

WEST ROUGE



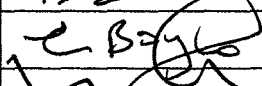

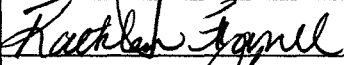

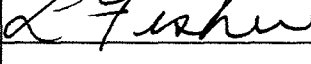
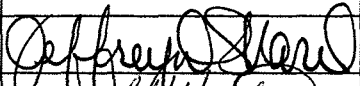
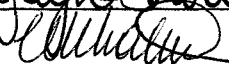


COMMUNITY ASSOCIATION

Constitution

Revision 02, October 9, 2013

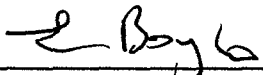
Board of Directors:

	Name	Signature
President:	Tom Jones	
Treasurer:	Christopher Deans	
Secretary:	Elliotte Boyko	
Chair, Communications Committee	Vince Boyko	
Chair, Membership Committee	Kathleen Farrell	
Chair, Planning & Environment	Brian Sheridan	
Directors at Large	Lin Fisher	
	Victoria Lecker	
	Jeff Ward	
	Larry Whatmore	

**Approved at the West Rouge Community Association's
 Annual General Meeting
 Wednesday, October 9, 2013
 Confirmed by:**



President



Secretary

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Revision 02

<u>Section</u>	Summary of Changes
Section: 5.2.3.4	Revision
6.3	Revision
7.1.4.2.5	Addition
8.2	Deletion & Addition
8.5	Deletion, Revision & Addition

1.0 Introduction

- (1) The purpose of this document is to provide the fundamental principles, which govern the operation of the West Rouge Community Association (WRCA). It shall also serve to establish specific rules of guidance by which the WRCA shall function.
- (2) The WRCA is located in the community of West Rouge, Toronto, Ontario, Canada. West Rouge is bordered on the North by highway 401, on the West by Port Union Road, on the South by Lake Ontario, and on the East by the Rouge River.
- (3) The WRCA was incorporated on December 9, 1983 to act as a representative body for the community.
Corporation number 000569729.

1.0 Vision

We, the Board of Directors of the WRCA, support the protection and preservation of the community, honour its rich heritage, and value community involvement, environmental sensitivity, responsible planning, & overall community safety.

2.0 Mission

To achieve the Vision, we shall:

1. Observe and analyze conditions that may impact the community.
2. Promote and encourage the active participation of all West Rouge residents and businesses in civic and community life.
3. Ensure interactive communication with the community.
4. Liaise with elected officials, government agencies, and neighboring community groups.
5. Monitor issues that come before government bodies, or agencies that are of interest and/or concern to the residents and businesses of West Rouge.
6. Be a non-partisan organization in every respect.
7. Take whatever action deemed necessary and appropriate on behalf of the community.

4.0 Definitions

The following outlines the definitions to words and terms used in this document:

- **Amendments:** Any change to the language, or intent of the constitution.
- **Community:** The residents, business people, structures, land, air, and water bounded by highway 401 to the North, Lake Ontario to the south, Port Union Road to the West, and the Rouge River to the East.
- **Conflict of Interest:** A conflict (real, potential or perceived) between a Director's personal or affiliated interests and the interest and/or duty of the WRCA and its Board of Directors as outlined in this document.
- **Fiscal Year:** The fiscal year shall be from October 1 to September 30 of the following year.
- **Non-partisan:** Not siding with any individual or group of individual's cause(s) based on political favoritism or affiliation. Supporting an individual or group of individual's cause(s) is to be strictly based on the merits of the cause supporting the mission.
- **Official Communications:** Any written and signed communication explicitly denoted as coming from the WRCA.
- **Term (or term of office):** The time between Annual General Meetings.

5.0 WRCA Structure

5.1 Structure

(1) The WRCA shall have the following Executive positions on the Board of Directors:

- 1 President
- 1 immediate Past President (departing President's option)
- 1 Senior Vice President**
- 1 Vice President
- 1 Treasurer

** Depending on the total number of Board of Directors available, this position is at the discretion of the Board of Directors.

