

**QUEER ONTARIO
(QO)**

BY-LAWS

Original By-laws Approved by the Membership May 18, 2011

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4th Revision re: Quorum Approved by the Membership May 2, 2015

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A by-law relating generally to the transaction of the affairs of "Queer Ontario" ("the Corporation"), a Corporation without share capital (Ontario Corporation Number: N/A) incorporated under the Ontario Corporations Act ("the Act").

BE IT ENACTED as a by-law of the Corporation as follows:

PART I: NAME

101 Name and Abbreviation

(1) The name of the incorporated body shall be "Queer Ontario". The abbreviated name of Queer Ontario shall be "QO".

PART II: OBJECTS

201 Objects of QUEER ONTARIO

(1) The objects of Queer Ontario shall be:

- (a) To engage in advocacy, lobbying and political action efforts to address legal and social justice issues affecting Ontario's sexually diverse and gender-diverse communities, from this point forward referred to in this document as 'queer', with a commitment to equity outreach in its membership and activities; and
- (b) To create a network of queer liberationists across Ontario as individuals or local chapters; and
- (c) To collaborate with other anti-oppression groups to support mutual social justice goals while respecting mutual autonomy; and
- (d) To promote queer liberationist discourse via events, publications, social media and other activities; and
- (e) To preserve the legacy of Queer Ontario's predecessor, the Coalition for Lesbian and Gay Rights in Ontario (CLGRO), as an archive on the Queer Ontario website or other suitable online location.

202 No monetary gain to members

- (1) Queer Ontario shall be operated without purpose of monetary gain to any of the members.
- (2) However, one or more member(s) or director(s) may be employed by or provide services to Queer Ontario for a fixed remuneration under the provisions of part XI of these by-laws.
- (3) Any surplus or profits of Queer Ontario shall be used solely for the purposes of Queer Ontario and the promotion of its purposes.

PART III: PHYSICAL LOCATION

301 Contact Locations

(1) The head office of Queer Ontario shall be located in the province of Ontario at such a place as determined from time to time by the Steering Committee.

(2) Queer Ontario will function, for the most part, as a virtual entity. The Steering Committee will designate a mailing address from time to time.

PART IV: MEMBERSHIP

401 Voting Membership

(1) Voting Membership may be granted to any person who:

- (a) is an individual person; and
- (b) supports the objects of Queer Ontario as set out in part II of these by-laws; and
- (c) pays any annual membership fee as may be set according to By-law 1104; and
- (d) has followed any registration procedure that the Steering Committee may require from time to time; and
- (e) has participated for at least six (6) hours in Queer Ontario activities, in person or by electronic means, which may include any combination of:
 - i. attending any Queer Ontario meetings; and/or
 - ii. volunteer work on Queer Ontario initiatives or events,in the 365 days preceding the issuance of notice of an Annual General Meeting or Special General Meeting. Individuals unable to meet the six-hour requirement due to extenuating circumstances may apply to the Steering Committee to have this provision waived.

(2) Voting Membership entitles a person to:

- (a) vote at all types of General Meetings; and
- (b) run for a position on the Steering Committee.

402 Suspension and/or Removal

(1) Upon receipt and investigation of a written complaint by a Voting Member or supporter of Queer Ontario, the Steering Committee may recommend suspension or involuntary removal of:

- (a) a Queer Ontario Voting Member's ability to vote, run for and hold a position on the Steering Committee; and/or
- (b) any person's attendance at or participation in Queer Ontario meetings, gatherings, events or activities.

(2) Suspension or removal may be for reasons including but not limited to the following:

(a) conduct or behaviour at Queer Ontario meetings, gatherings or events that has a negative impact on the integrity of the organization;

(b) conflict of interest violations;

(c) conviction of charges of illegal behaviour connected to Queer Ontario activities, events, projects, initiatives or facilities;

(d) malfeasance;

(e) conduct or behaviour at Queer Ontario meetings, gatherings or events that has a negative impact on the safety and security of Queer Ontario members and guests;

(f) conduct or behaviour at Queer Ontario meetings, gatherings or events, or on behalf of Queer Ontario at external meetings, gatherings or events, that contravenes Queer Ontario policies on discrimination or harassment;

(g) other conduct that violates the by-laws or established policies and procedures of Queer Ontario.

