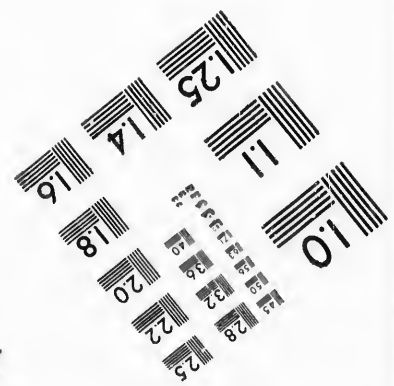
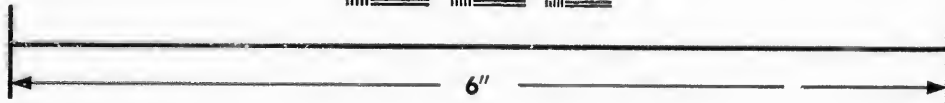
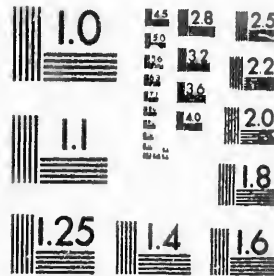


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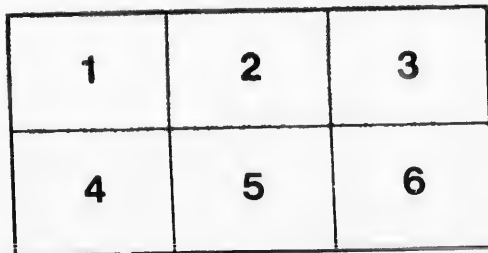
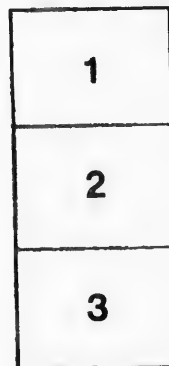
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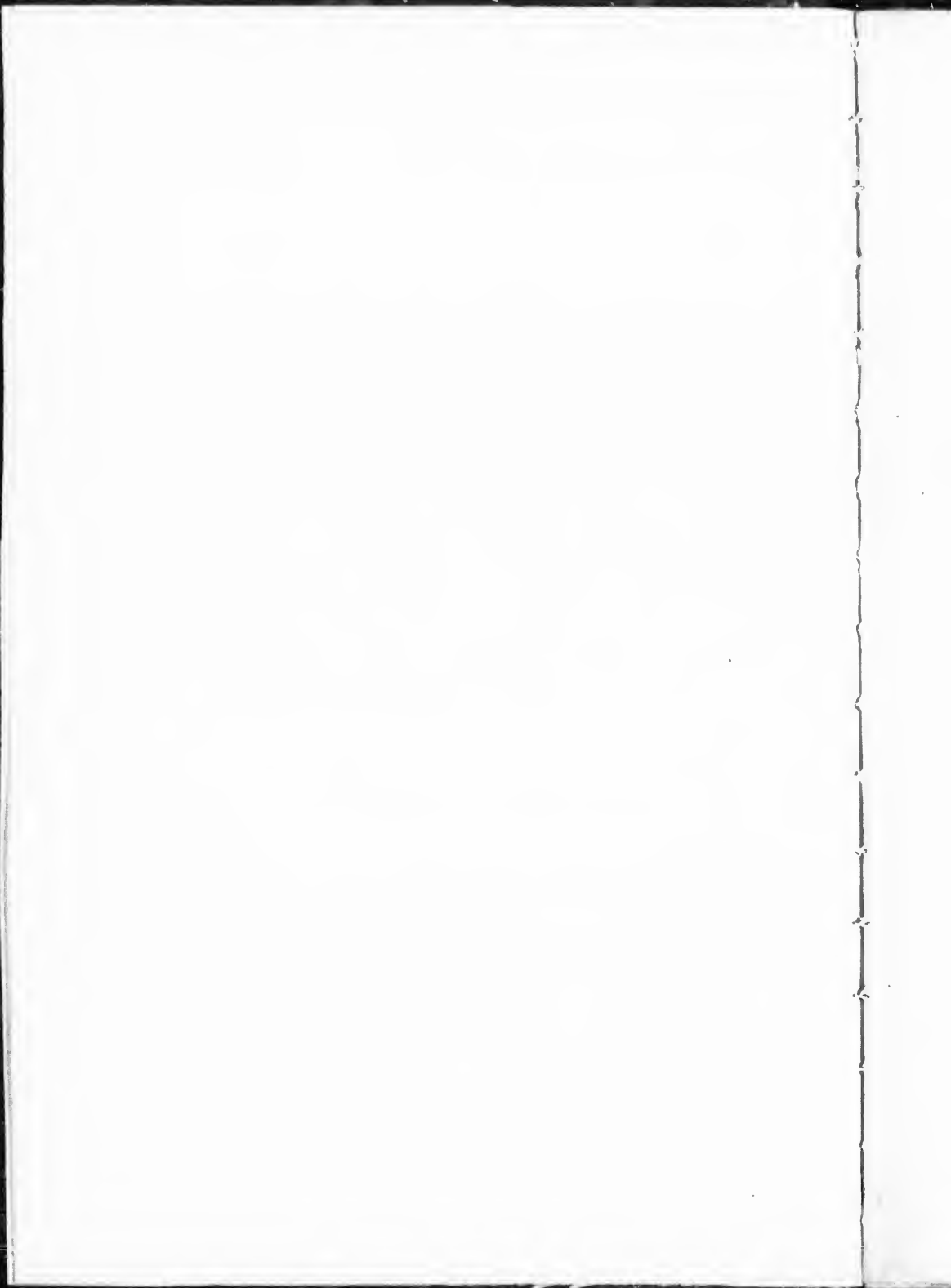
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CONSTITUTION