(2) In addition the WRCA shall have the following supporting positions on the Board of Directors:

- 1 Secretary
- 1 Membership Director
- Directors at Large such that the total number of Board of Directors does not exceed twenty.

5.2 Duties

5.2.1 General Duties of the Board of Directors

It is the general duty of the Board of Directors to:

- Embrace the Vision (section 2.0) and carryout the Mission (section 3.0).
- Attend as many regular Board of Directors meetings as possible (in order to stay informed in all WRCA business).
- Engage in the discussion of agenda items at Board of Directors meetings.

5.2.2 General Duties of the Executive

The Executive shall be charged with the responsibility to sign for financial and legal related matters. They may meet as determined by the President to address immediate and urgent matters that require preliminary discussion prior to bringing the matter to the full Board of Directors.

5.2.3 Specific Duties of the Executive

5.2.3.1 Duties of the President

- (1) The President shall preside over the Annual General Meeting (AGM) as per section 7.1.
- (2) The President shall preside over all Board of Directors meetings as per section 7.2.
- (3) The President shall oversee the affairs and operations of the WRCA, sign all official communications from the WRCA, and have powers and duties as prescribed by the Board of Directors.
- (4) The President shall update and submit the Ministry of Consumer and Commercial Relations Annual Return for Ontario Corporation # 000569729 by the end of the first quarter of the fiscal year.

5.2.3.2 Duties of the Past President

The President from the most recently served term (or terms) has the same duties as a Director at Large, provides guidance to the President as requested, and may be delegated by the President to assume the powers/duties of the President.

5.2.3.3 Duties of Vice President

- (1) The Vice President(s) may be delegated by the President to assume the powers/duties of the President.
- (2) Should the President resign, or have been removed from the Board of Directors as per section 9.1, the Senior Vice President (or Vice President, if there is no Senior Vice President) automatically assumes the position of President until the next AGM.

5.2.3.4 Duties of the Treasurer

The Treasurer shall keep full and accurate accounts of all receipts and disbursements of the WRCA in an accepted Financial Format. The Treasurer shall also effect all banking transactions, prepare periodic financial reports, and prepare the Annual Financial Statements.

5.2.4 Specific Duties of the Remaining Board of Directors

5.2.4.1 Duties of the Secretary

At all Board of Directors meetings, Executive meetings (if any), and the AGM, the Secretary shall record a summary of recognized discussion points, decisions, and actions.

5.2.4.2 Duties of the Membership Director

The Membership Director shall be responsible for the collection and reconciliation of the annual membership funds, maintenance of the canvassing records, and maintenance of the WRCA membership records.

5.2.4.3 Duties of the Directors at Large

The duty of a Director at Large is to participate on any committees of interest.

5.3 Term of Office

- (1) The President and the remainder of the Board of Directors shall be elected at the AGM and hold office until the next AGM. However, in the interest of WRCA business continuity, any Director re-elected at the AGM can carry-on his or her WRCA duties until the new positions are set-up at the Post AGM Board of Directors meeting as per section 7.2.1.
- (2) The President may resign his or her position by informing the Board of Directors in writing. A Director other than the President may resign in writing to the President. For a Director to be removed at the request of a fellow Director, section 9.1 shall be followed. Should the President resign, the Senior Vice President (or Vice President, if there is no Senior Vice President) automatically assumes the position of President until the next AGM. If an Executive Director, the Secretary, the Membership Director, or a Committee Chair (or Co-chair) resigns, then the process for electing a replacement shall be followed as per section 7.2.1.4.1.
- (3) A Director shall willfully resign (or be removed via section 9.1) if one of the following conditions is met:
 - Is running for an elected municipal provincial or federal position.
 - Becomes an elected municipal provincial or federal politician.
 - No longer resides or no longer has a business in West Rouge.

