



La Croisée Community Association

ASSOCIATION BY-LAWS

September 2017



**La Croisée Community Association
Association Communautaire de la Croisée**

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Association Bylaws

ARTICLE 1. ASSOCIATION NAME

The full name of the Association is the "La Croisée Community Association" or "Association Communautaire de la Croisée".

ARTICLE 2. OBJECTIVES

In accordance with the 'Letter Patent' received from the Province of Quebec, the objectives of the association are:

- To nurture and promote a shared sense of belonging to our community amongst its residents by supporting and encouraging communication and involvement in community events.
- Defend and promote the shared, common interests of our community on issues affecting the planning, resources, development and environment of our community in a cooperative, informative manner.
- Promote and develop local social activities including sports and recreation in our community.
- Develop and circulate information to the community and assist in developing communication amongst residents through the ownership, development and management of our non-profit community website.

ARTICLE 3. TERRITORY

The territory served by the Association is that part of the City of Gatineau situated within the area outlined on the attached map (Appendix A). The Association will also engage, from time to time, with surrounding community associations within our Urban Village and electoral districts in the Aylmer sector, in the interest of La Croisée residents, where appropriate and approved by the Association's Board. Members of the community may also propose such engagement, where appropriate, to the Board.

ARTICLE 4. MEMBERSHIP

4.1 Categories of members

There are two types of members in the Association, being:

- a) Regular member; and
- b) Registered Member.

4.2 Regular member

A regular member is any person who resides within the territory of the Association shown in Annex A, which has not registered on the community web site. Regular members cannot vote at the Annual General Meeting (AGM) and Special General Meetings (SGM).

4.3 Registered Member

A Registered Member is any person over the age of 18 who resides within the territory of the Association shown in Annex A, which has registered on the community web site. Each Registered Member will have a single and equal vote at the Annual General Meeting (AGM) and Special General Meetings (SGM). Residents from the same household, over the age of 18, may all be independent Registered Members of the Association. Registrations are accepted at any time through the community web site or in person at the AGM or SGM.

4.4 Registration records

Registration records will include the name, address, phone number and email address of each Registered Member. This information shall be used only for the purposes of communicating with the Registered Members. Registration records are private and will remain secure, unpublished or distributed to any third parties, in or outside the community. Unauthorized use of registration records is prohibited.



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4.5 Member participation

All members are encouraged to engage with one another, honestly and in good faith, with a view to the best interests of the La Croisée Community on the community website Forums. Registered Members are also encouraged to engage with the Association's Board of Directors through the community website Blog in the same manner.

ARTICLE 5. BOARD OF DIRECTORS

5.1 Composition

The Board of Directors of the Association is composed of Registered Members elected at the Annual General Meeting. This Board of Directors manages and directs the affairs of the Association, more specifically, without limiting the generality of the foregoing, carries out the duties set out in these By-Laws. Directors of the Board also have the duty to vote and act in the best interests of the community. Directors must also declare, prior to meetings and following review of the agenda items, when a possible conflict of interest may be perceived between their own self-interest and their duties toward the community. Only one Registered Member per household may sit on the Board at one time. See Article 13, "Termination".

The Board of Directors may also form and mandate special purpose or ad hoc committees from time to time. Special purpose committees will make progress reports, tentative agenda and notices of meetings along with their recommendations for the Board. Their recommendations are then considered for decision by the Board or Membership to which they report.

The Board of Directors is made up of at least 5 and at most 12 Directors (see appendix B for the organizational chart), as set by resolution from time to time, who report to the Membership. All Directors of the Board are elected for a two-year term by a simple majority of the Registered Members, who are present at the Annual General Meeting. Members of the previous Board of Directors are eligible for re-election.

Like Section 5.3 "Meetings", the Board and its remaining Directors shall have the power to choose a duly qualified replacement from among the Registered Members of the Association when a vacancy on the Board occurs. The appointment will be ratified or revoked during the following Annual General Meeting by a majority vote of Registered Members.

The Board of Directors may approve, by majority, continued communication with and input from past members of the Executive when necessary or deemed warranted to be of value to the Association, its Registered Members and the current Board.

Eligible members for election to the Board cannot be members of City Council, other external community associations or employees of the City of Gatineau. The directors are not remunerated and only duly proven expenses made for the benefit of the Association can be reimbursed.

