Constitution

Progressive Conservative Party of Ontario

Amended November 18th, 2018

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ARTICLE 1 - DEFINITIONS

1.1 In This Constitution:

(a) "*Campus Association*" means the Ontario Progressive Conservative Campus Association (OPCCA).

(b) "*Candidate*" means the official candidate of the Party in an Electoral District.

(c) "*Caucus*" means the Progressive Conservative Members of the Legislature.

(d) "*Conservative-minded parties*" means political parties that share the Party's policies and its aims and principles as described in Article 2.

(e) "*Conservative Party*" means the Conservative Party of Canada/Parti conservateur du Canada formed on December 8, 2003.

(f) "*Constitution*" means this Constitution.

(g) "*Electoral District*" means those electoral districts as defined by the Legislature.

(h) "*electronic submission*" means via the use of electronic mail (e-mail).

(i) "*Executive*" means the Executive of the Party.

(j) "*Headquarters*" means the central office from which Party matters are administered.

(k) "*Leader*" means the Leader of the Party.

(l) "*Legislature*" means the Legislative Assembly for the Province of Ontario.

(m) "*Nomination*" means the process by which a member of the Party becomes the official candidate in an Electoral District.

(n) "*notice given in writing*" means delivery by mail, hand or electronic mail (e-mail), unless the recipient has agreed that facsimile (fax) notice is preferred and/or acceptable.

(o) "*Party*" means the Progressive Conservative Party of Ontario, also known as the "Ontario PC Party".

(p) "*PCOF*" means the PC Ontario Fund.

(q) "*President*" means the President of the Party.

(r) "*Provincial Associations*" means, collectively, the Women's Association, Campus Association, Youth Association and the Executive.

(s) "*Recognized Association*" means a Riding Association, Youth Association, Campus Association, Women's Association, Club or any other association of the Party pursuant to Article 4 herein.

(t) "*Registry*" means the Provincial Party Membership Registry as administered by the Party.

(u) "*Riding Association*" means a Progressive Conservative constituency association.

(v) "*Women's Association*" means the Ontario Progressive Conservative Women in Politics (PCWIP).

(w) "*Youth Association*" means the Ontario Progressive Conservative Youth Association (OPCYA).

ARTICLE 2 - STATEMENT OF PRINCIPLES

2.1 The following are the aims and principles of the Party:

(a) We believe in freedom of speech, worship and assembly, in loyalty to Canada and to the Monarch of Canada and in the rule of law.

(b) We believe that government should serve the people and that progress requires a competitive economy, which, accepting its social responsibilities, allows every individual freedom of opportunity and initiative and the peaceful enjoyment of the fruits of his or her own labour.

(c) We believe in the ethical and accountable execution of the business of government.

(d) We believe that the interests of Ontario are best served by a strong, united and democratic Canada.

(e) We believe that economic freedom, entrepreneurial spirit and the right to private property are essential to economic prosperity and political freedom.

(f) We believe in the values of the family which encourage tolerance and mutual support.

(g) We believe that social justice entails equality of opportunity, including fair and equal treatment for all Ontarians and the provision of support to those in need.

(h) We believe in and accept our responsibilities for the preservation of Ontario's heritage and cultural diversity and the conservation and renewal of our environment for present and future generations.

2.2 The Executive of the Party and its Recognized Associations shall, whenever possible, attempt to improve public awareness of, and promote, the Principles of the Party, as described in paragraph 2.1.

ARTICLE 3 - OBJECTS

3.1 The following are the objects of the Party:

(a) To promote good government for the people of Ontario.

(b) To assist in the election of Party candidates to the Legislature.

(c) To assist in and, where necessary, to initiate the establishment, growth and maintenance of Party Riding Associations in each Electoral District in Ontario.

(d) To provide a forum for the membership of the Party to participate in political discussion and to advise with respect to Party policy.

(e) To call and conduct Party conventions and meetings.

(f) To elect the Leader.

(g) To cooperate with, and assist Conservative-minded Parties in other Provinces and Territories of Canada and the Conservative Party.

ARTICLE 4 - RECOGNITION

4.1 "Recognized" means:

(a) In the case of Riding Associations, such Riding Associations as may be recognized from time to time in each Electoral District by the Executive.

(b) In the case of a Riding Youth Association which has been approved by either the Executive of the respective riding association or the Party Executive, such associations as may be recognized from time to time by the Executive of the Youth Association provided that no riding youth association in existence for less than six months shall be recognized.

(c) In the case of campus associations, such campus associations as may be recognized from time to time by the Executive of the Campus Association provided that no campus association in existence for less than six months shall be recognized.

(d) The PC Blue Club and PC Business Club, as they were recognized by the Executive on February 11, 1989. No additional clubs shall be recognized. Should the PC Blue Club or the PC Business Club cease to exist as recognized, this subparagraph is automatically amended by deleting the reference to the club.

4.2 In each of the cases described in paragraph 4.1 above, "Recognition" shall be extended to and maintained by only those Riding Associations, District

Associations, Women's Associations, Youth Associations, Campus Associations and Clubs which have submitted to their respective Provincial Associations:

(a) A copy of their current constitution.

(b) Proof in writing of having had an annual meeting and having elected officers in accordance with such constitution, unless such association has obtained a waiver by its Provincial Association, in each calendar year; or, in the case of a new Recognized Association, proof of having had a founding meeting and having fulfilled the requirements of a founding meeting as set out by its Provincial Association.

(c) A copy of their current list of executive members including positions, names, addresses, telephone and (where available) facsimile numbers and e-mail addresses.

4.3 Notwithstanding the provisions of paragraph 4.2 above, a Riding Association shall remain a recognized Riding Association until such time as the Executive withdraws recognition of such Riding Association.

