

## THE MUNICIPALITY OF THE DISTRICT OF GUYSBOROUGH

### MILFORD HAVEN HOME FOR SPECIAL CARE CORPORATION BY-LAW

The Milford Haven Corporation - Home for Special under the terms of Chapter 304, Revised Statutes of Nova Scotia, 1989, the Municipal Housing Corporation Act, hereby adopts the following By-laws and direct that they be forwarded for approval to the Minister of Housing and Municipal Affairs and the Minister of Health or for Ministerial approval to be determined.

#### **CLAUSE I:**

In these By-laws;

- a. "ADMINISTRATOR" means the Administrator of the Home.
- b. "CHAIR" means the chairman or member presiding at any meeting of the Corporation or a Committee of the Corporation.
- c. "CORPORATION" means the Milford Haven Home for Special Care;
- d. "HOME" means the Milford Haven Home for Special Care;
- e. "MEMBER" means a member of the Corporation duly and lawfully appointed;
- f. "SECRETARY" means the Secretary of the Corporation;
- g. "TREASURER" means the Treasurer of the Corporation.

#### **PART I**

#### **CLAUSE II:**

1. The Corporation shall consist of the following members:
  - a. The Warden, or if the Warden does not wish to act, the Deputy Warden or a duly elected Member of Council elected by the Board, shall be the Chairman;
  - b. Four additional members who shall be Members of the Municipal Council, shall be appointed by the Municipal Council at the Annual Session of Municipal Council for a term of one year.
2. Every member shall be eligible for re-appointment.

3. Where any vacancy occurs in the membership of the Corporation, the Municipal Council shall fill the vacancy within six (6) months;
4. The office of a member shall be vacated if,
  - a. by notice in writing to the Secretary he/she resigns his/her office;
  - b. a member misses three (3) consecutive meetings without just cause as determined by the Corporation;
  - c. a member representing Council ceases to be a member of that Council.

**CLAUSE III:**

1. The Executive Committee of the Corporation shall consist of:

The Chairman  
The Vice-Chairman  
The Secretary  
The Treasurer

1. **THE CHAIRMAN:** The Chairman shall be the Chief Executive Officer and shall preside at all meetings of the members of the Corporation. He/she shall perform such other duties as may be required by the By-laws and the Corporation, and shall be, ex-officio, a member of all Committees.
2. **THE VICE-CHAIRMAN:** The Vice-Chairman, in case of a vacancy in the office of the Chairman, or during his/her absence or inability to act, shall exercise all powers of the Chairman and any other duties assigned to him/her by the Corporation.
3. **THE SECRETARY:** The Secretary shall cause to be kept a careful record of all proceedings of the meetings of the members of the Corporation, shall give notice of all meetings to members of the Corporation and shall in general perform all other duties incidental to the office of the Corporation. He/she shall have the custody of the Corporate Seal and affix the same upon all contracts and instruments requiring the seal. The Corporation may assign the administrative duties of the Secretary to the to the Administrator or to an employee of the Corporation.
4. **THE TREASURER:** The Treasurer of the Corporation shall be charged with the custody of all papers and documents relating to the financial interests of the Corporation. He/she shall be responsible for the deposit of all funds of the Corporation in the Corporation's name in such Bank as the Corporation shall designate or approve. He/she shall deposit or cause to be deposited all operating income of the Corporation in one such account which shall be known as the deposit account. Such funds shall be disbursed in accordance with such resolutions as the Corporation may from time to time adopt. Whenever requested and at least once a year at the Annual Meeting, the Treasurer shall render to the

Corporation an accurate account of all his/her transactions as Treasurer and the Treasurer shall perform such other duties as usually pertain to his/her office or may be assigned him/her. The Treasurer shall carry out his/her duties in accordance with good accounting practices and in accordance with the requirements of the Manual of Financial Accounting and Reporting Practices for Nova Scotia Municipalities prescribed by the Minister of Housing and Municipal Affairs. The Corporation may assign the duties of the Treasurer to the Administrator or to an employee of the Corporation.