5.2 Nominations and Election

During the month preceding the date set for the Annual General Meeting, a Nominations Committee is established by the Membership Director and the Board to prepare a list of members willing to be chosen for the next Board of Directors. The Nominations Committee is composed of at least three Directors in good standing of the Association, including the present President, if available.

Any member of the Association may nominate a willing member of the Association to be elected to the Board of Directors. Such nomination may be made in writing and addressed to any Director of the Association, or be made from the floor at the Annual General Meeting. Such nominations shall be added to the list of nominations made by the Nominations Committee.

This list of nominees is submitted to the Annual General Meeting for the approval of Registered Members by acclamation or by written ballot in the event nominations other than those made by the Nominations Committee are duly made.



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5.3 Meetings

The Board of Directors will meet at regular intervals at least five(5) times year at a time and place established by the President. Special meetings are called by the President upon a written request to the Secretary by three Board Directors.

In the interest of keeping Board proceedings as transparent as possible, Registered Members of the Association may also request a Special General Meeting. Such a request must be made to a member of the Board of Directors at least 3 days prior to a regularly scheduled Board meeting.

On request, or on its own initiative, the Board of Directors may invite any member of the Association to one of its meetings where issues of interest to that member are to be discussed.

In the case of a vacancy occurring on the Board of Directors during its term, the remaining Directors shall have the power to choose a duly qualified replacement from among the Registered Members of the Association. A vacancy on the Board of Directors occurs due to a) death or prolonged illness, b) resignation, c) dismissal (see Article 13), or d) unmotivated absence of a director from three consecutive meetings of the Board. A Board of Directors vote by proxy is prohibited.

5.4 Responsibilities

The Board includes the President, a past President, Secretary, Communications Director, Treasurer, Planning Director, Membership Director and Director at large. No prior experience with volunteer activities is required for Directors of the Board, however, the President should have previous experience on a Board or other community association. At a closed meeting immediately following the Annual General Meeting, the newly elected Board of Directors assigns the various positions and responsibilities. At the first regularly scheduled meeting following its election, the Planning Director and Board may elect/accept from the community membership volunteers for event planning groups.

The volunteers within the planning groups exercise the powers granted to them from time to time by the Planning Director and Board. They must report on their activities regularly to the Planning Director, or at meetings of the Board.

President

The President, along with the Board, provides leadership and strategic direction, develops and approves policy, approves the Association budget and, along with the Treasurer, authorizes spending or commitment of expenditures outside of budgeted amounts, regularly reviews the association's objectives and strategic plan, the terms of reference of committees and communicates as community representative to the Province, the City of Gatineau, our housing developer(s) and other Community Associations. The President also strives to keep the members informed of concerns regarding our community. The President may also carry out other duties delegated by the Board of Directors. Only the President is authorized to submit requests for donations, funding and grants unless approved by the Board and accompanied by letter of authorization from the President.

The President chairs the Annual General Meeting. The President convenes, presides and may appoint a chair at meetings of the Board of Directors and establishes the agenda for these meetings from input from community members and other Board members. The President is an ex-officio member of all committees of the Association. The President as a casting vote at a General Meeting to break a tie vote.

The President is aware at all times of the legal and moral obligations of the Association. These obligations include acting honestly and in good faith with a view to the best interests of the community and its members, acting fairly, with an open mind and exercising informed judgment.

The President and the Secretary, will maintain the Association's documents organized in a logical and orderly fashion. This manual will become the Board members' working file and passed on to each subsequent elected Board. The manual would include the following:

- Summary of the Association's goals and objectives.



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- Current organization charts
- List of Board and community members, Association/Community statistics
- Budget, accounts and financial reports
- Expense report forms and policies
- Bylaws, Code of Ethics, Conflict of Interest Policy
- Committee terms of reference and staff
- Board Minutes, Annual General and other members meeting minutes
- Calendar of important dates

These documents will also be provided electronically in PDF format on the Community website.

Past President

The past President is the only position which is not open for nomination/election. It is specifically reserved for the exiting President. He or she will support the incumbent President and ensure efficient and effective transfer of knowledge, knowhow and any other information necessary for the new President to understand and follow through with past activities/issues of the association. The past President will act as second in command and should be prepared to take over the incumbent President if he/she can no longer perform the responsibilities of President until a suitable replacement is found or until the end of the term.

