

ST ANDREW'S PRESBYTERIAN CEMETERY
OF RICHMOND, ONTARIO
CONSTITUTION

BEING A MOTION to establish a constitution for the St Andrew's Presbyterian Cemetery of Richmond, Ontario,

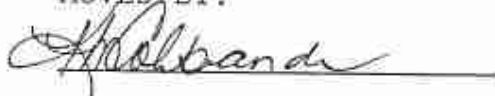
WHEREAS the St Andrew's Presbyterian Cemetery was established in the year of our Lord, one thousand eight hundred and forty-five (1845) consisting of Lot 11, Maitland Street West, and Lot 11, Fortune Street East in the Village of Richmond in the Township of Goulbourn,

AND WHEREAS the said Presbyterian Cemetery is owned by the St Andrew's Presbyterian Church of Richmond, Ontario and operated by means of an elected Board of Trustees, called the Cemetery Board, which derives its authority from the Session and congregation of the church and acts on their behalf,

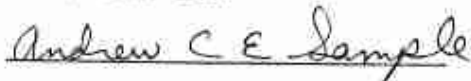
AND WHEREAS the congregation of the church deems it necessary to establish a constitution granting authority to the Board of Trustees for the operation of the said Presbyterian Cemetery,

BE IT THEREFORE recorded as a motion of the congregation of St Andrew's Presbyterian Church of Richmond, Ontario, duly moved and passed at the annual general meeting, which shall come into full force and effect on the date of passing.

MOVED BY:



SECONDED BY:



VOTED UPON AND PASSED

THIS 30TH DAY OF JANUARY, 1994.

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1.00 PREFACE - GENERAL INFORMATION

- 1.01 The St Andrew's Presbyterian Church of Richmond, Ontario, owns and operates a cemetery primarily for the use of members of the congregation.
- 1.02 The Cemetery is directed and managed by a board of three or more Trustees duly elected on a regular basis by the Congregation at the Annual General Meeting of the Church, which meeting is normally held in January or February of each year.
- 1.03 The Cemetery currently requires the financial support of the Church to meet its moral obligations and legal obligations under the Cemeteries Act. However, the vision for the future of the Cemetery is that it will be a self-sustaining non-profit entity within the Church's program.
- 1.04 With recent changes in the provincial laws (1992) which govern the operation of cemeteries, the Congregation deems it necessary to formalize the terms of reference for the Trustees who are charged with the proper operation of the Cemetery by passing this constitution.

2.00 DEFINITIONS

- 2.01 Cemetery shall mean the existing cemetery owned and operated by the St Andrew's Presbyterian Church of Richmond, Ontario, located on Lot 11, Maitland Street West, and Lot 11, Fortune Street East in the Village of Richmond in the Township of Goulbourn.
- 2.02 Church shall mean the St Andrew's Presbyterian Church of Richmond, Ontario.
- 2.03 Congregation shall mean the congregation of the Church when meeting in an official congregational meeting, such as the Annual General Meeting held on or about January of each year.
- 2.04 Session shall mean the board of elders who govern operation of the Church.
- 2.05 Ministry shall mean the Ministry of Consumer and Commercial

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Relations of the Province of Ontario.

- 2.06 Cemeteries Act shall mean the Cemeteries Act (Revised) 1992, being chapter 4 of the Revised Statutes of Ontario, including the approved regulations duly issued under authority of the Cemeteries Act.
- 2.07 Trustee shall mean a person who is duly elected by the Congregation, or otherwise duly appointed, in accordance with the terms of this constitution for the governance of the operations of the Cemetery.
- 2.08 Cemetery Board shall mean the board of all Trustees who are duly elected by the Congregation, or otherwise duly appointed, for the governance of the operations of the Cemetery.
- 2.09 Outgoing Trustee shall mean a Trustee whose term of incumbency is about to come to an end and who has not been re-elected for a follow-on term.
- 2.10 Incoming Trustee shall mean a Trustee whose term of incumbency is about to begin, not having been an incumbent in the immediately previous term.
- 2.11 Continuing Trustee shall mean a Trustee who is about to begin a second or later continuous term as an elected trustee, having been an incumbent in the immediately previous term.
- 2.12 Chairman shall mean the Chairman of the Cemetery Board duly elected by the Cemetery Board at their Annual Installation Meeting in accordance with the terms of this constitution.
- 2.13 Trust Funds shall mean that amount of monies from the sale price of a lot as set aside and deposited with a trust company for investment of which the interest proceeds will be used for Care and Maintenance of the Cemetery property and the monuments, as per the Cemeteries Act.
- 2.14 Trust Account shall be the account or accounts with The Public Trustee, Ministry of the Attorney General, 145 Queen Street, Toronto, Ontario, who administers the Trust Funds as directed by the Board of Trustees.

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2.15 General Account shall mean the local bank account(s) established by the Cemetery Board in accordance with the Cemeteries Act to maintain the Cemetery property and monuments. This term includes all such chequing and savings accounts.

3.00 OFFICIAL NAMES

3.01 The Cemetery shall be called the St Andrew's Presbyterian Cemetery of Richmond, Ontario.

3.02 When there is no ambiguity, the Cemetery may be referred to as the St Andrew's Presbyterian Cemetery, or simply the Presbyterian Cemetery.

