

# LINCOLN HEIGHTS-PARKWAY COMMUNITY ASSOCIATION

## CONSTITUTION

### ARTICLE 1: MISSION

1.1 The mission of the **Lincoln Heights-Parkway Community Association**, hereinafter referred to as the “**LHPCA**” or “**the Association**”, shall be to promote, advance and protect the community interests and quality of life for the residents of Lincoln Heights – Parkway and surrounding area by:

- Uniting homeowners, tenants and residents and working towards achieving common goals;
- Organizing social and recreational activities for and on behalf of the community;
- Informing members of events, activities, and news that may impact our community;
- Co-operating with other community organizations in the pursuit of common interests.

### ARTICLE 2: BOUNDARY

2.1 For the purposes of membership in the Association, the boundaries of Lincoln Heights-Parkway are as shown in this map, and deemed to be:

**NORTH:** the south shore of the Ottawa River;

**WEST:** the east side of Croydon Avenue;

**SOUTH:** Regina Lane;

**EAST:** the Ottawa River Parkway; including Parkway House and the Richmond Park Square apartment buildings.



### **ARTICLE 3: STATUS**

3.1 The LHPCA is a voluntary organization representing the community as a whole and will refrain from representing individuals. Funds collected from community members and sponsors are for the sole purpose of defraying expenses and expenditures made for the pursuit of the stated objectives.

3.2 The LHPCA shall be non-profit and non-partisan.

3.3 The LHPCA may raise funds to purchase items or services that will be used to benefit the community residents.

### **ARTICLE 4: MEMBERSHIP**

4.1 LHPCA membership is open to any individual who resides or has legal ownership of residential property within the community boundary, as defined in article 2.

4.2 There shall be a nominal membership fee.

4.3 The amount of the annual membership fee shall be determined by the membership as represented at the Annual General Meeting.

4.4 Membership shall be per paid individuals, who are 18 years of age or older, and is not transferable. Any household can have an unlimited number of members provided that each individual meets all the eligible criteria outlined in Article 4.

4.5 Memberships are valid for the year in which they are paid, terminating with the Annual General Meeting.

4.6 Membership entitles that member to be eligible for nomination to an executive position, one vote on any matter raised at a general meeting of the membership and one vote for any election held at the Annual General Meeting.

## **ARTICLE 5: EXECUTIVE**

5.1 The business of the LHPCA shall be conducted by an Executive Committee, which shall be comprised of the following officers:

1. President
2. Vice President
3. Treasurer
4. Secretary
5. Past President
6. Directors At Large, up to a maximum of four **(4)**.

Maximum members on the Executive Committee at any one time will be nine **(9)**.

5.2 The Executive Committee is the sole body empowered to act for the LHPCA in all policy matters.

5.3 Officers shall be elected at the Annual General Meeting in accordance with article 9. All terms will be for a period of two years. For the first year, the terms for the President and Secretary will be for the period of one year. As such, turnover of the Executive will be staggered into different years.

5.4 If an Executive or Director's office becomes vacant, the Executive Committee may appoint a willing LHPCA member to serve until the next Annual General Meeting.

5.5 Sub Committees may be formed, as required from time to time, at the discretion of the Executive Committee. Committee chairs will normally be members of the Executive Committee but could also be other members.

5.6 The Executive Committee may appoint members at large to chair committees, head projects, or represent segments of the community, e.g. streets or buildings.

5.7 Attempts will be made to solicit new Executive members from the community in order to provide wide representation and offer new residents the opportunity to serve.

5.8 No member may serve on the Executive Committee for more than 4 consecutive terms without a 2-year hiatus.

5.9 The office of director shall be automatically vacated if: (1) at a special general meeting of members, a resolution is passed by two-thirds (2/3) of the members present at the meeting that s/he be removed from office; or, (2) if a director has resigned her/his office by delivering a written resignation to the secretary.

5.10 All Executive Officers / Directors, upon terminating their post, shall pass on to the Executive Committee, all paper, books, documents and monies belonging to the LHPCA.