AND

BY-LAWS

OF THE

Toronto Co-operative Society.

ADOPTED 15th JUNE, 1865.

TORONTO:

LEADER & PATRIOT STEAM-PRESS PRINT, KING STREET EAST.

1865.



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OFFICERS FOR 1865.

MAY 5 1865

President.....MARK. SOLOMON.
Vice President.....THOMAS NIXON.
Recording Secretary.....MR. LEWIS.
Financial Secretary.....MR. THOMAS.
Treasurer.....MR. SPENCE.

DIRECTORS.

B. F. HEDDEN.	CHAS. A. MULDOON.
JAMES MITCHELL.	THOMAS CLEGG.
C. W. COATES.	CHARLES ACKHAM.
C. P. REYNOLDS.	JOHN ELDER.
RICHARD J. COLE.	S. MYERS.
C. LEVEY.	WILLIAM CULLIN.

TRUSTEES.

JNO. HALLAM.	DR. W. C. ADAMS.
HUMPHREY ELLIOT.	

Bankers—Ontario Bank.

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CO-OPERATION.

The objects which Co-operation is accomplishing are of the first importance to the people. The success of the Co-operative principle in its application to the production and distribution of wealth, has solved two of the greatest problems and difficulties of social science—the right use of capital and the just remuneration of labour. The monopoly of capital and of the profits of productive industry by a capitalist class, and the influence of an unnecessary middle class of distributors, who have enriched themselves by depriving the producer of his just remuneration on the one hand, and by over taxing the consumer on the other, have led to the most disastrous and discouraging consequences in the social condition of the people. While the entire wealth of the community has increased, the prosperity of the classes whose labour and skill alone produce wealth and capital, has not improved; and the gloomy and anomalous spectacle of great apparent national prosperity being always accompanied with an increase of poverty and destitution, has perplexed the profoundest thinkers on political science, and disheartened the great and good of every country who ardently desire to elevate the people. Wealth has been acquired more easily by a system of uncertain and unprincipled speculation, and by the unfair advantage which the monopoly of large capital has given to its possessors, than by the honest exercise of skilled industry; and while princely fortunes have often been realized by those whose capital or services were no equivalent for the tax they have imposed on labour, the great masses of the people, despoiled of their just rights and rewards, have been doomed to a life of hopeless toil and comparative poverty.

