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North Central Community Association Constitution and By-Laws

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I. Article 1- Official Name and Boundaries

- 1.1 The official name will be **North Central Community Association Inc.** herein after referred to as the Association.
- 1.2 The Association shall be in the area bounded by the CN mainline on the North the CP mainline on the south, Albert Street on the east and the Lewvan on the west.

II. Article 2-Active Member Notification

- 2.1 All residents within the Association’s geographical boundaries **may become** members of the Association.

2.2 Membership List

- 2.2.1 An updated membership list will be maintained electronically.
- 2.2.2 All residents within the Association boundaries may become a member by purchasing a membership card.
- 2.2.3 **Membership Fees shall be determined by the Board from time to time and approved by the members at the next AGM.**
- 2.2.4 **The term of membership will expire on June 1st of each year.**

2.3 Membership Rights And Responsibilities

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- 2.3.1 All members of the age of majority are eligible for all rights and privileges of membership of the Association. Members under the age of majority shall have the right to fully participate in designated programs of the Association.
- 2.3.2 All members of the age of majority shall have the right to stand for election to any vacant position of the Board of Directors of the Association.
- 2.3.3 All members of the age of majority retain the right to vote at the Annual General Meeting of the Association.
- 2.3.4 All members shall abide by this Association’s Constitution.
- 2.3.5 Associate membership are open to all persons and organizations who do not qualify under section 2.1 **following the payment of such fees as the Board may determine.**
- 2.3.6 Associate members are non-voting members.**
- 2.3.7 Every member or Director of the Association in exercising their powers and discharging their duties shall:
 - a) Act honestly and in good faith with the view to the best interest of the Association and Community.
 - b) Exercise the care, diligence and skill that a reasonably prudent person would exercise in comparable situations.
 - c) Comply with the Non-Profit Corporation’s Act, the regulations, articles, by-laws and any unanimous member agreement.
 - d) No provisions in a contract, article, by-law or resolution would relieve a member or officer from the duty to act in accordance with the Non-Profit Corporation’s Act and regulations or release him/her from the liability of a breach thereof.
- 2.3.8 With due process, if a member’s good standing is in question, that member’s membership may be revoked.**

III. Article 3 – Purpose of the Operation

- 3.1 Vision:** A safe, caring and vibrant community where all people can thrive
- 3.2 Mission:** To enhance, engage and represent our diverse neighbourhood, where we live, work and play, by facilitating partnerships, programs and services.
- 3.3 Values:**

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Innovative: we are creative, pro-active and visionary

Integrity: we are accountable and honest in everything we do

Accountability: we are accountable to the community and are responsible for doing what we say we will do.

Respectful: we are considerate and treat others with care and respect

Diversity: we strive to engage all those who live, work and play in our community

Pride: we are proud of our community and our successes

Sustainability: we are stable, growing and nurturing

3.4 The Association membership and Board of Directors will establish by-laws to govern the Association’s activities.

IV. Article 4- Organization

4.1 The Association’s Board of Directors will be composed of:

- a) Between Seven (7) and Twelve (12) Board members.
- b) The Executive Officers (maximum 4, including the President) will be elected from the Directors by the Directors at the Board meeting following the Annual General Meeting:
- c) The Executive Director, ex-officio non-voting.

4.2 Executive Officers will be elected for a one year term

4.3 The duties of the Executive Officers shall be defined by the Board.

4.4 Any Board of Director that has three (3) unexcused absences from regularly scheduled Board meetings will have his/her seat vacated.

4.5 The affairs of the Association shall be managed by the Association. They shall have full power to conduct the affairs of the Association and may delegate to committees of the Association such duties and powers as required.

4.6 The Association Board of Directors shall have the authority to set the financial policy of the Association.

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- 4.7 The Association Board of Directors shall have authority over the affairs of each committee and may establish new committees or dissolve old committees as necessary.
- 4.8 The Association shall keep an up-to-date copy of all minutes in the Association’s office for any member to view.

4.9 Elections

- 4.9.1 Elections for the Board shall be at the Annual General Meeting with the new Board assuming office at the adjournment of the Annual General Meeting.
- 4.9.2 The term of office of a Board member shall be for two (2) years.
- 4.9.3 The Board of Directors shall appoint an interim Board member until the next Annual General Meeting at which time the member can be ratified or an election held.
- 4.9.4 Former staff members should not be eligible for election to the Board of Directors until one year after cessation of employment from the North Central Community Association
- 4.9.5 Nominations for board members must be submitted as per board policy seven (7) days prior to Annual General Meetings.