5.11 The Executive Committee of the LHPCA shall serve without remuneration and no executive shall directly or indirectly receive any profit from his/her position.

## **ARTICLE 6: MEETINGS OF THE MEMBERSHIP**

6.1 The Annual General Meeting and Special General Meetings shall constitute the senior policy-making authority of the LHPCA.

6.2 The Annual General Meeting will be held on any date between September 1 and November 30, at a place and time to be set by the incumbent Executive. The agenda shall include the following:

- Presentation of activities during the previous year;
- A financial report covering the previous fiscal year, and a proposed budget for the coming year to be voted on by the membership;
- Discussion of activities/issues in the upcoming year;
- Any changes to the Constitution; and,
- Election of members of the Executive Committee.

6.3 Special General Meetings shall be held on an ad hoc basis, as determined by the Executive.

6.4 Each member in attendance shall be entitled to one vote on each issue raised. Votes may be cast by written proxy. To cast a vote by proxy, an LHPCA member must present, in person or by email, his/her proxy to a member of the Executive prior to the start of the meeting. Any proxies that do not clearly outline that member's vote will be discarded upon review by at least 3 Executive Officers / Directors and not be counted during the voting process.

6.5 At all LHPCA General Meetings, a majority vote of members present is required for the approval of ordinary business. Proxies, as stipulated in Article 6.4 shall also be included in the vote.

6.6 Notice of the Annual General Meeting and of any special general meeting of the LHPCA will be distributed by one or more of the following: email, flyers, announcements posted to the LHPCA website. All notifications will occur at least 7 days in advance of the meeting. No errors or omission, other than in the date, time and location, in giving such notice shall invalidate the meeting, or any decision or action taken at such meeting, provided that a quorum of members is present.

6.7 In the case of urgent matters, the notification of a special general meeting may, by exception, occur less than 7 days in advance of the meeting. In such a case, the notification to members shall be done as widely as possible; in addition, justification for the short notice shall be given to the membership at the meeting.

6.8 A quorum for any general meeting shall consist of a majority of the Executive in office.

6.9 A Special General Meeting of the LHPCA shall be called by the Executive Committee upon being presented with a written request to do so, signed by at least 25 % of the members, or at the discretion of the Executive.

6.10 Members wishing to make presentations at the Annual General Meeting and/or Special General Meetings are encouraged to advise the Executive in advance on their intentions.

6.11 Minutes of the Annual General Meeting, Annual Treasurer's Report and all General Meetings shall be posted on the website.

6.12 Non-members may attend meetings as non-voting participants. Residents and home-owners of the community who are non-members are to be particularly welcomed to meetings.

## **ARTICLE 7: MEETINGS OF THE EXECUTIVE COMMITTEE**

7.1 The Executive Committee shall meet at a time, place and date that are convenient for a quorum of Executive members to discuss ongoing LHPCA business.

7.2 Each Executive Officer / Director is entitled to one vote. The Chairperson shall not vote on any matter before the meeting, except in the case of a tied vote.

7.3 A majority of the Executive present can defer any motions to the Annual General Meeting or to a Special General Meeting.

## **ARTICLE 8: AMENDMENTS TO THE CONSTITUTION**

8.1 Amendments to the Constitution of the LHPCA shall be voted on at the Annual General Meeting, or any special general meeting called for that purpose.

8.2 Notice of any proposed amendments shall be provided to the community and posted to the LHPCA website in advance of the meeting.

8.3 Amendments to the Constitution require the approval of 2/3 of those members present at the meeting.

## **ARTICLE 9: ELECTION OF MEMBERS OF THE EXECUTIVE COMMITTEE**

9.1 Election of officers shall be held during the Annual General Meeting.

9.2 The Past President shall normally be the Chair of the nominating committee. In the event this is not possible, the Association president shall appoint a nominating committee Chair. The nominating committee chair may invite other LHPCA members to join the committee. No member of the nominating committee may stand for election to the Executive Committee.

