

APPROVED AT WWCA AGM 2 May 2007

# West Wellington Community Association Constitution

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WEST WELLINGTON COMMUNITY ASSOCIATION  
CONSTITUTION

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WEST WELLINGTON COMMUNITY ASSOCIATION

CONSTITUTION

1. **Preamble**

We, the people in the West Wellington area wish to promote, by democratic cooperation, the provision of a healthy physical and economic environment, the maintenance of personal safety and security, and the improvement of the quality of life of all members of the community. We have determined that an Association of all the members of the community will accomplish these goals.

2. **Name**

This Association shall be known by the name of the West Wellington Community Association, and is referred to hereinafter as the "Association".

3. **Boundaries**

The boundaries of the Association are Island Park Ave. to the west, Holland Ave. to the east, Scott St. to the north and the Queensway to the south.

4. **Objectives**

- 4.1 To act as a community spokesperson in promoting and protecting the interests of the community with respect to all aspects of the planning and future development of Wellington West.
- 4.2 To communicate local news and events of interest to community residents.
- 4.3 To promote and encourage social/recreational activities in the community.
- 4.4 To organize public participation in community issues.
- 4.5 To support programs which provide for the safety and security of community residents.
- 4.6 To cooperate with other community groups and community associations in the area and in the city.
- 4.7 To make representations to governments.

**5. Membership**

- 5.1 A member shall be any person who is 18 years of age or over:
- (a) residing within the boundaries of the Association.
  - (b) residing in areas that are next to and close by to the said boundaries
  - (c) who have their place of business or own property within the said boundaries.
- and having paid Association membership dues.
- 5.2 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 General Meeting.
- 5.3 A member in good standing is a member who has paid current membership dues.
- 5.4 All memberships expire April 30th of each year whereupon a new membership must be obtained.
- 5.5 Memberships may be revoked at any time by a two-thirds majority vote of the Board of Directors for reasons of misconduct, illegal activity, or the pursuance of issues or activities contrary to the objectives of the Association.
- 5.6 Dues shall be payable by members in such amount and at such times as shall be determined by the Board of Directors, and shall become effective when confirmed by a vote at an Annual or other General meeting.
- 5.7 Each member in good standing shall be entitled to one vote on each question arising at any Annual or other General meeting of the members, and shall have the right to hold office.
- 5.8 Any member may resign from the Association by notifying the Board of Directors in writing of their resignation

**6. Structure of the Association**

**6.1 Board of Directors**

- (a) The Board of Directors shall consist of between 5 and 11 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
- (c) The Board of Directors may appoint an Association member to a Board of Directors position should a vacancy occur during the term of office. This appointment shall terminate at the next election of officers or at an expiration date set by the Board of Directors. The Board may designate standing and ad hoc committees as and when required.
- (d) The Directors shall conduct the affairs of the Association between Annual and other general meetings.

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- (e) If a Director misses more than 3 meetings per term the position shall be deemed vacant except if the Director notifies another Director in advance of said meeting with an excuse for such absence and that excuse is deemed as reasonable by the Board of Directors.
- (f) A Director may be removed from the Board of Directors at any time by a two thirds majority of the members in good standing present at a general meeting of the members, for reasons of misconduct, illegal activities, or the pursuit of issues or activities contrary to the objectives of the Association.

**6.2 Executive Committee**

The Executive Committee shall be comprised of a:

President  
Vice-President  
Secretary  
Treasurer

- (a) The Executive Committee shall report to the Board of Directors on committee activities.
- (b) The Executive Committee shall perform such duties as prescribed by the Board of Directors or President

**6.3 Committees**

Committees may be organized to meet the needs of the membership and shall be created and/or dissolved as deemed necessary by the Board of Directors providing that:

- (a) committee chair must be a member of the Board of Directors
- (b) committee objectives are consistent with the purpose of the Association;
- (b) committee members must be members of the Association;
- (c) the committee agrees to all financial and membership policies of the Association.

**7. Duties of Officers**

**7.1 President**

Shall preside at all Executive Committee, Board of Directors, General and Annual General meetings of the Association.

Shall enforce observance of the Constitution and by-laws.

Shall report to the membership on the activities of the Association at General Meetings or at such times as may be prescribed by the Executive Committee.

Shall not make any motions or amendments.

Shall not vote on any motion unless a vote results in a tie vote at a Board of Directors or Executive Committee meeting.

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Shall perform other duties as may be prescribed by the Executive Committee.

**7.2 Vice—President**

Shall help the President do his/her duties and in the absence or inability of the President, the Vice-President shall act as the President with all the duties and powers of the President.

