

# The Imperial Court of Toronto Social Society Inc.

Ontario Corporation Number 00105076

## BY-LAW 1

### OUR VISION

To be a welcoming, inclusive and innovative service organization with an emphasis on engaging, inspiring and uniting the local LGBTQ2SA+ community by emphasizing the fun in fundraising.

### OUR MISSION

The Imperial Court of Toronto exists to enhance the social experience of its members and to have a positive impact on the communities we serve through social and fundraising events.

## PARTS

### 1.01 NAME

**1.01.A** The Official name of the Corporation shall be:  
***The Imperial Court of Toronto SOCIAL SOCIETY, INC.***  
**(Ontario Corporation Number 001050766)**

**1.01.B** Also known as:

- TICOT
- TICOT Social Society Incorporated
- The Imperial Court of Toronto

**1.01.C** Previously known as **Trillium Monarchist Society.**

### 1.02 STATEMENT(S)

**1.02.A** TICOT shall have jurisdiction over The Imperial City (Toronto) and administer the rest of the regions, counties, districts and territories in the Province of Ontario, except for all ceded lands.

**1.02.B** TICOT will follow and/or obey all Federal, Ontario Provincial, and Municipal Legislation(s), Law(s) and/or Act(s).

**1.02.B.1** If any part of the Governing Documents are in conflict with Canadian Federal, Ontario Provincial, and/or Municipal Legislation(s), Law(s) and/or Act(s), the conflicting part of the Governing Document will be deemed void and superseded by the Legislation(s), Law(s) and/or Act(s) until amendments can be made and ratified by the membership to bring such parts back in line with the Legislation(s), Law(s) and/or Act(s).

**1.02.C** If any part of the Article(s)/Addendum(s)/Appendix(s)/etc., conflict with any part of By-Law 1, the conflicting part of said items will become void.

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**1.02.C.1** The Governance Committee shall determine if a conflict exists and will present a solution to the conflict through the Vice-President to the Board of Directors, to be ratified by the membership at the soonest available time, no later than **NINETY (90)** days from submission.

### 1.03 PURPOSE

**1.03.A** To operate a registered Not-For-Profit status service organization. The purposes of TICOT are:

**1.03.A.1** To conduct and participate in fundraising events for local community organizations and charities.

**1.03.A.2** To promote and support understanding of TICOT.

**1.03.A.3** To preserve the annual Monarchal system within TICOT.

**1.03.A.4** To promote and support the International Court System.

**1.03.A.5** To foster co-operation between community organizations.

**1.03.A.6** To promote a leadership role within the LGBTQ+ community.

### 1.04 MEMBERSHIP

**1.04.A** There shall be **Four (4)** types of membership in TICOT. They shall be:

**1.04.A.1 Individual** – Persons over the age of majority residing in the TICOT Realm (including life members) who have submitted membership dues and a completed membership form signed in ink. Membership is valid until the end of the fiscal year in which it was received. They shall be entitled to both hold voice and vote at any TICOT Membership Meeting, Open or closed. May hold office if elected and/or appointed within TICOT.

**1.04.A.2 Life** – Persons who have successfully completed their reign as either Emperor or Empress of TICOT. Life membership shall entitle the holder to only voice at all open general membership meetings, but they will not be counted as part of the formation of quorum of any meeting. They cannot hold any office or position of responsibility within TICOT unless they are also a current Individual member in good standing.

**1.04.A.3 Junior** – Persons under the age of majority who reside within the TICOT realm. Junior Membership does not have voice and vote and will not be counted for quorum of any meeting. They cannot hold any office and/or position of responsibility within TICOT. They may attend any open General Members Meeting.

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- 1.04.A.4 Affiliate** – Persons of any age who do not reside within the TICOT realm. Affiliate Membership does not have voice and vote and will not be counted for quorum of any meeting. They cannot hold any office and/or position of responsibility within TICOT. They may attend any open General Members Meeting.
- 1.04.B** Membership Forms and Dues may only be accepted by a member of the Elected Executive or any individual member in good standing authorized to do so by an Elected Executive member.
- 1.04.C** All Memberships must be in good standing to be considered valid.
- 1.04.D** The Board of Directors shall retain the right to refuse any submitted membership.
- 1.04.E** The Board of Directors shall retain the right to suspend any membership.
- 1.04.F** The Board of Directors shall retain the right to revoke any membership

## 1.05 ORGANIZATIONAL STRUCTURE

**1.05.A** TICOT will conduct business through the Board of Directors, which shall be comprised of:

- 1.05.A.1** All Elected Executive members as outlined in 1.05.B below [Voice and Vote]
- 1.05.A.2** The TICOT current Reign's Monarch(s) [Voice and Vote]
- 1.05.A.3** Coronation Ball Coordinator (Appointed by the E&E) [Voice, no Vote]
- 1.05.A.4** Sponsorship Coordinator (Appointed by the Board of Directors) [Voice, no Vote]
- 1.05.A.5** **ONE (1)** College Council Representative who shall be appointed by The College of Monarchs Council [Voice, no Vote]
- 1.05.B** The Elected Executive shall consist of **FIVE (5)** positions elected by the membership at the Annual General Meeting. They shall be:
- 1.05.B.1** President
- 1.05.B.2** Vice-President
- 1.05.B.3** Treasurer
- 1.05.B.4** Secretary
- 1.05.B.5** Membership Director

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**1.05.C** All Role(s) and Responsibilities of the Board of Directors shall be as outlined in the Articles.

**1.05.D** Term of Office for the Elected Executive will be two (2) years with elections as follows:

**1.05.D.1** The positions of President, Treasurer and Membership Director on odd ending years (i.e. 2019, 2021 etc.)

**1.05.D.2** The positions of Vice-President and Secretary on even ending years (i.e. 2020, 2022 etc.)

**1.05.E** The election(s) shall be open to all Individual Members in good standing.

**1.05.F** Eligible voters are Individual Members of record and in good standing at the date and time of the election.

**1.05.G** If a position is vacated and/or not filled by election at an Annual General Membership meeting; the Board of Directors will appoint an individual member in good standing to fill the position until ratification at the next General Membership meeting. Upon ratification the person will fill the position for the remainder of the term. If the person is not ratified, an election is held for the position.

## 1.06 FINANCES AND CONTRACTS

**1.06.A** The signing officers of TICOT shall be the Treasurer, Vice-President and President.

**1.06.B** A Signing Officer of TICOT may never act as signing authority where payment is for themselves and/or an organization/business of which they have ownership or are employed by (paid or volunteer).

## 1.07 MEETINGS

**1.07.A** All meetings shall be conducted according to the current version of "Robert's Rules of Order", unless TICOT governing documents state otherwise.

**1.07.A.1** The Chair of the meeting may only vote in the event of a tie of votes at all meetings.

**1.07.B** The Board of Directors meetings shall be held no less than once per month.

**1.07.B.1** The President must give written notification no less than **SEVEN (7)** days prior to the calling of the Board of Directors meeting.

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- 1.07.B.2** A quorum for the transaction of business or any voting purposes at any meeting of the Board of Directors shall be **FIFTY (50)** percent plus **ONE (1)** of the voting Executive members.
- 1.07.C** General Membership Meetings must be held quarterly in conjunction with the fiscal year as defined by the articles.
- 1.07.C.1** Notification of General Meetings shall be sent in writing to all members no less than **FOURTEEN (14)** days prior to the General Membership Meeting.
- 1.07.C.2** For members that do not have email access notification will be given no less than **FOURTEEN (14)** days prior to the General Membership Meeting using other means of communication (i.e. phone call).
- 1.07.C.3** A quorum for the transaction of business at any General Meeting shall be **FIFTY-ONE (51)** percent of the Individual members or **TWENTY (20)** Individual members, whichever is less.
- 1.07.D** During all meetings of the membership, a "yes" or "no" vote shall be taken when voting.
- 1.07.D.1** If a member is to cast an abstention vote, they must at the start of the meeting or as early as possible declare a conflict of interest (i.e. Direct or Indirect personal gain) on the vote matter and give reason why they are in conflict. The abstention vote shall not count towards the final vote count.
- 1.07.E** Voting at all meetings may be given by proxy except for Closed Meetings and Executive Elections. The President or Meeting Chair shall never hold a proxy.
- 1.07.E.1** The official proxy form will identify the appointee and the member and must be signed and dated in ink.
- 1.07.E.2** An individual member holding a proxy shall present it to the Chair of the Meeting and/or Secretary prior to the commencement of that meeting. No Proxies will be accepted after the meeting is called to order.
- 1.07.E.2.A** An individual member holding a proxy may cast this vote in respect to this proxy.
- 1.07.E.2.B** At any given meeting, no **ONE (1)** person shall hold more than **ONE (1)** proxy.
- 1.07.E.2.C** A proxy shall count towards the forming of a quorum for the meeting.
- 1.07.F** All standing committee(s) meetings shall be held at least quarterly.