But the people have finally solved the problem themselves. The splendid and almost marvellous success of the "Rochdale Pioneers," a few poor Lancashire Weavers who, commencing a petty business on their account for the benefit of their own class with a capital of £28, and with a stock that excited the ridicule of the very class whose cause they were so wisely serving, have built up for themselves a magnificent property, has led to experiments in Co-operation, which in their final issue must produce an entire revolution in the relations between capital and labour. Seeing the conquests achieved by capital, and believing in its justice and value when rightly administered, they have felt the necessity and learnt the secret of becoming capitalists themselves. They have gone into partnership with each other, and by the simple application of the Co-operative principle they have succeeded in establishing great manufactories in splendid edifices, built out of their own money, for the creation of wealth; and stores for its distribution, that in magnitude of extent, and style, and business operations, as well as in general management and economy, equal and in many cases surpass the

most successful efforts of private enterprise. The great moral results that crown these wise and hopeful efforts of Industry to emancipate itself from the thralldom of Monopoly, are seen in the fact that Co-operative Societies actuated by a spirit of equity and justice, share the profits amongst those who make them and appropriate a portion of their surplus wealth to the advancement, the elevation and the happiness of their own class.

The practicability of Co-operation, then, whatever form it has taken, is placed beyond all doubt. In Great Britain alone there are upwards of 800 societies, with 200,000 members, owning a capital of £1,000,000 sterling, and engaged in almost every kind of manufacturing, producing and distributing enterprise. In Germany there are more than 1,000 Co-operative Societies, with 140,000 members, who command a capital of £4,000,000 (30 million thalers) and are engaged in associations of Shoemakers, Tailors, Smiths, Bookbinders, Carpenters, Weavers, Shawl Makers, Cloth Makers, &c., and in distributive Retail and Wholesale agencies. In France, in Switzerland, and even in Russia, the same great industrial revolution is advancing; and already it has been established with great success on the Rochdale principle in Lawrence, Massachusetts, and other localities in the United States, and in Hamilton, Canada, where the operations have increased so greatly that the managers have been compelled to enter upon larger premises.

The establishment of a Co-operative Store is generally the first experiment which the friends of Co-operation make. Its object is to purchase the necessaries of life, food, clothing and fuel of the best quality which cash payments can command, to sell these at fair remunerative profits to its customers and to share the profits among the members and purchasers. The goods are as sure to be free from adulteration as the wholesale and produce market can supply them; and there is no probability of fraud by false weights or short measure; because, as the wholesale purchases and retail sales are under the constant supervision of the members; as the store-keepers are in fact the customers, and buyers and sellers have thus the same interests, they are not likely to cheat themselves.

It is not the least advantage of the Co-operative Store that it allows and makes no invidious distinctions in the amount of purchases, or the rank of its customers. The purchaser of one dollar's worth or less will receive as good an article and the same attention as the purchaser of a hundred dollars worth, and a child sent by its parent will be as faithfully served as if the parent went him or herself. This system of just and honest dealing, so rarely practised under the old competitive system, is not only satisfactory in a mere trade point of view, but cannot fail as it spreads to foster a higher tone of commercial morality by correcting those habits of deception and of imposition so common in business as not to be regarded as vices, and which have so pernicious an influence on personal character and national integrity.

But the most satisfactory feature of the Co-operative system is the arrangement and disbursement of profits. The profits, after

paying all necessary expenses, are the property of the members and the customers. The store becomes a savings-bank for its members. They grow rich by what they spend; for those who buy the most receive the greatest share of profits. The very principle on which the safety and chief success of co-operation mainly depends—the abolition of all credit—becomes a powerful incitement to exertion and industry and decision of character, and while it saves the members from all the countless anxieties and sufferings inflicted on them by the credit system, the certainty of a rich reward in the accumulation of profits animates them with new hopes of social advancement and new resolutions for moral improvement. Besides all these financial advantages, the members have the opportunity of taking an active part in the management of the business and the administration of the general funds of the concern. They are raised to the condition of a governing body, with every occasion to become familiar with the use of capital and the principles of economical science, and thus they are acquiring the knowledge and use of that great power which the possession of wealth gives to opulent employers, and which, as it has been hitherto monopolized and exercised, has helped so greatly to keep them, as a class, in a condition of dependence and bondage.