4.4 Upon compliance with subparagraphs 4.2 (a) and (b), recognition shall be acknowledged by the appropriate Provincial Association by the issuance of an annual certificate of recognition.

4.5 For the purposes of delegate selection, recognition shall not be extended to any Recognized Association not recognized six months prior to the date of a special or general meeting as called by the Executive.

4.6 The six-month requirement in paragraph 4.5 shall be waived in the case of new Riding Associations which,

(a) are created as a direct result of electoral redistribution;

(b) are, effectively, successor Riding Associations to pre redistribution Riding Associations which were formerly in good standing; and

(c) have fully complied with each of the requirements of paragraph 4.2.

ARTICLE 5 - RECOGNIZED ASSOCIATIONS

5.1 Each recognized Association shall adopt a constitution for the governance of its affairs and shall submit such constitution and any amendments thereto to the Party. In addition to any other matter set forth therein, every such constitution shall provide that:

(a) Any person who has attained the age of fourteen (14) years, who supports the Statement of Principles and the Objects of the Constitution and of the constitution of the recognized Association, shall be entitled to be a member of the Association upon payment of the fee set pursuant to Article 7 and, in the case of a Women's Association, Youth Association,

Campus Association or Club, compliance with the membership provisions of the Association constitution.

(b) Eligibility for membership in the recognized Association shall be without regard to race, origin, religion or sex.

(c) Subject to the provisions of this Constitution, an annual meeting of the members of the recognized Association for the election of officers and directors shall be held once in each calendar year.

(d) The executive of the recognized Association shall hold at least four (4) meetings in each calendar year.

(e) Notice of any annual, special, or delegate selection meeting shall be given in writing to each member of record at least fifteen (15) days in advance of the meeting. Additional notice may also be given in the newspaper or newspapers having daily or weekly circulation within the Riding.

(f) Every annual or special general meeting, or delegate selection meeting of the members of the recognized Association shall be open, public and democratic.

(g) Standard Parliamentary procedures shall be followed at all such meetings. In the event of dispute as to any procedure at any general or special meeting or delegate selection meeting, of the members of a recognized Association, Robert's Rules of Order shall govern.

5.2 The Executive may at any time require that any Recognized Association submit its constitutions, membership and executive lists to the Executive in order that the Executive may determine whether the Association meets the requirements of this Constitution and applicable rules. The constitutions, membership and executive lists shall be submitted by the Recognized Association to the Secretary of the Party within fifteen (15) days of the receipt of such a request.

5.3 In the event that the Executive determines that the Association fails to meet the requirements of this Constitution or applicable rules, or in the event that the Recognized Association has not submitted its constitutions, membership and executive lists within the time set out in paragraph 5.2, the Executive shall notify the Recognized Association of the violation and the Recognized Association shall have thirty (30) days in which to comply or ninety (90) days should constitutional change be required. Failing adequate compliance, recognition may be withdrawn and the Association shall thereupon cease to be a Recognized Association for the purposes of this Constitution.

5.4 The Executive may at any time require that a Provincial Association submit its constitution, current executive list (including positions, names, addresses, telephone and (where available) facsimile numbers and email addresses) and a list of each association or district association recognized by the Provincial Association (including the name, address, and telephone of the current President and (where available) his or her facsimile number and email address). The

required information shall be submitted by such Provincial Association to the Secretary of the Party within fifteen (15) days of the receipt of such a request.

5.5 The procedure employed by the Executive with respect to the review of the compliance of a Recognized Association or a Provincial Association with this Constitution shall be in accordance with the principles of natural justice.

ARTICLE 6 - RIDING ASSOCIATIONS

6.1 In addition to the provisions of Article 5, Recognized Riding Associations shall also comply with the provisions of Article 6.

6.2 Subject to this Constitution and under the rules and regulations advised by the Party Executive from time to time, a nomination convention for the selection of a candidate shall be held.

6.3 Every Candidate Nomination Convention shall be open, public and democratic.

6.4 Standard Parliamentary Procedure shall be followed at all such conventions. In the event of a dispute as to any procedure at any convention for the election of a candidate to the Legislature, the current version of Robert's Rules of Order shall govern.

6.5 It is recognized that each recognized Riding Association shall comply with the provisions of the applicable laws of the Province of Ontario. In the event that a recognized Riding Association fails to comply with the provisions of the applicable laws of the Province of Ontario, the Executive may withdraw recognition from that Riding Association and the Riding Association shall then cease to be a recognized Riding Association for the purposes of this Constitution. In the event that a recognized Riding Association is deregistered by the Commission on Election Finances, recognition may be withdrawn from the Riding Association and such Riding Association shall then cease to be a recognized Riding Association for the purposes of this Constitution.

6.6 Each Riding Chief Financial Officer and Campaign Chief Financial Officer, when filing, respectively, the Riding or Candidate Statements of Income and Expenses with the Commission on Election Finances shall concurrently forward a copy of such return to the Chief Financial Officer of the Party at Headquarters.

6.7 Normally the Riding Chief Financial Officer should act as the Campaign Chief Financial Officer. Where this is not possible, there should be co-operation and communication between the two financial officers. Each Riding Chief Financial Officer and Campaign Chief Financial Officer shall provide each other with information in a timely manner.

ARTICLE 7 - MEMBERSHIP

7.1 Membership in the Party shall be open to persons of fourteen (14) years of age or over, without regard to race, origin, religion or sex. Members must be residents of Ontario and uphold this Constitution.

7.2 A member of the Party is any person who is a member of a Recognized Association.

7.3 Fees for membership in all Recognized Associations shall be set by the respective executives of such Associations, subject to rules made by the Party Executive.

7.4 Membership in a Recognized Association may be acquired,

(a) by application directly to the Association; or

(b) through the Member Recruitment System.