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### 1.08 IMPEACHMENT/EXPULSION

- 1.08.A** Impeachment/Expulsion will require a **SEVENTY-FIVE (75)** percent vote of the individual membership present at a closed meeting duly constituted for this purpose.
- 1.08.B** The Board of Directors shall send registered mail written notice to the member in question (and/or their representative) of all charges. This written notice shall be given to the member in question no less than **TWENTY-ONE (21)** days prior to the closed meeting.
- 1.08.C** A member shall have the right to be represented at the closed meeting that is convened for the purpose of impeachment/expulsion. At that meeting all charges shall be made known to the TICOT membership present.
- 1.08.C.1** The member and/or representation may defend the member's actions prior to a vote on the impeachment/expulsion at the closed meeting.
- 1.08.D** A member successfully impeached and/or expelled by TICOT shall forfeit all present rights of Individual Membership.
- 1.08.E** Official notification to the Membership & Public by the President via the Secretary will be sent out **FORTY-EIGHT (48)** hours after an impeachment, expulsion, or abdication is finalized.

### 1.09 ABDICATION

- 1.09.A** A Reigning Monarch that abdicates the position of Monarch must do so in writing to the President and return all TICOT property including State Regalia entrusted to them, must accompany the letter of resignation.
- 1.09.A.1** The letter of abdication will be held in trust by the President for a cooling-off period of **SEVEN (7)** calendar days before the Executive can meet to officially accept the letter of abdication and the abdication takes place.
- 1.09.A.2** The President will call a special meeting of the Executive and the College of Monarchs Council Councilors to accept the letter of abdication.
- 1.09.A.3** A meeting cannot be held before the **EIGHTH (8)** day but must be held before the **FOURTEENTH (14)** day after receipt of the letter of abdication, if required.
- 1.09.A.4** Once the letter of abdication is officially accepted by the Executive the abdication is final and the monarch cannot be reinstated.

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**1.09.A.5** Once the letter of abdication is officially accepted by the Executive, their position held on the Board of Directors will be immediately considered vacant.

**1.09.B** Official notification to the Membership & Public by the President via the Secretary will be sent out **FORTY-EIGHT (48)** hours after an abdication is finalized.

### 1.10 STATE REGALIA AND OTHER IDENTIFICATION

**1.10.A** All State Regalia shall remain the property of TICOT.

**1.10.B** State Regalia may only be released to the Title-Holder(s) once the Title-Holder(s) sign their contract.

**1.10.C** Each Title-Holder shall be held financially responsible for all loss of and/or damage to any State Regalia entrusted to them, outside of normal wear and tear as determined by the jeweler who created the items.

**1.10.D** State Regalia is to be worn only as outlined within the Title-Holder's contract.

**1.10.E** All TICOT logos, symbols, website, printed materials produced by TICOT, etc. remain the property of TICOT.

### 1.11 AMENDMENTS OF BY-LAWS, ARTICLES, AND APPENDICES

**1.11.A** Amendments to **BY-LAW 1** may be made upon the approval by a minimum **SEVENTY-FIVE (75)** percent vote of TICOT Individual members at a special meeting with a minimum quorum of **THIRTY (30)** percent of Individual members.

**1.11.A.1** Any Individual member may propose amendments to **BY-LAW 1**.

**1.11.A.2** Proposed amendment[(s) to **BY-LAW 1** must be provided, in writing with a supporting member, to the Vice-President, who shall review the proposed amendment(s) with the Governance Committee and advise either support or non-support to the Board of Directors.

**1.11.A.3** Proposed Amendments to **BY-LAW 1** must be circulated to all Individual members accompanied with the boards position on the Amendment, in writing, no less than **THIRTY (30)** days in advance of a duly called closed meeting at which the motion(s) will be decided upon. The date, time and place of the meeting must accompany the motion(s) to amend **BY-LAW 1**.

**1.11.A.4** Any approved proposed amendment(s) must be presented to the membership as a motion to amend **BY-LAW 1** or a motion to reject the proposed amendment(s) within **SIXTY (60)** days of receipt.

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**1.11.B** Amendments to other By-Laws and Articles follow the same procedure as outlined in section **1.11.A**, however only require the approval by a **SIXTY-SIX (66)** percent vote of Individual members in attendance at a general meeting with standard meeting quorum.

**1.11.C** Any changes, additions or amendments to **BY-LAW 1**, other By-Laws and Articles cannot be implemented until ratification by the members as outlined above.

**1.11.D** Any changes, additions or amendments to Appendices can be made by the Board of Directors and implemented immediately but must be ratified by the members at the next General Members Meeting.

### 1.12 ELECTION OF MONARCHS

**1.12.A** Election for a Monarch (Emperor and/or Empress) must be done annually upon acceptance of applicant(s).

**1.12.B** Role(s) and Responsibilities of the Monarch(s) shall be outlined in the Articles.

**1.12.C** In the event of a vacancy in the Monarch Position, a Regent may be appointed by the College of Monarchs Council and confirmed by the Executive as a voting member of the Board of Directors.

### 1.13 CONFLICT OF INTEREST (Financial and/or Personal Gain)

**1.13.A** Conflict of interest is normally associated with improper financial and/or personal gain, whether deliberately sought or to that of which was innocently arrived. A director or officer of TICOT has a conflict of interest if he or she has an interest in a material contract or transaction with TICOT.

**1.13.B** Interest is defined as one or more of the following

**1.13.B.1** Being a party to the contract or transaction

**1.13.B.2** Being a director or officer of a party to the contract or transaction; or having a material interest in a party to the contract or transaction. Conflict is not present if a similar contract or transaction is routinely available to any like member of TICOT on the same terms.

**1.13.B.3** Self-dealing: using one's position with TICOT to obtain a monetary benefit for Oneself or for One's intimates;

**1.13.B.4** Being "on the take" by accepting valuable gifts or favors in exchange for delivering benefits from TICOT;



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- 1.13.B.5 Influence-peddling: advancing someone else's business or financial interests in exchange for benefits for Oneself;
- 1.13.B.6 Making unauthorized private use of TICOT's property;
- 1.13.B.7 Using confidential information for one's personal financial benefit;
- 1.13.B.8 Using one's recent close connection as a volunteer or staff member to influence TICOT for personal gain.

### 1.14 PROCLAMATIONS

- 1.14.A Each Monarch may create **ONE (1)** proclamation during their Reign.
- 1.14.B Proclamations should be supported by the College of Monarchs Council and must be approved and ratified by the Executive prior to announcement.
- 1.14.C Proclamations are superseded by TICOT Governing Documents (i.e. By-Laws, Articles, Appendices) and all Federal and Provincial Legislation.
- 1.14.D Proclamations cannot create a financial burden or be used to set up any kind of financial fund.

### 1.15 COMMITTEES

- 1.15.A Standing TICOT Committee(s)
  - 1.15.A.1 College of Monarchs Council
  - 1.15.A.2 Coronation Ball Committee
  - 1.15.A.3 Governance Committee
  - 1.15.A.4 Sponsorship Committee
  - 1.15.A.5 Social Media Committee
  - 1.15.A.6 Diversity Committee
- 1.15.B Refer to the Articles for role and definition of standing committee and their individual role(s) and responsibilities.
- 1.15.C Ad-hoc Committees can only be formed by the Executive or as requested and approved by the membership. (example Judiciary Committee)

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**1.15.C.1** Ad-hoc Committees expire at the end of the fiscal year in which they were formed unless otherwise determined by the Executive.

**1.15.C.2** Ad-hoc Committees shall appoint their own Chair and recording Secretary from its members.

**1.15.C.3** Ad-hoc Committees must have a Board Liaison.

**1.15.D** All Committees shall produce written reports to their Board Liaison within SEVEN (7) days of a duly called meeting.

### 1.16 ADMINISTRATION

**1.16.A** TICOT shall maintain a corporate mail/postal box address.

**1.16.B** TICOT shall maintain an official website.

**1.16.B.1** Shall maintain corporate email addresses for all Board of Directors

**1.16.B.2** Shall maintain other email addresses as required.

**1.16.C** Shall maintain Board of Directors and Officers Insurance

**1.16.D** Shall maintain other Insurance as directed by the TICOT voting membership.

**1.16.E** Shall maintain a Book of Minutes.

**1.16.F** Must submit and maintain corporate filings as required.

**1.16.G** Shall maintain a 3-year Strategic Plan, reviewing it every two years.

### 1.18 HARRASSMENT POLICY

**1.18.A** TICOT shall maintain and enforce a Harassment Policy

**1.18.B** All members of TICOT will be required to sign a copy of the Harassment Policy to indicate their acceptance of said policy at membership renewal.

