

November 28, 2015

**Appendix A of the United Jewish People's Order (UJPO)
National Constitution,
Bylaws of the United Jewish People's Order (UJPO)
Toronto Section**

**ARTICLE I
NAME**

The name of the organization shall be the United Jewish People's Order Toronto Section.

**ARTICLE II
HEAD OFFICE**

The head office of the organization shall be at 585 Cranbrooke Avenue, Toronto Ontario M6A 2X9.

**ARTICLE III
FISCAL YEAR**

Unless otherwise determined by the Board of Directors on the recommendation of the Treasurer the fiscal year of the organization shall terminate on June 30th of each year.

**ARTICLE IV
MEMBERSHIP**

Section 1 – Eligibility for membership

(a) Membership in UJPO Toronto shall be open to anyone who is committed to and supports the Constitution, the Aims and Purposes as well as the Guiding Principles and Values of the organization.

(b) Membership in UJPO shall be based on an indication of a willingness to support and/or participate in the organization and its institutions, in decision-making processes (i.e. attending meetings of the organization, serving on committees or Boards, or taking on other miscellaneous voluntary and participatory tasks and responsibilities).

Section 2 – Benefits of Membership

All members of UJPO Toronto shall be entitled to:

- (a) Membership in UJPO Canada.
- (b) Voting privileges.

- (c) Election to any formal body of the organization (Board participation after a minimum period of 6 months as a member in good standing) (see Article IV Section 7).
- (d) Reduced tuition fees in the Shule.
- (e) Reduced admission to some programs and events.
- (f) Ownership of a cottage at Camp Naivelt subject to the Camp Naivelt Regulations.
- (g) Arranging (for a) mortuary benefit(s) (cemetery plot(s)) (upon payment of sustaining fund contribution).
- (h) Receiving the publications of the organization.

Section 3 – Membership Categories

(a) Individual Membership

The category of individual membership is open to any individual who is 25 years of age or over.

(b) Family Membership

The category of family membership is open to up to 2 adults (25 years of age and over) and the unmarried and under-aged children of their household who are up to but not yet 18 years of age.

(c) Youth Membership

The category of youth membership is open to anyone who is 18 to 24 years of age.

Youths who wish to avail themselves of UJPO membership may pay their membership fees by doing 5 hours of volunteer work for the organization.

In order to receive any remunerations by Camp Naivelt under the youth employment program, a youth must either be part of a family membership or be a youth member of UJPO.

(d) Membership with Mortuary Benefit(s) (upon payment of sustaining fund contribution).

i) Several grad parented “cemetery memberships” exist where members pay \$40 per year for membership and cemetery privileges. These are no longer being issued and the category will be dissolved upon the passing of its beneficiaries.

ii) Membership with Mortuary Benefit(s)

This category of membership allows members who are 18 years of age and over to apply for membership with cemetery privileges either as an individual or as a couple. The Youth Membership category does not allow for cemetery privileges. If an individual who is 18 to 24 years of age wishes to apply for membership with cemetery privileges then they will be required to become a member with cemetery privileges and be subject to the cemetery dues structure.

(e) Individual dues will be reduced for those aged 25 or older who identify themselves as low income. Members who have cottages or cemetery privileges are not eligible.

Section 4 – Membership Selection Process

(a) The membership process requires all membership categories to complete the organization's Membership Application Form available the head office of the organization.

(b) Prospective members must attend a meet and greet orientation and interview at the head office of the organization with the Membership Representative and at least one other member of UJPO, preferably someone who sits on one of the other Boards or Committees of the organization. This grouping shall constitute a two-member Approval Team.

In some instances; where individuals or families have a long history with the organization of substantial involvement and the contribution of volunteer time and effort; the two-member Approval Team, at its discretion, may waive the need for a meet and greet orientation and interview. If no agreement can be reached by the two-member Approval Team, in respect to the need for the prospective member(s) to appear, the default shall be in favour of attendance by the prospective member(s).

(c) In the case of Family Memberships, all family members shall be encouraged to attend the meet and greet orientation and interview but a representation (consisting of at least one adult) of the family may be deemed acceptable for the orientation and interview process, where not all members of the household are able to attend. The waiver in respect to attendance for some family members shall be at the discretion of the two-member Approval Team. If no agreement can be reached by the two-member Approval Team in respect to the waiver of the orientation and interview for some of the members of the family, the default shall be in favour of attendance by the prospective members.