V. Article 5 - Committees

- 5.1 Committees shall be struck as required to discuss or work on matters concerning their segment of operation or items placed before them by the President, the Association’s Board of Directors or by resolution of the general membership plenary.
- 5.2 Such committees shall report to the Association’s Board of Directors as directed.

VI. Article 6 - Meetings

6.1 General Meetings

- 6.1.1 Annual General Meetings shall be held on a date and place to be determined by the Board no later than four (4) months after the fiscal year end.
- 6.1.2 Membership must be notified no less than fifteen (15) days of the date of the AGM. This must include any proposed additions or changes to the Constitution and By-laws. Special business shall be part of the notification, if any.
- 6.1.3 A General meeting may be called at any time upon written request that consists of 25 signatures of the residents of the community.

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6.2 Board Meetings

- 6.2.1 The regular monthly meeting of the Association shall be held on a day and time as ordered by the Association’s Board of Directors at their first Board meeting following the Annual General Meeting.
- 6.2.1 A minimum notice of at least seven (7) days shall be given for any meeting called by the Association’s Board of Directors or the Chairperson. The time and location of the meeting will be given in this notice.
- 6.2.2 All Board meetings will be considered “open” to any resident of the community. In the event that Special Meetings are called, these will remain closed to the Community.
- 6.2.3 Any group, association, or individual may request attendance at a regular Association meeting for the purpose of making a presentation.
- 6.2.4 Fifty one percent (51%) of the elected Board of Directors must be personally present to constitute a quorum at any meeting or election of the Association.

6.3 All Board and General meetings will be recorded.

VII. Article 7 – Meeting Procedures

- 7.1 The President of the Association will conduct the order of business, in accordance with the by-laws, and will rule on all matters of procedure.
- 7.2 “Robert’s Rules of Order” shall be the parliamentary authority of this Association.

VIII. Article 8 – Amendment of Constitution and By-laws

8.1 Notice of amendment must be received by the Association Board of Directors 14 days in advance of the date of the General Meeting. A two thirds (2/3) majority of the members present at the General meeting shall be required to effect the change.

8.2 By-Laws

- 8.2.1 The **Board** may review and suggest by resolution to make, amend or repeal any by-laws that regulate the activities and affairs of the Association unless the articles, bylaws or by a unanimous member agreement prohibits such action.
- 8.2.2 The Board shall submit a by-law or an amendment or a repeal of a by-law, made under section 9.2.1 to the members at the next General meeting and the members may, by ordinary resolution, confirm, reject or amend the by-law, amendment or repeal.

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- 8.2.3 A by-law, or an amendment or a repeal of a bylaw is effective from the day of the resolution of the Board under section 9.2.1 until it is confirmed as amended or rejected by the members under section 9.2.2 until it ceases to be effective under section 9.2.4 and where the by-law is confirmed or confirmed with amendment.
- 8.2.4 If a by-law, an amendment or a repeal is rejected by the membership, or if the Board does not submit a by-law, an amendment or repeal to the membership as required under section 9.2.2, the by-law, amendment or repeal ceases to be effective and no subsequent resolution of the Board to make, amend or repeal a by-law having substantially the same purpose or effect until it is confirmed or confirmed as amended by the members.
- 8.2.5 A member entitled to vote at the meeting of members may, in accordance with sections 9.2.1,9.2.2 and 9.2.3, make a proposal to make, amend or repeal a by-law.
- 8.3 An up-to-date copy of the constitution and by-laws will be kept by the Association and will be available for all members upon request.
- 8.4 The retiring Association Committee members shall fully appraise the new Committee members of the constitution and by-laws.

IX. Article 9 - Seal

- 9.3 The seal of the Association shall be in the custody of the Association or such other person who is designated by resolution of the Directors who has the authority to use the Seal on behalf of the Association. Documents that may be Sealed on behalf of the Association shall be Sealed in the presence of an **Executive Officer** or such other persons as may be designated by resolution of the Directors.

X. Article 10 – Dissolution and Wind-up

- 10.1 In the event that the Association ceases to exist for any reason, the money on hand shall be turned over to the Central Zone Board, or the City of Regina to be held in trust in full accordance with the Non-Profit Corporations Act until a new Association for the North Central Community is reconstituted for the same general purpose as this Association.

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