

ARTICLES OF ASSOCIATION OF PLANNED GIVING COUNSEL OF SIMCOE COUNTY

ARTICLE 1 NAME

- 1.01 The name of this Association shall be the "PLANNED GIVING COUNSEL OF SIMCOE COUNTY" (the "Council").

ARTICLE 2 OBJECTS

- 2.01 The objects of the Council shall be:
- (a) To promote a greater public awareness and understanding of planned giving and the roles of Members of the Council in planned giving;
 - (b) To serve as a qualified resource to Planned Giving Professionals and provide guidance in the process of planned giving for charitable organizations and advisors;
 - (c) To encourage co-operation and understanding among the Members of the Council;
 - (d) To make representations to governmental bodies with respect to changes in law and practice in the fields of planned giving.

ARTICLE 3 MEMBERSHIP

- 3.01 There shall be one class of Members. The Executive Committee (see Article 5) may admit to membership as a Member any person who is employed in or is resident in Simcoe County and who is qualified by reason of being:
- (a) an authorized member or representative of a registered charity or registered not-for-profit organization operating in the County of Simcoe;
 - (b) a Chartered Life Underwriter or Certified Financial Planner with no less than five (5) years experience in the life insurance field;
 - (c) a representative of a Canadian Bank or a representative of a Trust Company registered under the Loan and Trust Corporations Act of

- Ontario or the Trust Companies Act (Canada) or the Loan Companies Act (Canada);
- (d) a Chartered Accountant licensed under the Public Accountancy Act of Ontario;
 - (e) a solicitor of the Ontario Court (General Division);
 - (f) a financial or freelance consultant encompassing estate and/or financial planning representing the interests of charity or “not-for-profit” organizations;
 - (g) an individual representing such other organization or profession as the Executive Committee may approve from time to time.

If a Member is qualified in any one of the above categories and subsequently ceases to so qualify, s/he may continue to be a Member in such category subject to the approval of the Executive Committee from year to year.

A Member shall be entitled to notice of, to attend and to vote at all meetings of the Members of the Council. A Member shall pay a designated annual fee, set by the Executive Committee at the first executive meeting following the Annual General Meeting.

- 3.02 The membership of the Council shall be restricted to those who:
- (a) meet the requirements under Article 3.01; and
 - (b) submit a completed application form; and
 - (c) pay the annual fee no later than October 1 of the fiscal year, or within 30 days of submitting her/his application form.
- 3.03 A person shall cease to be a Member of the Council if:
- (a) s/he resigns or dies;
 - (b) s/he fails to meet the requirements under Article 3.02;
 - (c) s/he violates her/his professional code of conduct or code of ethics if that formal determination has been made by her/his governing body, or such determination has been made by the Executive Committee of the Planned Giving Counsel, after providing a reasonable opportunity to the member to explain why her/his membership ought not to be terminated.

ARTICLE 4 OFFICERS

- 4.01 There shall be the following officers of the Council:
- (i) Past Chair
 - (ii) Chair
 - (iii) Secretary

- (iv) Treasurer
 - (v) Education Director
 - (vi) Marketing Director
 - (vii) Membership Director
 - (viii) Professional Advisor Liaison
 - (ix) Outreach Director
- 4.02 All officers shall be members in good standing of the Council and shall serve without compensation.
- 4.03 Two offices may be held by one person, provided that neither of those offices is that of Chair.
- 4.04 The Officers shall be elected by the Members of the Council in the Annual General Meeting assembled for a term of one year or until their successors are elected. Any vacancy among the Officers occurring between Annual General Meetings may be filled by election at any meeting of the Executive Committee or left vacant until the next Annual General Meeting.
- 4.05 The maximum number of terms an Officer can hold the same office shall be three (3) terms.
- 4.06 Financial documents including cheques are to be signed by the Treasurer plus any one of the Chair, Past Chair or Secretary. Other documents required to be signed on behalf of the Council may and shall be valid if signed by any two of the Chair, Past Chair, Treasurer or Secretary.
- 4.07 The duties of the Officers are as listed in the job descriptions, see Appendix I

