

CONSTITUTION

WESTBORO BEACH COMMUNITY ASSOCIATION

1. Name

This association shall be known by the name of **Westboro Beach Community Association**, and is referred to hereinafter as the “Association.

2. Boundaries

The boundaries of the Association encompass the triangular area bounded by the Ottawa River Parkway, the Transit Way and both sides of Remic Avenue.

3. Objectives

- 3.1. To act as a community spokesperson in promoting and protecting the interests of the community with respect to the planning and future development of the Westboro Beach community area.
- 3.2. To support programs which provide for the safety of community residents.
- 3.3. To communicate local news and events of interest to community residents.
- 3.4. To promote and encourage social/recreational activities in the community.

4. Membership

- 4.1. Membership in the Association is open to all persons residing within the boundaries of the Association who are 18 years of age or over.
- 4.2. Categories and terms of membership, and membership dues shall be fixed from time to time by the Executive Committee and shall become effective when confirmed by a vote at an Annual or General Meeting.
- 4.3. All memberships expire August 31st of each year whereupon a new membership must be attained.
- 4.4. Memberships may be revoked at any time by a two thirds majority vote of a full quorum of the Executive Committee for reasons of misconduct, illegal activity, or the pursuance of issues or activities contrary to the objectives of the Association.

4.5. Each member in good standing shall have the right to hold office.

5. Structure of Organization

5.1. Board of Directors

- (A) The Board of Directors shall consist of between 3 and 8 members of the association who are in good standing and have been elected at the Annual General Meeting.
- (B) A person who is not a member may be elected a director, but must become a member within 10 days of election or else cease to be a director.

5.2. Executive Committee

The affairs of the Association shall be administered by an Executive Committee which shall be composed of a: President, Vice-president, Secretary and a Treasurer plus directors at large whose numbers may be determined from time to time by the Association. Any position may be shared by two people and one person may occupy more than one position at a time.

The Executive Committee may appoint an Association member to an executive position should a vacancy occur during the term of office. This appointment shall terminate at the next election of officers or an expiration date set by the Executive Committee.

5.3. Committees

The Executive may designate standing and ad hoc committee as and when required providing that their objectives are consistent with the purpose of the Association and they conform to all financial and membership policies of the Association.

6. Duties of Officers

6.1. President

The President shall:

- preside at all Executive Committee and General Meetings or name an Executive Committee member to perform such duties in his/her absence;
- enforce observance of the Constitution and By-laws;
- report to the membership on the activities of the Association at General Meetings or at such times as may be prescribed by the Executive;
- not make any motions or amendments;

- not vote on any motion unless the meeting be equally divided, whereupon the business of the Association is conducted without prejudice and in the best interests of the community: and
- perform other duties as may be prescribed the Executive Committee.

6.2. Vice-President

The Vice-President shall:

- help the President do his/her duties and in the absence or inability of the president shall act as the president with all the duties and powers of the president; and
- carry out such duties or responsibilities as may be decided upon by the board.

6.3. Secretary

The Secretary shall:

- attend all Executive Committee and General Meetings of membership and act as the Clerk thereof and record all votes and Minutes in the books to be kept for that purpose; or name an appropriate stand in;
- receive and record all correspondence for the Association; and
- perform other duties as may be prescribed by the Executive Committee or President.

6.4. Treasurer

The Treasurer shall:

- maintain for the Association a record of all receipts and disbursements of money;
- maintain the membership records;
- develop and establish, upon Executive Committee approval, all accounting and financial policies and procedures;
- make available the books of the Association in good order upon request of the membership; and
- perform such other duties as may be prescribed by the Executive Committee or President.

6.5. Directors at Large

The Directors at Large shall:

- assist the Executive Committee;
- report on community activities and concerns to the Executive Committee; and

- perform such duties as prescribed by the Executive Committee or President.

7. Meetings

7.1. Rules

All meetings of the Association shall be conducted in accordance with *Robert's Rules of Order* and shall be open to the general public.

7.2. General Meetings

- The Annual General Meeting shall be held prior to December 15.
- General meetings will be held as and when required.
- Notice of the Annual General Meeting and tentative agenda shall be given to the members of the Association in writing not less than fourteen (14) days in advance of the meetings and for other General Meetings, notice shall be given in writing not less than seven (7) days in advance of the meeting.