(d) In light of the fact that some cemetery memberships are one-time memberships, in order to grant burial privileges to the deceased the orientation and interview process may be waived in such instances where there has been a prior history and connection to the organization of some significance.

(e) Following the meet and greet orientation and interview the Membership Representative shall present the findings of the two-member Approval Team, to the Toronto Board of Directors, accepting or rejecting the application.

(f) If the two-member Approval Team is not ready to make a decision to approve the application for membership a second meet and greet orientation and interview shall be set up in order to reassess the application. The second meet and greet orientation and interview will consist of the two-member Approval Team as well as a third UJPO member selected by the Toronto Board. Following this second meeting a report shall be presented regarding the decision of the three-member Approval Team to the Toronto Board of Directors accepting or rejecting the application.

(g) Once the Board of Directors receives a recommendation report from the three-member Approval Team the Board shall proceed to ratify or reject membership.

(h) The Board shall provide a letter, within two weeks setting out its conferral or rejection of membership to the parties involved. In the case of a decision to reject membership, the Board shall provide reasons in its letter.

(i) In the case where the Board is not in agreement with the recommendation of either the two-member or the three-member Approval Team, it shall convene a Board of Directors Membership Interview of the prospective member(s) and shall render a Board decision that is final, giving its reasons in writing.

Section 5 – Change in Membership Status

Application either for membership, or for a change in membership status; between the categories of individual, youth, family, or those with cemetery privileges; shall require the completion of a new Membership Application Form.

Changes in membership categories do not require a meet and greet orientation and interview but can be called for at the discretion of the Board on the recommendation of the Executive Director.

Section 6 – Membership Resignation

Resignation of membership does not relieve a member of unpaid dues, or other charges previously accrued.

Section 7 – Member(s) in Good Standing

Member(s) in good standing refers to members whose membership has not been placed in revocation proceedings. Revocation proceedings may begin one month after a registered letter has been sent to a member, for financial arrears or fifteen days after a registered letter has been sent to a member for all contraventions of a behavioural nature. These can consist of, but are not limited to, verbal threats, acts of verbal or physical intimidation or acts of violence.

Section 8 – Revocation of Membership

Revocation of membership rests with the Toronto Board of Directors.

Membership in the UJPO may be revoked by a quorum of the members present at a Toronto Board of Directors meeting (for the definition of quorum for the Board of Directors see Article VII Section 7).

Reasons shall include, but are not limited to, failure to comply with financial obligations of any facet of the organization including membership dues and/or Naivelt arrears to Eldorado Camp & Amusements Limited, contravention of the Constitution and/or bylaws and/or Camp Naivelt Regulations and/or Guiding Principles and Values of the organization as delineated in the Constitution of the National UJPO.

In the case of the revocation of a family membership, individual members of that family may be able to pursue membership as individuals or by re-applying for a new family membership without the inclusion of the member(s) whose revocation has been invoked.

Revocation of membership includes loss of all benefits, rights and privileges of membership:

i) In the case of a cottage owned by a member at Camp Naivelt repossession procedures shall be initiated and the organization will reclaim the structure. Compensation for the former member's structure shall be determined by an assessment of value by ECAL in consultation with CC.

ii) In the case of mortuary benefit(s), with the revocation of membership, mortuary benefit(s) are revoked.

Compensation for the former member's cemetery plot will be determined by an assessment of value by the Toronto Board of Directors.

Section 9 – Revocation Procedures

Revocation of membership proceeds via the Board of Directors.

If a member(s) has been found to be in financial arrears then the Board shall have sent to that member(s) a letter via registered mail accounting for the outstanding amount and asking the member(s) to contact the Board in order to remedy the situation. If the member(s) does not contact the organization within a period of 30 days and either makes arrangements for payment or does not clear up the outstanding arrears, then the Board can vote to revoke membership after a period of one month has passed after written notification has been sent to the member(s).

Members who have had their membership revoked due to financial arrears can re-apply for a reinstatement of their membership and must clear up any previous outstanding financial obligations to the organization within a period of one month.

If a member(s) has been charged by the Board of contravening either the Constitution and/or bylaws and/or Camp Naivelt Rules and Regulations and/or Guiding Principles and Values of the organization then the Board shall have sent to that member(s) a registered letter requesting the attendance of that member(s) at a meeting of the Board. Notice for appearance should give the member(s) at least 15 days notice to respond to the Board. If the member does not contact the Board then the Board can proceed to revoke membership in the absence of the member(s). If the member(s) chooses to come before the Board the member(s) can include an advocate of their choice at the revocation hearing, with notice to the Board.

