

West Bend Community Association Bylaws

Approved May 18, 2016



1) NAME AND BOUNDARIES

- a) **Name:** The organization shall be known as The West Bend Community Association (TWBCA).
- b) **Boundaries:** The area of TWBCA is bounded on the east and north by the railroad tracks, on the west by the east side of Keele Street, and on the south by the north side of Bloor Street West. In the Bylaws, the "West Bend" refers to this area.

2) MISSION STATEMENT

- a) TWBCA is a not-for-profit volunteer organization of community members that strives to:
 - enhance the quality of life for all community members of the West Bend, of all ages and abilities,
 - preserve and improve the physical and economic health of the area,
 - foster respect for all persons,
 - facilitate and encourage connections among community members,
 - connect community members to resources needed to accomplish what most interests them in the community using various strategies, including:
 - o develop collaborative partnerships with other entities, both public and private,
 - o engage in community-based problem solving,
 - o provide neighbourhood-oriented services and resources,
 - o use the power of a representative neighbourhood organization to lobby government and corporate institutions.

3) MEMBERSHIP

- a) **Definition of member:** Members are persons who reside or own a business within the boundaries of TWBCA who are at least 18 years old, and who have paid the currently determined membership fees.
- b) **Membership fees:** Annual membership fees are proposed by the Executive Committee and approved at the Annual General Meeting. Members in good standing are those who have paid the specified fee for the current membership year where the membership year is defined as September 1 to and including August 31.
- c) **Rights of members:** All members in good standing have the right to vote at all general membership and special meetings, and to stand for office. Each member has one vote.

4) MEMBERSHIP MEETINGS

- a) General membership meetings are generally held eight times a year but in no case less than four times a year (including the Annual General Meeting), and may be held more frequently.

- b) Special membership meetings may be called by the Executive Committee (EC) or at the request of 1/3 of the members in good standing. A request for a special meeting must clearly state the reason for the meeting and the agenda of the meeting will be restricted to that issue.
- c) General and special membership meetings shall be announced at least one week in advance.
- d) Annual General Meeting is held once a year, generally in October, and shall be announced at least 15 days prior by notice to the membership. The Annual General Meeting shall include annual reports from each Officer and Committee, approval of the financial statements for the previous fiscal year, election of Officers for the coming year, and setting of the annual membership fee.
- e) **Conduct of meetings:** An Officer (usually the Chair) will chair the meeting. All membership meetings (including the AGM) are open to the general public, and those attending may speak at the pleasure of the meeting chair. Only members, however, may vote. Robert's Rules of Order (<http://www.robertsrules.org>) shall govern procedure at all meetings.
- f) **Quorum** for regular and special membership meetings is 15% of the current paid membership. Quorum for the AGM is 20% of the current paid membership.
- g) **Voting:** At all membership meetings, a majority vote of those members present will decide, except that voting for resolutions which determine official WBCA policies require a two-thirds (2/3) majority of the members present. At all membership meetings, the meeting chair shall vote only to break a tie. Every question shall be decided by a show of hands, unless a secret ballot is requested by three or more members present, in which case the meeting chair shall decide on the procedure for secret ballots. There shall be no proxy voting; only members who are physically present may vote.

5) OFFICERS and EXECUTIVE COMMITTEE (EC)

- a) There shall be a minimum of five Officers with fixed responsibilities, and two to five Officers at Large. Two offices may be held by the same person.
- b) **Duties of the Officers** include:
 - i) **Chair:** Provides leadership within the WBCA, calls and chairs meetings, functions as TWBCA contact for external organizations. Serves as primary contact for external organizations and the public at large, with the right to delegate such duties to another member of the EC.
 - ii) **Vice-Chair:** Assists the Chair in his/her duties, with the Chair bearing primary responsibility.
 - iii) **Secretary:** Takes minutes at membership and Executive Committee meetings and makes them available to the membership. Maintains records of correspondence, including printouts of important emails. A copy of all official correspondence shall be forwarded to the Secretary for record-keeping.
 - iv) **Treasurer:** Ensures that all funds raised are deposited to the account of TWBCA in a recognized financial institution selected by the Executive Committee (EC). Maintains proper records of receipts and expenditures at all times, including separate general ledger accounts to record income and expenses for each major TWBCA initiative; prepares financial statements for the AGM. Ensures that all cheques are signed by two members of the EC assigned to this responsibility by the EC, that any expenditure over \$75 is approved in

advance by the EC, and that any expenditure over \$200 is approved in advance by majority vote at a membership meeting.

