

## Membership Rights & Responsibilities

### Purpose:

To promote a responsible Membership representing the diversity of stakeholders that have an interest in the mission and values of United Way Greater Toronto (UWGT) and who accept the responsibility of exercising rights as Members to ensure the success of UWGT. These rights include participation in the governance of UWGT as described here:

Governance has been characterized as the system by which an organization is governed, directed and controlled. With regard to United Way Greater Toronto, the board of directors, known as the Board of Trustees, is responsible for the management of the affairs of UWGT. Members' role in governance is to appoint the Trustees and the Auditors. Members also have the right to approve resolutions regarding the charter documents of UWGT, consisting of the letters patent, supplementary letters patent, by-laws and special resolutions of UWGT, as well as certain other fundamental changes to the structure of UWGT. The responsibilities of the Board include setting UWGT's strategic aims, providing the leadership to put them into effect, supervising management of UWGT, and reporting to Members on their stewardship. The Board ultimately has accountability to the Members when they exercise their voting rights at the Annual General Meeting (AGM) or other meeting of Members.

This guideline describes the rights, responsibilities and procedures of membership, consistent with UWGT's current By-law #1. The By-laws shall prevail in any situation where there is a conflict between the By-laws and this document. Certain rights of members are also contained in governing legislation, which shall prevail in any situations where there is a conflict with this policy or the By-laws. Until the new Ontario *Not-for-Profit Corporations Act, 2010* ("ONCA") is declared to be in force, the legislation currently governing UWGT is the Ontario *Corporations Act* ("OCA").

### Rights & Responsibilities:

- 1) Membership requires agreement with the [mission and values of UWGT](#). Because Members have the important right to elect Trustees, and remove Trustees, Members are expected to hold a commitment to the interests of UWGT in order to select appropriate Trustees and otherwise exercise their rights as Members.
- 2) To be eligible for membership, Members must demonstrate their contribution to UWGT by a donation or contribution of voluntary services which meets the minimum requirements determined by the Board of Trustees, as outlined on the application form, or live or work within the boundaries of the geographic area assigned to UWGT by United Way of Canada. The Board of Trustees may also impose additional requirements for membership from time to time, which will be set out in the application form.
- 3) UWGT has one class of Members, to which both individuals and organizations may apply for membership. The rights of both individual and organizational Members are the same.

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Each Member is entitled to one vote on any matter put forward for approval by the Members.

- 4) A representative must be identified on the membership application by an organization and signed by an authorized representative of the organization. Any changes to the representative must be provided in writing to UWGT, and signed by an authorized representative of the organization. No one person may be a representative of more than one organization Member.
- 5) In order to be sufficiently informed and knowledgeable to select the best Trustees to govern UWGT, Members should be made aware of UWGT's work and activities. UWGT will update Members on the current news of the organization through a newsletter which is sent 4-6 times a year, and through the Annual Report.
- 6) Members have a right to attend the AGM or any other meeting of Members called in the year of their valid membership or may appoint a proxy to represent them. The costs of holding the AGM may be offset by a ticket or admission charge, and Members are not exempt from being asked to pay for a ticket or admission charge, but this will not be used to exclude a Member from participating in meetings.
- 7) In accordance with UWGT's By-laws, official notice of meetings of Members is given by publishing a printed notice in a daily Toronto newspaper at least ten days before the date of the meeting.
- 8) In addition to the right to attend the AGM and other Members' meetings, the OCA provides that Members representing one-tenth or more of the total Membership of UWGT may request the Board of Trustees to call a meeting of Members for any purpose connected with the affairs of UWGT that is not inconsistent with the OCA. The requisition shall state the general nature of business to be presented at the meeting and shall be signed by the Members requesting the meeting. Also, subject to the OCA, Members representing one-twentieth or more of the total membership may require the Board of Trustees to give notice of a particular resolution intended to be moved at a meeting of Members and circulate a brief statement about the subject matter of the resolution.
- 9) Members may ask to inspect and take extracts from:
  - The minutes of meetings of Members.
  - The letters patent, supplementary letters patent, by-laws and special resolutions of UWGT.
  - The register of Trustees.
  - The register of Members, but a list of Members may only be provided to or taken by a Member upon filing a sworn affidavit that the list will only be used for purposes connected with UWGT and such list shall only be used for such purposes. UWGT may make a reasonable charge to furnish such a list.
- 10) In accordance with the By-laws of UWGT, the Board of Trustees may suspend or expel the membership of any Member for any one or more of the following grounds:
  - Misrepresentation of the Member on the application for membership.
  - Violating any provision of the articles, by-laws or written membership policies of the UWGT.

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- Carrying out any conduct which may be detrimental to UWGT as determined by the Board in its sole discretion.
- For any other reason that the Board in its sole and absolute discretion considers to be reasonable, having regard to the mission, values or purposes of UWGT.

In the event that the Board determines that a Member should be expelled or suspended, the procedures outlined in the By-laws for notice and appeal are to be followed.

## **Procedures for Administration of Membership:**

- 1) Members must apply for and be approved by the Board before the start of each membership year, which coincides with UWGT's fiscal year, April 1 to March 31, as follows:
  - Members must complete an application form established by the Board or its delegate, the Corporate Secretary. The declaration of agreement with mission and values, and to the truthfulness of the application form must be signed. The application form will be reviewed for completeness by a delegate of the Board.
  - A summary listing of all applicants will be reviewed by the Board before the start of the membership year.
  - In order to process applications and approve them before the beginning of the new membership period, the Board will establish an application deadline prior to the end of UWGT's fiscal year preceding. The deadline date will be published on the application forms and/or the website.
  - Approved applicants will be informed that they have been admitted as a Member for the year.
- 2) UWGT will communicate with Members by email in order to keep costs to a minimum, including sending invitations to the AGM and other meetings of Members. If it is not possible for a Member to receive electronic communications, a Member may direct UWGT to use an alternate method. UWGT will also work with Members and those who wish to apply for membership to provide information in an accessible format as needed. Members are responsible for keeping UWGT informed of any change to their contact information
- 3) Membership is to be renewed on an annual basis upon the Member completing a new application form, provided the Member continues to be eligible for and meet the criteria for membership. UWGT may implement processes to facilitate the renewal of membership, but Members must always take an active step in the process to indicate continued interest and agreement with the requirements of membership.
- 4) As UWGT wishes to encourage membership from a wide range of stakeholders in our community, there is currently no membership fee.