**1.18.C** TICOT membership will not be effective until a signed copy of the member's acceptance of the Harassment Policy is received by the Secretary

**1.18.D** The Executive will review the policy on an annual basis and bring to the membership and proposed changes in accordance with the procedures set out in section 1.11

### 1.19 SOCIAL MEDIAL POLICY

**1.19.A** TICOT shall maintain and enforce a Social Media Policy

**1.19.B** The Executive will review the policy on an annual basis and bring to the

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membership any proposed changes in accordance with the procedures set out in section 1.11

### 1.17 DISSOLUTION OF THE IMPERIAL COURT OF TORONTO

**1.17.A** In order to dissolve TICOT a Dully Called Special Closed Members Meeting is required.

**1.17.B** A motion to dissolve TICOT must receive a vote of **SEVENTY-FIVE (75)** percent acceptance from TICOT Individual members present with a minimum quorum of **THIRTY (30)** percent of Individual members.

**1.17.C** Upon dissolution of TICOT, the Board of Directors shall have minimum of **FORTY-FIVE (45)** days to disburse its debt and obligations. This shall not exceed one calendar year from date of dissolution.

**1.17.D** Any funds remaining after clearance of debt and obligations shall be allocated to TICOT Charities. Any remaining TICOT Regalia or property shall be donated to the Canadian Lesbian + Gay Archives (CLGA) or any descendant organization.

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## ARTICLES

### 01 MEMBERSHIPS

- 1.01** Membership in The Imperial Court of Toronto is as outlined in By-Law 1-Membership Section
- 1.01.01** All submitted membership applications must be ratified and added to the minutes at the next duly called Board of Directors meeting.
- 1.01.02** Any membership application that is not ratified or accepted by the Board of Directors shall have the membership fee returned to the applicant.
- 1.01.02.A** Any person denied membership can appeal the decision of the Board of Directors in writing within **SEVEN (7)** days of notification of non-acceptance to the President to be reviewed by the Judiciary Committee (see list of ad hoc committees).
- 1.02 Membership fees**
- 1.02.01** Upon ratification and acceptance of membership application by the Board of Directors all Membership fees are non-refundable, non-transferable and shall not be prorated.
- 1.02.02** Membership expires at **23:59:59 on October 31 annually**.
- 1.02.03** The cost of membership fees will be recommended by the current Executive for next fiscal year at the August General Membership meeting, with ratification by a simple majority of membership at that duly called meeting.
- 1.02.03.A** If the Executive fails to bring a recommendation and/or a decision/ratification is not made at the August General Membership meeting, the membership fees will remain the same as the previous fiscal year.
- 1.03** Any member may withdraw from membership in TICOT by notifying the Executive in writing of his/her intention.

### 02 ORGANIZATIONAL STRUCTURE

- 2.01** The Imperial Court of Toronto (TICOT) Organizational Structure will be governed by By-Law 1 - Organizational **Structure**.
- 2.02 Roles and Responsibilities**
- 2.02.01 President**
- 2.02.01.A** Shall be responsible for the calling of all meetings of the Executive, Board of Directors, AGM and General Membership Meetings including any special General Members Meetings.

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- 2.02.01.B** Shall ensure that TICOT functions according to "Roberts Rules of Order" and the Governing Documents of TICOT.
- 2.02.01.C** Shall speak on behalf of TICOT, Board of Directors and Executive, as needed Locally, Nationally and Internationally with Executive approval.
- 2.02.01.D** Shall chair meetings with no vote on any matters arising from TICOT's business except in the event of a tie.
- 2.02.01.E** Shall remain impartial in any matters that come forward to TICOT.
- 2.02.01.F** Shall be a Signatory for TICOT bank account(s).
- 2.02.01.G** Shall be a signatory to all contracts that are financial or non-financial except where payment is for themselves and/or an organization/business with which they are affiliated.
- 2.02.01.H** Shall manage all issues surrounding a possible dissolution of TICOT, as outlined in By-Law 1
- 2.02.01.I** Shall manage all conflicts of interest in conjunction with the Vice-President unless personally involved in the conflict.
  - 2.02.01.I.1** If personally involved this responsibility shall be done by one of the other Executive Members with the Vice-President.
- 2.02.01.J** Shall set the agenda for all Executive, AGM and General Membership Meetings including any special General Members Meetings, in consultation with the Secretary.
- 2.02.01.K** Shall be accountable for the ongoing development, maintenance and review of the Strategic Plan
- 2.02.01.L** Shall be an ex-officio member of all committees
- 2.02.01.M** Shall submit written reports for all meetings of the Board of Directors, AGM and General Membership Meetings. Written reports must be received by the Secretary prior to the meeting date for distribution.

### **2.02.02 Vice-President**

- 2.02.02.A** Shall perform the duties and exercise the powers of the President in his/her absence.

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- 2.02.02.B** Shall be the Executive Liaison member of any and all committees struck by the Board of Directors and/or TICOT if not otherwise mentioned in TICOT Governing Documents.
- 2.02.02.C** Shall be responsible for the maintenance of TICOT's Governing Documents.
- 2.02.02.D** Shall be responsible for all Elections Procedures/By-laws and to ensure that all Election rules and regulations are adhered to.
- 2.02.02.E** Shall be a signatory for TICOT bank account(s).
- 2.02.02.F** Shall be a secondary signatory to all contracts that are financial or non-financial (except where payment is for themselves and/or an organization/business with which they are affiliated).
- 2.02.02.G** Shall be the legal liaison in consultation with the President.
- 2.02.02.H** Shall manage all issues related to suspension, impeachment and expulsion.
- 2.02.02.I** Shall chair the Governance Committee.
- 2.02.02.J** Shall chair the Judiciary Committee.
- 2.02.02.K** Shall be the Executive liaison to College of Monarchs Council.
- 2.02.02.L** Shall be the Executive liaison to the International Imperial Court Council.
- 2.02.02.M** Shall manage all conflicts of interest in conjunction with the President unless personally involved in the conflict.
- 2.02.02.M.1** If personally involved this responsibility shall be done by one of the other executive members with the President.
- 2.02.02.N** Shall submit written reports for all meetings of the Board of Directors, AGM and General Membership Meetings. Written reports must be received by the Secretary prior to the meeting date for distribution.

### **2.02.03 Treasurer**

- 2.02.03.A** Shall be accountable for all financial matters of TICOT.
- 2.02.03.B** Shall maintain the financial records/documents of the organization for their term of office utilizing basic bookkeeping and any technology as approved by the executive.

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- 2.02.03.C** Shall have knowledge in basic bookkeeping and any technology used by the organization for creation/maintenance of the financial records.
- 2.02.03.D** Shall keep in books belonging to TICOT, full and accurate accounts of all receipts and disbursements.
- 2.02.03.E** Shall produce written financial statements for the Board of Directors meetings and all meetings of the membership in accordance with and as defined by the Accounting Standards for Not-For-Profit Organizations (ASNPO).
- 2.02.03.F** Shall be the primary signatory on the bank account(s).
- 2.02.03.G** Shall be the primary signatory to any and all contracts that are of financial in nature unless he/she is in conflict of interest and/or payment is for him/herself and/or an organization/business with which they are affiliated.
- 2.02.03.H** Shall assist the Membership Director and Secretary with the establishing and maintaining the membership records.
- 2.02.03.I** Shall deposit all monies and financial instruments within **THREE (3)** business days of receipt.
- 2.02.03.I.1** Shall deposit all TICOT Emperor and Empress Application Fees within **THREE (3) business days** of candidate acceptance.
- 2.02.03.J** Shall disburse the funds of the Corporation in a timely manner.
- 2.02.03.K** Shall, when requested by the Board of Directors and/or the membership of TICOT, deliver to a chartered public accountant all records, receipts, vouchers and books as may be deemed necessary to fulfill a complete Review and Compliance and/or Audit of the corporation's financial situation and, if required, to make preparation of tax filings to both the federal and provincial agencies on an annual basis.
- 2.02.03.L** Shall be the chair of the Budget and Sponsorship Committees
- 2.02.03.M** Shall designate an Executive Member to be present on their behalf and receive all funds raised if they are unable to attend a fundraising event.
- 2.02.03.M.1** The designated Executive Member shall deposit all funds received within **THREE (3)** business days and provide Treasurer with detailed account of funds deposited.