ARTICLE 5 EXECUTIVE COMMITTEE

- 5.01 There shall be an Executive Committee and it shall be composed of the Past Chair, Chair, Secretary, Treasurer, Education Director, Membership Director, Marketing Director, Professional Advisor Liaison, and Outreach Director.
- 5.02 Subject to the other provisions of these Articles of Association, the Executive Committee shall have and may exercise from time to time all powers necessary for managing the affairs of the Council, including the power to appoint such standing, nominating and other committees as they see fit and to delegate to such committee such of their powers and duties as may appear advisable from time to time. Such committees will report to a designated member of the Executive

- Committee as assigned by the Executive Committee.
- 5.03 Meetings of the Executive Committee may be called by the Chair or the Secretary to meet at any time or place in Simcoe County on at least forty-eight hours notice in writing or by telephone. Five members of the Executive Committee shall constitute a quorum.
- 5.04 In each fiscal year there shall be not less than six (6) Executive Meetings of the Executive Committee in each year. Such meetings shall be held on such day or days as the Executive Committee may fix from time to time.

ARTICLE 6 MEETINGS OF MEMBERS

- 6.01 In each fiscal year there shall be not less than six (6) Education Sessions offered for Members of the Council.
- 6.02 The Annual General Meeting of the Council shall be held in June of each year. At the Annual General Meeting, the Members of the Council shall:
- (a) receive a report by the Executive Committee and an Interim Report by the Treasurer;
 - (b) elect the Officers for the ensuing year;
 - (c) appoint a public accountant, auditor or two Members who are not on the Executive Committee acceptable to the Members to comment on the books of the Council as at the end of the current fiscal year.
- 6.03 The Treasurer (i.e. the outgoing Treasurer) shall submit an annual report at the first Executive meeting of the Council held in the ensuing fiscal year and shall make available to all Members copies of the financial statement for the previous fiscal year.
- 6.04 A special meeting of the Members of the Council may be called at any time by order of the Executive Committee and by notice stating the business proposed to be transacted thereat.
- 6.05 Each meeting of the Members of the Council shall be held at such place as designated by the Executive Committee and at least seven days notice thereof shall be given in writing.
- 6.06 Twenty (20%) Percent of the Members of the Council in good standing who are entitled to vote shall constitute a quorum at any Annual General Meeting or at any special meeting of the Members of the Council. There shall be no

requirement as to a quorum at any regular meeting of the Members of the Council. Unless otherwise provided herein, all matters to be determined by the Members shall be decided by a majority of those members present in person and entitled to vote at a validly constituted meeting of members.

ARTICLE 7 FISCAL YEAR

- 7.01 The fiscal year end of the Council shall end on the 30th day of June in each year.

ARTICLE 8 ANNUAL FEES, TARIFF CHARGES, ETC.

- 8.01 The Executive Committee not later than August 1 in each fiscal year shall fix the annual fee to be paid by each Member for such fiscal year and shall give notice thereof to each Member of the Council in good standing.
- 8.02 The annual fees for a fiscal year payable by Members shall become due and be payable no later than October 1 in such fiscal year and shall be payable in one instalment.

ARTICLE 9 GUESTS

- 9.01 Guests may attend meetings of the Council and will pay a Guest Fee for each meeting they attend. The Executive Committee not later than August 1 in each fiscal year shall fix the guest fee per meeting for such fiscal year and shall give notice thereof to each Member of the Council in good standing.

ARTICLE 10 MISUSE

- 10.01 Reference to her/his membership in the Council shall be permitted in advertisement of, or solicitation for business of a Member or her/his organization provided it is made in an appropriate and tasteful manner. Such use shall be subject to review and restriction by the Executive Committee.
- 10.02 Use of the Council logo shall be permitted in advertisement of, or solicitation for business of a Member or her/his organization provided it is used in an appropriate



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ARTICLE 11 AMENDMENTS

11.01 The provisions of these Articles of Association may be amended or may be repealed and replaced at any meeting of the Members of the Council at which there is a quorum present, by a vote of two-thirds of the Members present and entitled to vote at such meeting, provided that the notice calling such meeting shall have set forth the nature of the proposed amendments or replacement provisions.

- These Articles were revised, amended and adopted by the Counsel on June 24, 2008
- These Articles were revised, amended and adopted by the Counsel on June 12, 2007
- These Articles were revised, amended and adopted by the Counsel on June 13, 2006
- These Articles were approved and adopted by the Counsel on May 11, 2004