



GREELY COMMUNITY ASSOCIATION CONSTITUTION

May 9, 2007

The Greely Community Association was established on the 5th day of May 2003 as a non-profit, nonpartisan association. The Greely Community Association was officially incorporated on the 24th day of November 2004.

1. DEFINITIONS

The following definitions will apply throughout this document:

GCA

Refers to the Greely Community Association

Association

Refers to the Greely Community Association

Committee Chairs

Persons who are responsible for chairing sub-committees of the Association

Community

Residents living within Greely boundaries as defined in the Greely Boundaries Policy Paper.

Executive Committee / Board of Directors

Herein thereafter know as the 'Executive Committee'.

The Executive Committee is comprised of the following individuals:
President, Past-President (ex-officio), Vice President, Treasurer and Secretary.

Member

A person who is a resident of Greely as defined in the Membership Policy Paper.

Voting Member

A person who is a resident of Greely as defined in the Membership Policy Paper and who has paid their annual membership fee.

Greely

The village as defined in the Greely Boundaries Policy Paper.



2. MISSION STATEMENT

The mission of the Greely Community Association is to assist in promoting the community interests and quality of life for the residents and business owners of Greely.

Guiding Principles

The GCA will:

- a) Communicate issues, activities and opportunities which may be of interest to Greely residents and business owners;
- b) Provide a forum for the discussion of issues;
- c) Gather views on issues;
- d) Strive to attain consensus on issues and provide a common voice;
- e) Convey outcomes to the public's attention;
- f) Represent the common interests of residents and business owners of Greely and act as a liaison with municipal, provincial and federal levels of government when needed;
- g) Initiate and facilitate social, educational, recreational and other programs considered desirable by the community;
- h) Cooperate with and support other communities in activities and projects, in the pursuit of common interests;
- i) Solicit grants, donations, sponsorship, gifts, legacies and bequests in order to achieve the GCA's mission.

3. MEMBERSHIP

The GCA is primarily intended to serve the residents of Greely; that is people living, conducting full-time business or owning real property in the community. Persons meeting these requirements may become Members of the Association.

The Executive Committee may, in addition, admit other individuals to the membership.

For more information please see the Membership Policy Paper.



4. MEETING OF MEMBERS

4.1 Annual General Meetings

The Annual General Meeting (AGM) shall be held once each year. Held Preferably in the fall of each year.

Members of the Association shall be notified three weeks in advance by public notice or broadcast in the community.

Such notice shall specify the time and place of the meeting and an agenda of the matters to be discussed, as determined by the Executive Committee.

The agenda for the AGM shall include:

- a) A review of the reports of the President and Committee Chairs for the past year;
- b) A discussion of the activities and budget proposed for the year to come;
- c) Reports of the Treasurer and the Auditor;
- d) Any other issues brought before the AGM meeting as determined by the Executive Committee.

In order to conduct business, a quorum consisting of a minimum of 10 voting members including 2 Executive Committee members, must be present. In the event of a tie, the President shall vote.

4.2 Special Meetings

Members of the Association shall be notified three weeks in advance of all Special General Meetings by public notice or broadcast in the community.

Such notice shall specify the time and place of the meeting and an agenda of the matters to be discussed as determined by the Executive Committee

A special meeting may be called by the Executive Committee at any time, or shall be called by the President on written request of 50% of the Voting Members of the Association.

The subject matter to be discussed must be clearly specified.

In order to conduct business, a quorum consisting of a minimum of 10 voting members including 2 Executive Committee members, must be present. In the event of a tie, the President shall vote.



4.3 General Meetings

General Meetings will be held monthly as determined by the Executive Committee.

In order to conduct business, a quorum consisting of a minimum of 10 Voting Members including 2 Executive Committee members, must be present. In the event of a tie, the President shall vote.

4.4 Executive Meetings

Executive Committee Meetings shall be called by the President or, in his or her absence, by the Vice-President.

Executive Committee Meetings will not, in practice, include Members, Committee Chairs or the general public, unless deemed necessary by the Executive Committee.

A majority of Executive Committee members (50%), exclusive of vacancies, shall form a quorum for the transaction of business.

5. EXECUTIVE COMMITTEE

The day-to-day affairs of the GCA shall be governed by the Executive Committee.

The GCA Executive Committee shall serve without remuneration and none shall directly or indirectly receive any profit from their position as such. They may; however, be reimbursed for reasonable expenses incurred in the performance of their duties.

