MEETING AFTER THE AGM.....	15
ARTICLE 8 – CONFLICT OF INTEREST .....	15
8.1 DISCLOSING CONFLICT OF INTEREST AT A MEETING.....	15
8.2 DISCLOSING CONFLICT OF INTEREST AFTER A MEETING .....	15
ARTICLE 9 – CODE OF CONDUCT .....	15
9.1 CORE VALUES.....	16
9.2 GUIDING PRINCIPLES.....	16
9.3 BEHAVIOUR STANDARDS.....	16
9.4 REPORTING PROCESS .....	17
ARTICLE 10 – LEGAL RESPONSIBILITIES .....	18
10.1 INDEMNIFICATION.....	18
10.2 MEMBER INFORMATION AND PRIVACY .....	18
10.3 INSURANCE.....	18
ARTICLE 11 – ANNUAL REPORT .....	19

# **ARTICLE 1 - ORGANIZATION**

## **1.1 NAME**

The name of the Club shall be River Grove Seniors Friendship Club, which is incorporated under the Corporations Act of Ontario. The Club is referred to herein as RGSFC.

## **1.2 LOCATION**

RGSFC is located at the River Grove Community Centre at 5800 River Grove Avenue, Mississauga, Ontario L5M 4R5 and serves the senior community of Mississauga

## **1.3 POLICY**

RGSFC shall be non-political, non-sectarian, non-racial and will abide by the Ontario Human Rights Code and the City of Mississauga's Respectful Workplace, Workplace Violence and Accessibility policies. It shall operate democratically and in accordance with parliamentary rules of order. The club is a non-profit organization and from time to time may raise money to help finance operations.

## **1.4 PURPOSE AND/OR MISSION STATEMENT**

To unite for the benefit of all members of the Club providing social and recreation programs.

## **1.5 GOALS AND OBJECTIVES**

- a) To provide/support activities which promote physical, mental and social well-being of seniors in Mississauga
- b) To provide opportunities for exchange of ideas
- c) To sponsor good fellowship and wholesome recreation.

## **ARTICLE 2 - MEMBERSHIP**

### **2.1 MEMBERS**

Membership shall be open to all persons 55 years of age or over and will be limited to 600

- a) The maximal percentage of non-Mississauga Residents allowed will be in accordance with the current City of Mississauga Corporate Policy, with the following exception: registration cannot be closed to a Mississauga resident if non-residents make up any portion of the membership
- b) Once membership of 600 is reached, additional applications from both Mississauga and non-Mississauga residents will be placed on the waitlist
- c) Non-Mississauga residents (defined as members that have moved or will be moving out of Mississauga) will be treated as Mississauga resident if membership is to be renewed
- d) Owners of businesses located in Mississauga are considered to be Mississauga residents
- e) Guest applications for people from afar that are here on a temporary basis for a minimum of one month may apply for membership under the terms of non-Mississauga resident except that membership due is reduced to 50%
- f) A qualified potential member will be allowed to participate in up to three (3) different activity sessions, paying per session fee(s), before committing to being a member.

### **2.2 MEMBERSHIP ACTIVITIES**

- a) RGSFC must have a minimal number of members specified by City of Mississauga's Community Group Registry Policy to retain club status.
- b) Subject to facility capacity and safety of participants, Activity Leaders with guidance from the Executive Board (where necessary), can set specific maximum participation limits for each activity
- c) In the case where RGSFC accepts outside participants to its activities, RGSFC members will have first priority to sign up for all activities. When capacity is reached, additional demand will be put on the waitlist
- d) Activity sign up will be based on a first come first serve basis
- e) Members are permitted to attend up to 1 trial sessions, paying nominal activity fees, prior to deciding on joining the activity
- f) To meet the day to day cost of running the club, daily and/or other charges may be applied as determined by the Executive Committee from time to time.

## 2.3 LIFE MEMBERS

- a) Members who have attained the age of 85 years, and who have been members of the Club for at least 3 years will become Life Members and have voting rights.
- b) Annual membership dues will be waived for Life Members but activity fees are charged to meet the day to day cost of running the Club.