Shall attend all Executive Committee, Board of Directors, General and Annual General meetings of the Association.

Shall perform other duties as may be prescribed by the Executive Committee.

**7.3 Secretary**

Shall attend all Executive Committee, Board of Directors, and General Meetings of the membership and act as a Clerk thereof and record all votes and minutes of all meetings in the books to be kept for that purpose; or name an appropriate stand in.

Shall receive and record all correspondence for the Association.

Shall perform other duties as may be prescribed by the Executive Committee or President.

**7.4 Treasurer**

Shall be responsible for ensuring that a record of all receipts and disbursements of money is maintained for the Association.

Shall ensure that all membership records are maintained unless this task is delegated to another member of the Board.

Shall develop and establish, upon Executive Committee approval, all accounting and financial policies and procedures .

Shall make available the books of the Association in good order upon request of the membership.

Shall perform such other duties as may be prescribed by the Executive Committee or President.

**8. Meetings**

**8.1 Rules**

All meetings of the Association shall be conducted in accordance with Roberts Rules of Order and shall be open to the general public.

**8.2 Annual General Meetings**

(a) The Annual General Meeting shall be held in the month of May

(b) Other Annual General Meetings may be held as or when required.

(c) Notice of the Annual General Meeting and other General Meetings shall be given to the

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members of the Association in writing not less than fourteen (14) days in advance of the meeting and such notice shall include the proposed agenda.

- (d) Every Annual General Meeting shall include on the agenda an opportunity for an open forum.
- (e) Annual General Meetings of the members may be called at any time by the Board of Directors or by at least ten (10) members for reasons provided in writing to the Secretary of the Association.
- (f) Each member of the Association shall, at all meetings of the members, be entitled to one vote and may not vote by proxy.

8.3 Board of Directors Meetings

Shall be held monthly unless a majority of the Board of Directors agrees not to hold a meeting in a given month or more often as required.

8.4 Executive Committee Meetings

Shall be held quarterly or as required.

8.5 Committee Meetings

Shall be held quarterly as required.

8.6 Quorums

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

- (a) At Annual General Meetings a quorum shall be 15 members. In the absence of such a quorum, it shall be decided by a simple majority vote whether to proceed with the regular business of the Association.
- (b) At Executive Committee and Board of Directors Meetings a quorum shall consist of 50% of the Board or Committee's membership, plus 1, and must include either the President or Vice-President.

8.7 Motions

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

**9. Elections and Tenure of Executive**

- 9.1 The election of the Executive Committee, which is made up of members from the Board of Directors, shall take place by secret ballot every year at the first meeting of the Board of Directors

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9.2 The positions of President and Treasurer shall not be held by the same individuals for more than two (2) consecutive terms.

### 9.3 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 of the Board of Directors 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 (properly seconded) from the membership present at the Meeting shall be accepted from the floor. All nominees must indicate a willingness to serve on the Board of Directors.

## 10. Voting

- (a) All members in good standing and 18 years of age and older shall be entitled to vote at the Annual General or other General Meetings.
- (b) Every question shall be decided by a show of hands unless a poll be demanded by any member.
- (c) 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 as "prima facie" proof of the fact without proof of the number or proportion of the votes accorded in favour of or against such resolution.
- (d) 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 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.
- (e) In the case of an equality of votes at any General Meeting, whether by show of hands or at a poll, the question shall be deemed to have failed.

## 11. Fiscal Year

The Association's fiscal year shall run from October to September 30 of the following year.

## 12. Financial Procedures

- 12.1 The Association shall conduct its affairs on a not for profit basis so that no member derives financial advantage from the Association's transactions.
- 12.2 All Association funds will be kept on deposit with a Canadian chartered bank, trust company, credit union, or caisse populaire.
- 12.3 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 one other member of the Executive.
- 12.4 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 Committee after the authorization of such expenditures.

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- 12.5 The financial statements to be submitted to the Association membership at the Annual Meeting shall be audited by a member of the Association who is not on the Board of Directors. This auditor will report in writing to the Board of Directors on the adequacy and accuracy of the financial records. The auditor shall be appointed by the Board of Directors.

13. **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 Government of Canada or Ontario, or by-laws of the City of Ottawa, or the Regional Municipality of Ottawa-Carleton.

14. **Amendments to the Constitution or By-Laws**

- 14.1 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 Annual General Meeting, and the subject then placed on the agenda of that Annual General Meeting.
- 14.2 An amendment or by—law shall be considered accepted by a two—thirds vote of members present at the Annual General Meeting provided there is a quorum in attendance.

*Approved this 2nd day of May 2007, in the City of Ottawa by members of the West Wellington Community Association at its Annual General Meeting.*