5.1 Terms of Reference

a) President

- To provide leadership and guidance with respect to the GCA's mission.
- Act as the principal spokesperson for the organization at all levels.
- Charged with the general supervision and management of the affairs and operation of the GCA.
- Preside at all meetings of members of the GCA and the GCA Executive Committee.
- Ensure that all decisions and resolutions made by the Executive Committee are carried out.
- Provide leadership and direction to GCA sub-committees.
- Participate in third-party meetings that pertain to GCA affairs and municipal issues.
- Shall sign all instruments that require signatures, perform all duties incidental to the office, and have such additional powers and duties as may be prescribed by the Executive Committee.



b) Vice-President

- Assist the President in providing leadership and guidance with respect to the GCA's mission.
- Assist the President in ensuring the management of the affairs of the GCA.
- In the absence of the President, assume the role of the President.
- Provide leadership and direction to GCA sub-committees.
- Participate in third-party meetings that pertain to GCA affairs and municipal issues.
- Shall sign all instruments that require signatures, perform all duties incidental to this office, and have such additional powers and duties as may be prescribed by the Executive Committee.

c) Secretary

- Shall act as a clerk, and record all votes and minutes of all proceedings.
- Prepare and disseminate GCA agendas and minutes.
- Shall give notice to all members of meetings.
- Maintain and amend, when directed, key GCA documents.
- Provide leadership and direction to GCA sub-committees.
- Participate in third-party meetings that pertain to GCA affairs and municipal issues.
- Perform other duties as may be prescribed by the Executive Committee.

d) Treasurer

- Shall have the custody of the funds and securities of the GCA and shall keep full and accurate accounts of all assets, liabilities, receipts, disbursements of the GCA.
- Shall deposit monies, securities, and other valuable effects in the name and to the credit of the GCA in such chartered bank or trust company as may be designated by the Executive Committee.
- Shall disburse the funds of the GCA as may be directed by the proper authority.
- Shall present to the President and the Executive Committee at regular meetings an accounting of all transactions and a statement of the financial position of the GCA.
- Provide advice to the Executive on annual budgets and long-term financial planning for the GCA.
- Shall ensure that full and accurate records of the membership of the GCA are kept.
- Provide leadership and direction to GCA sub-committees.
- Participate in third-party meetings that pertain to GCA affairs and municipal issues.
- Perform other duties as may from time to time be directed by the Executive Committee.



The Executive Committee has the discretion to divide the position of Treasurer into two functions: a Treasurer and a Book-Keeper. The Treasurer would take on the majority of the responsibilities and supervise the Book-Keeper who would be in charge of maintaining the financial accounts. The Treasurer would maintain voting rights as part of the Executive Committee. The Book-Keeper would not be a member of the Executive Committee, would have no Executive Committee voting rights and would not have signing authority.

e) Past-President

- Provide guidance and assistance to the members of the Executive Committee in respect of the mission of the GCA.

5.2 Elections

a) Procedures

- Elections for executive positions and committee chairs shall take place annually at the June General Meeting.
- Members of the Executive Committee and committee chairs shall be elected to office by the majority of voting members on Election Day.
- The term of office shall begin on September 1st of that year and continue until August 31st of the following year.
- The time between the election and the beginning of the term will allow for a period of transition for newly elected Executive Committee and committee chairs.

b) Conditions

- Members nominated for the Executive Committee must be at least 18 years of age and a Voting Member in good standing with the Association.
- The President may hold the position for a maximum of two (2) consecutive one (1) year terms. However, after a sabbatical of at least one year, a former President may run for office again.
- The positions of Vice-president, Secretary, Treasurer and committee chairs are not required to have a sabbatical in between terms.
- The person most recently holding the position of President can remain a Member of the Executive Committee as Past-President, if they so desire, for a maximum of two years.

5.3 Vacating Executive positions

A retiring member of the Executive Committee shall remain in office until the dissolution or adjournment of the meeting at which their retirement is accepted and/or their successor is elected or appointed, as the case may be.

If a vacancy occurs for any reason, the Executive Committee may, by way of majority vote, appoint a member in good standing of the Association to fill the vacancy.



An Executive Committee position shall be automatically vacated:

- By delivering a written resignation to the President of the Association;
- If declared by a court to be incompetent;
- Upon becoming bankrupt or having filed an assignment for the benefit of creditors;
- If at a general meeting, a resolution is passed by a majority of voting members present requiring such member's removal from office;
- On death.