- v) **Membership Director:** Maintains the membership list and associated data; verifies that members have met the requirements for membership. At membership meetings, determines the number of members present, certifies that a quorum has been reached, and reports the number for a majority of members present. Notifies members about renewal. Develops strategies for membership recruitment and retention.
- c) **Officers at Large:** Assist the Officers in the operation of TWBCA, with specific duties as shall be needed by TWBCA and shall suit their individual talents. They may also serve as Committee Chairs.
- d) **Executive Committee (EC) meetings:** Both Officers and Officers at Large will compose the Executive Committee, which meets as required. Meetings shall be announced to the EC members at least 2 days in advance. Quorum for EC meetings is one-half of the members of the EC, with not fewer than two Officers present. Voting at EC meetings is by majority of those present.
- e) **Election of Officers:** Officers are elected at the Annual General Meeting for a term of one year by a majority vote of members present.
- f) **Resignation, absences, and termination:** Resignations shall be submitted in writing to the Executive Committee, preferably with 30 days notice. Officers must resign if they run for, or are elected or appointed to, political office, or if they move out of the West Bend. If an Officer fails to attend three meetings (EC and membership) in a row, that Officer shall be at risk of removal, by two-thirds vote of the other Officers.
- g) **Filling vacancies:** Vacancies occurring between AGMs shall be filled by the EC, with confirmation being required at the next membership meeting. A replacement Table Officer is selected from among the Officers at Large. A replacement Officer at Large is selected from the general membership, or the number of Officers at Large may be allowed to decrease to its minimum, at the pleasure of the EC. The term of replacement Officers filling vacancies in this way shall extend to the next AGM.

6) COMMITTEES OF THE MEMBERSHIP

- a) **Creation and oversight:** Both Standing Committees and Ad Hoc Committees may be created and disbanded on majority vote of the EC, with the goal of working on specific issues of concern to members. When creating a Committee, the EC shall designate the Committee's initial convenor, but thereafter the Committee may choose its own Chair (or two Co-Chairs). The EC shall stay abreast of the activities of each Committee, and may at any time request a report from the Committee Chair. If any Committee becomes substantially inactive, the EC shall consider its dissolution or the appointment of a new convenor.
- b) **Composition and meetings:** Each Committee must include at least one member of the EC. Committee members who are paid-up members of TWBCA are voting Committee members, but anyone may participate in Committee meetings, on the approval of a majority of the voting Committee members. Committees shall normally meet until their purpose is accomplished.
- c) **Relation to the TWBCA membership:** Any Committee Chair is entitled to report to the EC and make recommendations for action by TWBCA as a whole. The Chair of each Committee shall present a report at the AGM.

7) REPRESENTATION of TWBCA

- a) **Speaking to the public:** When speaking publicly, Officers and members should do their best to keep in mind the Mission stated herein, consulting in advance with the EC whenever possible. Personal opinions should be identified as such.
- b) **Contracts:** No Officer or member shall enter into a contract on behalf of TWBCA, or commit TWBCA to a course of action, without a prior EC or membership vote. In case of an urgent issue, approval of three (3) EC members shall be sufficient authority. Any Officer or member involved in such urgent action should report the nature of such action to the EC and/or membership as soon afterwards as possible.
- c) **Correspondence:** Any written correspondence that represents a policy position should bear two (2) signatures, the Chair and another member of the Executive Committee. This stipulation is intended to ensure that the position of TWBCA on matters of importance is clearly and consistently maintained. A copy of all official correspondence on behalf of the WBCA shall be forwarded to the Secretary for record-keeping.
- d) **Conflicts of interest:** When an issue comes before the EC or a Committee in which a member has a conflict of interest, financial or otherwise, that member should report the conflict to the EC or Committee and withdraw from the discussion.
- e) **Endorsement of businesses:** TWBCA supports investment in our community and welcomes new businesses that will be beneficial to the West Bend. However, TWBCA cannot endorse any specific business or business plan, or lobby government on behalf of any business. We encourage new and existing businesses to present information at our meetings, at the discretion of the meeting chair, and to solicit input on the needs of community members.

8) BOOKS, RECORDS, and NOTICES

- a) **Records and books:** Current records shall be held by the Secretary, Treasurer and/or Membership Coordinator. Minutes shall be posted to TWBCA website so that anyone may read them. All financial transactions shall be held at a registered financial institution. Historical records may be placed in an archive, at the pleasure of the EC.
- b) Notices of meetings may be sent to Officers and members by email, provided that each of the members so notified has given an email address for that purpose.

9) ADOPTION AND AMENDMENT OF BYLAWS

- a) **Initial adoption:** To become effective, these Bylaws must be adopted by a two-thirds (2/3) vote at a meeting attended by members of TWBCA.
- b) **Subsequent amendment:** After taking effect, the Bylaws may be amended at any membership meeting, provided that notice of the proposed amendment has been sent to the membership at least 15 days prior to its voting. Quorum for a vote to amend the Bylaws is 15% of the current membership, and requires a two-thirds (2/3) majority of those members present.