Membership Director

The Membership Director will maintain the membership approvals and lists as generated from the website Registered Members. The Director will also establish a Nomination Committee for the Annual General Meeting as required as per article 5.2. The Membership Director will also, from time to time, assist the Planning Director with the event planning group registration. The Membership Director is to obtain approval from registered members to receive emails from the Association website.

Secretary

The Secretary will take and distribute minutes of the Annual and Special General Meetings and meetings of the Board of Directors. They will also assist in the management of the Director's Manual and assist with the preparation of meetings notices. The Secretary will also work closely with the Board's Communications Director in the preparation of correspondence and translation. The Secretary will also assist the Board and community resident web developer in website content posting and translation. A record of submission, approval or denial of grants, donations and all types of funding must be recorded in the Board minutes

Planning Director

The Planning Director will assist in the development, planning, communication and management of community events and resources. They will also co-ordinate volunteer committees that will consist of resident volunteers from each street or area in the community.

The committees will work closely with and report directly to the Planning Director. The Planning Director will work closely with and report to the Board. The Board will provide resources internally and externally to support the Planning Director and committees. The planning committee will arrange their internal structure to support each endeavour as required. Plans will be presented to and approved by the Board before any funding or expenses are accrued. The planning committee will also assist in the preparation of communications to be posted on the community web site regarding their plans.

Treasurer

The Treasurer keeps the accounts of the Association and reports on these at each regular meeting of the Board of Directors. The Treasurer keeps records of any financial transactions, including receipts, for a period of at least one year after the end of the fiscal year in which these transactions occurred. The Treasurer collects the Association's income and deposits it at the banking institution chosen by the Board of Directors. The Treasurer and the President sign all cheques and complete those financial transactions for which authority is delegated to them by the Board of Directors. Prior to the Annual General Meeting, the Treasurer shall prepare a complete financial statement for the year just ended. This statement shall be examined and approved by two members of the Board of Directors or, if the Board so decides, by an outside accountant. The approved financial statement



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shall be presented and copies of it shall be available to members at the Annual General Meeting and government agencies. The Treasurer will also verify and approve the financial information for all funding applications.

Communications Director

The Communications Director, along with the President, will assist in all media/communication planning and release from the Association regarding the Board of Directors and Association affairs. The Communications Director will also assist in the planning of communications on the Association website blog. A designated translator/volunteer from the community membership will assist the Director and President with the official translation of documents and postings.

Director at large

Director at large is a position that can be added at the discretion of the Board, and following proper nomination/election processes, in order to fulfill the need of the association. In addition to supporting and actively participating in the general activities of the Board (meetings, event planning, event coordination, etc.), the Director at large may be provided with additional specific responsibilities required to develop, create, and/or implement new initiatives or any other duties approved by the board.

ARTICLE 6. GENERAL MEETINGS

An Annual General Meeting shall be held no more than 45 days after the end of the fiscal year and preferably in June. A Special General Meeting shall be called by the Board of Directors upon a written request to this effect to the Secretary by at least twenty-five Registered Members or at the Board's discretion where it is found appropriate to the benefit of the community. Annual or Special General Meetings shall be held at a time, date and place set by the Board of Directors, subject to a written notice of same being given to members at least seven days beforehand at their last known address and public notice thereof being posted at a convenient place in the territory and on the Association's website.

In the absence of a quorum at a General Meeting, a second meeting will be called in the above-described manner and the Registered Members present at this second meeting will constitute a quorum.

ARTICLE 7. QUORUM

At the Annual General Meeting, ten (10) percent of Registered Members constitutes a quorum. At meetings of the Board of Directors, a majority (fifty percent + one) of the then Directors constitutes a quorum.

ARTICLE 8. AGENDA

The agenda of the Annual General Meeting shall at least contain the following items:

- a) Tabling and approval of the minutes of any preceding General Meeting which have
- b) Presentation of the report of the directors
- c) Presentation of the financial statement for the preceding year
- d) Election of members of the Board of Directors
- e) A question period.

The agenda may also contain any other items deemed appropriate by the President, by at least two Directors or by at least ten other members. Other subjects may also be proposed by a member from the floor subject to approval of the chair.

At General Meetings, all decisions will be based on a simple majority vote of the Registered Members present. A Registered Member vote by proxy is accepted and recorded.



