

BY LAWS Of Valley Ridge Community Co-operative

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1. DEFINITIONS

In these and all other bylaws of the Co-operative, unless the context otherwise requires or specifies:

- (a) "Act" means the Co-operative Act, 1989 as amended or replaced from time to time, and in the case of such amendment, any references in the bylaws of the Co-operative shall be read as referring to the amended provisions;
- (b) "the Co-operative" means the Valley Ridge Community Cooperative;
- (c) "the Directors", "Board" and "Board of Directors" means the Directors of the Co-operative for the time being;
- (d) "in writing" and "written" include words printed, painted, engraved, lithographed, photographed, represented or reproduced by any mode of representing or reproducing works in visible form;
- (e) "regulations" means the regulations, from time to time, passed by the Lieutenant Governor in Council pursuant to the Act;
- (f) the headings used in the bylaws are inserted for reference only and are not to be considered in constructing the terms thereof or to be deemed in any way to clarify, modify or explain the effect of any such terms;
- (g) all terms contained in the bylaws and which are defined in the Act shall have the meanings given to such terms in the Act;
- (h) Words importing the masculine gender shall include the feminine, and words importing the singular shall include the plural and vice versa.

2. REGISTERED OFFICE

The registered office of the Co-operative shall be located in the City of Moose Jaw in the Province of Saskatchewan.

3. FISCAL YEAR

The fiscal year of the Co-operative shall end on the 31st day of December in each year.

4. PURPOSES

Valley Ridge Community Co-operative, Reg. # 405063 is the legal entity comprised of all acreage owners that will be responsible for management of all the services in the Subdivision. On a co-operative basis to establish, maintain

and operate facilities for the community services and activities, for the benefit of the members.

5. QUALIFICATION OF MEMBERS

- (a) The membership of the Valley Ridge Community Co-operative shall consist of each Owner of any lot in the Valley Ridge Community provide, however, that where there exists multiple Owners of any Lot, the multiple Owners, shall designate one (1) such Owner to be the “Designated Member” for all purposes of the Co-op. The Designated Member shall be included within the term “Member” or “Members” within and for all purposes of these Bylaws.
- (b) Ownership of a Lot shall be the sole qualification for membership.
- (c) Each membership must be accompanied with a payment of \$10.00 for the purchase of a membership in the co-operative.

6. MEMBER RESPONSIBILITIES

- (a) Members will follow the Valley Ridge Community Co-operative Neighborhood Design Criteria.
- (b) Any new construction, fencing or building alterations must be approved first by the Board of Directors. Building Permits must be obtained from the R.M. # 161 and conform to all zoning bylaws.
- (c) If the member’s lot includes a section of the buffer strip then the member is responsible for the maintenance of their section of the buffer strip, which includes weed control and cultivation around the trees. *Figure 1
- (d) Residents are responsible for solid waste disposal.
- (e) Residents are responsible for their private sewage disposal system and must be approved by Saskatchewan Department of Health.
- (f) Residents are responsible to install and maintain their own curb shut off, line in from the water main and water meter.
- (g) Residents will not allow pets to stray from their yards.
- (h) All residents must control weeds on their property and keep a well-maintained and tidy yard.
- (i) All members must take a 2 year term on the board
- (j) All members to participate in the daily water test schedule as required by Saskatchewan Environment. If a member chooses not to participate a fine will be applied per rotation. (17. a. v.)

7. SURPLUSES

Any surplus resulting from the operations of the Co-operative shall be transferred to reserve and shall not be payable to any member.

8. WITHDRAWAL OF MEMBERSHIP

- (a) Membership may not be transferred.
- (b) No member may withdraw except upon the transfer of title to, or upon the finalized sale of the lot. No compensation shall be paid by the Co-operative upon withdrawing.
- (c) Before the transfer of a title the member has an obligation to disclose The Co-operative Bylaws to the new owner or their agent.

9. DIRECTORS TERMINATION OF MEMBERSHIP

- (a) The number of directors shall meet a minimum number of 5 and a maximum number of 9.
- (b) The Directors may, with a two-thirds vote at a meeting duly called, order the retirement of a member from the board.
- (c) The Secretary of the Co-operative shall, within ten days from the date on which the order is made, notify the member in writing of the order.
- (d) The member may appeal from the order to the next general membership meeting of the Co-operative by giving written notice of their intention to appeal to the Secretary within thirty (30) days from the date he received notice.
- (e) Where the member makes the appeal, a two-thirds majority shall be required to rescind the order.

10. VOTING

- (a) Members shall vote:
 - i) by a show of hands; or
 - ii) where three members entitled to vote at a meeting so demand, by secret ballot;
 - iii) Election of Directors shall be by secret ballot.
- (b) There shall be no voting by mail.
- (c) There shall be no voting by proxy
- (d) No member is entitled to more than one vote on any question.

- (e) The Chairman of the meeting has the right to vote but is not entitled to a second vote in the event of a tie.
- (f)
 - i) Subject to other provisions of the Act and these bylaws, a majority of members who are present and cast votes at a meeting shall decide all questions.
 - ii) Where there is an equality of votes the motion is to be declared lost.

11. BYLAWS

Members of the Co-operative may, at any annual meeting or any special meeting called for the purpose, enact, amend, repeal, replace or confirm any bylaws, where written notice of the proposed enactment, amendment, repeal, replacement or confirmation is:

- (a) forwarded to each member of the Co-operative with the notice of the meeting at which the enactment, amendment, repeal, replacement or confirmation is to be considered, by a majority of the votes cast at the meeting;
- (b) not forwarded to each member of the Co-operative with the notice described in clause
- (c) by a two-thirds majority of the votes cast at the meeting.