7.5 Payments of a membership shall be done by personal cheque or credit card, the foregoing which may include payment on behalf of family members of the same household. Payment of a membership by cash, corporate cheque, or corporate credit card shall not be permitted.

ARTICLE 8 - MEMBER RECRUITMENT SYSTEM AND PROVINCIAL PARTY MEMBERSHIP REGISTRY

8.1 The purpose of the Member Recruitment System is to encourage and facilitate the recruitment of new members in a manner that respects the role of Recognized Associations.

8.2 The Provincial Party Membership Registry is the official record of members of the Party.

8.3 At least once per month, the Secretary shall provide to Recognized Associations the names, addresses and allocated fees related to memberships sold through the Member Recruitment System.

8.4 Each Recognized Association shall report regularly to the Secretary the memberships acquired directly by application to the Association.

8.5 Subject to eligibility and compliance with this Constitution and the rules, membership takes effect when the application and fee are received,

(a) by a Recognized Association, in the case of membership acquired through the association; or

(b) by the Secretary, in the case of membership acquired through the Member Recruitment System.

8.6 All memberships, whether acquired through Recognized Associations or through the Member Recruitment System, shall be recorded on the Registry.

8.7 As a confidential asset of the Party, neither the Membership Registry, nor and part or portion of it, shall not be sold or made available to any person or organization outside of the Party.

8.8 The Party Executive may make rules,

(a) regulating membership fees;

governing the application, recruitment, membership and registry processes, including rules that prescribe forms or require timely communication of corrections or changes to membership information;

(b) governing membership renewal;

(c) allocating fees collected through the sale of memberships, provided that a Recognized Association's share of fees shall not be less than seventy-five per cent (75%);

(d) setting deadlines for taking steps referred to in Articles 7 and 8 or related to the administration of Articles 7 and 8;

(e) respecting challenges to applications and the means of authenticating eligibility;

(f) related to residence;

(g) related to proof of membership, including rules that provide for standard membership cards;

(h) respecting the transfer of membership upon change of residence; and

(i) governing the use of the registry.

ARTICLE 9 - EXECUTIVE

9.1 Any member of the Party shall be eligible for nomination and election to any of the offices shown in paragraph 9.2 for which that member is qualified. All members of the Executive must be members of the Party in order to be elected and hold office.

9.2 The Executive of the Party shall consist of the following:

(a) The Leader.

(b) The Immediate Past President.

(c) The President.

(d) Nine (9) Vice-Presidents provided that the 4th and 7th shall be men; the 5th and 8th shall be women; and the 6th and 9th shall be eligible to be members of the Youth Association.

(e) Ten (10) Regional Vice-Presidents elected by the delegates originating from the Electoral Districts found in such regions as defined from time to time by the Executive.

(f) The Secretary.

(g) The Treasurer.

(h) The President of the Women's Association, the President of the Youth Association and the President of the Campus Association,

9.3 The Leader of the Conservative Party shall be an honourary member of the Executive.

9.4 Former Leaders of the Party shall be honourary Executive members.

9.5 The Officers of the Party shall be the President, the Vice-Presidents, the Regional Vice- Presidents, the Secretary and the Treasurer. Any member of the Party shall be eligible for nomination and election to any of the aforesaid offices for which that member is qualified.

9.6 No person shall be elected as President of the Party for more than two consecutive terms.

9.7 The election of Officers shall take place at a general meeting of the Party, and there shall not be an interval longer than two years between such elections except where the Executive postpones the date for a general meeting pursuant to the provisions of Article 13.

9.8 In the event of an Officer's resignation or absence from three consecutive meetings of the Executive, the office held by that Officer is automatically vacant and such Officer ceases to be an Officer. Such vacancy may be reversed by a majority vote of the Executive. A vacancy may be filled by an appointee of the Executive for the balance of the term within ninety (90) days of the vacancy. The Executive may authorize an Officer's absence from an Executive meeting and in such case the absence is not an absence for the purposes of this paragraph.

9.9 The Executive may make rules and regulations from time to time pertaining to this Constitution and subject to the provisions of this Constitution. Rules shall be posted on the Party's website, shall be provided in writing to the President and Secretary of each Recognized Association, and shall be provided to any member on request.

9.10 The official address of the Executive is the address of Headquarters.

9.11 Despite paragraphs 9.1 and 9.5, no one is eligible to serve as an Officer who is an employee of, or a paid consultant engaged by, the Party, the Fund or the Office of the Leader. An Officer who commences such employment or consulting arrangement shall be deemed to have resigned and the vacancy shall not be reversed.

9.12 The President shall represent the interests of the membership to Caucus when invited to do so.

ARTICLE 10 - DUTIES OF OFFICERS

Beyond any specific duties outlined below, it is the duty of every Officer to monitor and uphold the observance of this Constitution**.** Duties of the Officers are as follows:

10.1 **President** - The President shall preside over all meetings of the Party and over every Party convention. The President shall enforce the observance of this Constitution. The President shall decide all questions of order, announce the results of all votes and give the casting vote in the case of a tie at all general, special general and Executive meetings of the Party and shall be a member of all Executive Committees. The President shall be a member of the PCOF Board of Directors. The President shall call meetings of the Executive. If the President seeks re-election at a general meeting, and is opposed for re-election, the Executive shall select another Chairman to preside during the general meeting and such Chairman shall have the casting vote in the case of a tie. The President shall attend meetings of Caucus to express the views of the membership to Caucus, when invited to do so.

10.2 **Vice-Presidents** - The Vice-Presidents, in numerical order of seniority, shall act in the place and stead of the President whenever the President is absent, resigns or is unable to discharge the duties imposed by this Constitution and the Vice-Presidents shall perform such other duties as determined from time to time by the Executive. The third Vice-President shall chair the Policy Committee of the Executive.