3.03 The Board of Trustees which governs the operations and maintenance of the Cemetery shall be called the St Andrew's Presbyterian Cemetery Board.

Note: There are two separate and distinct Boards of Trustees appointed or elected by the Congregation for the oversight of the assets of the Church. One Board of Trustees is responsible for the oversight of the operations of the Cemetery. The other Board of Trustees is invested with the ownership rights of the assets of the Church.

3.04 When there is no ambiguity, the St Andrew's Presbyterian Cemetery Board may be referred to as the Cemetery Board.

4.00 ELECTION/APPOINTMENT OF VOTING MEMBERS

4.01 The Cemetery Board is constituted with a minimum of three Cemetery Trustees.

4.02 To be a voting member of the Cemetery Board a person must be a Cemetery Trustee elected by the congregation. In some circumstances a person may be appointed as Cemetery Trustee by Session under the terms described below.

4.03 If a Trustee proves to be unable to execute his/her responsibilities and resigns as a Trustee, the Cemetery Board may petition the Session to immediately appoint a replacement Trustee. If there are less than three Cemetery Trustees on the Cemetery Board, the Cemetery Board must petition the Session for a replacement Trustee.

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- 4.04 If the Cemetery Board proves unable to conduct business due to strong disagreement among the Trustees, any Trustee may petition the Session to provide direction or to otherwise resolve the situation. Such petition must be made in writing and a copy provided to all Trustees.
- 4.05 The Session has the right to replace any or all Trustees of the Cemetery Board, at any time throughout the fiscal year, for any reason.
- 4.06 The Session has the right to add Trustees to the Cemetery Board at any time throughout the fiscal year for any reason.
- 4.07 The Ministry will be immediately notified of any changes of Trustees by the Cemetery Board.
- 4.08 Upon election, the term of office for a Trustee will start at the Annual Installation Meeting of the Cemetery Board (See 6.02 below) immediately following the Annual General Meeting in which the Trustee is elected and shall continue for approximately one year until the next Annual Installation Meeting. In the case of appointment by Session, the term of office shall begin immediately upon appointment and shall continue until the next Annual Installation Meeting. In all cases, the term of office will terminate at the first following Annual Installation Meeting.
- 5.00 TERMS OF REFERENCE
- 5.01 The Cemetery Board derives its authority from the Congregation and Session.
- 5.02 The Cemetery Board has full authority to manage the Cemetery, within the restrictions of the Cemeteries Act and within the mandate herein defined and as modified from time to time by the Congregation or Session. In particular:
- a. The Cemetery Board has full authority to enact such bylaws as may be deemed necessary from time to time to ensure proper and continued operation and maintenance of the Cemetery. Such bylaws are subject to approval by the Ministry;

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- b. The Cemetery Board has full authority to manage the Trust Funds of the Cemetery and to establish and manage the required Trust Account and General Account, to spend funds, to sell interment rights, to authorize interments and to otherwise carry on the business of the Cemetery under the terms of the Cemeteries Act.
- 5.03 The Cemetery Board may be given direction from time to time by the Congregation or Session, within the restrictions of the Cemeteries Act, and such direction must be complied with by the Cemetery Board.
- a. Such direction from the Congregation will be in the form of a written minute of a congregational meeting, duly moved and passed; and
 - b. Such direction from the Session will be in the form of a written minute of a Session meeting, duly moved and passed.
- 6.00 MINIMUM BUSINESS PRACTICES
- 6.01 The fiscal year for the Cemetery Board shall be from 1 January to 31 December, the same as the fiscal year for the Church.
- 6.02 The Cemetery Board will meet at least once per year in the month of February. This annual meeting will be called the Annual Installation Meeting (or AIM) of the Cemetery Board. At this meeting officers of the Cemetery Board will be elected and/or appointed and any required transfer of roles, responsibilities and records will be effected.
- 6.03 All Outgoing, Incoming and Continuing Trustees must be invited to attend the AIM, but only Incoming and Continuing Trustees will have voting priveleges at that time.
- 6.04 A Chairman of the Cemetery Board is to be elected each year at the AIM by the voting members.
- 6.05 The term of office of the Chairman will be for one year, until the election of the follow-on Chairman at the following AIM. Normally the incumbent Chairman (the Trustee who was chairman in the immediately previous fiscal year) will preside over the election. Often he will

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preside over his own re-election. This is to be considered normal.

6.06 The Cemetery Board will enact a bylaw which will govern the appointment of additional officers as required, other than the Chairman, define roles and responsibilities of all officers, and establish additional business practices for the operation of the Cemetery Board.

6.07 The Cemetery Board will enact a bylaw which will establish rules and regulations for the management and use of the Cemetery.

7.00 AMENDMENT OF THIS CONSTITUTION

7.01 This constitution may only be amended by motion, duly moved and passed, at an Annual General Meeting or other congregational meeting of the St Andrew's Presbyterian Church of Richmond, Ontario. Such motion must be published and available to all members of the Church at least one week in advance of the congregational meeting at which the motion is to be discussed.