## 2.4 HONORARY MEMBERS

Not applicable.

## 2.5 MEMBERSHIP DUES

- a) RGSFC fiscal year is from September 1<sup>st</sup> to August 31<sup>st</sup>.
- b) Annual memberships are based on per person and are renewed on September 1<sup>st</sup>, each year.
- c) Annual dues may be changed by the Executive Board by a simple majority vote.

# ARTICLE 3 – OFFICERS

## 3.1 POSITIONS

The Officers of the Club currently are:

- President 1
- Past President 1
- Vice President 1
- Secretary 1
- Treasurer 1
- Assistant Treasurer 1
- Social Coordinator 1
- Travel Conveners 2
- Activity Coordinators 2

As per the City of Mississauga Community Group Registry Policy, the President or Vice President must be a Mississauga resident.

When deemed necessary, Officers positions can be added or removed by a simple majority vote of the executive committee to ensure smooth and efficient club operations and/or when activities are added or deleted.

### 3.2 TERM OF OFFICE

- a) Executive Officers are elected at the Annual General Meeting to start at the next fiscal year.
- b) Officers shall hold a particular office for a two year term and are eligible for one further consecutive two year term only, unless a replacement cannot be found and the Officer is willing to stay on.
- c) Where possible, the election of the President and Treasurer will be staggered relative to the election of the Vice President and Assistant Treasurer.
- d) A member of the Executive may be removed by a majority vote at a General Meeting. Notice of the proposal must be given at least two weeks prior to the meeting and the affected member notified.

### 3.3 DUTIES of OFFICERS

- a) Executive members are expected to carry out their duties using due diligence and sound judgement to the best of his/her ability.
- b) They will lead by example, keeping club members informed while voicing members' concerns.
- c) Executives are required to promote the goals of the RGSFC, enforce the rules and regulations of the club and perform their duties without remuneration.

#### Past President

- a) Advisory role to the President.
- b) Assume responsibilities of the President in absence of President and Vice President.
- c) Chairs election committee.
- d) The President automatically becomes the Past President upon completion of his/her term.
- e) Past President do not have a vote.
- f) The position of Past President, when vacant, will not be replaced.

#### President

- a) Chairs all Annual, Monthly, Executive and other meetings of the Club.
- b) Assign a chair if VP is also unable to attend a meeting.
- c) Prepares agenda with Secretary for these meetings.
- d) Responsible for the general management and administration of the Club's affairs.
- e) Maintains and promotes the aims and objective of RGSFC.



- f) Is the key contact and primary spokesperson for RGSFC.
- g) Co-signs cheques.
- h) Arranges for election procedures of Officers
- i) Keeps in contact with the City of Mississauga Liaison.
- j) Has a vote at Executive Committee Meetings.
- k) Maintain attendance numbers of each activity and report to liaison.
- l) Prepare annual reports.

#### Vice President

- a) Assists the President in all aspects of the Club.
- b) Chairs meetings in the absence of the President.
- c) Monitors the adequacy of funds of the Club and recommends to the President and the Executive "ways and means" to raise funds, if this becomes necessary.
- d) Supervises and provides back up for voice mail receiver.
- e) Co-signs Cheques.

#### Secretary

- a) Perform the secretarial duties for Executive and Annual Meetings.
- b) Handles correspondence, keeps filing up to date and other matters pertaining to his/her area of responsibility.
- c) Keeps the news media informed of the Club's activities and plans.
- d) Responsible for all communication within and related to the Club.
- e) Has cheque signing authority.
- f) Supervises Membership, Fellowship & Data Base / Email coordinator.

#### Treasurer

- a) Responsible for Club's finances by maintaining an accurate record of all monies received and expended.
- b) Provides a Financial Report at all and Monthly Executive Meetings and a Yearly Financial Statement.
- c) Carries out duties and special assignments as requested by the Executive.
- d) In accordance with the current commercial practice, the Clubs' cheques may be signed on the basis of any two authorized cheque signers.
- e) The 2 Signatories on any cheques must not be related by family or blood ties.
- f) Provides membership and attendance statistics for the City of Mississauga as required.
- g) Has cheque signing authority.