10.3 **Regional Vice-Pres idents** - The Regional Vice-Presidents shall represent the regions and shall perform such other duties as determined from time to time by the Executive.

10.4 **Secretary** - The Secretary shall e nsure that a full and accurate record of the meetings of the Party and of the Executive shall be kept and shall communicate on a regular basis with the officers of recognized Riding Associations and other Recognized Associations. The Secretary shall ensure that full and correct notices of all meetings of the Party or the Executive are sent out. The Secretary shall perform such other duties as determined from time to time by the Executive.

10.5 **Treasurer** - The following shall be the duties of the Treasurer:

(a) The Treasurer shall ensure that a full and correct record of the revenues and expenses of the Executive shall be kept.

(b) The Treasurer shall cause an annual budget for the Executive to be prepared and shall present it to the Executive for approval no later than December of the year preceding the financial year to which said budget relates.

(c) The Treasurer shall report on the finances of the Executive at each of its meetings.

(d) The Treasurer shall deliver the financial statements of the Executive to the Presidents of Riding Associations and other Recognized Associations

within four (4) months following the year end to which the statements relate.

(e) The Treasurer shall be a member of the PCOF Board of Directors.

(f) The Treasurer shall report on the finances of the Party at each meeting of the Executive.

(g) The Treasurer shall cause a quarterly information letter on the finances of the Party to be distributed within four (4) months of each of the first three quarters of the Party's financial year to the executive members of the Provincial Associations, to the Presidents and Chief Financial Officers of the Riding Associations and recognized party clubs and to any other person designated by the Executive.

ARTICLE 11 - MEETINGS OF THE EXECUTIVE

11.1 Subject to paragraph 11.2, the Executive shall meet at the call of the President.

11.2 Ten or more members of the Executive may cause a meeting to be called by submitting a request in writing to the Secretary who shall call a meeting within thirty (30) days of the receipt of any such request.

11.3 Quorum for Executive meetings shall be a majority of the Officers or seven Officers whichever is greater.

11.4 Notice of meetings of the Executive shall be given in writing to each Executive member not less than fifteen (15) days before the date of the meeting. Such notice shall state the purpose of the meeting. The President may determine that exceptional circumstances warrant shortening the notice period or dispensing with written notice.

ARTICLE 12 - COMMITTEES OF THE EXECUTIVE

12.1 The standing committees of the Executive are:

(a) **Finance** - The Finance Committee shall be chaired by the Treasurer. This Committee shall work with the PCOF Board of Directors and shall prepare and oversee the Executive budget and Executive fundraising programs.

(b) **Constitution** - The Constitution Committee shall be chaired by a member of the Executive nominated by the President and approved by the members of the Executive. This Committee shall, from time to time, review the Constitution and if required or requested propose amendments at general or special general meetings of the Party.

(c) **Communications** - The Communications Committee shall be chaired by a member of the Executive nominated by the President and approved by the members of the Executive. This Committee shall foster communication within the Party and between the Party and the general public.

(d) **Organization** - The Organization Committee shall be chaired by a member of the Executive nominated by the President and approved by the members of the Executive. The Committee shall oversee the general organization of the Party.

(e) **Membership** - The Membership Committee shall be chaired by a member of the Executive nominated by the President and approved by members of the Executive. This Committee shall promote membership, recruitment and involvement with the Party, and shall be responsible for and administer the Registry.

(f) **Policy** - The Policy Committe e shall be chaired by the third Vice-President. This committee shall organize an annual Policy Conference and support all Party policy development initiatives.

(g) **Nominations** - The Nominations Committee shall be chaired by a member of the Executive nominated by the President and approved by members of the Executive. This committee will be comprised of the Regional Vice-Presidents and other members approved by the Executive. The Committee shall administer and oversee the nomination process.

(h) **Training and Development** - The Training and Development Committee shall be chaired by a member of the Executive nominated by the President and approved by members of the Executive. The Committee shall be responsible for developing and implementing an ongoing training program within the Party to promote the best practices for riding organization, pre-writ and campaign techniques.

(i) **Fundraising** - The Fundraising Committee shall be chaired by a member of the Executive nominated by the President and approved by members of the Executive. The Committee shall be responsible for promoting ongoing fundraising efforts by Recognized Riding Associations.

12.2 The Executive may establish or dissolve special committees as it sees fit.

12.3 All committees shall report to the Executive on a quarterly basis, at a minimum.

ARTICLE 13 - GENERAL MEETINGS

13.1 General Meetings of the Party shall be held as may be determined by resolution of the Executive and there shall not be an interval longer than two years between general meetings. The Executive may postpone a general meeting for a period not longer than one year from the date when such meeting ought to have been held, in the event of a provincial or federal election, or in the event of a leadership election having been called.

13.2 Notice of a General Meeting shall be given in writing to all recognized Riding Associations and to all other recognized Associations at least ninety (90) days prior to the date of a general meeting. Such notice shall include a general statement regarding the purpose of the meeting.

13.3 The Notice of the meeting shall include a notice detailing deficiencies in each Recognized Association's compliance with paragraphs 4.2 and 8.4. If such notice is not given, then the condition of compliance at the commencement of subparagraph 17.2(a) shall not apply. Each such recognized Association that is not in compliance shall have 45 days from receiving the notice in which to comply.

ARTICLE 14 - NATURE OF BUSINESS AT GENERAL MEETINGS

14.1 The agenda for General Meetings shall include but not be limited to the following:

(a) Election of the Officers of the Party.

(b) The Treasurer's report concerning the financial affairs of the Executive.

(c) Session with the Leader.

(d) Session with the President.

(e) Constitutional amendments.

(f) Policy Sessions.