7.3. Meetings of the Executive and Directors at Large

Meetings of the Executive and Directors at Large will be held as and when required but no less than twice a year.

7.4. Quorums

A quorum at a meeting shall be counted from those members in attendance who are entitled to vote as follows:

- At General Meetings, a quorum shall be twenty (20) members. In the absence of such a quorum, it shall be decided by a simple majority vote whether or not to proceed with the regular business of the Association.
- At Meetings of the Board of Directors and Executive, a quorum shall consist of 50% of its membership, plus 1, and must include either the President or Vice-President. In the absence of such a quorum, at least one-half of those present shall vote on whether or not to proceed with business.

7.5. Motions

All motions shall be resolved by a simple majority vote of members in attendance.

8. Association Year

The Associations fiscal year shall run from September 1 to August 31 of the following year.

9. Election and Tenure of the Executive

9.1. Time of Elections

The election of the Executive Committee shall take place by secret ballot every year at the Annual General Meeting.

9.2. Nominating Committee

The outgoing Executive shall appoint a nominating committee at least one (1) month prior to the Annual General Meeting. This committee shall consist of at least three (3) members and not more than five (5) members of the Association. At least one member of the Executive, excluding the President, shall be on the Committee. The slate of candidates shall be presented at the Annual General Meeting. Nominations from the membership present and properly seconded shall be accepted from the floor. All nominees must indicate a willingness to serve on the Board of Directors and Executive.

9.3. Voting

All members in good standing and 18 years of age and older shall be entitled to vote at the General Meetings. Except for the election of the Executive, every question shall be decided by a show of hands unless a poll be demanded by any member. Upon a show of hands, every member having voting rights shall have one (1) vote, and unless a poll be demanded, a declaration by the Chair that a resolution has been carried or not carried and an entry to that effect in the Minutes of the Association shall be admissible in evidence ‘prima fade’ proof of the fact without proof of the number or the proportion of the votes accorded in favour or against such resolution. If a poll be demanded and not withdrawn, the resolution shall be decided by a simple majority of votes given by the members present. The poll shall be taken in such a manner as the Chair shall direct and the results of such poll shall be deemed the decision of the Association in General Meeting upon the matter in Question. In the case of an inequality of votes at any General Meeting, whether by show of hands or at a poll, the questions shall be deemed to have failed.

10. Financial procedures

- 10.1.** The Association shall conduct its affairs on a non-profit basis so that no member derives financial advantage from the Association's transactions.
- 10.2.** All Association funds will be kept on deposit with a Canadian chartered bank, trust company or credit union.
- 10.3.** Cheques or bills of exchange payable to the Association shall be signed by the Treasurer and cheques or bills of exchange payable by the Association shall be signed by the Treasurer and the Chairperson or president.
- 10.4.** All expenditures of the Association shall be authorized by the Executive Committee. In exceptional circumstances, expenditures may be authorized by the signing officers who shall report such circumstances to the first meeting of the Executive and Board of Directors after the authorization of such expenditures.
- 10.5.** The financial statements to be submitted to the Association membership at the Annual General Meeting shall be audited by an independent member of the Association who is not on the Executive and Board of Directors. This auditor will report in writing to the Executive Committee on the adequacy and accuracy of financial records.

11. By-laws of the Association

The Association may make by-laws for the purpose of supplementing or clarifying the provisions of this constitution or any other purpose provided that such by-laws are not contrary to the laws of the Governments of Canada or Ontario, or by-laws of the City of Ottawa or the Regional Municipality of Ottawa-Carleton.

12. Amendments to the Constitution or By-law

- 12.1.** Notice of all proposals for amendments shall be given, in writing, to the Secretary who will cause the proposal to be included with the notice of the General Meeting, and the subject then placed on the agenda of the following General Meeting.
- 12.2.** An amendment or by-law shall be considered accepted by a two-thirds vote of members present at the General Meeting provided there is a quorum in attendance.

Approved on this day _____ of September _____ 1995, in the Regional Municipality of Ottawa-Carleton by members of the Westboro Beach Community Association Board of Directors.