(3) Suspension of a Queer Ontario member or participant for a period of not more than six months may be enacted by the Steering Committee, exercising discretion commensurate with the problematic behaviour or conduct.

(4) A member or participant may appeal their suspension to the general membership at an Annual or Special General Meeting.

(5) If a consensus on the matter cannot be reached by the membership at this meeting, the suspension of the member or participant in question may be confirmed by a two-thirds majority vote of the members participating. The member in question may not vote on this matter. If the two-thirds majority is not obtained, the suspension is reversed and the member or participant in question is reinstated.

(6) Involuntary removal of a Queer Ontario member or participant may be enacted through a consensus decision by the general Queer Ontario membership at an Annual or Special General Meeting.

(7) If a consensus cannot be reached by the membership at this meeting, involuntary removal of the member in question may be enacted by a two-thirds majority vote of the members participating. The member or participant in question may not vote on this matter.

(8) At least 18 months after involuntary removal was enacted, the removed person may apply to the Steering Committee for re-integration into Queer Ontario activities, and to re-start the process of qualifying for Voting Membership.

(9) If the Steering Committee refuses the application for re-integration, the removed person may appeal to an Annual or Special General Meeting, which may enact their re-integration by a two-thirds majority vote. The person in question may not vote on this matter.

PART V: ORGANIZATIONAL STRUCTURE

501 General membership and Steering Committee/Board of Directors

(1) Queer Ontario shall consist of a General Membership, and a Board of Directors known as the Steering Committee.

502 Composition and authority

(1) The General Membership shall consist of all Voting Members.

(2) The General Membership is responsible for adoption of amendments to the letters patent and by-laws and for approval of all statutory and other matters that must be dealt with at each Annual General Meeting or at Special General Meetings.

(3) In all other matters, the General Membership is a consultative body for the Steering Committee and may make recommendations as to Queer Ontario's policy, strategies, and programs.

PART VI: STEERING COMMITTEE/BOARD OF DIRECTORS

601 Composition and authority

(1) The Board of Directors, known as the Steering Committee, shall consist of , six members-at-large elected by the General Membership to represent the individual members – as specified in by-law 602 – and the Coordinators – as defined in Part VII.

(2) All members of the Steering Committee must be Voting Members of Queer Ontario.

(3) A member may hold no more than one Steering Committee position at a time. If a member is elected to multiple positions, they must resign from all but one position.

(4) A member may serve for a maximum of two consecutive terms, each term lasting a maximum of two years, in any one Coordinator position. After two full or partial terms in any one Coordinator position, the member may be elected to any other Steering Committee position (whether as a Member at Large or a different Coordinator position).

(5) To correctly begin the rotation process on the Steering Committee, at the first Annual General Meeting not fewer than 50% of the members of the Steering Committee must elect to serve a term of one year. At each subsequent Annual General Meeting, the Voting Members will elect three of the six Members-At-Large and two of the four Coordinators on a rotating basis, each for a two-year term.

(6) The Steering Committee will from time to time develop and implement policies and procedures regarding the administration and conduct of the organization, its committees, its projects and initiatives, and its members. The general membership will be notified of these policies and procedures via e-mail and via the Queer Ontario website as they are implemented.

(7) The Steering Committee establishes, interprets, and implements all Queer Ontario policies, strategies,

programs, and activities.

(8) Except as otherwise provided by the applicable statute(s), the letters patent, and these by-laws, the Steering Committee is the only liable body of Queer Ontario whose decisions in respect of policies, strategies, programs, and activities are legally binding on Queer Ontario.

602 Members-at-large

(1) The General Membership may elect up to six individual members-at-large to the Steering Committee all of whom shall have voting status on the Steering Committee.

(2) Three of these at-large positions shall be specifically earmarked for members residing outside of Toronto.

(3) 'Residing outside of Toronto' means living outside of the boundaries of the City of Toronto, post-amalgamation, at the time of election.

603 Meetings

(1) Steering Committee meetings shall be held as often as is necessary to achieve the efficient administration and management of Queer Ontario.

