

**Schedules  
And  
Attachments**

## *Schedule A: Rules of Order*

These are the rules of order for members' meetings. These rules replace any other rules such as Robert's Rules of Order. There are also comments that explain the meaning of some of the rules. The comments are part of the rules.

### *Rule 1: Chair*

In these rules of order, the "chair" means the person chairing the meeting at the time that the rule applies.

1. **Choosing chair:** The chair is chosen as stated in section 5.1 of the By-law (Chair).
2. **Role of chair:** The chair makes sure that meetings run smoothly. The chair tries to make sure that members have a chance to discuss every item on the agenda fully and fairly and that the meeting comes to a clear conclusion.
3. **Participation by chair:** A chair who wants to discuss a motion must step down until the meeting has dealt with all matters concerning the motion. Another person approved by the members can chair the meeting in the meantime. This applies whether the chair is a member or non-member.
4. **Voting by chair:** Section 5.3(d) of the By-law (Voting – Voting by chair) states when the chair can vote.

### *Rule 2: Motions*

1. **How to deal with things:** A meeting can deal with an item of business on the agenda in three ways:
  - The member who asked that the item be put on the agenda can ask the members to approve a proposal by "moving" it. If the member does not want to make a motion, another member can make one.
  - The chair can present an item on the agenda and ask if any member wishes to make a motion.
  - A member can present an item on the agenda for discussion without making a motion. The chair decides if a motion is needed. If so, the chair asks for a motion.
2. **Second needed:** Another member must "second" a motion. If there is no seconder, members cannot discuss the motion.
3. **One motion at a time:** Members can only discuss one main motion at a time.

**Comment:** A main motion tells members what the proposal is. It's helpful if the motion can be written and sent to members before the meeting. If possible, get motions written, given to the chair, and written on a flip chart for members. The secretary reads the motion to the members before a vote is taken.

### ***Rule 3: Speaking***

1. **Speaking on a motion:** Members can discuss a motion after it has been moved and seconded. The chair controls the discussion. Members speak as follows:
  - They can ask questions for information. The chair or the member who moved the motion can answer the questions.
  - They can speak for or against the motion.
  - They speak to the chair.
  - Each speaker speaks for 3 minutes or less. The chair can set a longer or shorter time limit.
  - Members can speak more than once on an item only after all others who want to speak have done so. The chair can make exceptions.

**Comment:** All those who want to speak should raise their hands. The chair may keep a speakers' list and call members to speak in order if they have not already spoken. The chair may rule speakers "out of order" if their comments are off the point. Speakers must stop speaking when their time is up.

### ***Rule 4: Amendments***

1. **Motion to amend:** When a member is speaking, the member can suggest a change to a main motion. The member does this by moving an amendment. The motion to amend must be seconded like any other motion.
2. **Majority needed:** An amendment must have the same majority as the motion that it amends. This means that an amendment to a proposed by-law requires a two-thirds majority vote to pass.
3. **When not permitted:** An amendment cannot in the opinion of the chair:
  - be unrelated to the main motion; or
  - be contrary to the meaning of the main motion.

**Comment:** Members cannot amend a motion by moving a whole new motion, or by an amendment that is directly against the meaning of the main motion. A member who wants something contrary to the main motion can

- speak against the motion
  - ask the mover and seconder to withdraw the main motion
  - ask the members to defeat the main motion so a different motion can be moved.
4. **Friendly amendments:** A member can ask that the mover and seconder of the main motion accept a change to their motion. If they accept the change, it becomes part of the main motion.
  5. **Withdrawal of a motion:** The member who moved a motion can withdraw it at any time during the discussion if the seconder agrees. If any members still

want to vote on the motion, they can move and second the same motion themselves.

**Comment:** The mover might decide that this is not the right time to make a decision, or might feel that someone else has a better motion to present.

### ***Rule 5: Procedures for Amendments***

1. **Discussion on amendments:** After an amendment has been moved and seconded, speakers can only speak about the amendment. They continue to do so until the amendment has been voted on. The chair will keep a separate speakers' list for the discussion on amendments.
2. **After amendment:** After the amendment has been voted on, discussion can continue on the motion as amended or the original motion if the amendment was defeated.
3. **Only one amendment:** Only one motion to amend can be on the floor at one time. After the meeting deals with that amendment, members can move other amendments if they wish.
4. **Chair can authorize more than one:** Despite the above, the chair can authorize more motions to amend before earlier ones have been voted on. This would only apply if the later amendment would change the terms of the first one. Amendments are discussed and voted on in reverse order from when they were moved. This means that only the current amendment can be discussed until it is voted on.

**Comment:** Usually only one amendment at a time should be under consideration. Members can easily become confused if there are several amendments being discussed at once. If the chair decides there can be more amendments, there should be great care taken to see that members understand what the current amendment is.