### Assistant Treasurer

- a) Assist Treasurer in all his duties.
- b) In the absence of the Treasurer: acts as the Treasurer.
- c) Has cheque signing authority

### Activity Coordinators

- a) Meet with instructors, activity leaders, as needed, to evaluate activities, progress, equipment needs, safety, and appropriateness to meet goals and objectives of RGSFC.
- b) Review costs, facility requirements, and activity related facility contracts for approval.
- c) Register members for activities, collect pre-paid activity fees and help select instructors when needed.
- d) Evaluate activities for inclusion or exclusion and provide recommendation for approval
- e) Liaise with Treasurer to ensure accurate reimbursement of activity instructors where necessary

### Social Coordinator

- a) Arrange all social activities for regular and special occasions.
- b) Promote social activities to members.
- c) When necessary, coordinate activities with the Kitchen Convenor.
- d) Supervise Kitchen Convenor & Social Assistant.
- e) Prepare monthly and other program events.
- f) Carry out other duties as assigned by the Executive.
- g) Make arrangements for speakers.
- h) Receive and act upon correspondence relating to social activities.

### Travel Convenors

- a) Arrange trips for members.
- b) Keep members informed and obtain their views at meetings when deciding on trips.
- c) Collect monies and hand these over to the Treasurer.

## Group Leaders

- a) All activities will need a group leader and a helper to oversee activities
- b) Post start and finish times of each activity on the Activity Schedule.
- c) Prepare a Sign In Sheet with appropriate information.
- d) Collect dues for activities.
- e) Remit money and Sign In Sheet to the Treasurer.
- f) Record attendance on Monthly Sheet
- g) Activities (numbers and kind) can change as the need arises

## 3.4 VACANCIES

- a) Resignations from the executive board are to be done in writing.
- b) Executives are expected to be punctual and failing to attend three consecutive meetings with no known special circumstances will be considered as having resigned his/her post and the Board will be free to appoint a replacement
- c) The Executive may appoint any member to fill vacancies on the Executive Committee, co-opt any member/s or appoint any sub-committee/s as may be required from time to time. Should a vacancy in the Presidency arise, this position shall be filled automatically by the Vice President.
- d) Past President vacancy will not be replaced
- e) One person cannot hold two positions that have signing authority

## 3.5 DISMISSALS

- a) An officer/director will be removed from office if he/she is convicted of a crime or is found to be in violation of the groups Code of Conduct.
- b) The Club reserves the right to withhold, or withdraw Membership from any member or potential member whose membership is, in the Board's view, not in the best interests of the whole of the membership. Any decision to withdraw or withhold membership can only be reached on the basis of a majority vote by the board.

## 3.6 COMMITTEES

- a) An executive officer may solicit assistance from the membership to help with their portfolio. The committee will be led by the corresponding officer. The committee members perform their designated tasks without remuneration
- b) Committee members can retain roles/titles (e.g. the Social committee may have a person most responsible for Kitchen supplies or Trips)

## **ARTICLE 4 – MEETINGS**

The following meetings shall be held to carry out the formal business of the group.

### **4.1 EXECUTIVE MEETINGS**

- a) Executive board meetings are typically held monthly from September to June. Board meetings are not planned in July and August as club activities are largely closed
- b) A quorum for the Executive board meeting is 50% + 1
- c) Agendas are sent out one week in advance where possible but arising issues can be presented at meetings under other items
- d) When needed, regular members can attend Executive meetings at the invitation of the Board
- e) In case of emergency, meetings can be called by the President or Vice President and if both are not available, by the Treasurer. Meeting request and nature of the emergency will be communicated preferably by the Secretary using telephone and/or email

### **4.2 MEMBERSHIP MEETINGS**

- a) General Meeting is held at least annually and additional meetings are added as required
- b) Quorum for the Annual General Meeting shall be 10% of full membership