The Toronto Co-operative Store is established on the principles which have ensured success to co-operation wherever it has been introduced. The Constitution and By-laws have been framed on a basis that shall secure the full control of the members over their business transactions, the best guarantees which circumstances can allow for the safety of their investments, and as fair an arrangement for the accumulation and disbursement of profits as justice and policy would sanction. Its originators are sanguine of the success of the experiment, because it is for the good of the people, and they appeal to the people for their assistance and confidence, because in the success of the co-operative principle, whether applied to the production or disbursement of wealth, lies their greatest hope for the improvement of their social condition and the elevation of their class. The movement which thus begins with a Co-operative Store for the distribution of food and other necessaries of life, is the sure forerunner, if the people will be faithful to themselves, of wholesale and manufacturing companies, whose magnitude and number it is impossible to limit, and whose profits instead of being appropriated to enrich an already too powerful non-producing class, will pass into the hands of those whose labor and skill have created them. It is thus impossible to conceive the advantages of co-operation, and no working man or no man whose income depends on the will or the circumstances of another, can be faithful to his interests who neglects to take his part in this great and hopeful enterprise.

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CONSTITUTION AND BY-LAWS
OF THE
TORONTO CO-OPERATIVE SOCIETY.

Name.

This Association shall be called the Toronto Co-operative Society.

Objects.

The objects of this Society shall be to buy and sell Groceries, Provisions, and other necessaries for its members who shall participate in the profits arising therefrom on co-operative principles, thereby encouraging industry and economy, and otherwise ameliorating the condition of its supporters.

Capital.

The Capital shall be in shares of five dollars each—the payment of one share constituting a member. No member shall hold more than twenty shares; but each member shall have the same power and privileges in reference to the management of the affairs of the Society, whether he hold one or more shares.

Business.

The business of the Society shall be conducted strictly on Cash principles; no credit shall be either given or taken.

Government and Management.

The government and management of this Society shall be vested in a President, Vice-President, Recording Secretary, Financial Secretary, Treasurer, three Trustees, and twelve Directors, who shall be elected by ballot from among the shareholders at the Annual Meeting, except as hereinafter provided.

Board of Directors.

The President, Vice-President, and Directors, shall constitute the Board of Directors, seven of whom shall form a quorum for the transaction of business.

Term of Office.

The Directors and officers shall hold office for twelve months after election, which period shall commence on the first day of the month succeeding that in which the election is held, but at the first January meeting after the formation of this Association, six of the Directors, to be selected by ballot (unless that number shall have voluntarily retired), shall resign, and six new Directors shall be elected in their places, and thereafter six Directors shall retire every six months at the conclusion of a twelve months' term of office, six new Directors being always elected at the January meeting, and six at the July meeting—retiring Directors, and officers, to be eligible for re-election.

BY-LAWS.

Duties of President.

It shall be the duty of the President to preside at all meetings of the members and Board of Directors, enforce the rules, put all questions, announce the decisions, and, in the case of a tie, to give the casting vote; he shall call a Special Meeting of the Society or of the Board, at the written request of seven Directors, or a meeting of the Society at the written request of twenty Shareholders; he shall also sign all checks, drafts, and orders.

Vice-President.

The Vice-President, in the absence of the President, shall perform the duties of that office, and shall be Chairman, ex-officio, of all Committees.

Recording Secretary.

The Recording Secretary shall attend all meetings of the Society, and of the Board of Directors, keep a record of all their transactions, and publish calls for meetings; he shall also keep a list of the names, residences, and occupations of the members; he shall keep the books and papers belonging to his office, which shall be open to the inspection of members at such times as shall be hereinafter stated; he shall attend to all correspondence; and shall at all meetings announce from his records the order of business.