### ***Rule 6: Voting***

1. **When to vote:** The chair calls for a vote
  - after every member who wishes to speak has spoken
  - at a fixed time that the members decided the vote would take place
  - after the members pass a motion to call the question
2. **How to vote:** Voting is by show of hands unless the *Co-op Act* or the co-op's by-laws say that a vote will be by secret ballot. See section 5.3(c) of the By-law (Voting – Secret ballot).

**Comment:** A vote by ballot may be better if the item is a sensitive one. But it often takes a lot of time.

3. **Counting:** The chair counts the votes and rules on whether or not the motion has passed unless the co-op's by-laws say something different. See By-law sections 8.1 (Election Officer or Committee) and 8.2 (Election Procedures).
4. **Recount:** For election of directors, recount rules are stated in section 8.3 of the By-law (Recount). In other cases, a member can request a recount immediately after the results are announced. If a quorum is no longer present, the results that were originally announced will stand. If a quorum is still present, then
  - if the vote was by show of hands, there must be an immediate recount.
  - if the vote was by ballot and four other members support the request, there must be an immediate recount with scrutineers.
5. **Majority:** Motions are decided by simple majority unless the *Co-op Act* or the co-op's by-laws say something else. See section 5.4 of the By-law (Majority Required).

**Comment:** A simple majority is more than half of the votes cast. A two-thirds majority is at least two-thirds of the votes cast. Abstentions and spoiled ballots are not considered votes cast. Examples:

- Simple majority:
  - 31 members present and 25 vote
  - a simple majority is 13 (more than  $25/2 = 12\ 1/2$ )
  - **it is not 50% plus one** (more than  $12\ 1/2 + 1 = 13\ 1/2$ ), which would be 14.
- Two-thirds majority:
  - 31 members present and 26 vote
  - a two-thirds majority is 18 (at least  $2/3 \times 26 = 17\ 1/3$ )
  - **it is not 17**, because it has to be "at least"  $17\ 1/3$

### **Rule 7: Motions About Procedure**

1. **Calling the question (Vote immediately):** When a member is speaking, the member can ask for an immediate vote by saying "I call the question" or "I move to end the debate". There must be a seconder. The chair will immediately ask the members to vote on whether they want to finish the discussion at this point. A two-thirds majority vote is needed. The vote is by show of hands.
  - If the motion to call the question is carried, the members then vote on the main motion or amendment.
  - If the motion to call the question is defeated, members can continue the discussion.

**Comment:** A motion to call the question should be used when members seem to be ready to vote and when speakers are not saying anything new. It should be used carefully because it may take away someone's right to speak.

2. **Motion to postpone:** When a member is speaking on a motion or amendment, the member can make a motion to postpone any decision. There must be a seconder to the motion to postpone. A simple majority is needed. The vote is by show of hands. There are three kinds of motion to postpone.
  - (a) **Defer the motion:** This means to put off discussion to another time. The motion can be discussed before voting on it. The motion must state the time or how the time will be decided. Examples:
    - until 9:30 p.m. during the same meeting
    - until after item ... on the agenda for the same meeting
    - until the next meeting
    - until a special meeting to be called by the board.
  - (b) **Refer the motion:** This means to refer the motion to the board or a committee for a recommendation. They will bring the issue back to the members at a later time. The motion can be discussed before voting on it.
  - (c) **Table the motion:** This means to put off the motion for an indefinite time. It is usually used when members don't want to discuss something, or to express their opinions. There is no discussion or debate before voting on the motion.
3. **Motion to take from the table:** When a motion has been tabled, it can be brought back to the members by a motion "to take from the table". This must be on the agenda if it is at a different meeting. There must be a seconder to the motion to take from the table. It can be discussed before voting on it. A simple majority is needed. The vote is by show of hands.
4. **Motions that waste time:** The chair can rule a motion out of order on the grounds that it is absurd or wasting time and not worth the members' attention.

### ***Rule 8: Interruptions***

1. **Limits:** Members cannot interrupt another speaker or speak out of turn except in the specific situations stated in this rule. In all cases the interruption must be as brief as possible and not part of a debate. Members who want to interrupt under this rule should stand up and politely say what their interruption is about.
2. **Point of order:** Members can raise a point of order if they think that the meeting is not following the correct procedure or there is not a quorum at the beginning of a meeting or at the time of a vote. The chair rules on the point of order and takes any action that is necessary.
3. **Question of privilege (point of privilege):** Members who feel that there is a risk to the rights, safety or comfort of the members (or of one member) can

raise a question of privilege. It may be a simple thing, such as the need for better ventilation, or for the use of a microphone. The chair rules on the question of privilege and takes any action that is necessary.