12. DIRECTORS

- (a) Directors shall be elected at the annual meeting;
 - a. At each annual meeting the members shall determine by ordinary resolution the number of Directors to be elected;
 - b. If the members fail to specify the number of directors at the annual meeting, the number of directors shall be equal to the number set the previous year
 - c. Directors hold office until the conclusion of the meeting at which their successors are elected, and are eligible for re-election.
- (b) Directors shall be elected for 2-year terms, provided that there is a rotation of terms to allow the election of a portion of the directors each year.
- (c) The members of a Co-operative may, by a resolution approved by two-thirds of votes cast at a general meeting, remove any director from office:
 - i. Where there is a quorum of Directors, the remaining Directors:
 - ii. may exercise all the powers of the Directors; or

- iii. May fill the vacancy until the next annual meeting.
 - iv. Where there is not a quorum of the Directors, the remaining Directors shall call a general meeting for the purpose of electing members to fill any vacancies.
- (d) Unless these bylaws provide otherwise, the Board of Directors shall:
- i. Exercise the powers of the Co-operative directly or indirectly through the employees and agents of the Co-operative; and
 - ii. Direct the management of the business and affairs of the Co-operative.
- (e) The quorum at Board meetings shall be a majority of the Board.

13. OFFICERS

The Board of Directors shall:

- (a) Appoint a President from among the number.
- (b) Appoint a Treasurer who may, but need not be, a Director.
- (c) Designate the offices of the Co-operative, appoint persons as officers, specify the duties and delegate powers to manage the business affairs of the Co-operative to them.

14. EXPENSES

- (a) Landscaping
 - i. Valley Ridge Co-operative will maintain:
 - a. Parkland/municipal reserve
 - b. William Avenue buffer strip
 - ii. If a member whose lot borders the buffer strip does not maintain their section then the Board of Directors may appoint a member to maintain their section and invoice the lot owner /member the associated costs for the maintenance of the buffer strip.
- (b) All members will be required to pay an annual maintenance fee. Amount to be set and reviewed at the annual AGM
- (c) Water
 - i. A water invoice will be emailed to the members.
 - ii. You will have 30 days from the date of your invoice for water and co-op fees to pay the invoice. A \$50.00 administration fee will be applied for every 30-day block of time, which the invoice is not paid.

- iii. If a member does not provide a meter reading by the time the water bill is due the member will be invoiced a minimum \$1000.00 for the previous years water.
 - iv. The board will specify dates of required meter readings.
- (d) Officers shall be reimbursed by the Co-operative for such reasonable expenses as they may necessarily incur in pursuance of the business of the Co-operative.
- i. Officers may spend up to \$500 without the approval of the Board of Directors and seek reimbursement.
 - ii. A request to spend \$501 to \$5000 must be made to the Board of Directors prior to spending. Reimbursement of expense may not be granted if a request is not submitted in writing accompanied with the appropriate quotes for the work 60 days prior to the work starting.
 - iii. Any amount larger than \$5000 must be voted on by the Co-operative at a meeting, which may be called any time throughout the year.

15. WATER LINE

- (a) The waterline is owned by the Valley Ridge Community Co-operative and through this ownership:
- (b) Maintains and operates the waterline
- (c) Will comply with all laws, orders and regulations of the municipal, provincial and federal governments and their respective agencies with respect to the use, operation and maintenance of the waterline within the boundaries.
- (d) The Cooperative will carry a minimum \$2,000,000 public liability insurance
- (e) No work to the waterline will take place without the consultation of the Board of Directors.
- (f) Any work to the waterline will follow the expense reimbursement approval process 14 (d). Emergency repairs excluded
- (g) If the permit from Sask. Environment is held by an entity other than Valley Ridge Community Co-operative, than maintenance, repairs or other expenses regarding the water line must be reviewed and approved by the Valley Ridge Community Co-operative Board of Directors. This will ensure that the charges are reasonable and correct.

16. DISSOLUTION

Upon the dissolution of the Co-operative, the distribution of property and unallocated surplus shall be paid to another nonprofit or charitable organization according to the special resolution to dissolve.

17. PENALTIES

- (a) Any person who contravenes any provisions of this Bylaw is guilty of an offence and is liable on summary conviction to a minimum fine of Fifty Dollars (\$50.00) and a maximum fine not in excess of Ten Thousand Dollars (\$10,00.00).
 - i. \$50 admin fee for not paying water invoice (per month) (14(c) ii).
 - ii. If a member does not provide a meter reading by the time the water bill is due the member will be invoiced a minimum \$1000.00 for the previous years water (14(c) iii).
 - iii. \$1000 - \$10,000 waterline excavation without the consultation of the Board of Directors. In the event of an emergency dealing with the waterline, all reasonable efforts are made to contact board members and the water operator prior to dealing with any work dealing with the waterline.
 - iv. \$100 - \$10,000 no approval requested to the Board of Directors for any new construction, fencing or building alterations which require a permit from the RM of Moose Jaw #161 or which do not follow the design criteria document.
 - v. If a member does not participate in the daily water test schedule created a fine of \$300 will be applied per rotation.
- (b) If a payment is defaulted then a lien may be registered against the property.
- (c) Members have the ability to request an appeal within a period of ten days of the fine being issued. Appeals must be submitted in writing. An email can be sent to the VRCC Treasurer and VRCC President requesting an appeal.