Financial Secretary.

The Financial Secretary shall receive all payments of share-moneys, fees, and fines imposed, and all moneys paid to, or put into the business of the Society, except what is received by the Manager for sales; he shall immediately hand over the same to the Treasurer, and take a receipt therefor; he shall also keep an account of the same in a book which shall be open to the Board of Directors at all times; at the close of each month he shall post his book, and produce a balance-sheet for the inspection of said Directors; and for the faithful performance of his duties he shall give such bonds, as security, as the Board shall determine.

Treasurer.

The Treasurer shall receive and pay all moneys for and on behalf of the Society, and keep a correct account of all moneys received and disbursed by him; he shall deposit all funds belonging to the Society in their bank of deposit, at least twice a-week, or whenever the sum in his hands amounts to one hundred dollars, and such deposit shall be made to the credit of the Trustees for the Society; he shall pay no moneys without a correct voucher therefor, and give a receipt for all moneys received by him; he shall post his books, and make a report thereof monthly; and for the faithful performance of his duties shall give such bonds, as security, as the Board shall determine.

Trustees.

The Trustees shall hold all the real and personal estate of the Society in trust, which shall be subject at all times to the regulation of the Board of Directors (for the time being). The Society shall be carried on in their name, and they shall be responsible for its liabilities; no money shall be

drawn from the Bank without the signatures of two Trustees and the President: no expenditure shall be incurred by them without the sanction of the Board of Directors, to whom they shall report quarterly.

Directors.

The Board of Directors shall have power to engage or dismiss any of the employees of the Society, except as hereinafter provided. The duties of the Board shall be to direct the Manager as to the conduct of the business, and to inspect the same from time to time: they shall meet at least once a week to receive reports, hear complaints, and arrange and direct such incidental matters as may occur; in case of the retirement of any officer or Director, they shall appoint some member to fill his place till the next general meeting, to which they shall report, and should the President and Vice-President be both absent at any meeting of the Board they shall elect a Director to preside for the time being.

Manager.

It shall be the duty of the Manager to purchase all the goods, and conduct the business of the Store, under the supervision of the Directors. He shall engage, subject to the approval of the Board, all his assistants, and shall be held responsible for their conduct. His books shall be open at all times to the inspection of the Board. He shall lay before them a quarterly balance-sheet of the receipts and expenditure, and of the assets and liabilities. He shall give to the Secretary a list of the names of all persons desirous of becoming members; hand over the cash received to the Treasurer every day; and shall furnish the Board with a weekly abstract of the receipts and disbursements; and he shall give approved security to the amount of two thousand dollars for the faithful discharge of his duties.

Female Members.

Women may take shares, and become members, and may exercise the right of voting.

Admission of Members.

Every person desirous of becoming a member of the Society, shall leave his or her name with the Manager at the Store ; but no person shall be admitted, except by the Directors or by the approval of the general meeting of the Society, every one so approved shall pay at least one dollar on each share, and one dollar per share, each succeeding week, until the whole shall have been paid up ; and in default of not paying the whole within four weeks after admission, shall forfeit the first deposit, unless a sufficient reason for non-payment be given to the Directors.

Office of the Society.

The office of the Society shall be at their Store, where the books of accounts and other documents shall be kept : all notices of meetings shall be conspicuously posted there, which shall be deemed a sufficient notice ; and all communications shall be made there to the Board and other officers of the Society.

Transfer and Withdrawal of Shares.

No member shall transfer his or her share or shares to any party whomsoever, except by the approbation of the Directors ; but members may withdraw their share or shares with dividends due to them by the following notice to the Manager :

For \$5.....One week.
 5 to \$10.....Two weeks.
 10 to 20.....Three "

For \$20 to 40.....	Four Weeks.
40 to 60.....	Five “
60 to 80	Six “
80 to 100...	Seven “

The Directors, however, shall have power to shorten the period of such notices, upon satisfactory reasons being given therefor, by the member applying for withdrawal.