9.3 The nominating committee shall solicit nominations from the membership for the executive positions available for the upcoming year by one or more of the following means: email, flyers, announcements posted to the LHPCA website. Solicitation of nominations shall take place at least one month before the date of the Annual General Meeting. Nominations may be made at the Annual General Meeting, provided that the nominee is present and agrees to stand or has submitted her/his consent to stand to the chair of the nominating committee in advance of the meeting.

9.4 Nominations shall be made known to the membership 7 days in advance of the Annual General Meeting by one or more of the following means: email, flyers, announcements posted to the LHPCA website.

## **ARTICLE 10: EXPENDITURES**

10.1 The LHPCA Executive is authorized to make expenditures on behalf of the LHPCA.

10.2 The President, Vice-President and Treasurer shall have signing authority of the LHPCA bank account. All cheques require the signature of two signatories.

## **ARTICLE 11: EXECUTIVE DUTIES**

11.1 The Executive shall be responsible for the affairs of the LHPCA as required between meetings of the Executive Committee and shall report the status and actions taken to the Executive Committee.

11.2 The Executive shall perform the function of auditing the financial accounts of the LHPCA on an annual basis before approving the financial report to the membership at the Annual General Meeting.

### **PRESIDENT**

11.3.1 The President shall act as chief executive officer and spokesperson of the LHPCA and represent the LHPCA as required to the public, the media, different agencies and associations, and various levels of government.

11.3.2 The President shall chair all General, Special and Executive meetings, ensuring that they are conducted in an orderly and efficient manner.

11.3.3 The President shall be charged with the management of the affairs and operations of the LHPCA and also may correspond and receive correspondence on behalf of the LHPCA.

### **VICE-PRESIDENT**

11.4.1 The Vice-President shall replace the President and carry out the President's functions in his/her absence or at his/her request.

11.4.1 The Vice-President shall perform other duties and functions, which the President may assign or request.

### **SECRETARY**

11.5.1 The Secretary shall keep official minutes of the LHPCA meetings.

11.5.2 The Secretary shall act as presiding officer when both the President and Vice-President are absent.

### **TREASURER**

11.6.1 The Treasurer shall collect all membership fees and any other monies on behalf of the LHPCA and deposit said monies in a chartered bank in the name of the LHPCA.

11.6.2 The Treasurer shall sign cheques, along with the President or the Vice-President, issue petty cash and pay any bills authorized by the Executive.

11.6.3 The Treasurer shall prepare, each year, a financial report showing the state of the LHPCA's finances for presentation at the Annual General Meeting. At the request of the Executive Committee, the Treasurer will prepare an interim financial report whenever so requested.

11.6.4 The Treasurer shall keep a full account of all receipts and disbursements of LHPCA funds.

11.6.6 Upon request, the Treasurer shall make available all records of the LHPCA to any member of the Executive Committee.

### **DIRECTORS AT LARGE**

11.7.1 The Directors at Large shall help manage the affairs of the LHPCA and report on them at meetings. They may chair subcommittees or be contact persons for specific groups within the Community and/or have portfolio responsibilities (ie, Membership, Sponsorship, Social Events, Planning & Development, Safety & Security, Webmaster). These will be assigned by consensus of the Executive Committee members.

#### **PAST PRESIDENT**

11.8.1 The Past-President, an ex officio member, shall provide guidance, knowledge and support to the LHPCA Executive.

#### **ARTICLE 12: DISSOLUTION OF THE ASSOCIATION**

12.1 The LHPCA may be dissolved with the will of the membership or due to lack of interest. A final meeting of LHPCA will be held to effectuate the dissolution. Notification of intent to dissolve the LHPCA must be posted to the LHPCA web site, by email distribution, and notice to the city councillor at least 30 days in advance of a meeting to dissolve the LHPCA.

12.2 In the event of dissolution of the LHPCA, all liquid assets which remain after payment of liabilities shall be distributed to a charitable organization as dictated by the LHPCA members. The treatment of any other items will be determined during the final meeting.

#### **ARTICLE 13: COMING INTO FORCE**

13.1 This Constitution came into force upon adoption by an **Annual General Meeting** at Regina Street School, Ottawa, Ontario, on the 24<sup>th</sup> day of September, 2009.