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**2.02.03.N** All hard copy and digital copy and all other instruments of financial transactions annually shall be delivered to the Secretary for inclusion in the official book of minutes.

**2.02.03.O** Shall sit on the Coronation committee.

**2.02.03.P** Shall submit written reports for all meetings of the Board of Directors, AGM and General Membership Meetings. Written reports must be received by the Secretary prior to the meeting date for distribution.

### **2.02.04 Secretary**

**2.02.04.A** Shall be responsible for all duties of a secretarial nature.

**2.02.04.B** Shall record, report and distribute the minutes of all meetings of the Executive, Board of Directors, AGM and General Membership Meetings, including any special General Members Meetings.

**2.02.04.C** Shall assist the Membership Director and Treasurer with the maintenance of the membership records.

**2.02.04.D** Shall keep all correspondence, legal documents, etc. of TICOT in the official records, except where outlined in another executive and/or board of directors' responsibilities.

**2.02.04.E** Shall book all meetings of the General Membership, Board of Directors and any other meetings required for the organization.

**2.02.04.F** Shall receive, record, report and distribute all mail from the TICOT mailbox with copies to be attached to the Book of Minutes.

**2.02.04.G** Shall perform such other duties as may be delegated by the Board of Directors.

**2.02.04.H** Shall support the President in setting the agenda for all Executive, AGM and General Membership Meetings including any special General Members Meetings.

**2.02.04.I** Shall be responsible for completing and filing all documents related to the business of the Board of Directors, with the exclusion any filings, which are the responsibility of the treasurer or another member of the Board of Directors.

**2.02.04.J** Shall be responsible for the official written communication both inside and outside of the Board of Directors and/or TICOT for and on behalf of the Board of Directors as directed.



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- 2.02.04.K** Shall prepare all local, provincial, national and international correspondence.
- 2.02.04.L** In the absence of the elected Secretary some or all of these responsibilities may be delegated in part to any Individual member in good standing with the approval of the majority of the Board of Directors.
- 2.02.04.M** Shall receive and file all minutes from all Committee Meetings.
- 2.02.04.N** Shall be a Signatory to any and all contracts that are non-financial.
- 2.02.04.O** Shall submit to TICOT's lawyer of record the Book of Minutes for the Fiscal Year just ended within **SEVEN (7)** days from the date of the Changeover Meeting.
- 2.02.04.O.1** If at the Changeover Meeting there is an outgoing and incoming secretary the outgoing secretary will create the Book of Minutes and the incoming secretary will file the Book of Minutes with TICOT's lawyer.

### **2.02.05 Membership Director**

- 2.02.05.A** Shall maintain the official list of members in conjunction with the Secretary and the Treasurer.
- 2.02.05.B** Shall maintain list of members as volunteers by function in a database.
- 2.02.05.C** Shall promote all official TICOT events to the membership using available electronic media and/or telephone.
- 2.02.05.D** Shall receive all TICOT event proposals.
- 2.02.05.D.1** Shall work closely with the Producers and Secretary to review the agreements and responsibilities of all Events before presenting to the Board of Directors for approval.
- 2.02.05.E** Shall publish information on TICOT activities and accomplishments minimum once per quarter. (e.g. Monarch's Blog, Fundraising Thermometer, "Thank you" posts, event recaps....)
- 2.02.05.F** Shall be accountable for all media, promotion and advertising for TICOT including the maintenance of TICOT's website and other TICOT social media properties.

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- 2.02.05.G** Shall Chair the ad-hoc website committee (if formed).
- 2.02.05.H** In the absence of the elected Membership Director some or all these responsibilities may be delegated in part to any Individual member in good standing with the approval of the majority of the Board of Directors.
- 2.02.05.I** Shall manage TICOT's Domain Names and Host(s).
- 2.02.05.J** Shall ensure TICOT's digital history is maintained and preserved.
- 2.02.05.K** Shall submit written reports for all meetings of the Board of Directors, AGM and General Membership Meetings. Written reports must be received by the Secretary prior to the meeting date for distribution.

### **2.02.06 Monarchs (Elected/Regent)**

- 2.02.06.A** Shall uphold TICOT's Governing Documents.
- 2.02.06.B** Shall represent TICOT as its goodwill ambassadors at in town and out of town functions in persona when appropriate.
- 2.02.06.C** Shall sign the official TICOT Monarch contract and fulfill all requirements as outlined in said contract.
- 2.02.06.D** Shall attend a minimum of FIVE (5) Out of Town Coronations during their Reign.
  - 2.02.06.D.1** Travel shall consist of at least **TWO (2)** Canadian Coronations and **ONE (1)** International Coronation.
  - 2.02.06.D.2** Travel shall consist of at least **ONE (1)** from the Western Region, **ONE (1)** from the Central Region, and **ONE (1)** from the Eastern Region (see appendix)
  - 2.02.06.D.3** Encouraged to attend or have representation at San Francisco's Coronation (Founding Mother), Vancouver's Coronation (Mother Court), Brother/Sister and Daughter Courts Coronations. (See Appendix)
  - 2.02.06.D.4** Shall encourage other TICOT members to attend and walk representing TICOT at Vancouver's coronation (TICOT Mother Court).
- 2.02.06.E** Shall submit written reports for all meetings of the Board of Directors, AGM and General Membership Meetings. Written reports must be received by the Secretary prior to the meeting date for distribution.

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- 2.02.06.F** Shall always maintain the best possible public image while acting as a representative of TICOT.
- 2.02.06.G** Shall always attempt to nurture and maintain a positive relationship between TICOT and the public.
- 2.02.06.H** Shall attend, in persona, all TICOT sponsored events unless there is just cause.
- 2.02.06.I** Shall encourage In persona Upper House representation at all TICOT sponsored events unless there is just cause.
- 2.02.06.J** The Monarchs (Elected or Regent) shall reign jointly with equal authority.
- 2.02.06.K** Shall consult with the Board of Directors and the Coronation Ball Coordinator regarding aspects of Coronation including theme and location.
- 2.02.06.L** Shall act as (co-)chairs of the Coronation Ball Committee.
- 2.02.06.M** Shall not handle funds or any TICOT financial instruments unless authorized to do so by the Executive.
- 2.02.06.N** Shall not receive financial compensation in Monarch role and/or Title, including current and/or past titles, protocol and state regalia.
- 2.02.06.O** Shall remove themselves from situation(s) of conflict.
- 2.02.06.P** Must attend the Annual General Members Meeting and **TWO (2)** of the **THREE (3)** General Membership Meetings.
- 2.02.06.Q** Duties of a Regent shall be pro-rated based on the appointment date as determined by the College of Monarchs Council and confirmed by the Executive.
- 2.02.06.R** Shall produce an article(s) for all TICOT newsletters/blogs produced for their Reign.

### **2.02.07 Coronation Ball Coordinator**

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**2.02.07.A** Shall be responsible for Coronation Week, Coronation Ball and Victory Brunch events under the direction of the Reigning Monarch(s) and Executive.

**2.02.07.B** Shall support all activities, proposals, budgets and information regarding Coronation Week, Coronation Ball and Victory Brunch and any other Coronation related events.

**2.02.07.C** Shall submit Report(s) to the Board of Directors.

### **2.02.08 Representative of College of Monarchs Council (CMC)**

**2.02.08.A** Shall be the Liaison from the College of Monarch Council Committee to the Executive.

**2.02.08.B** Shall present reports to the Board of Directors and Membership.

**2.02.08.C** Shall submit a hard copy of all reports to the Secretary via Executive Liaison.

**2.02.08.D** Shall not hold any elected position on the Executive.

**2.02.08.E** Shall be a member in good standing of the College of Monarchs Council.

**2.02.08.F** College of Monarchs Council must appoint a representative and an alternate.

### **2.02.09 Sponsorship Coordinator**

**2.02.09.A** Shall manage all aspects of soliciting and maintaining all sponsorship for TICOT.

**2.02.09.B** Co-Chairs the Sponsorship Committee with the Treasurer.

**2.02.09.C** Shall be a member of the Ball Coronation Committee.

### **2.02.10 Protocol Minister**

**2.02.10.A** Shall maintain a list of TICOT Current Reign Protocol.

**2.02.10.B** Shall maintain record of TICOT historical Protocol included all past Reigns Titles and all Life-time Titles.

