

THE MEDICO-LEGAL SOCIETY OF TORONTO

A by-law relating generally to the transaction of the business and affairs of THE MEDICO-LEGAL SOCIETY OF TORONTO (hereinafter called the "Society").

BE IT ENACTED AND IT IS HEREBY ENACTED as a by-law of the Society as follows:

1. OFFICIAL NAME

The Society shall be known as THE MEDICO-LEGAL SOCIETY OF TORONTO.

2. OBJECTS

The objects of the Society are:

- a) The promotion of medical, legal and scientific knowledge in all its aspects.
- b) The promotion of co-operation, tolerance and understanding among the professions in the interest of justice and the best interest of the patient and client.

These objects shall be attained by such means as the Council shall from time to time approve.

3. MEMBERSHIP

Membership in the Society shall be open to members of the medical and legal professions and such other persons as may be interested in medical, legal and scientific matters. There shall be four classes of members of the Society namely, Ordinary members, Honorary members, Senior members and Student members *The number of Ordinary members who are not physicians or lawyers shall not exceed twenty-five per cent of the total number of Ordinary members, at any time, which limitation shall be reviewed at intervals not exceeding five years' duration and may be amended, as proposed by Council at the time of each such review.*

4. ADMISSION TO MEMBERSHIP

- a) Ordinary Members - *Ordinary members shall be admitted by Council or its designate upon application for membership in writing by completion of the Membership Form. The names of newly admitted members shall be circulated to Council monthly.*
- b) Honorary Members - Council may from time to time appoint persons as Honorary members of the Society on such terms and conditions and for such period or periods as Council shall think fit, subject to the following criteria:
- (i) any person proposed for honorary membership shall be a member in good standing of the Society;
 - (ii) at no time shall the number of honorary members exceed five, or such other number as Council shall have decided and the members of the Society shall have approved;
 - (iii) in order to be appointed an honorary member, the member shall have demonstrated a significant and outstanding contribution to the profession of law or medicine and to the Society, in the opinion of Council; and,
 - (iv) any application for appointment as an honorary member shall be made in writing and shall include the *curriculum vitae* of the member applying and such other material as Council may require.
- c) Senior Members - Senior membership in the Society may be given, upon request, to those members in good standing, who are at least 65 years of age and who have fully retired from practising their profession. Senior members shall pay a reduced annual fee, to be set by Council.

d) Student Members - Student members shall be admitted by Council or its designate upon application for membership in writing **by completion of the Membership Form. The names of newly admitted Student members shall be circulated to Council monthly.** Student members automatically become Ordinary members upon completion of the course of their studies and apprenticeship term. Student members shall pay a reduced annual fee, to be set by Council.

5. COUNCIL

a) The affairs of the Society shall be managed by a Council which shall consist of the Officers, eighteen other elected members (together to be known as “the elected members of Council”) and the Past Presidents of the Society.

b) Ten of the elected members of Council shall constitute a quorum.

c) Questions arising at any meeting of Council shall be decided by a majority of votes cast by the elected members of Council.

d) Each of the elected members of Council, except as herein provided, shall retire annually, but shall be eligible for re-election for a further term or terms, not exceeding two in addition to the original term.

d) No member of Council having completed the maximum number of terms set out in c) above shall be eligible for re-election to Council until the annual meeting of the Society following the one at which his or her maximum number of terms ended.

6. OFFICERS

a) The Officers of the Society shall be the following:

the President
 1st Vice-President
 2nd Vice-President
 3rd Vice-President
 Immediate Past President
 Treasurer

Secretary

who shall collectively constitute the membership of the Executive Committee. Council may delegate to such executive committee any of its powers, subject to any restrictions contained in the By-laws or imposed from time to time by Council. Subject to the By-laws and any resolution of Council, the executive committee may meet for the transaction of business, adjourn and otherwise regulate its meetings as it sees fit, provided that its quorum shall not be less than a majority of its members.

b) The Officers of the Society shall be elected at the annual meeting of the Society from those persons nominated by Council and who have previously been elected to Council by the Society for one or more terms.

c) Each elected Officer shall be eligible for re-election once but not more than once to each office.

d) TREASURER

The Treasurer shall be elected by the membership for a renewable term of two years, at the pleasure of Council. The Treasurer shall be responsible for and shall generally oversee the financial affairs of the Society:

The duties of the Treasurer shall include, but not be limited to the following:

- (a) To review on a regular basis the books and records of the Society;
- (b) To report to the Executive on a regular basis (as requested) and to Council at each meeting about the financial affairs of the Society;
- (c) To report to the Society at least annually and at such other times as may be required on the Society's financial affairs;
- (d) To prepare an annual budget for the Society to be presented at the first Council meeting of each calendar year and at such times as Council, the Executive and the Treasurer may direct;
- (e) To review and to make recommendations to the Society on the Society's investments;

(f) To ensure that the books and records of the Society are maintained in a manner consistent with standard accounting practices;

(g) To ensure that such filings and reports as are required by the Society are made in a prompt and proper manner;

(h) To retain, subject to confirmation by the members, the auditors of the Society, and work with said auditors and the Audit Committee.

e) SECRETARY

The Secretary shall be elected by the membership for a renewable term of two years, at the pleasure of Council. The Secretary of the Society shall be responsible for and shall generally oversee the communications, minutes and non-financial records of the Society.