### **4.3 ANNUAL GENERAL MEETINGS (AGM)**

- a) Annual General Meetings are held annually and AGM required to elect executive board members, are typically held between February and April.
- b) Minimal notification of AGM meeting will be 30 days. Agendas will be made visible at club activities and posted on club bulletin boards at least 30 days in advance
- c) Quorum for the Annual General Meeting shall be 10% of full membership
- d) Voting will be based on one vote per member in good standing

#### 4.4 DECISION MAKING

- a) The Chair of the meeting will facilitate discussion to aim for consensus where possible
- b) Issues will be decided by majority of votes by either show of hands or secret ballots depending on members preference
- c) Chair will only vote if there is a tie in the vote
- d) The Chair will ensure all members are granted adequate time in discussion of any issue.

#### 4.5 MINUTES

- a) The Secretary or a designate will take minutes at every meeting
- b) A draft of the executive meeting minutes will be sent to the Officers/Directors by email attachment where available or other appropriate means.
- c) A draft of the AGM meeting minutes will be available for review via email attachment or other appropriate means
- d) The minutes will be approved at the next meeting
- e) The approved AGM minutes will be available upon request by any member

#### 4.6 OTHER MEETINGS

- a) The President at his/her discretion or at the request of 15 percent of fully paid up members shall call a special general meeting to deal with urgent matters pertaining to the Club.
- b) The President or any three (3) other members of the Executive may request a special Executive Committee Meeting

### **ARTICLE 5 – FINANCAL MANAGEMENT**

#### 5.1 FISCAL YEAR

The fiscal year of RGSFC shall begin on September 1<sup>st</sup> of each year and end on August 31<sup>st</sup> of the following year.

#### 5.2 FUNDS

Funds i.e. donations, grants, membership fees, sponsorship or other proceeds can be used to further the objectives of RGSFC

### 5.3 COMMUNITY GROUP REGISTRY POLICY

- a) The club will maintain their status as a registered Older Adult Provider/club and ensure policy requirements are met.
- b) Requirements can include, insurance coverage, financial commitments and reporting and incorporation of the club.

### 5.4 FINANCIAL RESPONSIBILITIES AND BANK ACCOUNT

- a) A bank account will be opened in the name of River Grove Seniors Friendship Club.
- b) The bank where the RGSFC account is held will be listed on the financial statements.
- c) Only President, Vice-President, Secretary, Treasurer, and Assistant Treasurer shall act as cheque signatories.
- d) Two (2) signatures are required on each cheque.
- e) In the event that the above named officers are related or residing in the same household the second signatory cannot be the one who is related or residing in the same household
- f) Financial statements shall be provided at regular board meetings
- g) Financial statements shall be provided at AGM (Annual Board Meeting)
- h) Annual Budget shall be developed by the board and adopted at the Annual General Meeting
- i) Contracts can only be signed by an Executive Board Member (typically the President) approved by the Board to sign on RGSFC's behalf

### 5.5 TREASURER

- a) The Treasurer is responsible for all organization finances by maintaining accurate records of all monies received and expended.
- b) He/she will show transparency and accountability by presenting monthly financial reports (income statement, balance sheet) at each Executive meeting and an annual financial report at the AGM. The Annual Financial report shall acknowledge the City of Mississauga support for their in-kind financial benefits received through the Community Group Registry Policy.
- c) Cash from activities that is handed in or obtained from the lock box will be counted on a weekly basis by the Treasurer and the Assistant Treasurer, where feasible. If either one is not available another board member may be substituted.

## 5.6 AUDITS/REVIEW

- a) The club must audit or review its finances annually as per income tax requirements.
- b) The Audit/Review must be performed by an independent source, either through a committee member, or outside agency, approved by the Board and confirmed by the membership.

## 5.7 RENUMERATION

- a) An Officer/Director or committee member may be reimbursed for personal expenses incurred for organization purposes that have been pre-approved by the Executive and upon submission of receipts.

