

# **NORGATE PARK COMMUNITY ASSOCIATION**

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## CONSTITUTION:

1. The name of the organization is: **"NORGATE PARK COMMUNITY ASSOCIATION"**.
2. The purposes of the Norgate Park Community Association are:
  - A) To develop and foster community spirit;
  - B) To protect and enhance the quality of life throughout the community in terms of built and non-built environments;
  - C) To promote organized education, civic, emergency, environmental, and other community endeavours;
  - D) To keep residents of the community informed of all actions or proposed actions which could affect the community;
  - E) To co-operate for mutual benefit with other organizations having similar objectives; and
  - F) To pursue such other complementary purposes not inconsistent with the above.

# BY-LAWS

## Part I: Definitions

1. In these Bylaws:
  - A) "NPCA" means Norgate Park Community Association;
  - B) "Board" means the Directors of the NPCA;
  - C) "Bylaws" means these Bylaws as altered from time to time;
  - D) "Member" means a Voting Member, as defined in Part II, Section # 3 below;
  - E) "Directors" are Voting Members, as defined in Part II, Section # 3 below;
  - F) "Voting Members" are as defined in Part II, Section #3 below.
2. Words indicating the singular include the plural and vice versa; words indicating a male person include a female person and a corporation.

## Part II: Membership

3. Voting membership in the NPCA is granted to all individuals aged 19 and over, resident in the Norgate Park area of the District of North Vancouver, British Columbia (each, a "Voting Member"). The boundaries of Norgate Park are defined as:
  - West side of Pemberton Avenue,
  - East side of McGuire Avenue/McGuire Trail,
  - South side of Marine Drive,
  - North side of Welch Street.

These boundaries are notwithstanding the definition of Norgate Park by other entities.

4. The amount of the annual membership dues, if any, shall be determined by the Board.

## Part III: Board of Directors

5. The Board of Directors of the NPCA shall consist of the President, Vice-President, Treasurer, up to nine Members-at-Large and the Immediate Past President.
6. At the first Board meeting following the Annual General Meeting, the Directors shall, from within their ranks, elect the positions of President, Vice-President, and Treasurer, and will appoint a Secretary.
7. Directors may hold more than one office, but may not have more than one vote.

8. The term of office for all Directors shall be from July 1<sup>st</sup> to June 30<sup>th</sup>.
9. No Director position shall be held by the same individual for more than five consecutive years, with the exception of the position of Member-at-Large, where there is no term limit.
10. In exceptional circumstances, where a Director has served the maximum five-year term, the members, at an Annual General Meeting, may re-elect that Director to a further 1-year term, provided the re-election is supported by a two-thirds majority of the Board.
11. Only one voting member per residential address shall be elected to the Board at an Annual General Meeting.
12. A maximum of one Director may be a resident of a strata corporation or a multi-family rental residence located within the Norgate Park area, as defined in # 3 above.
13. The Directors may elect or appoint a member to fill a vacancy in the Board, to complete the term of office.
14. The Directors may elect or appoint other Directors as they deem expedient from time to time and may give such individuals duties as considered advisable.
15. The Directors may from time to time define the quorum necessary to conduct business at a Board meeting, and unless so fixed, the quorum will be 5 Directors.
16. No person shall be remunerated for being or acting as a Director.
17. A Director may be reimbursed for all expenses that they necessarily and reasonably incur while engaged in the affairs of the NPCA.
18. The Board of Directors will manage the affairs of the NPCA between Annual General Meetings. The Board may do and execute on behalf of the NPCA all such actions as are within the purposes of the NPCA, and in accordance with these Bylaws.
19. The Directors will meet regularly to discuss any issues brought to their attention by the District of North Vancouver or Norgate Park area residents as these issues arise.
20. The Directors may meet in person or virtually.

## **Part IV: Duties of Directors**

**21. All Directors are expected to:**

- A) Act in accordance with the Constitution and Bylaws of NPCA;
- B) Work as a team with the other Directors to ensure NPCA purposes are achieved;
- C) Carry out their duties as described and act honestly and in good faith with a view to the best interests of the NPCA;
- D) Attend all Board meetings and the Annual General Meeting, as well as any General Meetings, should they be called;
- E) Inform the Secretary prior to the meeting, if they are unable to attend;
- F) Where practical, assist their successor with the transition.

**22. The President shall:**

- A) Speak on behalf of the organization;
- B) Consult with NPCA members and Directors;
- C) Preside at Board meetings and the Annual General Meeting, as well as any General Meetings, should they be called;
- D) Ensure that an agenda is prepared for all meetings;
- E) Ensure that NPCA activities are aimed at achieving the purposes set out in the Constitution;
- F) Present an annual report to the Annual General Meeting;
- G) Be a signing officer.

**23. The Vice-President shall:**

- A) Assume the duties of the President in the President's absence or upon request;
- B) Assist the President in the performance of his duties;
- C) Be a signing officer.