4. **Point of information:** Members can raise a point of information if they have an important piece of information or question and dealing with it will save time in the discussion. A point of information must be very brief. The chair rules on whether it is a point of information and what action should be taken.
5. **Appeals from the chair:** Members can appeal when they think a ruling of the chair is not correct. The appeal must be made immediately after the ruling. There must be a seconder. Both the member who appealed and the chair can give their reasons. There is no other debate or discussion. The chair does not step down. The question: "Do we confirm the decision of the chair?" is put to the vote. The chair does not vote. If the vote is tied, the chair's ruling is confirmed.

**Comment:** The chair does not have to resign if an appeal is supported by a majority of members. Members have the right to decide how their meetings should run. An appeal is not a vote of confidence. It is simply a way for members to control their meeting.

### ***Rule 9: Unacceptable Behaviour***

1. **Vote of members:** If a member's behaviour is unruly or inappropriate in a significant way that interferes with the conduct of a meeting, the member may be ejected from the meeting by vote of the members present. There is no discussion or debate. A simple majority is needed.
2. **With or without motion:** The chair can put the question to the members without a motion. A motion can also be made by anyone who is speaking on a motion or amendment, but only if the chair permits it. The motion needs a seconder.
3. **Refusing to leave meeting:** If a member does not leave the meeting after a motion has been passed to eject the member, the member will be considered in breach of the Organizational By-law. Repeated breaches are grounds for eviction under the Occupancy By-law. In addition, the chair or the meeting may take any other measures that are appropriate to remove the member from the meeting.



## ***Schedule B: Confidentiality and Conflict of Interest Agreement***

**TO:** Tabby Town Urban Housing Co-operative Corporation

I am signing this Agreement as a director, officer, committee member or staff member of the co-op.

### **CONFIDENTIALITY**

1. I understand that this Agreement applies to
  - (a) Personal information about co-op members and applicants.
  - (b) Confidential information about co-op staff.
  - (c) Confidential information about the co-op or co-op business.
2. I understand that the above is considered confidential information even if I learn about it from a source unrelated to my position with the co-op and even if it is publicly available.
3. I will not tell anyone any confidential or personal information
  - that I know through my position with the co-op
  - that I learn at meetings related to my position with the co-op, or
  - that I know about in any other way.
4. I will not disclose, or permit disclosure of, any confidential or personal information in any other way.
5. I will safeguard confidential or personal information that I may have.
6. The only exception is when I am authorized by the board or the co-op by-laws to disclose the information. If I am not sure whether information should be kept confidential, I will ask the board for a decision about it.
7. I agree that the above obligations apply while I have my position with the co-op and after I no longer have that position or any connection with the co-op.
8. I will always give the board any information requested by the board. When I no longer have my position with the co-op, I will return all co-op papers and property to the co-op.
9. While I have a position with the co-op, I will not gossip about the co-op or its members or employees.

### **CONFLICT OF INTEREST**

10. Whenever I am involved in a decision or action of the co-op, I will put the best interests of the co-op ahead of my personal interests and the interests of my relatives and friends.



11. A conflict of interest is where I take part in a decision that benefits me or a relative or friend in a way that is different from most co-op members.
12. I understand that some conflicts of interest are prohibited and some situations are manageable as stated in the Organizational By-law.
  - **Prohibited conflicts.** I will not become involved in any conflict of interest that is prohibited.
  - **Manageable situations.** If I am involved in a potential conflict that is manageable, I will follow the applicable rules as stated in the co-op's Organizational By-law.
13. I promise that I will declare any conflict of interest or situation that could become a conflict of interest as stated in the Organizational By-law. If there is any doubt, I will report the situation to the board, or any committee that I am on, and they will decide if it is a conflict of interest.
14. I promise that I will abide by the conflict of interest rules and definitions in the Organizational By-law. I promise to ask if I have any questions or there is anything I don't understand.
15. I also agree to abide by any legal and government requirements about conflict of interest that are not included in co-op by-laws.

**GENERAL.**

16. I understand that this Agreement is a binding legal document and I have had the opportunity to obtain legal or other advice before signing it.

Date: \_\_\_\_\_ Signature: \_\_\_\_\_

## ***Schedule C: Director's Ethical Conduct Agreement***

**TO:** Tabby Town Urban Housing Co-operative Corporation

I agree to be a director of the co-op and to do my best to forward the interests of the co-op and the members and the other stakeholders in the co-op.

### **BOARD PROCEDURES**

1. I agree that any director can participate in a board meeting by conference telephone or other communication equipment where all the directors are able to hear each other.
2. **CROSS OUT ONE:**
  - (a) I will accept notices to directors by electronic mail.
  - (b) I will **NOT** accept notices to directors by electronic mail.