5.4 WRCA Committees

5.4.1 Positions

- (1) Each committee shall have either 1 Chair or 2 Co-chairs as determined at the post AGM meeting (Section 7.2.1) and committee members consisting of Directors and/or community Members.
- (2) Directors and Community Members (refer to section 6.0) can elect to participate on one or more committees and are accepted by default. The President is a de facto member of every committee.

5.4.2 Purpose

Each committee shall endeavor to support the committee's targeted piece of the Vision.

5.4.3 General Expectations

- (1) Committees shall:
 - be called to meet by the Chair (Co-chairs) as required to discuss relevant issues to the committee's targeted piece of the Vision (section 2.0),
 - have their meetings run by the Chair (Co-chair), or delegated committee member,
 - act on discussion points as deemed necessary by the committee, or as directed by the Board of Directors, and
 - record relevant points as deemed by the committee to be brought before the board of Directors for review, further discussion, and/or approval.
- (2) Also, the Chair (or Co-Chairs) is to present a report of the committee's activities over the last term at the AGM (refer to section 7.1.3).

5.4.4 Term of Committee

- (1) Committee membership ends at the AGM. However, in the interest of committee business continuity, any Director re-elected at the AGM can carry-on his or her committee's duties until new committees are set-up at the Post AGM Board of Directors meeting. Also, any Community Member (under the direction of a Board of Director) can carry-on his or her committee's duties until new committees are set-up at the Post AGM Board of Directors meeting.
- (2) Removal of a Chair or Co-chair can only be recommended by a Director and shall be put in writing. Removal of a committee member (other than the Chair or Co-chair) shall be put in writing to the Chair(s). Removal of a committee member shall be voted by majority at a committee meeting with at least 70% of the committee members present. The Chair (or a Co-chair) shall inform the President of the name of the person removed from the committee within 24 hours of the decision. The President shall inform the Board of Directors of the name of the removed committee member at the next scheduled Board of Directors meeting.
- (3) Removal of a Chair or Co-chair shall be voted by majority at a Board of Directors meeting with at least 70% of the Board of Directors present. Section 7.2.1.4.1 shall be followed to elect a replacement Chair (or Co-chair).

6.0 Community Association Membership

6.1 Qualification for Membership

Any resident or business person being of at least 18 years of age within the community is considered a Community Member upon payment of the annual membership fee set by the Board of Directors.

6.2 Privileges

Each Community Member is entitled to 1 vote per issue at the AGM, or any special community meeting called by the Board of Directors. Community Members are also entitled to sit on one or more WRCA committees (refer to section 5.4.1).

6.3 Term of Membership

Membership is valid until the following year's membership drive.

7.0 Regular Meetings

All regular WRCA meetings are open to Community Members and invited guests.

7.1 Annual General Meeting (AGM)

7.1.1 Timing

- (1) The AGM shall be held within the first quarter of the fiscal year as determined by the Board of Directors
- (2) The community shall be notified of the AGM during the last quarter of the fiscal year. The type of notification shall be at the discretion of the Board of Directors, but shall be accessible to all community residents and businesses.

7.1.2 Attendees

Mandatory attendees at the AGM are the available WRCA Board of Directors. Allowable attendees are interested community residents, interested community businesses, any other West Rouge associations or group, politicians representing the constituents of West Rouge, and speakers and/or guests invited by the President.

7.1.3 Agenda

It is the responsibility of the President to set the AGM agenda. It is also the President's responsibility to run the meeting (from here on in this person shall be called the AGM Chair). However, the AGM shall, as a minimum, accomplish the agenda items below:

- Approve the Minutes of the last AGM.
- Provide a Treasurer's Report (oral and written, including the year-end Financial Statements).
- Approval of the Financial Statements.
- Provide oral updates (with optional written summary handouts) from all WRCA committees.
- Retirement of the current Board of Directors.
- The calling for nominations for President.
- Election by the West Rouge Membership of a new President.
- The presenting of the list of nominees for returning Directors.
- Election by the West Rouge Membership of the returning Directors.
- The calling for nominations of additional Directors (if there is still room).
- Election by the West Rouge Membership of the new Directors (if applicable).