**24. The Treasurer shall:**

- A) Ensure all funds are accounted for;
- B) Receive all monies and account for all expenditures to the membership;
- C) Be a signing officer;
- D) Disburse funds as authorised by the membership or Directors;
- E) Report on all receipts and disbursements at Board meetings and the Annual General Meeting, and submit annual financial statements at the Annual General Meeting;
- F) Make financial records and books of account available to members upon request, with reasonable notice;
- G) With the assistance of the Directors, draft an annual budget;
- H) Ensure that another signing officer has access to the financial records and books of account in the Treasurer's absence.

**25. The Secretary shall:**

- A) Conduct the correspondence of the NPCA under the direction of the Board;
- B) Issue notices of all meetings;

- C) Be responsible for distribution to members any material approved by the Directors;
- D) Record and file minutes of all meetings;
- E) Ensure that each Director is provided with an electronic copy of the Constitution and these Bylaws;
- F) Make minutes of meetings available to members upon request, and to others at the direction of the Board, with reasonable notice.

26. The Members-at-Large shall be responsible for duties as assigned by the Board.

27. The Immediate Past President shall serve in an advisory capacity.

28. Any Board member shall be at liberty to resign from the NPCA by submitting a notice of resignation to the President. If the resignation is from the President, then the notice of resignation shall be submitted to the Vice-President. A notice of resignation may be submitted in writing or via email. An individual who receives a notice of resignation shall immediately inform the Board accordingly.

## **Part V: Meetings of Members**

29. An Annual General Meeting must be held at the time and place determined by the Board, prior to June 30<sup>th</sup>. The Annual General Meeting may be held virtually.

30. Notice of the Annual General Meeting, stating the date, time and location of the meeting, shall be given in a newsletter which must be delivered to all voting members at least seven days prior to the Annual General Meeting. If applicable, details of how to join the virtual Annual General Meeting shall be included in the newsletter.

31. Distribution of the newsletter shall be as follows:

- A) One copy to each single-family residence in the Norgate Park area, as defined in #3 above;
- B) One copy to each strata corporation or multi-family rental residence in the Norgate Park area, as defined in #3 above.

32. The order of business at the Annual General Meeting shall be as follows:

- A) Certify quorum
- B) Receive reports:
  - 1. President's report
  - 2. Treasurer's report
  - 3. Other report(s), if any
- C) Old Business
- D) Election of Directors
- E) New Business

33. At an Annual General Meeting, 15 voting members shall constitute a quorum.

34. The voting members present at the Annual General Meeting shall elect not less than three and up to twelve individuals to serve as Directors for the next year. Nominations for any position may come from the floor, or by communication to a current Director prior to the meeting.
35. There is one vote per residential address.
36. Strata corporations and multi-family rental residences are entitled to one vote each, regardless of the number of units within the strata corporation or multi-family rental residence, and regardless of the number of residential addresses comprising the strata corporation or multi-family rental residence.
37. Voting at any meeting is by show of hands.
38. Voting by proxy is not permitted.
39. The outcome of each vote must be recorded in the minutes of the meeting.
40. The NPCA may hold General Meetings as required when issues involving the community arise. Notice of such meetings must be delivered to all voting members at least three days prior to the meeting. A General Meeting may be held virtually.
41. If procedural problems arise on an issue not covered in these Bylaws, the most recent edition of “Robert’s Rules of Order Newly Revised” shall be used to resolve the issue.

## **Part VI: Financial matters**

42. The financial year of the NPCA is July 1<sup>st</sup>-June 30<sup>th</sup>.
43. All funds of the organization must be kept on deposit in the name of the Norgate Park Community Association in a bank or financial institution registered under the Bank Act.
44. The Board will name at least 3 signing officers for banking and legal documents. Two signatures are required on all of these documents.
45. The Board will prepare a budget and present it to the membership for approval before the current budget expires.
46. The Board will present all proposed expenditures beyond the current budget for approval at the next General Meeting.
47. A Treasurer’s report will be presented at each General Meeting, comprised of the current bank balances and a listing of receipts and disbursements since the last report.

48. The address of the organization shall be the address of the President of the NPCA.

## **Part VII: Property, Amendments and Dissolution**

49. All books of accounts, records and minutes of the NPCA, in paper or electronic format, shall be available for inspection by any voting member at any reasonable time and upon reasonable notice to the Secretary.

50. All documents, records, minutes, correspondence or other paper or electronic records kept by a Director in connection with the organization shall be deemed to be property of the organization, and shall be turned over to the President when the Director ceases to perform the task to which the paper or electronic records relate.

51. The Constitution and Paragraph #16 of these Bylaws shall remain unalterable.

52. Other than as noted in #51 above, these Bylaws may be rescinded, altered or added to by a two-thirds majority vote at a regular meeting of the Board of Directors.

53. In the event of wind-up or dissolution of the NPCA, following payment of all outstanding liabilities, the NPCA shall transfer all of its property and assets to another organization having similar objectives or purposes which will be chosen by the Directors at the final meeting of the Board, with consideration given to another community association in the District of North Vancouver, British Columbia.

Adopted by Norgate Park Community Association, North Vancouver, British Columbia,  
on

Date: November 25th, 2021

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Arthur Gordon McGillivray  
President

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Irene Mae Davidson  
Vice-President