(2) There shall not be fewer than one meeting of the Steering Committee annually. The dates and locations of the meetings may be set by the Annual General Meeting, the Steering Committee, or the coordinators.

(3) At the Chair's discretion, Steering Committee meetings may be closed, or open to invited guests.

(4) Only members holding a Steering Committee position (as a Coordinator or Member at Large) may vote or participate in consensus decision-making at Steering Committee meetings.

604 Notice of meetings

(1) The chair or secretary shall send, or arrange to have sent, to each member of the Steering Committee, a reasonable period in advance of the date of any Steering Committee meeting, a notice of the meeting giving the dates, times, location, and proposed agenda.

605 Facilitator(s) for Steering Committee meetings

(1) Either the vice-chair, treasurer or secretary may preside at any meeting in the absence of the chair.

(2) Should none of the Coordinators be available, the members present at any Steering Committee meeting shall approve the facilitator(s) for the meeting. Such facilitator(s) need not be director(s) or member(s) of the Steering Committee.

606 Quorum

(1) The quorum for any Steering Committee meeting shall be more than 50% of the Steering Committee

members.

607 Declaration of conflict of interest

(1) Any person having voting status at a Steering Committee meeting who has a conflict of interest, or the appearance thereof, must declare that conflict of interest and refrain from voting on that item at any meeting of the Steering Committee.

608 Removal from office

(1) Removal from office of a member of the Steering Committee may be enacted at an Annual or Special General Meeting, by a secret ballot requiring a two-thirds majority. The member in question may not vote on this matter. Removal from the Steering Committee does not constitute removal of Voting Membership.

(2) This vote on removal must be held, at the next available opportunity for a Special or Annual General Meeting, upon any Steering Committee member receiving a petition signed by at least 10% of people who were Voting Members at the previous Annual or Special General Meeting.

609 Vacancies

(1) If fewer than three Coordinators are elected at any Annual General Meeting or if fewer than three Coordinator positions are occupied at any time between Annual General Meetings, the Steering Committee shall fill such vacancies by a majority vote of the members of the Steering Committee. Any Voting Member is eligible for such vacancies, regardless of the term limits in by-law 601(4).

(2) If any vacancies should occur on the Steering Committee, while it has at least three Coordinators, the Steering Committee shall, at its discretion,

(a) fill such vacancies by a majority vote of the members of the Steering Committee; or

(b) hold an election to fill the vacancies at a Special General Meeting; or

(c) leave the position(s) vacant until the next Annual General Meeting.

(3) Any Steering Committee member elected to fill a vacancy shall serve until the next Annual General Meeting.) .

610 Resignation from the Steering Committee

(1) A member resigning from the steering committee must give two weeks' notice to the members of the steering committee before doing so.

PART VII: COORDINATORS

701 Composition and authority

(1) At each Annual General Meeting, on a rotating basis, the voting members of Queer Ontario will elect two of the following four executive positions, known as Coordinators, from among the Voting Members: Chair, Vice-Chair, Secretary and Treasurer.

(2) These Coordinators are responsible for:

- (a) managing and administering the business and affairs of Queer Ontario under the direction of the Steering Committee;
- (b) representing, or ensuring the representation of, Queer Ontario in official presentations, delegations, and other matters; and
- (c) making emergency decisions concerning policies, strategies, programs, and activities of Queer Ontario between Steering Committee meetings, subject in all cases to review and ratification by the Steering Committee at the next meeting.

702 Chair

(1) The Chair shall:

- (a) chair all Steering Committee meetings and General Meetings unless another facilitator is designated;
- (b) be a voting member of the Steering Committee, though only voting to break a tie in those situations where voting is required;
- (c) be responsible for overseeing the administration and management of the affairs of Queer Ontario
- (d) ensure that all decisions of the General Membership, Steering Committee, and coordinators are properly implemented;
- (e) be the primary spokesperson for Queer Ontario.

