

Coalition for Algoma Passenger Trains (also known as CAPT)

By-Laws, August 31, 2017

Purpose:

The Coalition for Algoma Passenger Trains is a regional group of individuals, businesses and other interests who recognize the significant social, economic, cultural, historical and environmental value of Algoma's passenger trains.

We are dedicated to preserving, enhancing and reinstating passenger train service, in partnership with NORDIK, as well as increasing connectivity between Algoma communities, provincial and national rail networks.

Membership:

Membership in CAPT is open to any individual over the age of sixteen years who supports CAPT's purpose. An individual can become a member by allowing their name and e-mail address to be on

the CAPT e-mail list.

All members are welcome to attend meetings of the Board and are encouraged to provide input.

Board of Directors:

CAPT shall be managed by a Board of Directors consisting of no more than fifteen members, each having one vote, except in the case of a tie vote.

The Directors shall reflect the geographic diversity of the region, along with First Nations representation, Franco-Ontarian, at least one youth, a labour representative, Councillors, and a representative of persons with disabilities.

Directors shall serve for a term of two years and shall be limited to three consecutive terms, with the option to continue to serve in the same office.

Quorum for meeting shall be 5 members of the Board.

Decisions will primarily be made by consensus except for financial decisions which must have a majority vote. In the case of a tie vote, the Chairperson shall have an additional deciding vote.

Where necessary, decisions of the Board may be made by means of a telephone or e-mail vote. Decisions made in this manner shall be confirmed by a vote at the next regular meeting of the Board of Directors.

An orientation package for new Board members will be developed and Board training will take place during the first Board meeting following the AGM.

Committees will have clearly defined roles and Terms of Reference, which Committee members will draft and bring before the Board for approval.

Executive:

The Executive shall consist of a Chairperson, Co-Chairperson, Secretary and Treasurer.

The Executive shall be elected or acclaimed at the Annual General Meeting. The Executive are responsible for the overall managing of the organization and shall present agendas at meetings which clearly outline items to be reported, discussed and/or voted on.

Chairperson:

The Chairperson shall preside at all Board meetings.

Co-Chairperson:

The Co-Chairperson shall, in the absence of the Chairperson, exercise the powers of the Chairperson.

The Board has the right to appoint a substitute should both the Chairperson and Co-Chairperson be unavailable.

Secretary:

The Secretary shall attend all meetings of the Board and the Annual General Meeting to record all votes and to keep minutes of all proceedings. The Secretary shall be responsible for keeping the records of meetings and

recording amendments to the By-laws. The Secretary shall keep an current and accurate list of members.

Treasurer:

The Treasurer shall ensure that full and accurate accounts of all of CAPT's receipts and disbursements are retained. CAPT benefits from the donated support services of Algoma University's Accounting Department to assist in maintaining their financial accounts. NORDIK issues tax receipts on behalf of CAPT and provides statements of CAPT's accounts to the Board on a regular basis.

CAPT's Fiscal Year:

The fiscal year shall terminate n the 30th day of April in each year.

Committees:

The Board may establish Committees as it sees fit. The Board may choose to appoint individuals other than Board members to sit on a Committee.

Annual General Meeting (AGM):

An annual general meeting must be held no later than two months following the end of the fiscal year.

The Chairperson shall prepare and submit an annual report to members at the Annual General Meeting. This report shall be e-mailed to members at least two weeks prior to the meeting.

The Treasurer shall prepare and submit an annual report to members at the Annual General Meeting. This report shall be e-mailed to members at least two weeks prior to the meeting.

CAPT's By-Laws may be amended at a Board meeting or an Annual General Meeting by a majority of those present.

Quorum for the AGM shall be the same as for regular meetings (5 Board members).

Adopted by the Board of Directors on _____, 2017.

Signed by Chairperson _____

Signed by Co-Chairperson _____