Reversion of Shares.

The shares of a deceased member shall be the property of his or her legal heirs or assigns.

Bankrupts.

In case any member becomes bankrupt, and application be made to the Directors by the assignees of such bankrupt to know the amount of shares he or she may hold in the Society, the Directors must examine such member's accounts, and make declaration of the same; and should the assignees claim the amount of such member's investments, the proper notices shall be given, and dealt with, as in the case of members withdrawing.

Division of Profits.

The nett proceeds of all business carried on by the Society, after paying or providing for the expenses of management, the proper reduction in value of fixed stock, six per cent. interest on shares (paid annually), and allowing $2\frac{1}{2}$ per cent. for contingencies, shall be divided among the purchasers in proportion to the amount of their purchases at the store, during the quarter, in the following ratio :

Each shareholder shall receive twice the dividend of a non-shareholder, *i.e.*, for every twenty cents profit received by a shareholder, a non-shareholder shall receive ten cents—

their purchases being equal; but no non-shareholder can withdraw any profits until the same shall have amounted to the value of one share.

Meetings.

Quarterly general meetings shall be held on the second Thursday in the months of October, January, April and July in each year, at which a full statement of the business of the quarter ending on the last day of the month previous shall be submitted to the meeting, the quarterly dividend declared, and other necessary business proceeded with.

Special general meetings shall be called by the President on the application of seven Directors, or if twenty members desire a special meeting they may request the President, in writing, to call the same, and he shall do so, by giving seven days' notice thereof, which shall be posted in the Society's store, setting forth the object of the meeting: no other business shall be transacted at such meetings than the business specified in the notice convening them; should the President neglect to call any such meetings, a majority of the Directors shall have that power, or twenty members in conjunction with three Directors may do so, and the business transacted shall be binding on the Society.

Paid Offices.

No Director shall hold any office of emolument in the Society.

Audit of Accounts.

There shall be two or more Auditors of this Society elected annually by the members: they shall audit the accounts of the Society, and see that they are correctly kept, and shall lay before each quarterly meeting a balance-sheet of the receipts and expenditure, and also of the assets and

liabilities of the Society, signed by them, with a statement of the Society's affairs since the last quarterly meeting, and of its then condition; the Auditors shall have power to call for, and examine all books and documents belonging to the Society; and every balance-sheet so signed, and which shall have been approved by any such meeting, shall be binding upon all members of the Society, except as to any error discovered within two months thereafter.

Complaints.

If any member have any complaint to make relative to the quality or prices charged for goods supplied by the Society, or respecting the conduct of any of the employees, such complaint shall be made to the Board of Directors in writing, signed by the party complaining, or by some member on their behalf, such complaint shall be investigated by the Board, and their decision entered on the records: if the complainant is not satisfied with their action, the complaint shall be brought before the quarterly general meeting, whose decision shall be final.

Sale of Liquors.

No intoxicating liquors shall be sold or dealt in by this Society.

Pledge of Members.

Persons joining this Society shall sign a declaration, pledging themselves to be governed by the rules thereof.

Alteration of Rules.

No repeal, alteration, amendment, or addition to these rules shall be made, except at a general or special general meeting of members; and no such repeal, alteration, amendment, or addition shall be made without the approbation of

two-thirds of the members then and there present, and a copy of any repeal, &c., intended to be proposed shall be forwarded to the Secretary, and by him properly posted for the inspection of members, seven days before such general or special general meeting.

Dissolution.

No dissolution or closing up of the Society shall take place so long as there are ten shareholders desirous of continuing the same.

Rules of Order.

All motions or amendments shall be put in writing, and signed by the mover.

No person shall be allowed to speak for a longer time than ten minutes, and not more than once on any subject, unless to give an explanation.

ORDER OF BUSINESS.

1. Calling the Roll.
2. Reading the Minutes.
3. Reading Correspondence.
4. Receiving Reports.
5. Unfinished Business.
6. New Business.

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