7.1.4 Process

7.1.4.1 Retirement of the Board of Directors

The election of a new WRCA Board of Directors shall be the last order of business. Prior to the election of a new WRCA Board of Directors, the AGM Chair shall retire the current Board of Directors.

7.1.4.2 Board of Directors Nomination and Election Process

The AGM Chair shall proceed with the Board of Directors Nomination and Election Process unless the AGM Chair is planning to run for the position of President; in which case the AGM Chair shall turnover this process to a prearranged Community Member who is not running for the position of President and from this point forth this person shall take on the role of the AGM Chair.

7.1.4.2.1 Rules and Process for President Nominations

- (1) Nomination for President can only be made by a Community Member and shall be nominated at the AGM. The nominee:

- shall be a Community Member (or shall become one within 10 calendar days),
 - shall be a current member of the Board of Directors,
 - shall have been a Director for at least one full term,
 - cannot have served as WRCA President for the last two consecutive terms,
 - cannot be running for an elected municipal, provincial, or federal position,
 - cannot be an elected municipal, provincial, or federal politician, and
 - accept the nomination (in person or by a representative on the nominee's behalf)
- (2) If no current Director is nominated for President or no current Director nominee accepts the nomination for President then, and only then, the nominee need merely only:
- be a Community Member (or shall become one within 10 calendar days),
 - not be running for an elected municipal, provincial, or federal position,
 - not be an elected municipal, provincial, or federal politician, and
 - accept the nomination (in person or by a representative on the nominee's behalf)
- (3) A Community Member shall second all nominations.
- (4) If there are still no nominations for President, then the current President is acclaimed as President for another term as long as he or she accepts, and all of the nominee conditions in paragraph (2) above are met.

7.1.4.2.2 Rules and Process for Electing the President

- (1) Should there be only one accepted nomination for President, then that nominee is acclaimed as President without an election.
- (2) If there is more than one nominee for President, then prior to the election for President, each nominee shall be given an equal amount of time to publicly speak to the Community Members in attendance. The AGM Chair (based on the AGM Chair's discretion and the number of nominees) shall determine the time allotted for President Nominee speeches. The order in which the nominees shall speak shall be randomly chosen.
- (3) After the last nominee has spoken, the AGM Chair shall call an election for President by soliciting, from Community Members in attendance, votes (by a show of hands) for President, one nominee at a time, in the order in which they spoke. Should there not be a majority vote for one of the nominees after the first round of elections; the nominee with the lowest number of votes shall be dropped from the list of nominees. The election procedure for President is then to be repeated until one of the nominees has achieved a majority vote.

7.1.4.2.3 Rules and Process for Director Nomination

- (1) The current Board of Directors shall provide a list of Directors being nominated to return and the list of names shall be read aloud by the AGM Chair. Returning Board of Directors must meet the conditions in paragraph (2) below.
- (2) If, after the completion of the returning Directors election, there is still room for additional Directors (refer to section 5.1) then nominations for Directors can be made by a Community Member and shall be nominated at the AGM. The nominee shall:
- be a Community Member (or shall become one within 10 calendar days),
 - not be running for an elected municipal, provincial, or federal position,
 - not be an elected municipal, provincial, or federal politician, and
 - accept the nomination (in person or by a representative on the nominee's behalf).
- (3) A Community Member shall second all nominations for Director positions (except for returning directors).