(g) Financial report as provided in paragraph 20.11.

14.2 Additional business, as determined by the Executive, may also be included in the business of general meetings.

14.3 The order of business shall be determined by the Executive and the Executive shall circulate an agenda to the delegates prior to the meeting.

ARTICLE 15 - SPECIAL GENERAL MEETINGS

15.1 Special General Meetings of the Party shall be held on such dates as may be determined by resolution of the Executive.

15.2 The Executive shall call a special general meeting and shall give notice in writing of such meeting pursuant to this Article upon receipt by the Secretary of the Party of a petition signed by at least one-third of the Riding Associations, as approved by general resolution of the membership at a general meeting of each petitioning Riding Association, calling for such special general meeting.

15.3 Notice of a special general meeting shall be given in writing to all recognized Riding Associations and to all other Recognized Associations at least ninety (90) days prior to the date of a special general meeting. Such notice shall include a general statement regarding the purpose of the meeting.

15.4 The nature and order of business at special general meetings of the Party shall be determined by resolution of the Executive. The Executive shall circulate an agenda to all delegates prior to the meeting.

ARTICLE 16 - MEETING PROCEDURES

16.1 Standard Parliamentary procedures shall be followed at all meetings of the Party. In the event of dispute as to any procedure at any general or special meeting of the

16.2 Party, Robert's Rules of Order shall govern.

16.3 Standing Rules to govern the conduct of the Party shall be approved at a special or general meeting of the Party by a majority vote. For any matter not covered by such Standing Rules, Robert's Rules of Order shall govern.

16.4 Any motion to amend or reconsider any matter that requires a two- thirds vote shall require two-thirds of the votes cast in the affirmative in order to carry.

ARTICLE 17 - DELEGATES TO SPECIAL GENERAL AND GENERAL MEETINGS

17.1 Despite paragraph 17.2, all delegates and alternate delegates to Special General and General Meetings must be Party members in good standing.

17.2 Delegates to Special General and General Meetings shall be the following:

(a) From Recognized Riding Associations that have complied with paragraphs 4.2 and 8.4 within two (2) years prior to the meeting, sixteen (16) delegates and eight (8) alternate delegates elected by the membership of each recognized Riding Association. An alternate delegate may vote in place of a delegate upon the presentation of a properly endorsed delegate identification certificate or upon certification by the Riding Association President or Secretary. Whenever possible, the delegates and alternates shall be equally divided between men and women. Association meetings for the election of delegates and alternate delegates shall be held after notice has been given in writing to the membership of the Riding Association at least fifteen (15) days before the meeting.

(b) Five (5) delegates and five (5) alternate delegates, under the age of thirty (30) years, democratically elected by the membership of each recognized riding youth association pursuant to paragraph 4.5, or if no such recognized riding youth association exists in an Electoral District, by the membership of the recognized Riding Association in that Electoral District. An alternate delegate may vote in the place of a delegate upon the presentation of a properly endorsed delegate identification certificate or upon certification by the President or Secretary of the Association that elected the alternate delegate. Whenever possible the five delegates shall include two (2) men and two (2) women and the five (5) alternates include two (2) men and two (2) women. A riding youth association meeting for the election of delegates and alternate delegates shall be held after notice has been given in writing to the membership of the riding youth association at least fifteen (15) days before the meeting, and whenever possible, shall be held immediately prior to the delegate selection meeting of the recognized Riding Association in the same Electoral District.

(c) Five (5) delegates and five (5) alternate delegates, democratically elected by the membership of each recognized campus association. An alternate delegate may vote in place of a delegate upon the presentation of a properly endorsed delegate identification certificate or upon certification by the President or Secretary of the Association that elected the alternate delegate. Wherever possible the five delegates shall include two (2) men and two (2) women and the five (5) alternates shall include two (2) men and two (2) women. A campus association meeting for the election of delegates and alternate delegates shall be held after notice has been given to the membership of the campus association at least fifteen (15) days before the meeting

(d) The current and all former Leaders.

(e) All current and former members of Caucus.

(f) All Progressive Conservative candidates in the last Provincial election in Ontario, provided that if a candidate has been nominated to contest the next Provincial election in an Electoral District not represented by a Progressive Conservative member, such nominee shall be a delegate in place and stead of the candidate in the last Provincial election.

(g) All Conservative Party candidates in Ontario in the last Federal election, provided that if a candidate has been nominated to contest the next Federal election in an Electoral District not represented by a Conservative Party member, such nominee shall be a delegate in place and stead of the candidate in the last Federal election.

(h) Members of the Senate of Canada from Ontario representing the Conservative Party.

(i) The Executive.

(j) Ten (10) members of the executive of the recognized Women's Association.

(k) Ten (10) members of the executive of the recognized Campus Association.

(l) Ten (10) members of the executive of the recognized Youth Association.

(m) Four (4) delegates from each recognized Party club,

(n) Fifteen (15) members of the PCOF Board of Directors,

(o) The President of each recognized Riding Association,

(p) Past Presidents of the Party,

(q) Policy Advisory Council co-chairs.

17.3 No member of the Party may vote to select delegates to any general or special general meeting in more than one Recognized Association.

17.4 No member of the Party may be elected as a delegate from more than one Recognized Association.

ARTICLE 18 - POLICY CONFERENCES

18.1 The Executive shall call a Policy Conference at least once a year. In years when a General Meeting of the Party is to be held, the Policy Conference shall be incorporated into the General Meeting.

18.2 In the event of a provincial or federal election or provincial leadership election, the Executive may postpone a Policy Conference for a period not longer than six months from the date when such meeting ought to have been held.

18.3 For all Policy Conferences, the Secretary shall give notice in writing of the meeting for the conference and the policies to be debated twenty-one (21) days in advance of the meeting.