# **ARTICLE 6 – AMENDMENTS, COMPLAINTS AND APPEALS**

## 6.1 AMMENDMENTS

- a) The Constitution and/or By-Laws may be amended at the AGM of River Grove Seniors Friendship Club by a simple majority vote.
- b) Meeting dates will be sent out no less than 30 days in advance. Prior to the AGM, copies of the proposed amendments must be publicly available to members at least 30 days in advance
- c) Each proposed amendment is to be discussed and voted on separately.
- d) A review of the Constitution and By-Laws will be done every 4 years or as required and constitution can be amended at any AGM meeting
- e) Any changes to the Constitution and/or By-Laws will result in a revised copy to be publicized via Club bulletin boards and copies prominently displayed in Club activity sessions.
- f) Revised copies will be provided to the City of Mississauga as per status requirements.

## 6.2 COMPLAINTS

- a) Complaints and details can be received by the following club representatives, Activity Leader or any Board member verbally or in writing. The club representative if able will try to resolve the matter immediately and notify the board president of the complaint and action that resolved the complaint.
- b) If the complaint cannot be resolved immediately, the representative will notify the Board of Management of the complaint and details. The complainant can contact the Board President directly.
- c) The complaint with the details should be in writing and sent to club mailing address, or emailed from the website, or given in person. Complainants are requested to provide a clear description and nature of the complaint and supporting documentation as available. Complainants will be notified that the complaint has been received by the board and when it will be addressed.
- d) The Board will address the complaint at the next scheduled board meeting. If additional time is required for the board to make a decision, i.e. additional information is required, complainants will be notified.
- e) Complainants will receive in writing, a response to their complaint that outlines the board's decision within 10 days of the meeting.

## 6.3 APPEALS

- a) Members disputing the suspension or dismissal from a board position or a regular membership of RGSFC, or a complaint decision made by the board, have the right to appeal to the general membership in writing within 10 days of being notified.
- b) A special meeting of all members will be called within 30 days to consider such appeal.
- c) Registered members present will be allowed to vote. Each member is permitted one vote. At least 2/3 majority of registered members present will be required to carry the vote.
- d) The decision at the special meeting will be final and not subject to review.

## 6.4 DISSOLUTION

- a) The Executive will propose dissolution of River Grove Seniors Friendship Club to its members and call a meeting of the membership.
- b) The dissolution agenda must be sent out at least 30 days before the meeting using the same notification procedure of the AGM
- c) Quorum for dissolution is 10% of membership
- d) Voting will be carried out using the regular AGM procedures with the exception that 2/3 majority is needed to carry the motion



- e) At the dissolution of RGSFC, after all debt and liabilities have been liquidated, any remaining assets and property will be donated to another non-profit senior's organization. The target of the donation will be determined by the Executive Board as the last decision of the committee

## **ARTICLE 7 – ELECTION PROCEDURES**

### **7.1 NOMINATION COMMITTEE**

- a) At the Executive Meeting held in January or February of each year, a nominating committee will be selected by the Executive to present a slate of members who are willing to stand for office.
- b) This will be in addition to other members who may be proposed and seconded from the floor at the meeting held to elect officers.
- c) The nominating committee will be responsible for conducting the meeting for the election of officers and will elect a Chairman for that committee.

### **7.2 NOMINATION PROCEDURES**

- a) Formal nominations are to be received no less than 14 days prior to the AGM. Nominee's agreement must be secured before being added to the nomination list
- b) No less than one week prior to the AGM, a list of all Committee positions to be filled along with a nomination form and position descriptions for each office, will be prominently available to each registered member which comprises of the membership of RGSFC. This process will constitute the Call for Nominations.
- c) In order to be considered, a candidate must be a member of good standing in RFSFC

### **7.3 TYPICAL ELECTION PROCEDURES**

- a) After the conclusion of the business meeting in AGM, the President hands over the proceeding to the Elected Committee
- b) A membership Convener and one scrutineer will verify membership status of attendees. Any non-member will not be allowed to vote
- c) Each member will receive a Slate of Officers/Directors up for election
- d) The Chair will read aloud the prepared slate as well as the confirmed names of members willing to stand for that particular office/position