703 Vice Chair

(1) The Vice-chair shall:

- (a) be a voting member of the Steering Committee;
- (b) act in the capacity of chair in those instances when the chair is unavailable, in which case By-laws 702 (1a) and 702 (1b) apply;
- (c) be responsible for overseeing the administration and management of the affairs of Queer Ontario;
- (d) ensure that all decisions of the General Membership, Steering Committee and coordinators are

properly implemented;

704 Secretary

(1) The Secretary shall:

- (a) be a voting member of the Steering Committee;
- (b) be responsible for ensuring the circulation of notices, agenda, and minutes of General and Steering Committee meetings;
- (c) ensure that minutes are prepared and archived for meetings of the General Membership, Steering Committee, and coordinators;
- (d) maintain, or arrange for the proper maintenance of, a register of the members of Queer Ontario;
- (e) notify the minister responsible for administering the act of incorporation on all amendments to the letters patent and by-laws and make all other required reports to the minister; and

705 Treasurer

(1) The Treasurer shall:

- (a) be a voting member of the Steering Committee;
- (b) be responsible for the care and custody of the funds and other assets of Queer Ontario;
- (c) keep, or arrange for the proper keeping of, records of all dues paid by members of Queer Ontario;
- (d) deposit, or arrange for the secure deposit of, all monies received in a chartered bank or other similar financial institution and ensure the making of payments for all approved expenses incurred by Queer Ontario;
- (e) maintain, or arrange for the proper maintenance of, full and accurate books of the accounts and of all financial transactions of Queer Ontario;
- (f) report, or arrange for a report to be made, to each regular meeting of the Steering Committee on the financial accounts of Queer Ontario;
- (g) present, or arrange for the presentation of, a financial report at the Annual General Meeting which shall include a budget for the next financial year; and
- (h) arrange for an annual review of the books of Queer Ontario;

PART VIII: GENERAL MEETINGS

801 General meetings

- (1) There shall be at least one meeting of the General Membership annually, which shall be the Annual General Meeting.
- (2) The Annual General Meeting shall be held not more than six months after fiscal year end.
- (3) Special General Meetings shall be held:
 - (a) as required by statute, to amend the letters patent or by-laws of the group; or
 - (b) for other reasons specified in these by-laws; or
 - (c) as otherwise determined by the Steering Committee; or
 - (d) upon the submission of a request for a Special General Meeting, in writing, by Two thirds of the Voting members.
- (4) Regular General Meetings shall be held on dates determined by the Steering Committee, with reasonable advance notice to the General Membership.
- (5) All types of General Meetings shall be governed by the following instruments:
 - a) First, by these By-laws;
 - b) Second, by any policies and procedures set by the Steering Committee from time to time;
 - c) For any matter not determined by the above, by the most recent edition of “Robert’s Rules of Order”.

802 Meeting notice

- (1) The Annual General Meeting and any Special General Meeting shall be called by the chair or secretary or at the request of the Steering Committee by giving at least 30 days notice of the date, time, place, and agenda.
- (2) Such notice shall be sent to all Voting Members as required by the Ontario Non-Profit Corporations Act.
- (3) Items cannot be considered for decision or vote at any Annual or Special General Meeting unless notice of motion has been filed with the secretary and provided to all Voting Members at least 30 days prior to the date of the meeting.

803 Annual and Special General Meeting Agendas

- (1) The following items shall be included in the agenda for the Annual General Meeting:

- (a). adoption of the minutes of the previous Annual General Meeting and any intervening Special General Meeting;
- (b). adoption of annual & financial report of the Steering Committee;
- (c). election of the Steering Committee;; and
- (d). an opportunity for non-binding general discussion relevant to the affairs and operations of Queer Ontario.

(2) The following items may be considered at an Annual or Special General Meeting:

- (a) amendments to the letters patent or by-laws, as described in by-law 1501;
- (b) election of members to fill vacancies on the Steering Committee, as described in by-laws 609 and 803;
- (c) removal from office of a member of the Steering Committee, as described in by-law 608;
- (d) suspension or removal or re-integration of a Voting Member or participant, as described in by-law 402;
- (e) dissolution of Queer Ontario, as described in Part XIV;
- (f) special resolutions for which advance notice has been given to the Steering Committee;
- (g) business from members for which advance notice has been given to the Steering Committee;

804 Facilitator(s) for Annual and Special General Meetings

- (1) The members present at any Annual or Special General Meeting shall approve the facilitator(s) for the meeting.
- (2) Such facilitator(s) need not be member(s) of the Steering Committee.