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ARTICLE 9. BYLAWS

Copies of the By-laws will be available to all present at the Annual General Meeting or upon request and on-line, after login, to the community website. The By-Laws of the Association may, subject to the approval of at least two-thirds of the Registered Members present, be deleted, replaced or modified at an Annual General Meeting or at a Special General Meeting called for this purpose. Registered Members must receive notice outlining the proposed amendments at least seven days before the said general meeting. The Association may also, subject to the approval by unanimous vote of the Registered Members present, be dissolved at a Special General Meeting called for this purpose in accordance with Article 6 of these By-laws by the Board of Directors.

ARTICLE 10. COUNTERSIGNING

All of the banking transactions made on behalf of the Association must be signed by the President and the Treasurer.

ARTICLE 11. FISCAL YEAR

The fiscal year of the Association ends on April 30 of each year.

ARTICLE 12. DISPOSITION OF ASSETS

In the event the Board votes and passes a resolution to dissolve the Association, all monies and goods belonging to the Association at the time of dissolution shall be donated to a charity or charities selected by the Board of Directors.

ARTICLE 13. TERMINATION

Any position of the Board of Directors shall be automatically vacated if, at a special general meeting of the Board attended by all Directors, a resolution of termination is passed by at least two-thirds (2/3) of the vote. The director may be removed from office for the following reasons:

- a) The majority of Board members in good standing find the Director has failed to follow his/her responsibilities and Association objectives according to the Bylaws, code of ethics and/or act in the best interest of the community;
- b) If a Director has resigned by delivering a written resignation to the Secretary of the Board;
- c) If the Director has been found by a court or physician to be of unsound mind;
- d) If the Director becomes bankrupt or suspends payment or compounds payment to creditors;
- e) If the Director dies; or
- f) If the Director is no longer resides within the territory of the Association

ARTICLE 14. EFFECTIVE DATE

The members of the Association approved these revised By-Laws during the Annual General Assembly on October 4th, 2015.

ARTICLE 15. SIGNATORIES:



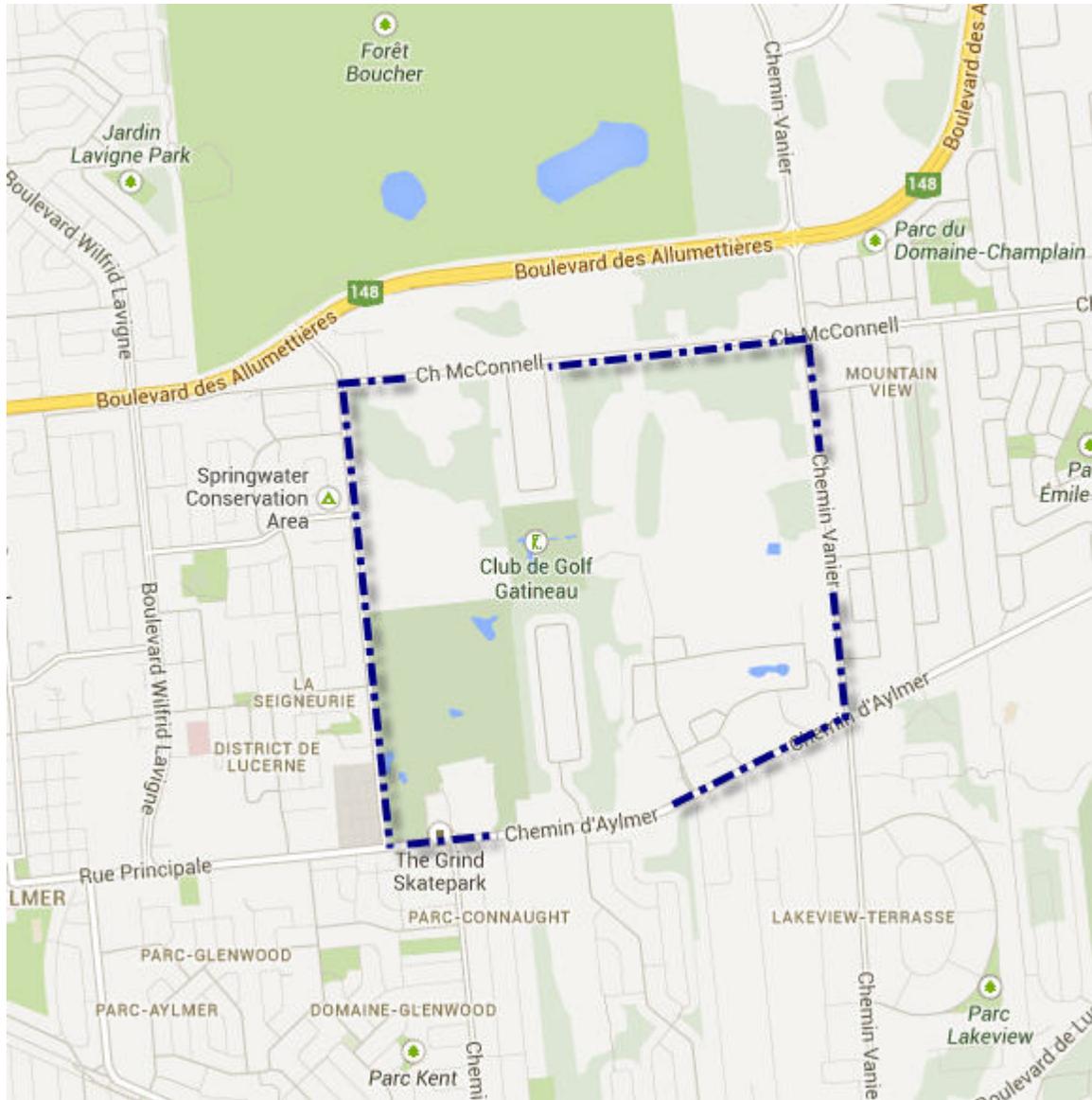
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Send By-Law comments to lcca@Croisée.org