**CLAUSE IV:**

The Corporation shall meet monthly on the FIRST TUESDAY of every month. The monthly meetings shall be called “Regular” meetings; all other meetings shall be called “Special” or “Extraordinary” meetings. All meetings may be called on twenty-four (24) hour notice, and said notice is to specify the purpose for which the meeting was called, provided further, the Chairman or Vice-Chairman may call an “Emergency Meeting” on shorter notice.

**CLAUSE V:**

1. The Annual Meeting of the Corporation shall be held on the FIRST TUESDAY in JUNE of each year or on any such date as determined by the Corporation;
2. At the Annual Meeting the Treasurer shall make a written report to the Corporation of the receipts and expenditures for the last fiscal year, the assets and liabilities of the Corporation, and any other matter that he/she may deem of interest to the Corporation.
3. At the Annual Meeting the Election of Officers shall take place, and the various appointments to the Staff of the home shall be ratified or confirmed.

**CLAUSE VI:**

The fiscal year of the Corporation shall begin on the 1st day of April of one year and end on the 31st of March of the following calendar year.

**CLAUSE VII:**

The order of business at a regular meeting of the Corporation shall be:

- a. The reading of the minutes of the last regular meeting and of any special meeting held since the last regular meeting;
- b. Business arising therefrom;
- c. Unfinished business;

- d. Communications;
- e. Financial Report;
- f. Reports of Administrator and Committee;
- g. New Business;
- h. Adjournment

**CLAUSE VIII:**

At any Special Meeting of the Corporation the order of business provided by this by-law shall not apply, but the Corporation shall proceed immediately to the consideration of business for which the meeting was called. If there is more than one item of business, the Chairman shall designate the order in which the same shall be taken up. Only that business for which the Special Meeting was called may be discussed.

**CLAUSE IX:**

A majority of the members of the Corporation shall be deemed a quorum of the Corporation and shall be sufficient to transact any business of the Corporation to the same intent and purpose as if all members of the Corporation were present.

**CLAUSE X:**

1. Subject to the direction, control and supervision of the Corporation, the Administration shall be the Chief Administrative Officer, shall have general charge of all the premises and the general administration of the operations of the Home for the performance of their duties unless otherwise provided by these By-laws;
2. The Administrator shall attend all meetings of the Corporation unless otherwise directed and shall make special reports to the Corporation from time to time as the case may require, of any matters which are required to be dealt with by the Corporation. He/she shall also attend all meetings of the Executive of the Corporation. He/she shall not have any voting privileges.
3. The Corporation shall approve the time and conditions where the Administrator may be absent from the Home.

**CLAUSE XI:**

The Corporation shall establish the salary scale for the various positions in the Home.

**CLAUSE XII:**

The Corporation shall appoint a Medical Health Officer for the Home.

**CLAUSE XIII:**

The Corporation shall ensure that a sufficient number of staff shall be employed, as well ensure that reasonable hours of work, holidays with pay, adequate personal care of residents and their needs both day and night, evacuation of residents in case of emergency and observance of all other requirements of the By-laws.

**CLAUSE XIV:**

The Corporation shall ensure that sufficient staff members are on duty at all times both day and night.

**CLAUSE XV:**

All rules and regulations relating to staff members as well as those relating to the Administrator and all other additions to and amendments of the same, prior to becoming operative, shall be approved by the Corporation.

**CLAUSE XVI:**

Auditors for the Corporation shall be appointed annually at the Annual Meeting of the Corporation.

**CLAUSE XVII:**

The Corporation shall ensure that the Home is operated in accordance with the provisions of the Home for Special Care Act and the Regulations.

**CLAUSE XVIII:**

These amendments may be amended or repealed by resolution of the Corporation but no amendment nor repeal will become effective until approved by the Minister of Housing and Municipal Affairs and the Minister of Health or other such Ministerial approval as may be required.

**CLAUSE XIX:**

All former by-laws of the Hazel Hill Rest Home Corporation also known as Milford Haven Corporation - Home for Special Care are hereby repealed.