



Churchill Meadows Residents Association

Constitution

Preamble

This is the Constitution of the Churchill Meadows Residents' Association and was originally drafted on October 2003 with revisions in February 2009, April 2016 and in November 2016.

Article 1. Name of Organization

The name of this organization shall be the Churchill Meadows Residents Association. In this document the organization is referred to as the "Association", or "CMRA".

Article 2. Mission Statement

The mission statement shall be to advocate for and continually improve the living experience for residents of Churchill Meadows in Mississauga, Canada.

Article 3. Objectives

The objectives of this Association shall be:

- 1) To develop a growing sense of "community" by organizing and supporting events that bring residents together.
- 2) To inform the membership of issues concerning their community through public meetings, printed material, website, social media, and/or other communication methods.
- 3) To advocate on behalf of the community for better community health, safety and quality of life for all residents that live, work and play in Churchill Meadows.

Article 4. Boundaries

The boundaries shall be the East side of the 407 to the West side of Winston Churchill Blvd and the North side of Eglinton Ave. to the South side of Britannia Road.

Article 5. Membership

- 1) Any member of the public who:
 - a. resides within the boundaries of CMRA;
 - b. is at least 16 years of age;
 - c. is not an elected public official (municipal, regional, provincial or federal); and
 - d. is not on immediate staff of an elected public officialshall be eligible for general membership of CMRA (a "General Member").

- 2) Eligibility for associated membership shall include local businesses within the CMRA boundaries, landlords or individuals that share the objectives of the Association (an "Associate Member") as deemed so by CMRA Board of Directors that exists at the time of nomination of an Associate Member.
- 3) General Membership and Associated Membership must be renewed annually at or before the beginning of the fiscal year, on April 1st, by paying a non-refundable membership fee determined by the CMRA Board of Directors for each class of membership

Article 6. Arbitrate Disputes

The Association shall not attempt to arbitrate any dispute between members nor shall it undertake any action that is not in the best interest of its members generally.

Article 7. Executive Officers and Board of Directors of the Association

- 1) At the first Board Meeting following the Annual General Meeting of its membership, the Executive Officer positions of President, Vice-President, Secretary, and Treasurer shall be elected from among the newly elected Board Members.
- 2) Committees may be created by the Board of Directors as required. Each committee will have a chair who is responsible for chairing the committee meetings. Each chair shall report to the Board on a regular basis regarding the committee's activities, and shall also provide the Treasurer with any financial reports as deemed necessary by the Board.
- 3) The duties of the Executive of this Association are as follows:
 - a. **The President** shall be the Chief Executive Officer of the Association and shall either preside at meetings or be responsible for designating a Board Member to be the meeting chair.
 - b. **The President** or his/her designate shall represent the Association in all official capacities.
 - c. **The President** shall have signing authority with the Treasurer, Vice President, and the Past President. Two authorized signatures will be required on all cheques, one of which must be the Treasurer.
 - d. **The President** shall have authority to authorize expenditures not in excess of \$300.00 without the approval of the Board of Directors, providing the funds are available.
 - e. **The Vice-President** shall assume the duties of and exercise the powers of the President in his/her absence. If this is not possible, the Past President will assume the position until the President or Vice-President is able to return to office and/or the next general election.
 - f. **The Secretary** shall be responsible for the accurate recording of the Minutes of all meetings in a timely manner. He/she will be responsible for preparation and circulation of Draft Minutes and Agendas. He/she will be responsible for the preparation of all other documents of the Association as deemed necessary by the Board of Directors.
 - g. **The Treasurer** shall be in charge of all monies and accounts in the name of this Association. He/she is responsible for the accurate reporting on the accounts at all meetings.
 - h. **The Treasurer** shall sign and endorse all cheques together with one Executive as listed in item (c) above.

- i. **The Treasurer** shall receive financial reports from the Chairpersons of all Committees.
- j. **The Past President** shall serve for one year, not to exceed two years, following his/her last year of service as President, retaining all privileges belonging to a member of the Board of Directors. He/she does not have to reside within the boundaries of Churchill Meadows to serve this term.

Article 8. Nomination and Election

- 1) All candidates for the Board of Directors, other than the Past President, shall be nominated from amongst the membership at or before the Annual General Meeting for the following year. A minimum of four (4) and a maximum of fourteen (14) members of the Board shall be elected at a duly called Annual General Meeting. Nominations may be received from the floor of the meeting at which the elections are being held, provided that the nominee is present and is prepared to accept the nomination, or has previously indicated his/her willingness to the President or Secretary to stand for election and has confirmed so in writing or email.
- 2) Board of Directors shall be elected by a majority vote by the membership at the general annual meeting of the Association. The position of Past President is Ex-officio.
- 3) The term of office for a member of the Board of Directors shall be from the Annual General Meeting election date to the election the following year.
- 4) In the event that any Board Member is unable to complete his/her term of office, the office may be left vacant until the next election and/or a replacement shall be elected by the Board of Directors for the balance of the term.
- 5) Elected Officials and their immediate staff (Municipal, Regional, Provincial or Federal) require an invitation to attend meetings, and may not do so unannounced. The Board of Directors will arrange for such visits and/or presentations and advise the requesting party of a time and a place.