7.1.4.2.4 Rules and Process for Electing Directors

- (1) After the list of returning Directors nominees has been read aloud, the AGM Chair shall solicit, from Community Members in attendance, votes (by a show of hands) in favour of the listed Directors returning. The AGM Chair shall then solicit, from Community Members in attendance, votes (by a show of hands) not in favour of the listed Directors returning. Should the voting (by majority of casted votes) result in the listed Directors not returning, the AGM Chair shall repeat the voting process, one returning Director at a time, in the order that the names are listed.
- (2) If additional Director nominations have been received (as per section 7.1.4.2.3) the AGM Chair shall read aloud the names of the accepted nominees.
- (3) If the number of nominees is less than or matches the number of remaining Board of Director positions available, then the AGM Chair shall then solicit, from Community Members in attendance, votes (by a show of hands) in favour of the additional Director nominees. The AGM Chair shall then solicit, from Community Members in attendance, votes (by a show of hands) not in favour of the additional Director nominees. Should the voting (by majority of casted votes) result in the additional Director nominees not be voted-in, the AGM Chair shall repeat the voting process, one nominee at a time, in the order that they were nominated.
- (4) If there are more nominees than remaining Board of Director positions available, then prior to voting, each nominee shall be given an equal amount of time to publicly speak to the Community Members in attendance. The AGM Chair (based on his or her discretion and the number of nominees) shall determine the time allotted. The order in which the nominees shall speak shall be randomly chosen. After the last nominee has spoken, the AGM Chair shall solicit, from Community Members in attendance, votes (by a show of hands) for the position sought one nominee at a time, in the order in which they spoke. The nominee with the lowest number of votes shall be dropped from the list of nominees. The election procedure is then to be repeated until the number of remaining nominees matches the number of available remaining Board of Director positions.

7.1.4.2.5 Rules and Process for Electing the Treasurer

The Treasurer is elected in the same way as all Directors on the Board but before access to the Financial Records is allowed there must be a police check and a credit report. These reports must be submitted to the President and Secretary for verification. The information in these reports is considered confidential and will be held by the President outside of the general files.

7.2 Board of Directors Meetings

7.2.1 Post AGM Board of Directors Meeting

7.2.1.1 Timing

The President shall call a Post AGM Board of Directors meeting within 30 calendar days of the AGM.

7.2.1.2 Attendees

Attendees of the Post AGM Board of Directors meeting are the recently elected President, Past President, and the recently elected Directors. Community Members are free to attend and observe the meeting providing the President is notified prior to the meeting. The quorum for the transaction of business at the Post AGM Board of Directors meeting shall not be less than six Directors or 50% of the Board of Directors (whichever is less) in attendance. In the eventuality of less than a quorum being in attendance, the President shall reschedule the meeting as soon as possible.

7.2.1.3 Agenda

It is the responsibility of the President to set the agenda for the Post AGM Board of Directors meeting. However, the meeting shall, as a minimum, accomplish the agenda items below:

- elect a Secretary,
- approve the Minutes of Meeting from the last Board of Directors meeting,
- elect the Executive (listed in section 5.1- Note: the Past President is an acclaimed position),
- elect the Membership Director,
- determine which committees are to be formed for this term of the WRCA, and
- elect Chairs (or Co-Chairs) for each committee formed.

7.2.1.4 Process

7.2.1.4.1 Electing WCRA Positions

- (1) When filling Executive positions, the position of Secretary, Membership Director, or the Chairs and Co-Chairs of committees, the President shall call for nominations from the Board of Directors. A different Director shall second all nominations and the nominee shall accept the nomination for he or she to be considered for the position nominated. If the number of accepted nominations matches the number of positions being sought, then the nominee(s) are acclaimed with no vote.
- (2) If there are more nominees than position sought, then prior to voting, each nominee shall be given an equal amount of time to publicly speak to the Board of Directors in attendance. The President (based on his or her discretion and the number of nominees) shall determine the time allotted. The order in which the nominees shall speak shall be randomly chosen. After the last nominee has spoken, the President shall solicit, from the Board of Directors in attendance, votes (by a show of hands*) for the position(s) sought, one nominee at a time, in the order in which they spoke. The nominee with the lowest number of votes shall be dropped from the list of nominees. The election procedure is then to be repeated until the number of remaining nominees matches the number of positions sought.

* At the request of any Director and upon agreement of the President, the voting shall go to secret ballot (in lieu of "by show of hands").