18.4 There shall be two categories of policy resolutions: Proposed Resolutions and Recommended Resolutions.

18.5 Proposed Resolutions are resolutions which are being proposed for consideration by the Party's policy development process:

(a) Proposed Resolutions may be put forward by any member of the Party, by submitting the resolution in writing to the Chair of the Policy Committee ("Policy Chair").

(b) The Policy Chair shall report any Proposed Resolutions at the Policy Conference and shall refer them to the Policy Committee and the appropriate Policy Advisory Council for review.

(c) The Policy Chair shall report at the next annual Policy Conference on the results of the review of the Proposed Resolutions.

(d) Either a Proposed Resolution shall be presented to the annual Policy Conference as Recommended Resolution with any amendments resulting from the policy development process review or, if a Proposed Resolution is declined by the policy development process, it shall be so reported.

(e) Where the author(s) of a Proposed Resolution request(s) a report on its status in the policy development process, the Policy Chair shall provide a report to the author(s) within sixty (60) days of receipt by the Policy Chair of the request.

18.6 Recommended Resolutions are resolutions which have been analyzed by the Party's policy development process and have been recommended for adoption by the Policy Committee or have been called up by majority vote of the delegates present and

voting at the next Policy Conference.

18.7 Recommended Resolutions passed at annual Policy Conferences shall constitute the foundation on which Party policy and legislation is developed until the next Policy Conference

18.8 Any part of the policy development process that involves an online, web-based system shall be in addition to, and not in replacement of, the requirement to hold an in-person policy conference as outlined in paragraph 18.1.

ARTICLE 19 - POLICY ADVISORY COUNCIL

19.1 There shall be one or more Policy Advisory Councils. Policy Advisory Councils shall be inclusive and represent a process that enables all members of the Party to suggest policies for the Party. The Policy Chair shall be responsible for this process.

19.2 Each Policy Advisory Council shall be chaired by two Co-Chairs. These Co- Chairs will be appointed annually by a joint recommendation of the Policy Chair and the President.

19.3 Members of Caucus shall be invited to sit on all Policy Advisory Councils. The Party Critic/Minister shall be an automatic member of the related Policy Advisory Council and be expected to attend a minimum of four (4) meetings a year.

19.4 All members of the Party are eligible to participate as a member on a Policy Advisory Council. Non-members of the Party may be asked to participate in the work of a Policy Advisory Council in an advisory capacity at the discretion of the Co-Chairs.

19.5 The process to join a Policy Advisory Council is to submit an application form to the Policy Chair. Applications to serve on Policy Advisory Councils shall be reviewed by the Policy Committee and the relevant Co-Chairs. Everyone approved by the Policy Committee shall become a member of the appropriate Policy Advisory Council.

19.6 There shall be a Policy Committee of the Party, chaired by the Policy Chair and including the Leader, the President, the co-chairs of each Policy Advisory Council, the Provincial Campaign Chair(s) and Manager(s) of the Party (if any), the Executive Director of the Party (if any), two representatives of the Caucus, and one representative each of the Youth Association, Campus Association and Women's Association.

19.7 The Policy Committee of the Party shall ensure that the Party's policy development process is maintained as a meaningful and effective instrument for the development of policy consistent with the principles of the Party.

19.8 All Riding Associations are encouraged to establish Riding Policy Advisory Councils as an integral part of the Party policy development process.

ARTICLE 20 - PC ONTARIO FUND

20.1 The Party shall establish and maintain the existence of a non-profit corporation as a foundation in accordance with the applicable laws of the Province of Ontario, for the purposes of receiving and managing the assets of the Party. This Corporation shall be called the PC Ontario Fund and registered with the Province of Ontario in compliance with the Corporations Act

The PCOF shall be administered by a Board of Directors. The composition of such Board shall be as follows: Chair, Vice Chair(s), PCOF Executive Director, The number of Vice Chairs and the number of Directors may vary but the total membership of the Board shall not exceed thirty-one (31).

20.2 The members of the PCOF Board of Directors shall be appointed in the following manner:

(a) by the Leader, for a renewable term of up to two (2) years:

i. chair

ii. Directors from Caucus (3)

iii. Directors at Large - up to six (6)

(b) nominated by the Leader and ratified by the Executive, until the next General Meeting of the Party called pursuant to Article 13, at which time the appointment may be renewed:

i. Directors at Large - up to six (6)

(c) by the Board:

i. PCOF Executive Director

ii. PCOF Chief Financial Officer

iii. PCOF Secretary-Treasurer

(d) by virtue of position:

i. Director (Leader's Chief of Staff or equivalent position)

ii. Director (Party President)

iii. Director (Party Treasurer)

(e) Regional Representatives elected as Directors at the Party's General Meeting by the delegates originating from the Electoral Districts found in such regions; the regions and number of regions shall correspond to those represented by the Regional Vice Presidents on the Executive of the Party, as defined in paragraph 9.2.

20.3 The Leader may appoint any number of Board members to the position of Vice Chair.

20.4 Should a Regional Representative elected as Director pursuant to subparagraph 20.3 (e) resign or miss three (3) consecutive meetings of the Board of Directors without reasonable cause or should a vacancy occur for any other reason, the Executive, after reasonable consultation with the Region, may appoint a replacement Director to serve the balance of the term.

20.5 PCOF Chief Any and all committees of the Board, as from time to time defined by the Board, shall include at least one member of the Board who was elected to his or her position under Article 20.3(e) or 20.3 (d) (ii) and (iii).

20.6 The officers of the PCOF shall be as follows: Chair, Vice Chair(s), PCOF Chief Financial Officer and PCOF Secretary-Treasurer. The Chair shall be the Chief Executive Officer of the PCOF.