- e) The Chair will inquire if there are additional nominees from the floor to contest the vacancies. Nominees will need to accept the nomination and be seconded to qualify for election
- f) If no further nominations are received, the Chair will declare the nominations closed
- g) Each office will be voted upon separately. The Chair will ask each nominee in turn whether s/he is willing to stand for the particular office, and allow him/her the opportunity to address, briefly, the members assembled
- h) Voting will be based on 1 member 1 vote and can be by a show of hands if no one objects or by secret ballots
- i) If there is more than one candidate per office, voting will be conducted. Scrutineers, selected by the nominating committee, will count the show of hands, hand out ballots, collect and tally the votes, signing and submitting the count to the Chair
- j) The members of the Executive shall be elected by a simple majority
- k) If a single nomination is received for a particular office, that nominee will be elected by acclamation, with the Secretary casting one ballot.

#### 7.4 PROXIES

- a) Voting by proxy is permitted if members are not able to attend an election
- b) To qualify, the member giving the proxy vote to an attending member of good standing will need to have a signed letter specifying the proxy intention, date of the election, date of signature, membership number, and full name of the attending member
- c) Proxy letters must be submitted to the Secretary of RGSFC to be effective

#### 7.5 SWEARING IN THE NEW OFFICERS

- a) At the conclusion of the elections, the Chair will read the new slate of Officers aloud, and the newly-elected Officers will be sworn in (*i.e. "I do sincerely pledge my honour to the duties of my office to the best of my ability and in accordance with the principles of RGSFC"*)
- b) Following the swearing in, the newly-elected Officers will assume their new positions beginning the next fiscal year.

## 7.6 FIRST MEETING AFTER THE AGM

- a) A motion to confirm the election will be the first order of business at the subsequent RGSFC Executive Board meeting.
- b) A motion to destroy the election ballots will be the second order of business at the same meeting.

## ARTICLE 8 – CONFLICT OF INTEREST

A conflict of interest is defined as a situation which an Officer, who is in a position of trust, has a professional or personal interest that competes with the best interests of RGSFC and its members. Such competing interests can make it difficult for an Officer/Director to perform his/her duties and responsibilities objectively. A conflict of interest exists even if no unethical or improper act results. A conflict of interest can create an appearance of impropriety that can undermine confidence in RGSFC and its efforts.

### 8.1 DISCLOSING CONFLICT OF INTEREST AT A MEETING

If an Officer/Director has, or suspects he/she has a conflict of interest, direct or indirect, in any matter and is present at an Executive meeting, the Officer/Director shall:

- a) disclose the conflict of interest
- b) not take part in the discussion or vote
- c) not influence the vote of others
- d) leave the meeting when the matter is under consideration

### 8.2 DISCLOSING CONFLICT OF INTEREST AFTER A MEETING

If an Officer/Director is not in attendance at the meeting where a conflict of interest arises, he/she shall disclose the conflict of interest at the first meeting. All Officers/Directors must sign and abide by a Conflict of Interest Statement approved by the Executive.

## ARTICLE 9 – CODE OF CONDUCT

The Code of Conduct reflects a commitment to the organization's values and provides a framework to guide ethical conduct in a way that upholds integrity. Executive and members are expected to behave in a way that aligns with the Code.

## 9.1 CORE VALUES

Members of RGSFC are expected to:

- a) act with impartiality and integrity
- b) demonstrate respect, transparency, and accountability

## 9.2 GUIDING PRINCIPLES

RGSFC's guiding principles include:

- a) having a responsibility to act in good faith and to place the interest of RGSFC above own private interests
- b) knowing that when there is a real or potential conflict of interest, it must be disclosed at the first opportunity
- c) behaving in a way that demonstrates that behaviour and actions are respectful, fair and reasonable under the circumstance
- d) encouraging members to act fairly and ethically
- e) encouraging feedback from the membership to create a welcoming environment instead of one of fear of reprisal
- f) knowing that if there are any questions regarding the Code, or are unsure of how to apply the principles, the President should be consulted
- g) understanding that breaches of this Code may result in disciplinary action, up to and including suspension of membership
- h) Members confirm (on an annual basis) their understanding of, and commitment to, the expectations in the Code of Conduct

## 9.3 BEHAVIOUR STANDARDS

Ethical behaviour standards help an organization make appropriate decisions.