805 Quorum

- (1) Except in the case of a meeting at which a motion is put to dissolve Queer Ontario (see by-law 1401), the quorum for any Annual or Special General Meeting shall be more than 50% of the Voting Membership or ten Voting members, whichever is less.

806 Participation at meetings

- (1) General meetings of Queer Ontario are open to Voting Members, as well as to other interested individuals.
- (2) All such individuals present at a meeting may participate in the discussions, and Voting Members may engage in any decision-making process where consensus is used to arrive at the decision.

807 Reaching decisions by consensus

- (1) Consensus is the primary decision-making process used by Queer Ontario at all meetings. Consensus is a decision-making process that aspires to be inclusive and cooperative, where everyone has an opportunity to disagree and work toward a compromise that incorporates various perspectives.
- (2) Consensus decision-making is based on mutual respect and a genuine concern for equitable group processes, aiming to meet the interests and understanding of all members.
- (3) Decisions reached by consensus combine an adroit facilitation process operating in light of the best information available in order to arrive at a decision that all members can “live with.”
- (4) Where full consensus cannot be reached, members should be apprised of a range of dissenting positions that can be taken.
- (5) Queer Ontario shall make available (online or in print form) specific resources that members can consult about consensus decision-making process.

808 Voting

- (1) Voting shall take place, by paper or electronic ballot or by show of hands, under any of the following circumstances:
 - (a) when required by statute, for the purpose of legal agreements or in accordance with any provision of the letters patent or these by-laws, or when unable to reach a consensus;
 - (b) for the election of members to the Steering Committee; or
 - (c) at the discretion of the Chair.
- (2) No member shall cast more than one vote on any motion.
- (3) Ballots or other votes may be accepted during the meeting, and/or during an advance period specified in the meeting notice.
- (4) After any balloted vote, ballots will be kept confidentially for 14 days by the Secretary or designate, and then destroyed.
- (5) Election of members to the Steering Committee may be conducted via secret ballot using a preferential voting system as determined by the Steering Committee.
- (6) If a Coordinator receives a written complaint from a Voting Member about the fairness or legitimacy of a voting process:
 - (a) The Steering Committee will decide whether to retain or cancel the vote’s results.
 - (b) Such a complaint will only be considered up to 14 days after the vote was held.
 - (c) Cancelling an election vote creates one or more vacancies on the Steering Committee, which shall be filled according to by-law 609.

(d) If any vote other than an election is cancelled, the Steering Committee shall call an Annual or Special General Meeting at the earliest opportunity to re-do the vote.

809 Nominations for Elections

The following rules apply to any Steering Committee position, and to any Annual or Special General Meeting where an election will be held:

- 1) Candidates nominate themselves;
- 2) Nominations must be received by a date and time specified by the Secretary in the Notice of Annual or Special General Meeting;
- 3) Candidates shall provide the Secretary with all the aliases by which they are generally known amongst Queer Ontario members, which need not include the candidate's legal name;
- 4) Prior to the Annual or Special General Meeting, the Secretary shall inform all Voting Members of all the aliases of the candidates for each position.

PART IX: COMMITTEES AND WORKING GROUPS

901 Committees and working groups

- (1) The Steering Committee in consultation with the general membership shall establish and dissolve such standing and ad-hoc committees and working groups as they deem to be appropriate, and publish a list of the recognized committees and working groups.
- (2) Any such committees or working groups shall carry out their responsibilities in conjunction with the Steering Committee or such other individual(s) as the Steering Committee may determine. A representative of the committee or working group shall discuss its recent and upcoming activities with the Steering Committee regularly or upon request.
- (3) Committees and working groups may be responsible for a set of tasks, for specified political issues, or for activities in a region or locality of Ontario.
- (4) The meetings of committees and working groups are considered "Queer Ontario activities" for purposes of determining Voting Member status in by-law 401.
- (5) The meetings of standing committees and regional/local committees shall be open to all Queer Ontario supporters.
- (6) Ad-hoc committees and working groups may choose whether to open their meetings to all Queer Ontario supporters, or close them to ongoing members of the committee or working group.