**2.02.10.C** Shall publish a call for members attending upcoming Coronations within **THREE (3)** weeks of the Coronation, with a reminder **THREE (3)** days before deadline, by email, website, phone and social media.

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- 2.02.10.D** Submits required Protocol for TICOT attendees at out of town Coronations.
- 2.02.10.E** Shall at TICOT's Coronation Ball be responsible to prepare all submitted out of town Protocol in conjunction with the Ball Coordinator.
- 2.02.10.F** Shall be responsible at TICOT's Coronation Ball for organizing and lining up of the TICOT membership present for TICOT's walk.
- 2.02.10.G** Shall support the Current Reigning Monarch(s) with respect to titles.
- 2.02.10.H** Shall submit all Protocol records in digital and hard copy to the secretary annually for inclusion in the Book of Minutes.
- 2.02.10.I** Shall resolve all issues concerning Protocol and titling with ratification of the Board of Directors in consultation with the College.

### 2.03 General

- 2.03.01** The President, Vice- President and Treasurer shall not be permitted to seek the position of Monarch until full completion of their term in office.
- 2.03.02** Executive Members shall hold office until their term ends and a new Director is elected at a duly called Annual General Meeting.
- 2.03.03** All business of the current Board of Directors must be completed within **FOURTEEN (14)** days following the election of the incoming Directors at the Annual General Meeting.
- 2.03.04** All documentation of the outgoing Board of Directors must be turned over to the incoming Board of Directors at the Changeover Meeting.
- 2.03.05** Any member of the Board of Directors who resigns or is removed prior to the end of their term, will not be eligible for consideration as Monarch for the balance of their original term plus the following fiscal year.
- 2.03.06** Appointments of the Ball Coordinator, Protocol Minister, College Rep, Alternate College Rep and/or Monarch shall be subject to confirmation by a vote of the Elected Executive.
- 2.03.07** Appointment of the Sponsorship Coordinator shall be subject to ratification by a vote of the membership at the next duly called membership meeting.

## 03 MEETINGS

- 3.01** Meetings will take place in accordance of By-Law 1 Meetings Section.
  - 3.01.01** All TICOT meetings will be held in the Imperial City.

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### 3.02 Board of Directors Meetings

- 3.02.01** The Board of Directors shall meet a minimum of once per month.
- 3.02.02** The President shall give written notice no less than **SEVEN (7)** days prior to the said meeting.
- 3.02.03** The First Executive meeting for the fiscal year will take place no later than **TWO (2)** weeks from the date of the Annual General meeting and will be designated as the official changeover meeting for the Executive.
- 3.02.03.A** All incoming and outgoing members of the Executive shall attend this meeting unless there is just cause.
- 3.02.03.B** All outgoing members of the executive shall submit a written report at this meeting.
- 3.02.03.C** The incoming E&/or E or Regent shall be appointed as voting members of the Board of Directors
- 3.02.04** An emergency Board of Directors meeting may be called by any Board of Directors member who petitions the President **TWO (2)** days prior to the calling of that emergency meeting.
- 3.02.04.A** The President must call this emergency meeting no later than **FOUR (4)** days from receipt of the Board of Directors Members' petition.

### 3.03 General Membership Meetings

- 3.03.01** The President or any Director shall preside as Chairperson at a meeting. If no board member is present within **FIFTEEN (15)** minutes after the appointed start time of said meeting the attending members shall choose a member to act as Chairperson. The appointed Chairperson will choose a member to act as recording secretary for said meeting.
- 3.03.02** Annual General Membership meeting will take place in the month of November for the purpose of receiving the last fiscal year's final reports and the election of the new Executive members.
- 3.03.03** Membership meetings will take place in the months of February, May and August.
- 3.03.04** The Secretary shall give written notice no less than **FOURTEEN (14)** days prior to that meeting to all Members in good standing including a copy of the meeting agenda, financial statements, and the minutes of the previous Membership Meeting.

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**3.03.05** Voting shall be by show of a voting card given upon signing in at that meeting, unless otherwise specified in the Governing Documents.

**3.03.07** Individual members may petition the President for a Special General Membership Meeting by submitting a written petition, including the reason and a proposed agenda for the meeting, with the signatures of no less than **TEN (10)** Individual members in good standing.

**3.03.07.A** All costs for the Special General Membership Meeting shall be borne by the requesters, not TICOT, unless otherwise directed by the membership.

**3.03.07.B** The Special General Membership Meeting shall be held within **TWENTY-ONE (21)** days of receipt by the President of the petition requesting such a meeting.

**3.03.07.C** Special General Membership Meetings will be Closed Meetings.

### 3.04 Other Meetings

**3.04.01** All standing committees shall meet at least quarterly starting the month immediately following the Annual General Meeting.

**3.04.02** The College of Monarchs Council shall meet at least **FORTY-FIVE (45)** days but no more than **SIXTY (60)** days before Coronation for purpose of making their recommendation of acceptance of the current Reign Monarch(s) to the College of Monarchs Council to the current Executive, deal with proclamations, and/or selection of possible Regent Monarch(s) and any other business that may come before them.

**3.04.02.A** The College of Monarchs Council will within **THREE (3)** days of their meeting make their written recommendation to the Executive at a joint meeting to deal with the matter of proclamations, recommendation of the Reigning Monarch(s) and possible Regents for the next reign to the Executive.

**3.04.03.B** If Candidate(s) are approved for the position of Monarch(s) the selection of a Regent(s) will be postponed until after the close of the Election Polls. The selection of Regent(s) must be presented to the Executive before Coronation.

### 3.05 Proxy Forms

**3.05.01** A proxy (see appendix) shall be completed and hand signed in ink and submitted to the President, Meeting Chair or Secretary prior to the start of the said meeting. Original copies only will be considered valid. No fax copies or emailed copies allowed.

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- 3.05.02** No proxy vote shall be permitted at closed meetings, executive meetings and any elections.
- 3.05.03** An attending member shall only be allowed to represent **ONE (1)** proxy vote which also counts as a part of the quorum. The Chair of the meeting will not be allowed to hold or exercise a proxy at said meeting.
- 3.05.04** The secretary shall record all proxy forms, inform the membership of the total proxies held and record them into the minutes, for the said meeting.
- 3.05.05** The original signed proxy forms will be attached to the minutes, for the said meeting.

### 04 ELECTION OF THE MONARCHS

- 4.01** Any person who wishes to seek election as either Emperor or Empress shall be required to submit the application form (see appendix) and supporting documents, no less than **SIXTY (60)** days prior to the election date, accompanied by the required application fee.
  - 4.01.01** Any member seeking the position of Emperor or Empress must at minimum:
    - 4.01.01.A** Be an individual member in good standing for a minimum of **ONE (1)** continuous fiscal year prior to the application date.
    - 4.01.01.B** Have attended and walked as a TICOT Member, in good standing, at TICOT's coronation ball held the year previously to the coronation ball the member wishes to run and possibly step up.
    - 4.01.01.C** Must have attended and walked as a TICOT member for a minimum of **FOUR (4)** additional coronation balls which consist of at least **TWO (2)** Coronation Balls from the Diamond courts, and **ONE (1)** International Coronation Ball, held within the **TWELVE (12)** months prior to the date the applications are due. This requirement does not include the attendance at TICOT's Coronation Ball.
    - 4.01.01.D** Must present a valid passport and be able to travel within North America at the time of application.
      - 4.01.01.D.1** Must maintain a valid passport and remain able to travel within North America for the duration of their Reign.
    - 4.01.01.E** Must be **TWENTY-ONE (21)** years of age or older on the date the applications are due.
    - 4.01.01.F** Must have produced and hosted a minimum of **ONE (1)** TICOT fundraising event within the **TWELVE (12)** months prior to the date the applications are due.



