



# **Constitution**

**And**

# **Revised Bylaws**

**Of the**

# **Lorne Mountain Community Association**

As approved at the Annual General Meeting on the 20th day of May 2010.

# **Lorne Mountain Community Association**

## **CONSTITUTION**

1. The name of the Society is the Lorne Mountain Community Association.
2. The purpose of the Lorne Mountain Community Association is:
  - a) To provide facilities for the enjoyment and pleasure of the members of the community;
  - b) To organize and promote organized athletics, social and recreational activities of interest to the members;
  - c) To provide, operate and maintain community facilities; and
  - d) To promote the interests of the community;
3. The registered office of the Association is:

Lorne Mountain Community Centre, Km 1 Annie Lake Road

And the mailing address is:

Box 10009  
Whitehorse YT  
Y1A 7A1

# BYLAWS

## 1- Interpretation

- 1.0** The name of the society shall be the Lorne Mountain Community Association, hereinafter referred to as the “Association.”
- 1.1** In these bylaws, unless the context otherwise requires:
- 1.1.1 “Association “is the Lorne Mountain Community Association;
  - 1.1.2 Board of Directors means the committee made up of the elected positions from the Annual General Meeting who are responsible between meetings for the day-to-day management of the Association’s business;
  - 1.1.3 “Societies Act” means the Societies Act of the Yukon from time to time in force and all amendments;
  - 1.1.4 “Societies Regulations “means the Societies Regulations of the Yukon from time to time in force and all amendments; and
  - 1.1.5 “registered address” of a member means the address as recorded in the register of members.

## 2 – Membership

- 2.1** Members of the Association are those persons who have paid their annual membership fees and are in good standing.
- 2.2** Honorary members- are individuals who have given outstanding service and/or has contributed in an exemplary manner to the success of the Association. Honorary membership shall be granted on a vote of the Board of the Association and, if accepted, the member shall be exempt from all membership dues and shall have all the rights of a regular member.
- 2.3** Terms of Admission
- 2.3.1 Individuals may become members of the Association by registering with an executive member or any other member authorized for this

purpose and paying the appropriate membership fee.

2.3.2 Members are required to renew their membership each year; the membership year shall be from November 1 to October 31.

2.3.3 A registration and renewal fee schedule will be established by the Board of Directors.

## **2.4 Rights of Members**

2.4.1 Members, including Honorary Members, will have the right to attend the Annual General Meeting and Special Meetings of the Association;

2.4.2 Each member, including Honorary Members, will have the right to vote at all Annual General Meetings and Special Meetings of the Association and will have the right to be elected as an officer or director.

## **2.5 Obligations of Members**

Each Member shall abide by the rules, regulations and bylaws of the Association and shall participate in the operation of the Association as often and to the extent that the Member deems necessary.

## **2.6 Conditions under which Membership ceases**

2.6.1 An individual shall cease to be a member of the Association

i) by delivering a resignation in writing to a member of the Executive or by mailing or e-mailing it to the address of the Association; or

ii) if not in good standing (e.g. annual membership fee not paid); or

iii) if expelled.

2.6.2 A Member may be expelled by a special resolution adopted by 2/3rds of the members present at a Special Meeting.

2.6.3 The notice of a special resolution for expulsion shall be accompanied by a brief statement of the reason or reasons for the proposed expulsion.

2.6.4 The person who is subject of the proposed expulsion shall be given the opportunity to be heard at the meeting before the special expulsion resolution is put to a vote.

### **3 - Meetings of Members**

#### **3.1 Annual General Meetings**

The Association shall hold an Annual General Meeting in the month of May at a time and place designated by the Board of Directors for the purpose of conducting the Association's business, including the election of the Board of Directors.

#### **3.2 Special General Meeting**

A special Meeting may be called by the President or Board of Directors at any time, or by the President or Vice-President upon receipts of a Petition signed by 1/3 of members eligible to vote and setting forth for calling such a meeting.

#### **3.3 Notice for Annual General and Special Meetings**

3.3.1 There shall be fourteen (14) days notice prior to the Annual General Meeting of the Association.

3.3.2 There shall be seven (7) days notice for a Special Meeting of the Association.

3.3.3 Notice shall be given through normal media or by any other means deemed necessary by the Board of Directors.

3.3.4 The Board of Directors will meet at least 10 times during the year for regular business. Quorum shall be no less than four (4) members of the Board.

#### **3.4 Quorum for Annual General and Special Meetings**

3.4.1 A quorum at any Annual or Special Meeting shall be ten (10) percent of the eligible voting membership.

3.4.2 If a quorum cannot be reached at an Annual or Special Meeting of the Association, notice shall be once again given and the Association shall set a new meeting within 30 days of the first scheduled meeting.

3.4.3 At the rescheduled meeting the business of the Association can be carried out without a quorum present.

### **3.5 Voting Rights**

- 3.5.1 No member entitled to vote shall cast more than one vote on a resolution at an Annual General Meeting or Special Meeting of the Association.
- 3.5.2 Voting shall be conducted by a show of hands unless a motion is passed to use a secret written ballot.
- 3.5.3 An issue shall be decided by a simple majority of votes carried and in the event of a tie, the motion shall be defeated.
- 3.5.4 No member may vote by proxy.