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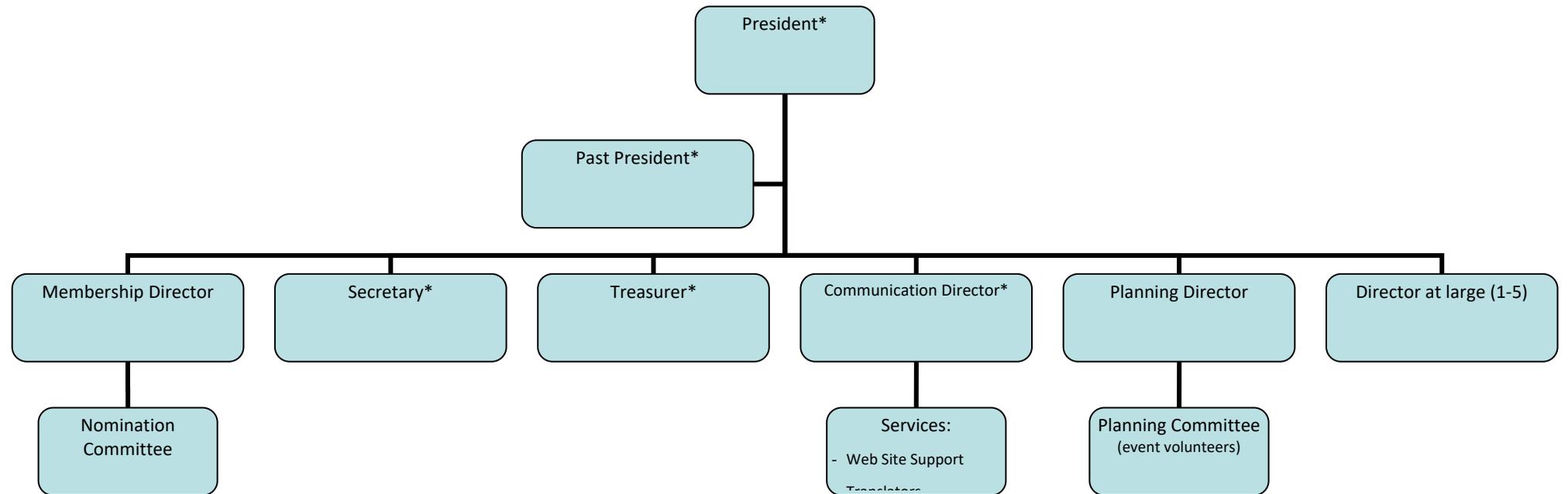
APPENDIX A: ASSOCIATION TERRITORY





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APPENDIX B: BOARD OF DIRECTORS ORGANIZATIONAL CHART



* Positions with an asterisk are members of the Executive Committee