

The Municipal Law Departments Association of Ontario

Constitution

NAME

1. This Association shall be known as "The Municipal Law Departments Association of Ontario".

DEFINITIONS

2. In this Constitution:

"district" means one of the four districts of Central Ontario, Eastern Ontario, Northern Ontario and South Western Ontario;

"law department" means all of the lawyers of a single municipality;

"lawyer" means an employee of a municipality who, as a requirement of employment is a member in good standing of the Law Society of Upper Canada and provides legal advice or legal services to the municipality;

"municipality" means the municipal corporation of every municipality as defined in the *Municipal Act, 2001*, S.O. 2001, chapter 25, as amended replaced or consolidated from time to time;

PURPOSES AND OBJECTS

3. The purposes and objects of the Association shall be:
 - (a) the exchange of information and advice on municipal issues;
 - (b) the holding of meetings and seminars as a forum for sharing information and the education of members;
 - (c) to advocate the reform of legislation to the benefit of municipalities;
and
 - (d) to participate in consultation with governments and other associations interested in matters affecting municipalities.

MEMBERSHIP

4. The membership of the association shall be open to any law department.

5. Where any municipality in Ontario has a law department, that department shall be deemed to be a member of the Association unless the department resigns its membership.
6. A law department may resign from the Association and, once resigned may be readmitted to the Association, by giving notice in writing to the Association, provided that if at any time a fee for membership has been established, the required fee shall be paid before a law department may be readmitted.
7. The Legal Branch of the Ministry of Municipal Affairs and Housing or of any successor Ministry shall be deemed to have a standing invitation to meetings of the Association except where expressly suspended in exceptional circumstances.

EXECUTIVE

8. For the year 2002 there shall be no executive of the Association. There shall be at least two convenors who shall establish a schedule of meetings for 2002 and obtain the agreement of a member to host each meeting. The convenors shall also keep the records of the Association, including the official register of members from time to time, and shall pass them on to the first Chair. The convenors shall jointly fulfil the duties of the Chair with necessary modifications, until a Chair is elected.
9. In June 2002, the convenors shall conduct a vote of the members in accordance with the requirements of this Constitution, to elect or appoint the Chair and Vice-Chairs for the ensuing year.
10. Commencing on January 1, 2003, there shall be a Chair of the Association who shall hold office for one year or until the Chair's successor is elected or appointed.
11. It shall be the duty of the Chair:
 - (a) to arrange for the production and distribution of agenda and minutes of the meetings of the Association;
 - (b) to receive and submit to the members for a vote, in the proper manner, all motions presented by the members;
 - (c) to put to a vote all questions which are regularly moved, or necessarily arise in the course of the proceedings, and to announce the result;

- (d) to implement the decisions and resolutions adopted by the Association;
 - (e) to establish a liaison with the members in his or her district and encourage their attendance at meetings of the Association;
 - (f) to establish a head office address for the Association and to receive on behalf of the Association all correspondence, electronic or otherwise, and to bring such correspondence to the attention of the members in a timely way.
 - (g) to keep the Vice-Chairs informed of the business of the Association so as to permit the Vice-Chairs to act in the place of the Chair from time to time as may be reasonably required;
 - (h) To keep the books and records of the Association, including minutes, resolutions, by-laws and the official register of the members from time to time, and to pass those records on to the next Chair of the Association.
12. Commencing on January 1, 2003, there shall be three Vice-Chairs of the Association who shall hold office for one year or until their successors are elected or appointed. Each of the Vice-Chairs shall be a lawyer in a municipality located in a district other than the one from which the Chair is elected and there shall be no more than one Vice-Chair elected from each district.
13. It shall be the duty of each Vice-Chair:
- (a) to act in place of the Chair at meetings of the Association and at other occasions when the Chair is not present;
 - (b) to establish a liaison with the members in his or her district and encourage their attendance at meetings of the Association;
 - (c) to assist the Chair in implementing the decisions of the Association within his or her district;
 - (d) to keep the Chair informed of matters of interest to the Association arising within his or her district.
14. Commencing on January 1, 2003 there shall be an Executive Committee composed of the Chair and each of the three Vice-Chairs holding office from time to time. It shall be the duty of the Executive Committee:

- (a) to establish a schedule of meetings of the Association for the year and arrange for the agreement of a member to host each meeting;
- (b) to ensure that elections for the positions of Chair and the Vice-Chairs are held annually;
- (c) to pass by-laws of the Association;

BY-LAWS

15. The Executive Committee may pass by-laws:
- (a) to assign municipalities to each district;
 - (b) to establish fees for membership;
 - (c) to create bank accounts for the Association;
 - (d) to acquire insurance coverage for the officers and members of the Association;
 - (e) to amend the Constitution from time to time.
16. A by-law shall not be effective until passed unanimously by the Executive Committee and confirmed by the vote of a majority of the members.

VOTING

17. A member law department shall vote on any question only by sending its vote in writing to the Chair. There shall be one vote for each member law department, regardless of the number of lawyers in the law department. If the Chair receives more than one vote on any question that purports to be the vote of a single member law department, and there is a conflict between or among those votes, the Chair may determine the vote for that law department and in so doing may consult with any one or more of the lawyers in that law department.
18. Any resolution passed or motion adopted at any meeting of the Association by the lawyers present, unless it relates only to the conduct of the meeting itself, may be put to the members by forwarding the same to the Chair in writing together with the date, location and names of the lawyers present at the meeting at which it was passed or adopted. Any such resolution or adopted motion received by the Chair shall be deemed to be a motion duly made and shall be put to the members for a vote.

19. On any motion or question, the Chair shall send the same to all members with notice of a date and time that shall be at least two days, not including any Saturday, Sunday or statutory holiday, following the day on which the motion or question is sent to the members, by which time the members must vote. If by the time so set the Chair does not receive the vote of any member it shall be counted in the negative on the motion or question. Any such motion, question, notice and vote may be sent by electronic means.
20. No motion or question shall pass unless it receives the vote of a majority of all the members and in the case of an equality of votes the Chair shall cast a deciding vote.
21. The Regional Solicitors Association of Ontario and the Area and Local Municipal Solicitors Association are hereby amalgamated in the Association effective January 1, 2002.

Adopted at Toronto, Ontario this 7th day of December 2001 at an open plenary session of the Regional Solicitors Association of Ontario and the Area and Local Municipal Solicitors Association.

	The Regional Solicitors Association of Ontario		The Area and Local Municipal Solicitors Association
	"R. Kent Gillespie"		"Robert A.Blackwell"
Per:	_____	Per:	_____
	R. Kent Gillespie		Robert A. Blackwell, Q.C.