## **4- Elections**

### **4.1 Members of the Board of Directors**

The Board of Directors of the Association shall consist of:

- a). a President
  - b). a Vice-President
  - c). a Secretary
  - d). a Treasurer
  - e). other positions as may be deemed necessary from time to time
  - f). three (3) directors *or more*
- 4.2 The Board will be elected at an Annual General Meeting for a one year term.
  - 4.3 Vacancies on the Board may be filled by appointment by the Board.
  - 4.4 Only Members or Honorary Members of the Association are eligible to be elected as a member of the Board.
  - 4.5 Nominations. Nominations for positions on the Board must be made by a member in attendance at the meeting and must be accompanied by an indication from the nominated person that he or she is willing to stand for nomination.
  - 4.6 Removal of the Board. An Officer or Director of the Board may be removed from the Board by 75% or a  $\frac{3}{4}$  vote at a Special Meeting of the Association.

## **5 - EXECUTIVE DUTIES AND RESPONSIBILITIES**

### **5.1. The President shall:**

- a) Call any Board meetings;
- b) Preside over and maintain order during meetings of the Association; and
- c) Be responsible for enforcing the rules of decorum and discipline at the meetings.

### **5.2 The Vice-President shall:**

- a) In the absence of the President, preside and perform any duties of the president; and
- b) Assist the president in carrying out his or her duties.

### **5.3 The Secretary shall:**

- a) Be responsible for the preparation and custody of the proceedings of the Association meetings;
- b) Ensure the Association remains in good standing under the Societies Act;
- c) Notify Board members of any meetings;
- d) Maintain the register of members;
- e) Maintain custody of the Association's records and documents; and
- f) Respond to or create correspondence.

### **5.4 The Treasurer shall:**

- a) Be responsible for custody and maintenance of the financial accounts, ledgers and receipts of the Association;
- b) Present interim and annual financial statements as requested by the Board;
- c) Disburse funds as approved by the Board;
- d) Prepare an annual budget for the ensuing year for presentation and approval at the Annual General Meeting; and
- e) Be responsible for the timely completion of funding applications.

### **5.5 Every member of the Board shall:**

- a) Act honestly and in good faith and in the best interest of the Association;
- b) Exercise care, diligence and skill of a reasonably prudent person;

- c) Ensure that the Society is managed in full compliance with the revised constitution and bylaws; and
  - d). Conduct themselves so they are not in a real, perceived or apparent conflict of interest.
- 5.6** Remuneration. No director or officer can be remunerated for being or acting as director but shall be reimbursed for all expenses necessarily and reasonably incurred while engaged in the business of the Association.
- 5.7** The Board shall be responsible for the routine discharge of the affairs of the Association in accordance with guidance given by the members at general meetings of the Association.
- 5.8** There shall be a minimum of one planning meeting per year at which organizational budgetary and administrative matters pertaining to the Association's upcoming season are discussed.
- 5.9** Any sub-committee's that are created by the Board shall receive direction from and report to the Board.

## **6 – RECORDS**

- 6.1** The Board of Directors shall cause minutes to be kept:
- a) Of all elections of officers and directors
  - b) Of the names of the Board members present at all meetings of the executive or the Association; and
  - c) Of all resolutions and proceedings at all meetings of the Board or the Association.
- 6.2** The Board shall cause true accounts to be kept for the Association:
- 6.2.1 Of all sums of money received and expended and the manner in respect of which the receipt an expenditure takes place; and
  - 6.2.2 Of the assets and liabilities of the Association.
- 6.3** **Inspection of Records.** The records of the Association shall be available for inspection by members at the Annual General Meetings of the Association.
- 6.3.1 Records shall be available for examination by members at anytime at an Annual General or regular meeting by:
- a). Giving no less than seven days written notice to a member of the Board; and



- b). Arranging a time and place mutually agreeable to all parties.

## **7 – FINANCES**

- 7.1 Fiscal year The fiscal year of the Association shall start on April 1<sup>st</sup> and end March 31<sup>st</sup> of the following year.
- 7.2 Borrowing Powers for the purpose of carrying out its objectives, the Association may borrow money upon passing of a special resolution of the Board.
- 7.3 Signing Authority All cheques or legal documents require the signature of two of the following:-Treasurer and either the President or Vice President or their designate.
- 7.4 Seal The Association shall not use a seal.
- 7.5 Financial statements The Treasurer shall table at each Annual General Meeting a financial statement for the Association which has been endorsed as being correct by at least one other member of the Board. The requirement for the services of a professional accountant and an audited statement may be removed by ordinary resolution at the Annual General Meeting.

## **8 – OTHER MATTERS**

- 8.1 Changing By-laws These bylaws can be altered only by an extraordinary resolution passed by  $\frac{3}{4}$  of the members present at the meeting. In addition, 21 days written notice must be given to change the by-laws.
- 8.2 Dissolution The Society may voluntarily resolve through extraordinary resolution at a annual general meeting or a special meeting and upon dissolution of the assets of the Association remaining after all debts have been paid or provisions for payments have been made, shall be distributed to a local charitable organization as determined by a special resolution.
- 8.3 Disputes. Any dispute concerning the interpretation or application of the by-laws, and any dispute concerning the rights of a member or the power of a director or officer, shall be submitted and decided by arbitration under the Arbitration Act of the Yukon