If the contravention is in regard to the Camp Naivelt Rules and Regulations then the Board, in its deliberations of the revocation of membership, shall include the Chair(s) of Camp Committee and the Chair of ECAL or their representative.

Revocation decisions of the Board must be sent to the member(s) at least 15 days after the hearing date of the Board, stating the reasons for the revocation and outlining the procedure for appeal of the decision.

Section 10 – Procedure for Appeals of Revocation

Appeals of revocation may be initiated by member(s) in writing and sent to the head office of the organization by registered mail up to three months after the date of their revocation letter. The Board of Directors adjudicates appeals and may reverse its own previous decision. The appealing member(s) has the right to assign up to two individuals as their advocates at appeals with notice to the Board.

Appeal decisions must be delivered to the member(s) 15 days after the final hearing date of the Board on the matter by registered letter.

Section 11 – Annual Membership Dues/Fees

All members shall pay membership dues as determined and passed at a meeting of the Board of Directors.

ARTICLE V MEETINGS OF THE MEMBERSHIP

Section 1 – Community Meetings

Regular meetings of the membership may be held throughout the year and shall follow the rules of procedure established for the Annual General Meeting (AGM).

Section 2 – Annual General Meeting

An Annual General Meeting of the membership shall take place once a year within six months after the year-end of June 30th. At the AGM the membership shall, in addition to any other matters, receive reports, financial statements, the minutes of the previous AGM, elect directors and recommend the direction of the organization for the coming year.

Section 3 - Notice of AGM & Community Meetings

Notice of meetings shall be given to each member of the organization not less than 14 days prior to the meeting. Notice can be either by mail or delivered electronically.

Section 4 – Quorum for Community and/or AGM Meetings and/or Camp Naivelt Bungalow Holders’ Meetings

Quorum is required to hold Community, AGM and/or Camp Naivelt Bungalow Holders’ meetings. Quorum is attained by the presence of at least three members of the Toronto Board of Directors (or in the case of Camp Naivelt Bungalow Holders’ Meetings – three CC members) and at least 5% of UJPO members in good standing, (or at least 5% of adult UJPO members in good standing, who are also cottage owners, for Camp Naivelt Bungalow Holders’ Meetings), of which the three members of the Board of Directors (or CC members) can be included. Where members present consist of an uneven number of individuals then the number for quorum shall be rounded up.

Consensus shall be the preferred method of arriving at final decisions of the membership. If consensus cannot be reached, decisions will be made by a simple majority of votes once quorum has been established. Each eligible member may cast one vote. Members shall vote by a show of hands except where a ballot has been requested. Any member in good standing can request a ballot. No proxy votes will be accepted.

50% plus 1 of adult members in good standing is required to pass a vote. 60% plus 1 of adult members in good standing is required to pass an amendment.

Section 5 – Voting of the Membership

Consensus shall be the preferred method of arriving at final decisions of the membership. Where consensus cannot be reached each, eligible member may cast one vote. No proxy votes will be accepted. Members shall vote by a show of hands except where a ballot is requested. Any member in good standing may request a vote by ballot. For regular motions a vote will pass if 50% plus 1, of adult UJPO members in good standing, agree and there shall be an agreement of 60% plus 1, of adult UJPO members in good standing, for amendments to bylaws. Where members present consist of an uneven number of individuals then the number required for the purposes of voting shall be rounded up.

ARTICLE VII BOARD OF DIRECTORS

Section 1 – Responsibilities and Size of the Board

The overall policy, direction and affairs of the organization shall be managed and administered by the Board of Directors.

The Toronto UJPO Board can establish various committees and other bodies in order to assist with the general work of the Board.

The Toronto UJPO Board can establish categories of membership, membership fees and dues after Board discussion and vote if need be (at its discretion).

The Toronto UJPO Board shall delegate responsibility of day-to-day operations to the staff of the organization.

The Toronto UJPO Board shall have up to 20 but not fewer than five members. Board members receive no compensation other than reasonable expenses.

Section 2 – Board Terms

All board members shall serve a two-year term but are eligible for re-election. It is advisable that continuity be maintained in the functioning of the Board so that there is an overlap between current and new Board members.