PART X: VOLUNTEERING

1001 Value of Volunteering

(1) We hold these beliefs and seek to demonstrate them in our actions:

- a) We believe in the potential of people to make a difference.
- b) We believe in volunteering and its value to individuals and society.
- c) We believe that change and progress are possible.
- d) We believe that diversity in views and in voluntary contribution enriches our effort.
- e) We believe that tolerance and trust are fundamental to volunteering.
- f) We believe in the value of individual and collective action.
- g) We believe in the substantial added value represented by the effective planning, resourcing and management of volunteers.

1002 Volunteer Management

(1) We also believe that we share the responsibility:

- a) To manage the contributions of volunteers with care and respect
- b) To act with a sense of fairness and equity
- c) To ensure that our services are responsible and accountable, and
- d) To demonstrate the practices of honesty and integrity

The complexity of the problems the world faces reaffirms the power of volunteering as a way to mobilize people to address those challenges.

1003 Volunteer Responsibilities

In order for volunteering to have the greatest impact and to be as inclusive as possible, it must be well planned, adequately resourced and effectively managed. Therefore:

- 1) The Steering Committee, or its designate, may assign volunteer duties to any Voting Member or other individual who consents to carry out the duties.
- 2) The Steering Committee may authorize any Voting Member to be a spokesperson for Queer Ontario in a specified context (an event, an online forum, an issue in the news, etc.).

- 3) The Steering Committee may authorize any Voting Member to use a key or password that grants access to Queer Ontario physical or information assets.
- 4) The Steering Committee may limit or revoke any duties or authorizations of a volunteer.
- 5) When a volunteer completes, resigns from or is removed from their duties, the volunteer shall return any keys, passwords, and assets of Queer Ontario to a Steering Committee member.

PART XI: FINANCIAL MATTERS

1101 Fiscal year

- (1) The Queer Ontario fiscal year shall be from April 1 to March 31.

1102 Financial report

- (1) A statement of the accounts of the past fiscal year, together with a budget for the current fiscal year, shall be presented by or on behalf of the treasurer for approval at each Annual General Meeting of Queer Ontario.

1103 Auditors

- (1) At each Annual General Meeting, the Voting Members shall either:
 - (a) By a simple majority, appoint an independent auditor (eligible under to the Public Accounting Act) to hold office until the close of the next annual meeting; or
 - (b) By a simple majority, appoint an independent person (eligible under to the Public Accounting Act) to conduct a review engagement in respect of Queer Ontario's financial year; or
 - (c) By an 80% majority, pass a resolution to not appoint an auditor and to not have an audit or a review engagement in respect of Queer Ontario's financial year. This option is only permissible if Queer Ontario had annual revenue in that financial year of \$500,000 or less.

1104 Membership fees

- (1) The annual fees for membership shall be determined from time to time by the Steering Committee and shall be forwarded for ratification by the General Membership at an annual or special General Meeting.
- (2) Note that any or all annual membership fees may be set to zero by the Steering Committee, and that membership fees may be adjusted or waived on a case-by-case basis if the annual membership fee is greater than zero.

1105 No remuneration for members

- (1) No voting member of the Steering Committee or director shall receive remuneration for duties performed on behalf of Queer Ontario unless such individual has been hired for a paid staff position in accordance with by-law 202, but such person may receive reimbursement for reasonable expenses

incurred while performing such duties.

(2) Except for any individual holding a paid staff position or who has been retained as a consultant to provide services related to the mandate of the committee or working group, no member of Queer Ontario shall receive remuneration for serving on any committee or working group but such member may receive reimbursement for reasonable expenses incurred while carrying out duties or responsibilities essential to serving in such capacity.

1106 Limits on expenditures

(1) All expenditures of funds that are not included in the budget for the current fiscal year shall ordinarily require approval of the Queer Ontario Steering Committee.

(2) In emergency or other extraordinary situations where a Queer Ontario response or action is immediately needed (such as in respect of a crisis or similar event in the queer communities or in respect of a legislative or governmental initiative affecting the queer communities), the Coordinators may approve the expenditure of unbudgeted funds sufficient to appropriately respond or act within the financial ability of Queer Ontario to do so.

(3) Any such emergency expenditure of funds shall be reported to the next Queer Ontario Steering Committee Meeting.

1107 Inspection of accounts

(1) The financial accounts of Queer Ontario shall be made available for inspection by members upon reasonable request.