20.7 The Board shall be responsible for the overall supervision and administration of the finances of the Party in accordance with the terms stated in the By-Laws of the PCOF and this Constitution.

20.8 The Chair and the PCOF Chief Financial Officer shall report regularly to the Leader on matters relating to the Board's administration of the Party's finances.

20.9 The Chair and the PCOF Chief Financial Officer shall report regularly to the Executive on matters relating to the Board's administration of the Party's finances. Reporting shall be at least once per calendar quarter and, in the event actual revenues or expenses vary by more than 5% of the approved budget, within one month of the preparation of quarter-end financial reports.

20.10 The Chair shall cause an annual report on the finances of the Party to be distributed within six (6) months of the Party's year end to the Leader, the Caucus, the Board, the presidents, secretaries and chief financial officers of each Riding Association, the executive members of the Provincial Associations, the presidents of every other Recognized Association and any other person designated by the Board.

20.11 The accounts and records of the Party shall be audited externally on an annual basis in accordance with the applicable laws of the Province of Ontario.

20.12 The Chair, the Treasurer of the Party and the PCOF Chief Financial Officer shall provide a financial report to the membership at General Meetings of the Party.

20.13 The PCOF Board of Directors shall cause an annual budget to be prepared and submitted by the Chair to the Executive, for approval, no later than November of the year preceding the financial year to which said budget relates. In the event the Executive should not approve the budget, the PCOF Board of Directors shall cause the budget to be amended and re-submitted within one month.

20.14 When a contribution is made to the Party by a natural person as a result of a solicitation made to the natural person by direct mail, e-mail, or telemarketing, the PCOF shall remit to the Riding Association of the donor ten percent (10%) of net revenue raised in respect of such contribution, with the remittance to be made within a reasonable period after the end of the year.

ARTICLE 21 - PARTY HEADQUARTERS

21.1 The Party shall maintain as Headquarters the central location where Party The role of the Headquarters staff is to assist in the operation of the Party.

21.2 Members of the Headquarters staff must remain neutral in all leadership elections, nomination conventions and matters voted on at general meetings and meetings of Recognized Associations, and Headquarters shall only be used for neutral purposes.

ARTICLE 22 - THE LEADER

22.1 There shall be a Leader of the Party who shall, subject to this Constitution, be responsible for the overall direction of the Party.

22.2 The responsibilities of the Leader include:

(a) speaking and acting on behalf of the Party as its chief public official;

(b) promoting the Party, its principles and policies, while providing the overall vision and direction for the Party;

(c) ensuring the development of the election platform consistent with policies approved by the Party;

(d) conducting the election campaign in a manner that best earns the support of all Ontarians, while respecting the principles and policies of the Party;

(e) reporting to, and carrying out an accountability session with, the membership at every General and Special General Meeting;

(f) reporting to the Executive at least quarterly; and

(g) nominating the Executive Director of the Party subject to ratification by the Executive.

22.3 The Leader shall obtain the ratification of the Party election platform, both from the Caucus and from the Policy Committee of the Party as constituted in Section 19.6, prior to its public release

ARTICLE 23 - INTERIM LEADER

23.1 Upon the death, retirement or resignation of the Leader, and until the completion of the

leadership election, the Caucus shall elect an interim Leader who shall be recognized as the Leader by the Party

23.2 If the Caucus is unable to select an interim Leader in the circumstances described in paragraph 23.1, a joint meeting of the Caucus and the Executive shall make such selection.

23.3 The Interim Leader shall be ineligible to be a candidate in that particular Leadership Election

ARTICLE 24 - LEADERSHIP REVIEW

24.1 At the first general meeting of the Party following an Ontario general election in which the Caucus does not form the Government of Ontario, and only at such meeting, the delegates shall be asked by secret ballot: "Do you wish to have a leadership election?"

24.2 In the event that more than 50% of the votes cast are in the affirmative, the Executive shall call a leadership election and such election shall occur at the earliest convenient date as determined by the Executive.

ARTICLE 25 - LEADERSHIP ELECTION

25.1 Within eighteen (18) months of any event referred to in Article 23 or 24, or at the request of the Leader, the Executive shall call a leadership election.

25.2 Voting in a leadership election shall be scheduled to conclude no later than six (6) months after the date on which the Executive called the election.

25.3 A leadership election shall respect the principle that each member of the Party has a right to one vote, and that the Executive shall ensure that the right to vote of each Party member is respected in any rules governing the leadership election.

25.4 For the purposes of this Article, except paragraph 25.9, "member of the Party" shall mean a member of the Party as of a cut-off date determined in the leadership election rules. The cut-off date shall not be earlier than the mid-point between the date the election is called and the date voting is scheduled to conclude.

25.5 Members of the Party recorded on the Registry comprise the voters' list.

25.6 The Executive shall appoint election officials and establish a committee to administer the leadership election. Upon appointment, all committee members and election officials shall undertake in writing to remain neutral throughout the entire leadership election.

25.7 The Executive, in consultation with the Leadership Election Committee, shall prepare a detailed budget for the effective and efficient conduct of the leadership election and shall implement strict financial controls to ensure that costs and expenses of the leadership election are only incurred by authorized persons. This budget shall be approved and administered by the PCOF, and regular checks by the PCOF shall be made to ensure that all expenditures are in line with the leadership election budget.

25.8 The Executive shall make rules governing the leadership election. The election officials and committee shall have exclusive authority to interpret and apply the rules and to issue guidelines for their interpretation and application.

25.9 Financial Officer, PCOF Secretary-Treasurer and other Directors.

25.10 The Executive shall ensure that draft leadership election rules are at all times available and up-to-date, and at least once between general meetings shall undertake a complete review of the draft rules. These draft rules shall be posted on the Party Website, shall be provided in writing to the Presidents and Secretaries of all recognized associations, and shall be provided to any member upon request.