Board members are responsible for attendance at Board meetings and notification of their absence. In the event that a Board member is not present for 3 consecutive Board meetings then the Board may communicate with the member and may request the resignation of the member from the Board.

Section 3 – Board Elections

Directors shall be elected by the members at the AGM and are required to have been members in good standing of the organization for a minimum of six months before they stand for office.

Section 4 – Representation

It is the goal of the organization to include in its governance as broad a representation as possible from its committees, working and cultural groups and various institutions. Therefore, each arm of the organization may designate an UJPO member of their body as a representative to the Toronto Board of Directors including but not limited to the following:

- (a) At least one member of the Shule Advisory Council (SAC).
- (b) At least one parent member of the Morris Winchevsky School (Shule).
- (c) At least one member of the Camp Committee (CC).
- (d) At least one member of Eldorado Camp & Amusements Limited (ECAL).
- (e) At least one member of the Program Committee.
- (f) At least one member of the Social Justice Committee.
- (g) At least one member of the Toronto Jewish Folk Choir.
- (h) At least one member of the UJPO National Resident Board.
- (i) At least one member of the Communications Committee (representing publications and the website).
- (j) At least one member of the Cemetery Committee (The Executive Director reports for the cemetery.)

Section 5 – Duties and Responsibilities of Officers of the Board of Directors

There shall be five officers of the Board of Directors consisting of a President, Vice-President, Secretary, Treasurer and Membership Representative determined by the Board of Directors. All officers of the Board of Directors must have been members in good standing of the organization for a minimum of six months.

- (a) The President shall represent the organization.
- (b) The Vice-President shall assume the duties of the President due to the absence or unavailability of the President.
- (c) The Secretary shall be responsible for the minutes of the Board.
- (d) The Treasurer, President or Executive Director shall have signing authority for cheques.
- (e) The Membership Representative shall be responsible for general membership matters including scheduling and conducting meet and greet orientations and interviews and reporting back to the Toronto Board with membership recommendations.

Section 6 – Vacancies

(a) Board vacancies may be filled by appointment of the Board with members in good standing of the organization at any time that is necessary but these appointments need to be approved either at Community or AGM meeting of the membership as soon after the appointment as possible. Appointed members shall have been members of the organization for a minimum of six months before they can be on the Board.

Section 7 – Quorum for Board of Directors Meetings

Quorum is required to hold Board of Directors meetings. Quorum is attained by the presence of a majority of Directors (50% plus 1) of the Toronto Board of Directors. In the absence of quorum, no formal action shall be taken until a quorum can be obtained. Where the Board consists of an uneven number of individuals then the number for quorum shall be rounded up.

Section 8 – Voting, Board of Directors

Consensus shall be the preferred method of arriving at final decisions at the Board level. If consensus is not reached, questions shall be decided by a simple majority of votes once quorum has been established. Board members shall vote by a show of hands except where a ballot has been requested.

Section 9 – Meetings of the Board of Directors

Regular meetings of the Board of Directors shall be held a minimum of once per month. Additional meetings may be held at any time when called for by the President or a majority of Board members.

ARTICLE VIII ELDORADO CAMP & AMUSEMENTS LIMITED (ECAL)

Section 1 – As the UJPO Toronto owns 87% of the outstanding shares of Eldorado Camp & Amusements Limited, which holds title to the lands known as Camp Naivelt, the UJPO Toronto Board of Directors is responsible for appointing representative(s) to the ECAL Board.

Section 2 – ECAL shall be comprised of up to 7 members.

UJPO shall be directed by a vote of its members to nominate directors who will serve on the ECAL board.

Any changes to membership of the ECAL Board will be communicated during the UJPO AGM.

Ideally, at least one member of the ECAL Board shall attend UJPO Toronto Board meetings.

Ideally, at least one member of the ECAL Board shall attend Camp Committee meetings.

ECAL members serve a minimum of a two-year term but may serve longer. In the interest of ensuring representational and multiple voices, it is not acceptable to sit on ECAL if one already sits on two other governing or working bodies of UJPO.