1108 Banking provisions

(1) The coordinators shall establish such bank accounts as are necessary.

1109 Signing authority

(1) Signing officers shall consist of the treasurer and not fewer than two other Queer Ontario Steering Committee members authorized by the Queer Ontario Steering Committee, provided that any two such members must sign all cheques and other negotiable or transferrable instruments.

1110 Borrowing powers

(1) Subject to any statute, the letters patent, or any provision(s) of a specific or general nature embodied in a resolution of an Annual General Meeting or the Steering Committee, the Steering Committee may authorize the coordinators...

- (a) to borrow money from a financial institution in the name of Queer Ontario and limit or increase the amount to be borrowed;
- (b) to issue debentures or other securities of Queer Ontario and pledge or sell such debentures or other securities for such sums and at such prices as may be deemed expedient;

- (c) to secure any debentures or other securities or money borrowed, or other debt, or any other obligation of Queer Ontario by charging, mortgaging, hypothecating, or pledging all or any of the real or personal, movable and immovable property of Queer Ontario, including book debts, rights, powers, franchises, and undertakings;

...provided that

- (d) any money borrowed pursuant to (a) or any debentures or securities issued pursuant to (b) may only be used for current operating expenses of Queer Ontario unless secured pursuant to (c).

1111 Other

(1) Subject to any statute, the letters patent, or any provision(s) of a specific or general nature embodied in a resolution of an Annual General Meeting or the Steering Committee, the Steering Committee may authorize the directors:

- (a) to accumulate part of the funds of Queer Ontario and income therefrom;
- (b) to invest funds of Queer Ontario in such manner as the Steering Committee may determine;
- (c) to solicit and receive donations, bequests, legacies and grants, and to enter into agreements, contracts and undertakings incidental thereto;
- (d) to acquire, by purchase, contract, donation, legacy, gift, grant, bequest or otherwise, any personal property and to enter into and carry out any agreements, contracts or undertakings incidental thereto, and to sell, dispose of and convey the same, or any part thereof, as may be considered appropriate;
- (e) to acquire real property by purchase, lease, devise, gift, or otherwise, and to hold such real property or interest therein necessary for the actual use and occupation of Queer Ontario or for the carrying on of its objects and purpose and, when no longer so necessary, to sell, dispose of and convey the same or any part thereof;
- (f) to procure, equip and maintain such offices and other facilities and to incur such reasonable expenses as may be necessary; and
- (g) to demand and compel payment of all sums of money and claims to any real or personal property in which Queer Ontario may have an interest.

PART XII: EXECUTION OF DOCUMENTS

1201 Execution of documents

(1) Contracts and documents made in the name of Queer Ontario shall be binding on Queer Ontario when signed by no less than two of the signing officers, provided that in the case of contracts the prior approval of the Steering Committee and general membership has been obtained.

PART XIII: AMALGAMATION

1301 Amalgamation of organizations

(1) Any amalgamation of Queer Ontario with any other organization or incorporated body is prohibited and, accordingly, any discontinuation of Queer Ontario as an organizational entity shall occur only as the result of its dissolution as provided in part XIV of these by-laws or in accordance with the provisions of the applicable act governing incorporation.

PART XIV: DISSOLUTION

1401 Motion of dissolution

(1) A motion to dissolve Queer Ontario requires a two-thirds majority of votes cast by Voting Members present at an Annual or Special General Meeting, provided that the quorum for any such meeting shall be...

- (a) at least one quarter of Voting Members who sit on the standing committees; or
- (b) at least ten Voting Members;

1402 Liquidation of assets

(1) A motion to liquidate the assets of Queer Ontario shall be considered to be included in the general motion of dissolution or amalgamation.

1403 Disposition of property on dissolution

(1) Upon the dissolution of Queer Ontario and the payment of all debts and liabilities, the directors shall distribute or dispose of all the remaining property of Queer Ontario to one or more community or charitable organizations having as objects the rights, interests or welfare of the queer communities.

PART XV: AMENDMENT OF BY-LAWS

1501 Amendment of By-laws

(1) These by-laws may be amended by approval of a motion by two thirds of the votes cast at an Annual or Special General Meeting.