25.11 Each candidate for Leader must be a member of the Party and must be nominated and seconded in writing by members of the Party. Each nomination must be endorsed in writing by a minimum of 100 members of the Party, not more than ten of whom may reside in the same Electoral District.

25.12 The election of a Leader shall be conducted by secret ballot.

25.13 Contributions to leadership contestants must be reported on at least a monthly basis to the PC Ontario Fund. Twenty per cent (20%) of all funds collected must be transferred to the PC Ontario Fund and accompany the report. In any event, the total monies transferred shall equal twenty per cent (20%) of the total contributions reported in the candidate's final report under the *Election Finances Act.*

ARTICLE 26 - LEADERSHIP VOTING PROCESS

26.1 Voting shall open on the same day across the province.

26.2 Votes on any ballot, including votes cast at any advance polls, shall be counted at the same time.

26.3 The election officials and committee may establish more than one voting station in an Electoral District or may combine the voting stations of two or more Electoral Districts at a common location.

26.4 Party members' votes shall be assigned to the Electoral Districts in which they reside.

26.5 For the purpose of apportioning ballot results among the candidates, each Electoral District shall be assigned up to 100 Electoral Votes.

26.6 Upon the completion of a ballot, the votes cast in each Electoral District shall be counted. If 100 or fewer votes have been cast, each candidate shall receive Electoral Votes equal to the number of votes cast for the candidate. Otherwise, each candidate shall receive Electoral Votes equivalent to the percentage of votes cast for the candidate.

26.7 A candidate receiving more than half of the Electoral Votes province-wide is elected the Leader.

26.8 On a ballot, the candidate receiving the lowest number of Electoral Votes and any candidate receiving less than 10 per cent (10%) of Electoral Votes shall not proceed to the next ballot.

26.9 In the event that no candidate is elected, another ballot shall be taken. Ballots shall continue to be taken until a Leader is elected.

26.10 Notwithstanding any provision in this constitution that voting shall open on the same day across the Province, the Executive is required to make provisions in the leadership election rules for an advance poll, preferential ballot and/or other means in order to ensure that the voting process is accessible and respects the rights of all members to cast their votes.

26.11 If the rules prescribe preferential voting, paragraphs 26.2, 26.7, 26.8 and 26.9 apply with necessary modifications.

ARTICLE 27 - PROTESTS

27.1 Any ten (10) residents of an Electoral District who support the Principles and Objects of the Party may protest any matter respecting the conduct of the affairs of the Riding Association by submitting a complaint in writing to the President and Secretary of the Party.

27.2 Upon receipt of such a written complaint, the President or Secretary shall forthwith notify the executive of the recognized Riding Association, and such executive may submit a response in writing to the President or Secretary of the Party within the time specified in the notice.

27.3 The Executive shall then determine whether the conduct of the affairs of the recognized Riding Association is consistent with the provisions of this Constitution and the constitution of the recognized Riding Association and will forthwith communicate its decision to the complainants and to the executive of the recognized Riding Association.

27.4 In the event that the Executive determines that the conduct of the affairs of the recognized Riding Association is inconsistent with the provisions of this Constitution or the constitution of the recognized Riding Association, recognition may be withdrawn from the Riding Association and such Riding Association shall thereupon cease to be a recognized Riding Association for the purposes of this Constitution. The procedure employed by the Executive with respect to the review of the conduct of the Riding Associations shall be in accordance with the principles of natural justice.

27.5 Any person seeking nomination at a convention called by *a* recognized Riding Association for the purpose of the nomination of a candidate to the Legislature may protest any matter in respect of the convention by submitting a complaint in writing within five (5) days to the Secretary of the Party.

27.6 The Executive shall meet to consider the complaint and shall forthwith communicate its decision to the person seeking nomination.

ARTICLE 28 - JURISDICTION

28.1 The decision of the Executive in respect of any such complaint shall be final and not subject to further protest.

28.2 In all cases the provisions of the constitutions of Recognized Associations shall be governed by the provisions of this Constitution.

ARTICLE 29 - AMENDMENTS

29.1 This Constitution may be amended by at least two-thirds of the votes cast at *a* general meeting or a special general meeting of the Party.

29.2 Amendments may be proposed by the Constitution Committee, or by ten (10) members of the Party acting together, and who collectively reside in no less than five different ridings

29.3 Proposed amendments shall be sent to the Secretary forty-five (45) days in advance of the meeting at which it is proposed to present such amendments.

29.4 The Secretary shall send all such proposed amendments twenty-one (21) days in advance of the meeting to all members of the Executive and to the Presidents and Secretaries of all recognized Associations.

29.5 Each registered delegate to the general or special general meeting at which amendments to the Constitution are proposed shall be sent such proposed amendments fourteen (14) days prior to the date of such general or special general meeting.

ARTICLE 30 - PRESIDENTS' COUNCIL

30.1 The Party President shall establish a council, to be known as the Presidents' Council, to be comprised of the Party President (Chair), the Party Secretary, the Regional Vice-Presidents, and the presidents of each Recognized Riding Association or their delegates, in addition to such other member(s) of the Executive as are determined by the President.

30.2 The purpose of the Presidents' Council will be to provide to the President with feedback and opinion from Recognized Riding Associations within an informal forum setting.

30.3 The Presidents' Council shall meet at least once in each four month period.

30.4 The Presidents' Council may make use of telecommunications and/or web-based technology in assembling and holding meetings.

30.5 The President may elect to meet with the presidents of Recognized Riding Associations in any one region (as defined from time to time by the Executive in accordance with s. 9.2(e) herein) at a time, provided that if the President elects to hold such regional meetings, regional meetings must be held in each region of the province in order for the Presidents' Council to be deemed to have met