ARTICLE IX CAMP NAIVELT

Section 1 – Camp Naivelt Regulations, Voting Eligibility, Notice

Camp Naivelt is governed by the Camp Naivelt Regulations (Appendix A to these Bylaws) that are voted on by cottage Owners who are members in good standing of UJPO. The Regulations can be adopted and/or amended at any Camp Naivelt Bungalow Holders' Meeting of Camp, Annual General Meeting or Community meeting of the United Jewish People's Order Toronto when all cottage Owners of Camp Naivelt have been informed of the meeting date 14 days in advance. Copies of the Regulations and any amendments shall be provided to cottage Owners at least 7 days prior to the meeting either by mail or electronically.

Section 2 – Quorum for Adoption/Amendment of the Camp Naivelt Regulations

Quorum is required to hold Community, AGM and/or Camp Naivelt Bungalow Holders' meetings. Quorum is attained by the presence of at least three members of the Toronto Board of Directors (or in the case of Camp Naivelt Bungalow Holders' Meetings – three CC members) and at least 5% of UJPO members in good standing, (or at least 5% of adult UJPO members in good standing, who are also cottage owners, for Camp Naivelt Bungalow Holders' Meetings), of which the three members of the Board of Directors (or CC members) can be included. Where members present consist of an uneven number of individuals then the number for quorum shall be rounded up.

Consensus shall be the preferred method of arriving at final decisions of the membership. If consensus cannot be reached, decisions will be made by a simple majority of votes once quorum has been established. Each eligible member may cast one vote. Members shall vote by a show of hands except where a ballot has been requested. Any member in good standing can request a ballot. No proxy votes will be accepted.

50% plus 1 of adult members in good standing, who are also cottage owners, is required to pass a vote. 60% plus 1 of adult members in good standing, who are also cottage owners, is required to pass an amendment.

ARTICLE X EXECUTIVE DIRECTOR AND STAFF

Section 1– Executive Director

The Executive Director shall be hired by the Board upon recommendations of the Human Resources Committee.

Section 2 – Staff

The hiring of all head office staff shall be approved by the Board of Directors upon recommendations of the Human Resources Committee.

ARTICLE XI COMMUNICATIONS

Section 1 – Newsletter

Toronto UJPO produces the newsletter L'Khaim. The goal of the newsletter is to provide information with respect to events and matters of importance to the organization and the membership. The newsletter will be sent to all members and distributed more broadly as the public face of the organization and will appear on the organization's website.

Section 2 – Website

Toronto UJPO will maintain its website on the national Canada-wide UJPO website.

Various arms and institutions of the organization shall have the right to publish their own communications material and have them posted on the Toronto UJPO website of the organization.

ARTICLE XII BYLAWS, RESOLUTIONS AND AMENDMENTS

Section 1 – Notice for Bylaws and changes to Bylaws

Bylaws as well as proposed additions, amendments or alterations to bylaws shall be made at a Community or AGM meeting of the membership who have received at least 14 days notice of the meeting date. Copies of proposed bylaws, resolutions and amendments shall be provided to the membership at least 14 days prior to the meeting either by mail or electronic mail. It is incumbent upon members to provide current mailing addresses (or if a member does not have email, then their mailing address) to UJPO head office and that members keep these up to date.

ARTICLE XIII INDEMNIFICATION

Toronto UJPO and its Boards and Committees shall ensure that appropriate insurance covers respective Officers and Committee members of the organization and their heirs, executors, directors, administrators and other legal personal representatives so they may from time to time be indemnified and saved harmless by the organization from and against:

- (a)** any liability and all costs, charges and expenses that s/he sustains or incurs in respect of any actions, suit or proceeding that is proposed or commenced against her/him in respect of the execution of the duties of her/his office;
- (b)** and all other costs, charges and expenses that s/he sustains or incurs in respect of the affairs of the organization in respect of any liability, costs, charges or expenses that s/he sustains or incurs in or about any actions, suit or other proceeding as a result of which s/he is adjudged to be in breach of any duty or responsibility imposed under *The Canada Corporations Act* or under any other statute unless in action brought against her/him in her/his capacity as director or officer, s/he has achieved complete or substantial success as a defendant.

These bylaws should be read in conjunction with the Constitution, the Camp Naivelv Regulations, the ECAL Outline, the MWS bylaws and the Cemetery bylaws.

**ARTICLE XIV
CERTIFICATION**

These amendments to the bylaws were passed by the membership at the Annual General Meeting, Community Meeting of the United Jewish People's Order Toronto Section on November 28, 2015.

These bylaws were read and approved by the United Jewish People's Order Toronto Section Board of Directors meeting on December 21, 2015.