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- 4.01.01.F.1** This is in addition to any TICOT fundraising event required as a responsibility of any TICOT position/title held within the **TWELVE (12)** months prior to the date the applications are due.
- 4.01.01G** Must live/reside within TICOT's Realm.
- 4.02** The Executive will review and bring forward recommendations for a change to the application fee to the first General Membership meeting (**held in February**) and any changes must be ratified by the Individual members at that meeting.
- 4.02.01** If the Executive fails to bring a recommendation and/or a decision/ratification is not made at the February General Membership meeting, the application fees will remain the same as the previous fiscal year.
- 4.03** All applicants shall be interviewed at a closed meeting, by **FIVE (5)** members of the Executive and **FIVE (5)** members of the College of Monarchs Council to ensure that the applicant(s) have sufficient understanding of the responsibilities of the position they are seeking.
- 4.03.01** The **FIVE (5)** members of the Executive shall be President, Vice-President, Treasurer, Secretary and Membership Director.
- 4.03.02** The **FIVE (5)** members of the College of Monarch's Council should be Chair, Vice Chair, Recording Clerk, the College of Monarchs Council Representative and the Alternate College of Monarchs Council Representative.
- 4.03.03** Quorum for the interview meeting will be **THREE (3)** of the **FIVE (5)** Executive members as defined in 4.03.1 and **THREE (3)** of the **FIVE (5)** College of Monarchs Council members as defined in 4.03.2.
- 4.03.04** All College of Monarchs Council Members and the reigning Monarch(s) can submit comments and a question concerning the applicants to the College of Monarchs Council Chairperson.
- 4.04** This meeting shall be co-chaired by TICOT Vice-President and the College of Monarchs Council Chairperson.
- 4.04.01** TICOT Vice-President shall hold no vote unless there is a tie.
- 4.05** If a majority of the Interviewing Board feels the applicant is prepared to undertake the responsibilities of the position it shall accept the application and permit the applicant to seek election as either Emperor or Empress.
- 4.06** All applicants shall be notified of acceptance/non-acceptance of their application immediately following completion of the interviews. If any candidate is not accepted the application fee shall be refunded and constructive feedback as to why they were not accepted must be given to the candidate with written follow-up within (7) seven days.

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**4.06.01** A copy must be filed with the executive.

**4.07** Election of the Emperor and Empress must take place within TICOT's Imperial City.

### 05 APPLICATION DOCUMENT FOR MONARCH CANDIDATE

**5.01** Application form must be completed in full and signed in ink.

**5.02** Application must contain an 8"x10" colour photograph of the applicant in persona.

**5.02.01** Colour photograph must be a head shot.

**5.02.02** Colour photograph cannot contain head jewelry, hats or any jewelry that suggest or contain regal symbols, including any TICOT state regalia.

**5.03** Application must include a certified cheque or money order payable to The Imperial Court of Toronto (TICOT) for the total amount of the application fee.

**5.03.01** The application fee will be held in trust by the Vice-President until application is approved/denied.

**5.04** Application may contain any other information and/or supporting documents.

**5.05** Upon acceptance a copy of the 8 X 10-inch colour photograph must be submitted electronically to the Vice-President within **SEVENTY-TWO (72)** hours.

**5.05.01** Electronic 8 X 10-inch colour photograph must be high resolution (minimum 300 dpi).

### 06 ELECTION PROCEDURE OF MONARCH

**6.01** The Election voting of E&E shall be held no less than **FOURTEEN (14)** days and no more than **TWENTY-ONE (21)** days prior to Coronation.

**6.02** The election shall be open to all residents of The Imperial Realm, as defined in the definitions section of the Articles, who have attained a minimum of **NINETEEN (19)** years of age.

**6.03** Should there be only **ONE (1)** candidate for the position of Emperor or Empress, a public yes/no vote will be held to determine the election of the candidate. A candidate shall be deemed elected by the referendum only if he/she receives a greater number of yes votes than no votes.

**6.04** The Vice-President shall be responsible for the printing of the election documents and all the ballot books, advertising, and forms necessary to complete the election process. The costs of running an election shall be borne by TICOT. This cost does not include candidate(s) campaign material(s).

**6.04.01** A poster containing all the candidates shall be placed in the polling station. This poster shall contain the candidate's legal name followed by the stage

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name chosen by each candidate accompanied by a photograph clearly indicating each candidate.

- 6.05** The Vice-President will become the Electoral Officer (EO)
- 6.05.01** He/she will take charge of the whole election procedure.
- 6.05.02** Shall appoint a Deputy Electoral Officer (DEO); who will help and support the EO in running the election.
- 6.06** Each candidate may appoint **ONE (1)** scrutineer to observe the voting procedure. Any and all discrepancies shall be reported to the EO outside of the polling station at time of the incident.
- 6.07** Each resident of The Imperial Realm who wishes to vote must first complete a voter registration form and produce **ONE (1)** piece of Government Photo ID with name and address, or **TWO (2)** pieces of ID, both must show legal name, **ONE (1)** must show address, **ONE (1)** must be photo ID.
- 6.08** The voter registration form shall be retained by the EO until close of poll and then handed to the official tabulator.
- 6.09** The ballot for each position, shall list each candidate in alphabetical sequence, according to stage name.
- 6.10** The only acceptable ballots are those which clearly indicate the choice of the voter.
- 6.11** The marked ballots shall be placed in a sealed ballot box by voter after voter has completed the ballot.
- 6.12** At the close of an advanced poll location and the regular polling location, the sealed ballot box(es) shall be placed in safe keeping with the Appointed Official Tabulator. All the ballots cast shall then be counted.
- 6.12.01** The President of TICOT must cast a vote for each position.
- 6.12.01.A** Each vote must be in a separate sealed envelope.
- 6.12.01.B** The President vote shall remain sealed until the Appointed Official Tabulator confirms an equality of votes. Only then shall the sealed ballot be opened and counted with the President vote breaking the tie.
- 6.13** The names of the voting results shall be placed in a sealed envelope which shall be retained by the Appointed Official Tabulator and the results not be revealed until the appropriate time on Coronation Night.

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- 6.13.01** The results must be on official letterhead and contain the results of the election including the numerical count of the ballots cast and those spoiled. Copies must be available that night for each candidate.
- 6.14** The Appointed Official Tabulator must be a member of a regulatory body recognized by the Province of Ontario (a lawyer, accountant, teacher, etc.) hired and paid for by TICOT to perform this function.
- 6.14.01** The Appointed Official Tabulator shall receive a pair of complimentary tickets to attend Coronation Gala.
- 6.14.02** At Coronation he/she shall present on stage the sealed envelope to the Vice-President of TICOT, which in turn will open the envelope with TICOT's President. They will then present the envelopes results to The College of Monarchs Council Chairperson.
- 6.15** All election materials (ballots, registrations etc.) shall be retained by the Official Tabulator and held for **FOURTEEN (14)** days after Coronation. If there are no irregularities of ballot count and no request for a recount.
- 6.15.01** The voter registration forms of voters shall be given over to the Vice-President for presentation to the Membership Director for the next reign, at the Annual General Meeting. This information should be entered into the database if requested.
- 6.15.02** All ballots cast shall be destroyed by the Official Tabulator; Ballots not cast shall be destroyed by the EO.
- 6.16** A copy of the results will be made public to all members present at the Annual General Meeting via the Vice-President's final report.
- 6.17** Campaign Material and Information:
- 6.17.01** All printed/published campaign material must be approved by the Vice-President prior to distribution.
- 6.17.01.A** Approval/rejection of campaign material must be given within **THREE (3)** days of receipt.
- 6.17.02** Campaigning may commence once the candidates have been officially announced.
- 6.17.03** All campaigning shall cease at **THREE (3) AM** (03:00) of Election Day.
- 6.17.04** All printed/published campaign material must include the following

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- 6.17.04.A** The location and time for the election poll, including the location and time for the advance poll except when the material measures less than **TWO (2)** square inches.
- 6.17.04.B** The official TICOT logo except when the material measures less than **TWO (2)** square inches. The TICOT logo must be larger than any sponsor(s) logo(s).
- 6.17.04.C** "The Imperial Court of Toronto" wording except when the material measures less than **TWO (2)** square inches, the acronym "TICOT" can be used as well as when referring to TICOT a 2nd time on any single piece of campaign material.
- 6.17.04.D** The current official TICOT website address except when the material measures less than **FOUR (4)** square inches.
- 6.17.04.E** Any publications which will advertise campaign information which contravene the campaigning opening/closing dates must be approved by the Vice President PRIOR to the publication deadline.
- 6.17.05** The hours of voting shall not exceed **TEN (10)** hours and be no less than **Five (5)** hours for the total hours between the advanced poll and the regular poll.
- 6.17.06** No campaign material shall be allowed on, inside, or within **SIX (6)** meters radius from the property line of the polling Station.
- 6.18** Pre-Campaigning and/or Termination of Candidacy
- 6.18.01** Any member planning on becoming a Candidate for a Monarch position may not state that he/she 'will run' or 'is running' until officially declared a candidate.
- 6.18.01.A** Doing so constitutes 'pre-campaigning'.
- 6.18.01.B** Any person who is known to be pre-campaigning may be removed as a candidate.
- 6.18.01.C** No member, regardless of candidacy, may state they 'will be the next' Emperor or Empress.
- 6.18.02** Candidates must run individual campaigns.
- 6.19** Reasons for being terminated/disqualified as a Candidate may include but not limited to:

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- 6.19.01** Breach of TICOT Governing Documents
  - 6.19.02** Conviction of a felony
  - 6.19.03** Found to have provided misleading information during the Interview Process.
  - 6.19.04** Breach of Campaign Rules.
- 6.20** Upon receiving written notice of or if the Vice-President personally notices a breach under 6.18 or 6.19 the Vice President must within **TWENTY-FOUR (24)** hours investigate, inform the candidate, and determine if he needs to proceed with forming a committee to review the breach.
- 6.20.01** The committee will consist of the Vice-President, a CMC member who attended the Interview process, and a TICOT individual member and they will determine within **TWENTY-FOUR (24)** hours of formation if a candidate's candidacy is to be Terminated/Disqualified as per section 6.18 or 6.19.
  - 6.20.02** Any candidate whose candidacy is to be terminated/disqualified can within **TWENTYFOUR (24)** hours of notification from the Vice -President, appeal the decision of the committee in writing to the President.
    - 6.20.02.A** The President has **FORTY-EIGHT (48)** hours to convene the Judiciary Committee, meet, make a final decision and inform the Executive and Candidate of the decision in writing.