6. OTHER COMMITTEES

6.1 Sub-committees

Terms of reference and delegated powers of the Sub-committees will be defined by the Executive Committee in conjunction with the Committee Chair. Once agreed upon, the terms of reference and delegated powers will be recorded by the Secretary.

Committee Chairs report to the Executive Committee, give updates at General Meetings and give a yearly summary at the Annual General Meeting.

The Executive Committee may appoint Committee Chairs to lead Sub-committees, however, if the position is coveted by more than one person for the Sub-committee lead, an ad-hoc election will be held to determine the Sub-committee Chair. If necessary, nominations for committee chairs will be taken annually during the general election in June.

If a vacancy occurs for any reason, the Executive Committee may by way of majority vote, appoint a voting member in good standing of the Association to fill the vacancy.

6.2 Audit Committee

The Audit Committee is an independent ad-hoc sub-committee. It has the responsibility of reviewing the previous year-end's financial documents. The review is to be done in the company of the Treasurer and Book-Keeper if the Treasurer's position has been divided into two functions.

The Audit Committee will report their conclusions regarding the financial state of the Association at the Annual General Meeting.

Annually, the Executive Committee shall appoint an Audit Committee, preferably composed of three (3) Voting Members who are not part of the Executive Committee.



6.3 Nominating Committee

The Executive Committee shall request volunteers for the Nominating Committee in March of each year, preferably composed of three (3) Voting Members who do not intend to run for an Executive Committee position.

The Nominating Committee is an independent ad-hoc sub-committee. It has the responsibility of calling for nominations for Executive Committee positions; ensuring that at least one candidate has agreed to stand for each elected position; accepting nominations for committee chairs when applicable; and conducting the elections in June of each year.

The Executive Committee must indicate whether or not they will stand for re-election two months prior to the elections.

The Nominating Committee should strive to encourage a broad representational base of the various sub-divisions of Greely within the nominated candidates.

The Nominating Committee must ensure that all nominated candidates to the Executive Committee are Voting Members in good standing with the Association, and have been for at least one (1) year prior to nomination.

Nominations can be taken up until the night of the election. The Nominating Committee will call for final nominations at the General Meeting prior to the elections.

In the event that there are no nominees for the position of President, the Nominating Committee may ask the Voting Members at the General Meeting to vote to extend the term of the current President.

7. FISCAL RESPONSIBILITY

7.1 Fiscal Year

The fiscal year of the GCA shall commence on the 1st day of January and shall terminate on the 31st day of December of each year.



7.2 Budgeted Expenditures

All budgeted expenditures, when tabled at the AGM, must be approved by the majority of Voting Members.

Contracts in the ordinary course of the Association's operations approved at the AGM, may be negotiated on behalf of the GCA by the Executive Committee, or by any other person authorized to do so by the Executive Committee. All contracts shall be signed by the President and a second Executive Committee member.

7.3 Unbudgeted Expenditures

All unbudgeted expenses must be approved by the majority of the Executive.

All unbudgeted expenses over \$500.00 must be approved by Voting Members.

7.4 Cheque Signing Authority

The Treasurer and President have sole signing authority on all banking transactions.

7.5 Tax Returns

The Treasurer is responsible for ensuring that all tax-related material is filed in accordance with the existing tax laws of Canada.

7.6 Audits

Financial audits of fiscal year-ends are to be completed so that the Audit Committee may submit an audit report at the AGM.

An audit may consist of the presentation of the financial documents by the Treasurer to the Audit Committee, as described in section 6.2.

8. CONSTITUTION

8.1 Amendments

Amendments to this constitution may be done as follows:

- The Voting Members must be informed in writing at least three (3) days prior to a General Meeting or AGM of any proposed amendments to this constitution.
- A motion to amend this constitution must be brought forward to a General Meeting or AGM, where this amendment must pass with a majority of the Voting Members present at the meeting.



8.2 Adoption

This constitution and its amendments will take effect as soon as the constitution is passed at the General Meeting or AGM. A copy of the constitution will be posted on the GCA web site. The secretary will have a copy of the constitution available as a reference at each general meeting.

9. GCA POLICY PAPERS

The Executive Committee may create Policy Papers concerning the management of the Association affairs. These Policy Papers must be then approved by Voting Members at a General Meeting or AGM. They must also be consistent with this constitution.

Policy Papers will take effect as soon as they are passed at the General Meeting or AGM.

In order to amend a Policy Paper, it must be placed on the agenda of a General Meeting or AGM and be distributed with the agenda. An amendment to a Policy Paper will pass with a majority of Voting Members.

Policy Papers may be amended at any time without impact to this constitution.