The duties of the Secretary shall include, but not be limited to, the following:

(a) To maintain and review the by-laws of the Society;

(b) To maintain and review the membership list of the Society;

(c) To maintain and review the Minutes of the Society, both for Council and Dinner meetings;

(d) To oversee and review the communications of the Society with its members and others.

7. TERM OF OFFICE AND VACANCIES

All Officers shall hold office until their successors are elected or appointed in accordance with these by-laws. Any casual vacancy occurring among the Officers or members of Council may be filled by Council but any person so appointed shall remain in office only for the unexpired portion of the term of the Officer or member of Council whom he has replaced.

8. COMMITTEES

Council may appoint Committees from time to time for such purposes as Council may think fit.

9. NOMINATING COMMITTEE

- a) Nominations for election to Council of members of the Society shall be submitted by a Nominating Committee composed of the President, as Chairman, the two immediate Part Presidents and the Vice-Presidents.
- b) The Nominating Committee shall prepare and submit:
 - (i) To Council, a slate of nominees to the elected offices of the Society;
 - (ii) To the Annual General Meeting, the slate of nominees to the elected offices of the Society as approved by Council and a slate of nominees for election to Council..

10. AUDITOR

Council may appoint an auditor or an honorary auditor. Such auditor shall report to and be assisted by an Audit Committee composed of the Treasurer and the 2nd and 3rd Vice-Presidents.

11. FISCAL YEAR-END

The financial or fiscal year of the Society shall end on the 31st day of October in each year.

12. ANNUAL GENERAL MEETING

The annual general meeting of the members of the Society shall be held at such place as Council may determine and on such date as Council shall determine between the 1st day of September and the last day of November in each year. The meeting shall

elect new members of Council and shall consider, and if thought fit, approve the Financial Statements of the Society.

13. FEES

a) Honorary members shall be exempt from the payment of membership fees.

Other classes of members shall pay the annual fees as may be determined from time to time by Council, Council being hereby authorized to fix such fees.

b) Membership of any member whose payment of fees is 1 year in arrears is terminated automatically and thereafter such member may be reinstated by Council on such terms as Council may think fit.

14. EXECUTIVE DIRECTOR

The Society may retain on a one year renewable contract basis an Executive Director who need not be a member of the Society.

The Executive Director of the Society shall be responsible for, and generally oversee, the day to day operations of the Society.

The duties of the Executive Director shall include but not be limited to the following:

(a) To assist the President and the Executive in the performance of their duties;

(b) To assist and work closely with the Treasurer and the Secretary in the performance of their duties;

(c) To assist the Chairman of the Programme Committee and others engaged in the organization of programs in their duties;

(d) To maintain the membership list;

- (e) To send out notices for and receive the Annual dues, together with all other notices and communications as may be referred from time to time and to prepare (as directed) Notices of all meetings;
- (f) To maintain and keep current the Society's banking documents, books, records, minutes and by-laws;
- (g) To take the minutes of the meetings (both Council and Dinner) and to record attendance;
- (h) To receive and process applications for membership and to present them to Council for review;
- (i) To keep the mailing list current and to arrange for mailings of notices of all meetings;
- (j) To receive and process all registrations for meetings and lectures;
- (k) To book all accommodation for meeting rooms, dinner arrangements and so on under the direction of the President;
- (l) To arrange for tapes (either audio or video as directed) of each dinner meeting and to keep a current library and bibliography of the tapes.

15. FINANCIAL MANAGEMENT

- (a) Council shall review and approve, subject to such revisions as Council may require, at or before the commencement of each new fiscal year, a budget to govern the operations of the Society for that fiscal year. In no case, shall a budget be approved which, if implemented, would result in a deficit, unless approved by a vote of not less than 75 % of those present.
- (b) Council shall be provided annually with a report and analysis of any variations in performance from the approved budget, by a management committee composed of the president, past president, third vice-president and treasurer.

(c) Council shall consider such report and analysis of variations in performance from the budget and pass such resolutions or resolutions necessary to correct any financial deficit as it deems appropriate. Any such resolution or resolutions shall be effective at such time as Council shall determine, but shall be subject to amendment or approval by the membership of the Society at the next general meeting of members.