## 07 ELECTION OF EXECUTIVE OFFICERS

- 7.01** TICOT Individual members seeking an elected Executive position must be a member in good standing (as outlined in By-Law 1) for at least **ONE (1)** year.
- 7.02** Elections will take place at the Annual General Membership Meeting
  - 7.02.01** Annual General Membership Meeting (AGM) will be a closed meeting during the election of Executive officers.
- 7.03** Any individual member wishing to run for elected Executive position must be present at the AGM meeting to run and be nominated.
  - 7.03.01** If the person is not able to attend the AGM, he/she must send a letter to the Secretary of his/her intent clearly stating the position for which he/she wishes to run.
  - 7.03.02** This letter must be notarized by a minimum of **TWO (2)** individual members in good standing.
- 7.04** Election of Executive positions will be done by the current President. If none then the current Vice-President.

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- 7.05** Election will be done by secret ballot.
- 7.05.01** The vote will be counted, and the results will be disclosed to the Membership indicating the vote for each of the individual members running, and any spoiled votes.
- 7.05.02** The number of votes cast will add up to the number of individuals present at the closed meeting of the AGM for purpose of voting for elected Executive position.
- 7.06** If only one person is nominated and accepts a position, the meeting Chair will make a motion to accept that person for the position, have a seconder and a vote of **FIFTY (50)** percent plus **ONE (1)** of the members present must be gained for the person to be voted into the position.
- 7.07** Elected members to the Executive, may not hold a position on the College of Monarchs Council.

## 08 OTHER TICOT POSITION(S)

- 8.01** Individual members seeking any other TICOT positions must be an individual member in good standing as outlined in By-Law 1
- 8.01.01** The position of Protocol Minister shall be appointed by the current Reigning Monarch(s).
- 8.01.01.A** This appointment must be ratified by the Executive.
- 8.01.02** The position of Ball Coordinator shall be appointed by the current Reigning Monarch(s).
- 8.01.02.A** This appointment must be ratified by the Executive.
- 8.01.03** The position of Sponsorship Coordinator shall be appointed by the Executive for a two-year term.
- 8.01.03.A** This appointment must be ratified by the Membership.

## 09 STANDING COMMITTEES

- 9.01 College of Monarchs Council**
- 9.01.01** Shall serve as an advisory committee on matters concerning disciplinary actions towards Reigning and/or Past monarchs.
- 9.01.02** Shall assist and support the Board of Directors and their decisions.

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**9.01.03** To retain a vote on the College of Monarchs' council, a College Council member is encouraged to hold and/or support at least **THREE (3)** TICOT fundraising events per fiscal year and attend at least **TWO (2)** College of Monarchs Council meetings during the fiscal year.

**9.01.04** Shall help/support the execution of events of the Reigning Monarchs (i.e., Coronation weekend events, etc.)

**9.01.05** Reports to the Vice-President

### **9.02 Coronation Ball Committee**

**9.02.01** Shall be chaired by the Coronation Ball Coordinator.

**9.02.02** Shall coordinate all aspects of the Coronation Ball and the Week of Coronation Events, including but not limited to, Hospitality, In-Town Show, State Dinner, Out of Town Show. Co-ordinate all dealings with the hotel, decorations, staging and sound, assist with the budget, arrange for Ball Program, Victory Brunch, set-up and tear-Down, Silent Auction, scripts, etc.

**9.02.03** Assist the Treasurer in producing a Budget for Coronation to be presented to the membership by the May General Membership Meeting.

**9.02.04** Any other responsibility assigned by the Board of Directors as related to the Coronation Ball and/or the Week of Coronation Events

**9.02.05** Reports to both the Treasurer and current Reigning Monarch(s).

### **9.03 Governance Committee**

**9.03.01** To be chaired by the Vice –President.

**9.03.02** Shall be responsible for the Governance Documents of TICOT.

**9.03.03** Shall be responsible to review any proposed changes to the Governance Documents.

**9.03.04** Shall make recommendations of any required changes to the Governance Documents of TICOT, via the Board of Directors to the TICOT membership.

**9.03.05** Shall be responsible to interpret the TICOT Governance Documents and propose resolutions to any disputes that arise concerning these documents.

**9.03.06** Shall consist of the Vice-President and 4 Individual Members in good standing. It is suggested that these 4 Individual members should be 2 from the College and 2 from general membership.



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### 9.04 Sponsorship Committee

- 9.04.01 Shall be chaired by the Sponsorship Coordinator.
- 9.04.02 Reports to the Treasurer.
- 9.04.03 Shall nurture current and past Sponsors.
- 9.04.04 Shall solicit new sponsors.
- 9.04.05 Shall ensure potential sponsors are compatible with TICOT's vision
- 9.04.06 Shall support the Board of Directors with all matters relating to public relations

### 10 AD-HOC COMMITTEES

- 10.01 Ad-hoc Committees will be formed on an as needed basis.
- 10.02 Term length of Ad-hoc Committee will be decided by the Board of Directors and ratified by the membership.
- 10.03 Role and Responsibility of Ad-hoc Committee will be decided by the Board of Directors and ratified by the majority of TICOT Individual members at a general membership meeting or a special called meeting

#### 10.04 Pride Committee

- 10.04.01 Establishes and maintains the presence of TICOT at the Various Pride events within our Realm.
- 10.04.02 Shall Report to the Membership Director.

#### 10.05 Judiciary Committee

- 10.05.01 Shall serve as a liaison and/or moderator for the Board of Directors and individual(s) filing said complaint(s) and/or grievance(s).
- 10.05.02 Shall investigate any and all complaint(s) and/or grievance(s) filed on any member of TICOT not to exclude Reigning Monarchs, Past Monarchs, Board of Directors, General Membership. If said complaint(s) and/or grievance(s) are found to be true and valid, they will be referred to the Board of Directors for review. At the time the Board of Directors will determine what form of disciplinary action(s) should and will be taken.
- 10.05.03 Committee members will consist of the following:

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**10.05.03.A ONE (1)** member of the Elected Executive (Typically will be the Vice-President), **ONE (1)** member of the Board of Directors, excluding the Elected Executive, **ONE (1)** member of the College of Monarchs Council, **TWO (2)** members of the General Membership.

**10.05.04** If at any time it is found that there is a conflict of interest between a member of the Judiciary Committee and individual(s) that said complaint(s) and/or grievance(s) is to be filed upon that committee member will not be allowed to participate in the investigation. At no time will the committee make a recommendation based upon the findings, for any form of disciplinary action. All Disciplinary actions and proceedings are the responsibility of the Board of Directors and shall not reflect upon a member of the Judiciary Committee.

## 11 CONFLICT OF INTEREST

**11.01** To further expand on BY-LAW 1 - Conflict of Interest

**11.02** This article is intended to supplement but not replace any applicable provincial and/or federal laws governing conflict of interest applicable to not for profit and charitable organizations.

**11.03** In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to TICOT prior to considering the proposed transaction or arrangement.

**11.04** After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the meeting while the determination of a conflict of interest is discussed and voted upon.

**11.04.01** The remaining Board of Directors and/or committee and/or TICOT Individual members shall decide if a conflict of interest exists.

**11.05** An interested person may make a presentation at TICOT meeting(s), but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.

**11.05.01** The President of the Board of Directors shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.

**11.05.02** After exercising due diligence, the Board of Directors shall determine whether TICOT can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.

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**11.05.03** If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the Board of Directors shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in TICOT's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination it shall make its decision as to whether to enter into the transaction or arrangement.