7.2.1.4.2 Other Board of Directors Business

For other Board of Directors business process refer to section 7.2.2.4.

7.2.2 Subsequent Board of Directors Meetings

7.2.2.1 Timing

The day, time, and place for the regular meetings shall be pre-determined by the Board of Directors, for the duration of the WRCA's term. There shall be regular meetings between AGMs (excluding the months of July and August) and at other such times as called by the President. Board of Directors shall receive notification of the meeting at least 48 hours in advance.

7.2.2.2 Attendees

Attendees of Board of Directors meetings are the Board of Directors. Community Members are free to attend and observe any Board of Directors meeting providing the President is notified prior to the meeting. The quorum for the transaction of business at Board of Directors meetings shall not be less than six Directors or 50% of the Board of Directors (whichever is less) in attendance. In the eventuality of less than a quorum being in attendance, the President shall reschedule the meeting as soon as possible.

7.2.2.3 Agenda

- (1) It is the responsibility of the President to set the agenda for the Board of Directors meetings. Before the start of the meeting the Agenda is to be distributed to all attendees. However, the meeting shall, as a minimum, accomplish the agenda items below:
 - approval of the last Board of Directors Minutes of Meeting,
 - distribution and presentation of the Treasurer's statement of Revenue and Expenditures,
 - approval of the statement of Revenue and Expenditures, and
 - updates from the committees.
- (2) Issues to be presented to the Board of Directors should be submitted to the President well before the meeting. The Chairperson presiding has the discretion to defer any set agenda item (or issue raised during a Board of Directors meeting) to a future Board of Directors meeting.

7.2.2.4 Process

- (1) At all meetings of the Board of Directors, every debated issue shall be decided by a majority vote. Each Director is entitled to one vote. A secret ballot can be requested by a Director but shall be agreed to by the chairperson running the meeting. In the case of an equality of votes, the chairperson has a second and deciding vote.
- (2) If a Director believes they have a conflict of interest on an issue brought before the Board of Directors, they shall identify the conflict and refrain from further discussion and voting on the matter in question. If a Director believes another member has a conflict of interest on an issue brought before the Board of Directors, the Director raising the potential conflict shall identify the conflict to the Board of Directors for discussion. If the Director whose bias is challenged does not agree that a conflict exists, the other Board of Directors present shall vote on the matter. If a conflict of interest is deemed to have occurred the Director in conflict shall refrain from participating in further discussion and voting.
- (3) A declaration by the Chairperson that a resolution has been carried shall be recorded in the Minutes of Meeting.

7.3 Committee Meetings

7.3.1 Timing

The Chair (Co-chairs) of each committee shall set the timing of each meeting and provide as much notice as possible to committee members.

7.3.2 Attendees

Attendees of committee meetings are to include the Chair (or Co-chairs); committee members, and guests invited by the committee Chair (or Co-chairs). Community Members are free to attend and observe any committee meeting providing the Chair (or Co-chairs) is notified prior to the meeting. The quorum for the transaction of business at committee meetings shall not be less than 50% of the committee members in attendance. In the eventuality of less than a quorum being in attendance, the Chair (Co-chair) shall reschedule the meeting as soon as possible.

7.3.3 Agenda

- (1) It is the responsibility of the Chair to set the committee meeting agenda. If there are Co-chairs, then one Co-chair shall be charged with setting the agenda and shall be considered the Chairperson Presiding for that meeting. Prior to the start of the meeting the agenda shall be distributed to all attendees.
- (2) Issues to be presented at a committee meeting should be submitted to the Chair (or a Co-chair charged with setting the agenda as outlined in paragraph (1) well before the scheduled meeting. The Chairperson Presiding has the discretion to defer any set agenda item (or issue raised during a committee meeting) to a future committee meeting.