### **DUTIES OF A DIRECTOR**

3. I will perform my duties as a director honestly, in good faith and in the best interest of the co-op rather than in my personal interest.
4. I will use the care, diligence and skill of a reasonably prudent person in performing my duties as a director.
5. I will sign and comply with the co-op's Confidentiality and Conflict of Interest Agreement and all legal and government requirements about confidentiality, privacy and conflict of interest.
6. I will always give the board any information requested by the board. I will return confidential papers to the co-op when requested. When I am no longer on the board, I will return all co-op papers and property to the co-op.
7. I will attend all board and members' meetings unless excused by the board based on advance notice of absence.
8. I will prepare for board meetings and act constructively at all board meetings.
9. I will participate in all training programs as decided by the board.

### **ACTING AS A BOARD**

10. I understand that the board acts as a whole. If I disagree with something the board is considering, I will say so at a board meeting. Once the board has made a decision, I will support that decision or remain silent.
11. I understand that directors can act only by a decision at a proper board meeting. Between meetings I have no authority unless the board has given me authority to do something, such as to sign a document.

12. I understand that even if the board has given me responsibility for something, the final authority and responsibility stays with the board.
13. I understand that, if I am an officer or a member of a committee, my duties must be performed as directed by the board and within any limits set by the board.

**RESPECT FOR OTHERS**

14. As a director I will remain open to other points of view and options. I will not act defensively when directors or members question or disagree with my point of view.
15. I will do my best to work together with the other directors for the good of the co-op. I will not let personal dislikes or grudges affect my conduct or decisions.
16. I will never make statements which in any way harm, put down or show a lack of respect for other directors, members or staff.
17. I will never make statements, take actions or harass anyone in any way that is prohibited under the Ontario *Human Rights Code*.
18. I will make any complaints I may have about the co-op or the co-op's staff only to other directors. I will bring any concerns I may have to the attention of the board.
19. I will support the co-op's staff as they carry out their duties and not say or do anything that might cause them to lose respect among the membership or other staff.

**DUTIES OF A MEMBER**

20. I will perform my duties as a co-op member. I will comply with the by-laws of the co-op.
21. I will not be in arrears while I am a director.

**I have read and understood this Agreement and I agree that I will follow it. I understand that, if I break this Agreement, the board of directors can follow the procedure stated in the Organizational By-law to remove me as a director.**

Date: \_\_\_\_\_ Signature: \_\_\_\_\_  
*Print name:*

## ***Schedule D: Co-signer Agreement***

**To:** Tabby Town Urban Housing Co-operative Corporation

**From Co-signer(s):** \_\_\_\_\_

*[Include address, phone,  
e-mail, if available]*

**Applicant:** \_\_\_\_\_

I wish to assist the applicant to obtain housing at the Co-op. My relationship to the Applicant is:

*[Insert relationship, such as  
"The Applicant is my son" or  
"The Applicant is my friend."]*

I understand that the Co-op may accept the Applicant as a member if I agree to be responsible for the Applicant's financial obligations.

In consideration for the Co-op accepting the Applicant as a member and permitting the Applicant to live at the Co-op, I agree to pay all housing charges and other financial obligations of the Applicant to the Co-op when due.

I understand and agree to the following points:

- I am directly and principally responsible for these obligations. I am not merely a guarantor or surety.
- The Co-op can do any of the following things without my consent, without notice to me and without releasing me from my obligations under this Agreement:
  - change the terms of the membership or occupancy of the Applicant
  - allow the Applicant to move to a different unit with a different housing charge
  - change the amount payable by the Applicant because of changes in the housing charges for the Applicant's unit
  - change the amount payable by the Applicant because of changes in the Applicant's income if the Applicant receives geared-to-income assistance or subsidy
  - extend time to the Applicant for payment or performance of obligations
  - take or not take steps to enforce payment of money or performance of obligations by the Applicant
- The Co-op does not have to bring legal action or exercise other remedies against the Applicant or any other person before requiring payment of money or performance of obligations by me. I will remain responsible both before and after the Co-op does this.
- I cannot cancel or revoke the obligations I have agreed to in this document.

I agree that the co-op can receive, through its employees or agents, credit information about me from any credit agency or other source.

I acknowledge that I have had the opportunity to obtain legal advice and I have obtained any legal advice I wish prior to signing this document.

**Signed:**

Date: \_\_\_\_\_

Witness: \_\_\_\_\_  
*Print Name:*



\_\_\_\_\_  
*Co-signer*

I authorize the Co-op to give the Co-signer any information it may have about me at the present time or in the future. I agree that I cannot cancel or revoke this authorization.

**Signed:**

Date: \_\_\_\_\_

Witness: \_\_\_\_\_  
*Print Name:*



\_\_\_\_\_  
*Applicant*

*Note: To be signed by all persons in Applicant's household sixteen or older, including members and non-member occupants.*

*Note: Adjust above if applicant is already a member and is asking for a new unit or a separate unit (such as the child of an existing member).*