**11.06** Violations of the Conflicts of Interest Policy.

**11.06.01** If the Board of Directors and the TICOT Individual members, in good standing, has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.

**11.06.01.A** If, after hearing the member's response and after making further investigation as warranted by the circumstances, the Board of Directors and TICOT Individual members, in good standing, determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

**11.06.02** The minutes of a meeting to determine Violations of the Conflicts of Interest Policy shall contain:

**11.06.02.A** The name(s) of the person(s) who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the Board of Directors and TICOT Individual Member's decision as to whether a conflict of interest in fact existed.

**11.06.02.B** The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

**11.06.03** A voting member of TICOT who receives compensation or reimbursement, directly or indirectly, from the Organization for services is precluded from voting on matters pertaining to that member's compensation or reimbursement.

**11.06.04** Non-voting member of the Board of Directors and/or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Organization, either

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individually or collectively, is prohibited from providing information to any committee regarding compensation.

### 12 PROCLAMATIONS

- 12.01 The Reigning Monarchs will present in writing to the College of Monarchs Council their proposed proclamation at a duly called CMC meeting for this purpose.
- 12.02 Imperial Proclamations shall not infringe upon any Governing Documents of TICOT and must be ratified by the Executive of TICOT.
- 12.03 All Proclamations shall be presented in writing by the College of Monarchs to the Board of Directors for ratification, a minimum of **TWENTY (20)** Days before Coronation of stepping down Monarch(s).
- 12.04 Cannot create any type of Financial Fund.
- 12.05 Are announced during Coronation Ball night.
- 12.06 The Monarchs may each make **ONE (1)** proclamation during their reign.

### 13 PROTOCOL

- 13.01 The Monarchs may each make **ONE (1)** Familial lifetime title and **ONE (1)** Ultima title, during their reign.
- 13.02 Protocol must follow procedure as outlined in the appendix Protocol Guide.
- 13.03 All matters of protocol are administered by the college of monarch council

### 14 CROWNING CEREMONY

- 14.01 College of Monarchs Council Chair is responsible to administer the procedure as outlined in the appendix.
- 14.02 The College of Monarchs Members will assist the College of Monarchs Council Chair as needed with the Crowning Ceremony Regalia.
- 14.03 The President, Vice-President, and the Official Tabulator will join the College of Monarchs Council Chair on stage.
- 14.04 Members of the College of Monarchs, and current representatives of the International Court Council will be invited to join those already on the stage.

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- 14.05** The Official Tabulator shall present the sealed envelope containing the results to the Vice President of TICOT.
- 14.05.01** The Vice-President of TICOT will open the envelope with the President of TICOT and present the election results to the College of Monarchs Council Chair.
- 14.05.02** Results will be shown to the stepping down Monarch(s) and they will exit the stage to inform the sequestered candidates of the results.
- 14.05.03** Once the stepping down Monarch(s) have left the stage the College of Monarchs Council Chair will share the results with the rest of the guests on stage.
- 14.05.04** The Official Crowning ceremony will start after any Ascension Walk.
- 14.06** The College of Monarchs Council Chair will conduct the Swearing into Office.
- 14.06.01** The successful candidate(s) and/or appointed Regent(s) will enter the main ball room and proceed to the crowning area.
- 14.06.02** The elected candidate(s) and/or appointed Regents(s) will be presented with the Robes, Sword, Orb, Scepter and will be sworn into Office.
- 14.06.03** The elected candidate(s) and/or appointed Regent(s) will sign the Oath of Office.
- 14.07** The new Monarch(s) now move to be seated on the Thrones for the official Crowning.
- 14.07.01** The new Monarch(s) are crowned with the State Crown(s).
- 14.08** The new Monarch(s) will then rise to be greeted by those on Stage and then the balance of the Coronation attendees.

## 15 ACTIVITIES

- 15.01** Lawful Activities
- 15.01.01** TICOT may engage in any activity that does not violate or interfere with the lawful acts of activities, for which corporations may be organized under the general corporation law of Ontario, and any other Provincial and Federal legislation.
- 15.02** Participation with Other Organizations

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**15.02.01** In addition to providing and promoting the activities and events of the court, TICOT shall, when possible, support the events and activities of other organizations as a means of unifying the community in the spirit of service to others.

### 16 FORMATION OF NEW COURT(S)

**16.01** The Executive and College of Monarchs Council will work together to advise and support any group that wishes to form a court within our territories outside the Imperial City.

### 17 DEFINITIONS

**17.01** **Advisory Committee** shall mean a collection of individuals who bring unique knowledge and skills which augment the knowledge and skills of the formal board of directors in order to more effectively guide the organization.

**17.02** **Annual General Meeting (AGM)** shall mean a closed meeting open to all Individual members in good standing.

**17.03** **Approve** shall mean to officially agree to or accept as satisfactory.

**17.04** **Articles** shall mean the secondary governing document of TICOT historically known as By-Laws.

**17.05** **Ascension Walk** is the Elected Candidate(s) walk to the stage for crowning consisting of a Processional Party of persons who walk in support of their Elected Candidate(s).

**17.06** **Board of Directors** shall mean the elected and appointed officials of TICOT including the current Monarchs.

**17.07** **Book of Minutes** is all official meeting minutes, financial documents, official correspondence in hard copy format.

**17.08** **By-Law 1** shall mean the main governing document of TICOT historically known as the Constitution.

**17.09** **Closed Meeting** shall mean a meeting open only to individual members in good standing of TICOT.

**17.10** **College of Monarchs (COM)** consists of all previous ICS Monarchs resident in the TICOT realm.

**17.11** **College of Monarchs Council (CMC)** is a Standing Committee of previous TICOT Monarchs that hold Individual TICOT Membership in good standing.

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- 17.11.01** If a Past Monarch of TICOT is elected/appointed Monarch/Regent for the current reign they would take a leave of absence from the CMC for the duration of the Reign.
- 17.12** **CMC Councilor**, College of Monarchs Council (CMC) members who have been elected/appointed to **ONE (1)** of the more than **FIVE (5)** councilor positions for a term of at least **ONE (1)** year.
- 17.12.01** A CMC Councilor must be a previously elected Monarch of TICOT.
- 17.13** **Coronation** shall mean the event that marks the completion of the reign of the current Monarchs and the crowning of the new Monarchs.
- 17.14** **Anniversary Monarch** shall mean the most recent past Monarch(s).
- 17.15** **Anniversary Year** shall mean the reign of the most recent past Monarch(s) overlapping the reign of the current elected Monarch(s).
- 17.16** **Election**
- 17.16.01** Shall mean the annual polling that elects the Emperor and Empress of The Imperial Court of Toronto.
- 17.16.02** Shall mean the annual elections of the Executive.
- 17.16.03** Shall mean the election of any other position(s) required by the organization.
- 17.17** **Executive** shall mean the elected officials of TICOT.
- 17.18** **Fiscal Year** shall begin November 1st and end the following year on October 31st.
- 17.19** **Founding Court**. The Imperial Court of San Francisco is the Founding Mother Court of the entire International Court System.
- 17.20** **General Meeting** shall mean a meeting open to all residents of the Community.
- 17.21** **Governing Documents** shall consist of By-Laws, Articles, Appendices.
- 17.22** **Heir Apparent** is an honorary Title given to a past TICOT Monarch and is appointed by the Current Reigning Monarch(s).
- 17.23** **International Court System** shall mean all chapters officially recognized by the governing body of the International Court System.

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- 17.24 International Court Council** are the directors of The International Court System which directs and administrates the ideals of/for the International Court System.
- 17.25 Investiture** shall mean an event at which titles are bestowed upon both person(s) and/or organizations as chosen by the reigning Monarch(s).
- 17.26 Member** as defined in By-Law 1, membership section.
- 17.27 Monarch(s)** shall mean an elected/appointed Emperor or Empress.
- 17.28 Mother Court**, The Imperial Court of Vancouver is the Founding Court of Canada.
- 17.29 Ratify**, shall mean to sign or give formal consent to (a proclamation, contract, or agreement), making it officially valid.
- 17.30 Realm** shall mean all lands within Ontario not ceded by TICOT to other Court Chapters.
- 17.31 Regions** shall consist of the following Western Region, Central Region, and Eastern Region
- 17.32 Regent**, A CMC council member, selected by the CMC, to replace a monarch vacancy. A Regent must be a previously elected Monarch of TICOT.
- 17.33 Reigning Emperor & Empress** (may also be referred to as E&E) shall mean the duly elected and/or current Regent(s)