7.3.4 Process

- (1) At all committee meetings, every debated issue shall be decided by a majority vote. A secret ballot can be requested by a Committee member but shall be agreed to by the Chairperson Presiding. In the case of an equality of votes, the Chairperson Presiding has a second and deciding vote.
- (2) Attendees are to follow section 7.2.2.4, paragraph (2), when confronted with any conflict of interest issues.
- (3) The Chairperson Presiding shall decide what issues shall be brought before the Board of **Directors** for further review.

8.0 Finance

8.1 Receipts

All moneys received by the WRCA shall be deposited by an Executive Director into an accredited bank in the name of the WRCA.

8.2 Disbursements

- (1) All disbursements shall be made by cheque (or other monetary instrument, if required). Cheques shall be signed by two executive officers.
- (2) No expenses are to be paid for by cash belonging to the WRCA. Where possible, all expenses incurred by the WRCA are paid by cheque from the WRCA. Where this is not possible the Treasurer may authorize any Director to incur expenses on behalf of the WRCA and submit original receipts or invoices for reimbursement

8.3 Investments

Moneys on deposit not immediately required shall be invested in Guaranteed Investment Certificates (GIC), or other guaranteed monetary instrument. The Treasurer shall determine the amount and term of these investments.

8.4 Approvals

8.4.1 Donations

All requests for a donation shall be submitted in writing to the President. The President may require the donation requester to address the Board of Directors and/or provide any documentation (including financial statements) in support of their request. Upon the donation request being approved by the Board of Directors (as per section 7.2.2.4) the Treasurer shall issue a cheque in the amount approved.

8.4.2 Events

The Board of Directors shall approve the budget for any existing, or proposed event sponsored solely (or in part) by the WRCA as per section 7.2.2.4.

8.4.3 Other Expenditures

The Board of Directors shall approve all other expenditures as per section 7.2.2.4, with the exception of minor recurring expenses, which can be approved by the Treasurer.

8.5 Record Keeping

8.5.1 Books and Records

The Treasurer shall keep full and accurate accounts of all receipts and disbursements to the WRCA in an accepted Financial Format with all supporting documentation, banking records, and financial reports.

8.5.2 Financial Reports

The Treasurer shall:

- I Prepare statements of revenues and expenditures for approval of the Board of Directors at each regular Board of Directors meeting, or at the request of the President,
- II Prepare the Annual Financial Statements for approval at the AGM,
- III Prepare for the WRCA website on an annual basis a Statement of Profit and Loss with Prior Year comparisons that is to include a supporting report on groups and events that received funding during the most recent year, and
- IV Prepare and file the annual income tax return.

8.5.3 Review

- I The Treasurer shall review the membership records maintained by the Membership Director at the end of each campaign, review all advertising records, revenues and expenses for the West Rouge Life magazine and review the records for revenue and expenses for the West Rouge web site to ensure that all revenue collected has been deposited in the WRCA's bank account.
- II A quarterly bank reconciliation will be under taken and maintained by a BOD member or a resident designated for this purpose. Any discrepancy will be investigated and resolved. The reconciliation will be signed and filed with the Financial Statements
- III Any member of the WRCA Board of Directors has the right to review with the Treasurer supporting documentation of revenues and expenses for the current or previous fiscal years with 30 days of such request submitted to the President.
- IV An audit of the accounts of the WRCA can be trigger
 - (a) A motion made by a Member of the Board of Directors, seconded and approved by the Board of Directors;
 - (b) A letter to the Board of Directors from a WRCA member signed by 25 other Association members.

9.0 Mid-term Removal of a Board of Director & Appointment of a Director at Large

9.1 Midterm Removal of a Board of Director

9.1.1 Recommendation for the Removal of a Board of Director

- (1) Any Board of Director can at any time recommend the removal of a fellow Board of Director. The recommendation shall be made to the President in writing. If the recommendation is for the removal of the President, then:
 - if the request is coming from one of two Vice Presidents, then the written request is to be made to the other Vice President,
 - if the request is coming from the one and only Vice President, then the written request is to be made to the Treasurer, or
 - if the request is coming from a Board of Director, then the written request is to be made to the Senior Vice President (or Vice President if there is no Senior Vice President).

