

Clear Lake Property Owners Association

CONSTITUTION

(1.0) NAME

The association shall be known as THE CLEAR LAKE PROPERTY OWNERS ASSOCIATION (CLPOA).

(2.0) PURPOSE

The Clear Lake Property Owners Association was founded in 1990. Its goal is to address concerns involving the health, comfort, pleasure, safety and security of all members owning property on and around Clear Lake and to protect the environmental soundness of the lake and area surrounding.

(3.0) AREA OF INTEREST

THE CLEAR LAKE PROPERTY OWNERS ASSOCIATION shall be representative of the area surrounding Schamerhorn Lake (Clear Lake) in the district of Perry, in the Parry Sound District, including all properties within 500 meters of the Lake shoreline.

(4.0) MEMBERSHIP

All property owners of the Area of Interest are encouraged to become members of the Association with membership being governed by the following:

(4.1) Only registered property owners or their appointed representatives may apply. An application form with payment of the full amount of the annual dues shall be submitted to any member of the Board of Directors or at the annual general meeting.

(4.2) Upon acceptance of the application, the applicant becomes a member and the applicant's family members share in all non-voting benefits of that membership.

(4.3) Membership remains in effect as long as the annual dues are paid and member retains ownership of the applicable property. Any membership deemed by the Board of Directors to be in default of dues, shall lapse. Membership may be re-instated by application to the Board of Directors with full payment of current annual dues.

(4.4) Any changes to the annual dues is to be recommended by the Board of Directors and approved by a two-thirds majority of votes at the Annual General Meeting.

(4.5) Additional memberships may be purchased for each additional property owned by a member with each membership having the same voting rights.

(5.0) FINANCIAL YEAR

The financial year shall commence on May 1st and end on April 30th each year.

(6.0) Board of Directors

(6.1) The Association will be governed by a Board of Directors (the "Board") made up of a number of elected directors ("Directors"). Only Association Members may be Directors.

(6.2) The maximum number of Directors on the Board is thirteen (13). A well balanced Board

will have representation from seasonal residents, permanent residents, and commercial operators.

(6.3) Only registered property owners and their appointed representatives may hold positions on the executive.

(6.4) The Directors shall be elected at the Annual General Meeting by the Association Members, with each term being three (3) years. In electing the members of the Board, when more than the required number of Directors is nominated, the election shall be by secret ballot.

(6.5) If an elected Director becomes unable to serve on the Board, the Board may appoint a member as an acting Director to fill the position until the next AGM.

(6.6) At the first subsequent meeting of the Board, the President, 1st Vice-President, 2nd Vice-President, Secretary and Treasurer will be elected from among the thirteen.

(6.7) A quorum for Board of Director meetings will be 40% plus 1 of the current number of Directors. Meeting participation may be in person, or through electronic means such as telephone or online meeting.

(6.8) A Director can be dismissed from their duties before the end of their term by the members eligible to vote at a special general meeting called for this purpose, by adopting a simple majority resolution. The Director affected by this dismissal resolution must be informed of the place, date and time of the meeting called for their dismissal in the same notice given for this meeting. They can attend and voice their opinion, or they can, through a written declaration read by the chairman of the meeting, explain the motives of their opposition to the resolution proposing his dismissal.

(6.9) The term of a Director shall end if they die, resign or are dismissed or ipso facto if they lose the required qualifications to be a Director. The term shall also end ipso facto after three absences in succession from the monthly Board of Directors meetings as scheduled, without just cause.

6.10) The association shall maintain an insurance policy to cover the directors against expenses incurred as a result of civil, criminal or administrative lawsuit in which they are involved as a result of their being a director of the CLPOA, except in cases where the director has committed a serious offence or acted fraudulently.

(6.11) Approved Minutes of the Board of Directors meetings shall be made available to any member in good standing that requests a copy.

(6.12) Except as otherwise provided for in these By-Laws, resolutions placed before the Board of Directors shall be decided by a majority of votes. In case of a tie, the Chair of the meeting in addition to an original vote shall cast a second or deciding vote.

(6.13) Directors shall not be remunerated for their term. However, the Board of Directors may adopt a resolution to reimburse expenses incurred to Directors in the exercise of their duties.

(6.14) Every Director, or member of a Committee who in any way directly or indirectly has an interest in a proposed or current contract, competition, piece of litigation or transaction of the Association shall make a full and fair disclosure of the nature and extent of the interest at a meeting of the Board of Directors.

(6.15) Resolutions responded to by a majority of Directors, in writing or by email, have the same value as if they had been adopted during the course of a directors meeting. A copy of these resolutions shall be kept with the minutes of the Board.

(7.0) STANDING COMMITTEES

The Board may appoint standing committees as required such as Commercial Properties, Pollution, Water Quality Control, Fishing, Recreational Safety, Fire Protection and Back Lot Subdividing, etc.

(8.0) FUNDS

(8.1) The funds of the Association shall be in the keeping of the Treasurer, who shall deposit these funds under the association's name in a bank or financial institution chosen by the Directors.

(8.2) Any Member or Director should obtain prior approval from the Board of Directors before incurring expenses on behalf of the Association. Payments for these expenses require approval of two Signing Officers. The Signing Officers are the President, 1st Vice-President and the Treasurer plus one other director alternate as designated by the board. The Treasurer shall make payments for the Association by cheque from the said bank.

(8.3) The Treasurer shall draw up, keep and maintain adequate accounts and accounting ledgers. At any time, the President or the Directors of the Association may request a report on the financial situation of the Association and of all the transactions made by the Treasurer. The treasurer shall provide such information within seven (7) calendar days. The Treasurer shall permit agents authorized by the Board to examine the Association's books and accounts.

(8.4) THE CLEAR LAKE PROPERTY OWNERS ASSOCIATION is a non-profit organization. The funds derived by the Association by way of dues and fund-raising activities will be used only to cover the expenses of the Association or such charity donations as approved by the Board of Directors.

(9.0) ANNUAL GENERAL MEETING

(9.1) The Annual General Meeting of the Association shall be held on or before the last Sunday in July at a date, time and location determined by the Board. In person meetings will be preferred, but if not possible, electronic means will be utilized.

(9.2) Annual Reports shall be presented and an open session shall allow for new business to be presented from the floor.

(9.3) At least two (2) week notice shall be given to the members concerning the date and agenda for the Annual General Meeting, by email, by posting on the Association website and in the Association Newsletter.

(9.4) The presence of at least 20% of active members at an Annual General Meeting or a special general meeting constitutes a quorum. If during the meeting the Chairman notices there is no more quorum, he must adjourn the meeting until later in the day or at a later date to go through the agenda.

(9.5) Minutes of the Annual General Meeting shall be posted on the Association website.

(10.0) VOTING AT GENERAL MEETINGS

(10.1) Each membership carries two (2) votes at General Meetings which may be held by separate individuals appointed by the property owner.

(10.2) Motions shall be decided by a simple majority on a show of hands basis with appropriate controls to ensure each membership can vote only twice.

(10.3) Members may vote by written proxy. Proxies must be registered before the beginning of the General Meeting.

(11.0) AMENDMENTS TO THE CONSTITUTION

Amendments to the Constitution may only be made at the Annual General Meeting or at a special General Meeting called by the Board of Directors. 30 days' notice of any votes on proposed change must be given in writing to all Members. Publishing in the newsletter will constitute sufficient notice.