Article 9. Management of the Association

- 1) Board of Directors - The affairs of the Association shall be managed by a Board of Directors referred to as the Board. The Board consists of Board Members and the following Executive Offices: President, Vice-President, Past President, Secretary, and Treasurer. All positions require election each year. Only the office of President is limited to two consecutive years; all others may run for election without restriction.
- 2) Vacancies which occur on the Board of Directors shall be left vacant and/or appointed by a vote of the Board. If the office of President becomes vacant, the Vice-President assumes this position until the President returns and/or the next election. If the Vice-President is unable to fulfill the office and/or the Vice-President position is vacant, the Past President will assume the position until the President returns and/or the next election.
- 3) Fees and Salaries - All Executive Officers, Board Members, Committee Chairs and other elected representatives including committee members appointed from within the membership of the Association shall serve without remuneration.
- 4) Absences – The Board will have the ability to approve the extended absence of any Board Member. If the Board Member is absent from two consecutive Board Meetings without the approval of the Board, he/she will be issued a warning. If the Member

misses the next meeting, thereby missing three consecutive Board Meetings, then the Board may vote to dismiss that Board Member.

- 5) A Board Member will be removed from office if he or she is convicted of a crime or is found to be in violation of the Association's Code of Conduct. The CMRA Code of Conduct is outlined in Article 11.
- 6) A suspended or dismissed member, director, or officer shall have the right to appeal to the general membership. A special meeting of all members will be called within 30 days of the suspension or dismissal to consider such appeal. Members and Associate Members will be allowed to vote. A two thirds majority will be required to carry the vote. The decision at the special meeting will be final and not subject to review.

Article 10. Meetings

- 1) The membership shall meet at least once each year.
- 2) Board meetings shall be held at the call of the President, or any two members of the Board. Ad Hoc Meetings shall be held at the call of the President or all other members of the Board. All members of the Board must be notified of an Ad Hoc Meeting at least 48 hours in advance of the date of the Ad Hoc Meeting and must be notified at the same time of the agenda pertaining to the meeting.
- 3) Where circumstance warrants such action, the President may canvass members of the Board by telephone or email in order to obtain a consensus.
- 4) A quorum for any general meeting of the membership or ad hoc meeting is established when a majority (50% plus one) of members are present. A quorum for a Board Meeting is achieved when a majority (50% plus one) of the Board Members are present in person or via telephone or video conference call.

Article 11. Code of Conduct

This Code of Conduct serves to enhance public confidence in the integrity and service of the CMRA. Directors, Members and Associate Members shall maintain the highest standard of conduct, act with fairness, integrity and dignity and in a manner, not detrimental to the interests of the public nor to the CMRA. CMRA Directors, Members and Associate Members shall:

- 1) Recognize at all times that their words and actions are reflective of and an example to the CMRA.
- 2) Conduct themselves with honesty, ethical behaviour and respect for others.
- 3) Disclose any conflict of interest or perceived conflict of interest. As well, he or she shall refrain from participating in any CMRA decision making process around issues for which he or she has a conflict of interest or a perceived conflict of interest.
- 4) Foster an environment where the interaction among Directors, members, volunteers and third parties is conducted fairly and congenially. Discrimination, harassment or abuse of any sort is not acceptable.
- 5) Refrain from speaking for CMRA unless duly authorized to do so and if in doubt make clear that the individual is speaking for themselves or any other third party, and not CMRA.

Article 12. Rules of Procedure

In the event of any procedural conflicts, the President shall use Robert's Rules of order as the basis for the resolution of such disputes.

Article 13. Amendments to the Constitution

- 1) The constitution, once signed and filed with the City of Mississauga, may be amended at any membership meeting of the Association provided that:
 - a. The Amendment is promoted within the boundaries seven (7) calendar days prior to the vote being called on the amendment via the Association website and/or public notice.
 - b. The amendment is approved by at least two-thirds of the voting members present at the meeting in which the vote is called.

Article 14. Political Affiliation

The Association is a non-partisan organization, and therefore does not endorse any specific candidate seeking a public office.

Article 15. Dissolution Clause

In the event that the Churchill Meadows Residents Association is dissolved, all of its remaining assets, after payment of liabilities, shall be offered to MIRANET, Mississauga Residents Association Network.

Revisions approved at the CMRA Members Special Meeting, held November 14th, 2016 at 5575 Bonnie Street, Mississauga, Ontario Canada.

President, Churchill Meadows Residents Association

Date