From here on in, the person receiving the notification shall be referred to as the "Mediator"

- (2) The written submission shall, as a minimum, include:
 - the name and signature of the Director making recommendation for removal (from here on in to be referred to as the "Requester"),
 - the Requester's position on the Board of Directors,
 - the name and position of the Board of Director targeted for removal (from here on in to be referred to as the "Removee"), and
 - the rationale for requesting the removal of the Removee.

9.1.2 Conflict Resolution

Prior to escalating the matter to some or all of the Board of Directors, the Mediator shall approach the Removee and provide them with an opportunity to volunteer to resign from the Board of Directors. If the Removee does not volunteer to resign, the Mediator shall attempt to mediate the matter between the parties. If after the attempted mediation the matter is not resolved to the satisfaction of all parties, either party has the right to request the matter be escalated to the Board of Directors for further review.

9.1.3 Decision for Removal

- (1) Should the dispute have escalated to the Board of Directors, a decision to remove a Board of Director shall be made no later than the next scheduled Board of Directors meeting.
- (2) The Mediator shall be in charge of the removal proceedings.
- (3) At least 70% of the total Board of Directors shall support the removal of a Board of Director (via secret ballot vote). If removal is supported, the removal is immediate and the removed Board of Director's name shall be stricken from Board of Directors records. The removed Board of Director shall receive written notification of the Board of Directors decision no later than 10 calendar days post the decision.
- (4) If the President was removed, the Senior Vice President (or Vice President, if there is no Senior Vice President) automatically assumes the position of President until the next AGM or until he or she resigns or is removed by section 9.1. For replacing the Vice President who is now President, or if an Executive Director, the Secretary, Membership Director, or Committee Chair (or Co-chair) was removed, the process for electing a replacement shall be followed as per section 7.2.1.4.1.

9.2 Appointment of a Director at Large

- (1) At any point between Annual General Meetings, a Community Member can be nominated for WRCA Director at Large as long as all of the following is met:
 - there is still room on the Board of Directors as per section 5.1,
 - the nominee is a current Community Member,
 - is not be running for an elected municipal, provincial, or federal position,

- is not an elected municipal, provincial, or federal politician,
 - the nominee is nominated by a current Director and seconded by another current Director at a Board of Directors meeting with a minimum quorum as per section 7.2.2.2, and
 - the nominee accepts the nomination (in person or by a representative on the nominee's behalf).
- (2) The nominee becomes a Director at Large upon a majority vote by the current Board of Directors at the meeting at which the nomination occurred.

10.0 Amendments

10.1 Submission of a Proposal to Amend the Constitution

A proposal to amend any part of the constitution shall be made in writing and submitted to the President. The President shall ensure "A Proposal to Amend the Constitution" is placed on the agenda for the next scheduled Board of Directors meeting. Submissions for proposed amendments shall only be made by an active member of the Board of Directors.

10.2 Contents of the Proposal to Amend the Constitution

The proposal shall contain the following:

- Director's name (print and signature),
- position on the Board of Directors,
- date of the submission,
- section and subsection, as appropriate, proposed for amendment,
- rationale as to why an amendment is sought, and
- recommendations for new, or revised content

10.3 Decision-making Process to Amend the Constitution

The Board of Directors shall review all proposals for amendment to the constitution at a scheduled Board of Directors meeting. The President shall decide the forum for the review (e.g. special meeting, sub-committee). The person bringing forward the proposal shall participate in the review process. The vote to accept an amendment shall exceed 70% of the total Board of Directors. The Secretary shall record the amendment proposal and the results of the vote in the meeting minutes.

10.4 Application of the Amendment

- (1) The President shall create a new revision of the current version of the Constitution with the Board of Directors approved amendment(s). The new revision of the Constitution requires the signature of at least 70% of the Board of Directors.
- (2) For the amendment to take effect, the new revision shall be voted upon by majority vote at a general meeting of the Community Members.