Members:

- a) must not engage in criminal activity and must comply with all relevant laws, regulations, policies and procedures
- b) must not use the status or position with RGSFC to influence, benefit or advantage themselves
- c) contributes to a safe and healthy environment that is free from discrimination, harassment and violence
- d) must not use drugs or alcohol in a way that affects performance and safety of themselves or others or negatively impacts the reputation of RGSFC
- e) must act in a way that is consistent with RGSFC protocols on public comment
- f) Must take reasonable steps to avoid situations where they may be placed in a real or apparent conflict between private interests and the interests of RGSFC.

- g) Possible examples include:
  1. Use of confidential information
  2. Gifts and gratuities
  3. Outside activities that conflict with goals of RGSFC
  - 4 political activity
  - 5 relationships that might question impartiality
- h) Code of Conduct also refers to after a member leaves RGSFC, to not disclosing Club confidential information or use of contacts for personal gain

#### 9.4 REPORTING PROCESS

- a) The Vice President shall be the Code Administrator
- b) The Code Administrator receives and ensures confidentiality and privacy of all disclosures, is responsible for providing advice, managing the concerns, and ensuring procedural fairness
- c) Disclosure of all real or apparent conflicts of interest must be declared in writing to the Code Administrator; about oneself or another
- d) The Code Administrator promptly reviews the circumstance and details of the potential breach
- e) The identity of the reporter will not be disclosed unless required by law
- f) The alleged member has the right to complete information and the right to respond
- g) The Code Administrator makes a decision and completes a report of the review in a timely manner
- h) The decision may range from no potential breach to one that reveals suspected criminal conduct

If an Officer/Director or member does not comply with the standards of behaviour identified in the Code of Conduct, they may be subject to disciplinary action up to and including removal from their office and/or RGSFC  
A request in writing can be made to the President to review the decision of the Code Administrator using the appeals process.

## **ARTICLE 10 – LEGAL RESPONSIBILITIES**

### **10.1 INDEMNIFICATION**

RGSFC shall indemnify and save harmless the Officers/Directors from:

- a) all costs, charges and expenses that s/he sustains or incurs in or about any action, suit or proceeding that is brought against him/her in respect to any act done or permitted by him/her in the execution of the duties of his/her office
- b) An Officer/Director that is proven to be in neglect will incur all costs that are associated with the legal proceedings.

### **10.2 MEMBER INFORMATION AND PRIVACY**

- a) All information collected about members, including but not limited to name, address, phone numbers, email addresses shall be protected in accordance with applicable laws and only will be used for the purposes of communication on club matters
- b) Personal information will be kept confidential and secure
- c) If member information is to be shared, each member must provide consent and sign a release of information form
- d) Member information will not be distributed to any external group

### **10.3 INSURANCE**

RGSFC through registering in the City of Mississauga Community Group Registry will receive insurance as per policy. RGSFC should discuss whether additional insurance such as liability/error and omissions insurance are required and purchased as decided.

## **ARTICLE 11 – ANNUAL REPORT**

RGSFC will write an annual report that highlights its successes, discloses its budget and shares statistics about their memberships and programs. The report shall include at minimum:

- a) name of club
- b) date
- c) list of executive and their office
- d) # of members at end of fiscal year
- e) # of activities offered
- f) # of participants
- g) # of volunteers
- h) # of volunteer hours
- i) accomplishments – summary from each Officer
- j) budget
- k) objectives/priorities met
- l) next years' objectives/priorities
- m) signed by President

The President will review the Annual Report with members at the AGM acknowledging the City of Mississauga support for their in-kind financial benefits. This report will be made available to all members and the public, excluding financial statements and any confidential or personal information for which consent to disclose has not been obtained, by posting on the clubs website.

A copy of the Annual Report will be given to the City of Mississauga.

This updated and amended Constitution and By-Laws was ratified by the Board of Executive on Jan. 25, 2022 and approved by the Members on Feb. 24, 2022.