

# SKIFF LAKE COTTAGE OWNERS ASSOCIATION

## CONSTITUTION & BY-LAWS

Presented For Approval of the Membership July 5, 2014

### Article 1 – Name & Purposes

'The Skiff Lake Cottage Owners Association' (the SLCOA) is a not-for-profit, members-based organization that exists primarily to protect the natural environment of Skiff Lake and its surrounding area. The SLCOA also concerns itself with matters affecting the health, safety, protection and enjoyment of property owners surrounding the lake.

The SLCOA's purposes are:

- 1.1 to maintain Skiff Lake and the land which surrounds it in as near pristine condition as possible
- 1.2 to encourage property owners and users to protect and conserve the lake and its surrounding area, including fish and wildlife, trees and plants, and all things natural
- 1.3 to work with governments, businesses and other partners in mutually beneficial ways
- 1.4 to promote and encourage safe and enjoyable recreational activities on the lake
- 1.5 to work on behalf of Skiff Lake property owners to ensure public services are meeting the common needs of property owners in the area. (Examples of such public services include but are not restricted to - police, fire, waste management, transportation, electric power, telephone and internet, land use, zoning and taxation)

### Article 2 - Membership

- 2.1 Voting membership in the SLCOA shall be available to all Skiff Lake property owners
- 2.2 In the case of properties with more than one registered owner, each property owner shall be entitled to attend and speak at general meetings of the SLCOA
- 2.3 The registered owner(s) of a property shall be entitled to a maximum of two votes at any general meeting.
- 2.4 Regardless of the number of properties owned, no owner(s) shall have more than two votes at any general meeting.
- 2.5 Only those property owners who have paid their annual membership fee (see Article 6) shall qualify as members and be entitled to vote at SLCOA meetings
- 2.6 Any other person(s) who supports the purposes of the SLCOA (see Article 1 above) is welcome in the SLCOA as a non-voting member and may attend and speak at general meetings, but shall not be entitled to vote

### Article 3 – The Annual General Meeting & Other General Meetings

- 3.1 The AGM of the SLCOA shall normally be held on the last Saturday of August at time and place set by the executive committee. The purpose of the AGM is to receive financial and other reports, to elect the SLCOA officers and executive committee members for the coming term and to transact other business.
- 3.2 Another general meeting shall normally be held on the first or second Saturday of July, at the discretion of the executive committee. The purpose of this general meeting is to receive reports and information regarding important matters and to discuss the summer's activities

- 3.3 Other 'special' general meetings may be called at any time by the executive committee or if there is a members' petition requesting such a meeting, in which case it shall be delivered to the president (or any executive committee member), be signed by 10 voting members and specify the reason(s) for the meeting.
- 3.4 The officers shall be the executive committee and the trustees of the SLCOA. They shall be elected at the AGM.
- 3.5 The executive committee shall give at least two weeks notice of the AGM and all general meetings. Notice, specifying the date, time and place, shall be communicated to all members, either by postal service or electronically. In addition, if deemed appropriate by the executive committee, visual signage may be used to remind members of upcoming meetings.
- 3.6 Three members of the executive committee and at least 15 voting members shall constitute a quorum for all general meetings.
- 3.7 The election of officers shall be presided over by a voting member who is asked by the president to do so. This person must be one who is not nominated for office.
- 3.8 At its discretion the executive committee may appoint, prior to the meeting, a nominating committee which shall present its slate of nominees to the meeting. Regardless, nominations may be made from the floor. In keeping with normal procedures for member-based organizations, separate nominations and elections shall be held for each executive committee position.
- 3.9 In the event that more than one person is nominated for an executive committee position voting shall be conducted, at the discretion of the presiding chairman, either by secret ballot or by a show of hands.
- 3.10 All members in good standing (i.e. those who have paid their annual fee) shall be entitled to vote at general meetings.
- 3.11 Except as prescribed in Sections 6.10, 6.11 and 7.1, in all matters coming to a vote at general meetings, a simple majority shall be required to pass a motion (i.e. 50% of members who are present and who vote + 1).
- 3.12 The president, who shall chair all general meetings, shall vote only in the event of a tie vote.

#### Article 4 – The Officers and the Executive Committee

- 4.1 The officers of the SLCOA shall be the President, the Vice-President, the Secretary and the Treasurer. They shall have responsibilities similar to those normally associated with these positions in non-profit organizations.
- 4.2 The executive committee shall consist of the four officers, who shall be elected at the AGM. The executive committee shall be the trustees of the SLCOA and shall be responsible for the management, between AGM's, of the SLCOA's affairs, always acting in accordance with the constitution and by-laws, and the decisions made at the AGM.
- 4.3 The term of each executive committee member shall be two years from the date of his/her election. Normally, members shall hold office for a maximum of two consecutive terms. However, if – in the opinion of the nominating committee – there are insufficient numbers of members willing to hold office, incumbent members may be re-nominated and re-elected.
- 4.4 Executive committee meetings shall be called by the president when required. Meetings may be in person or by conference call or by the use of other electronic means or a combination of those.

- 4.5 On matters requiring a vote at executive committee meetings, each executive member shall have one vote. A simple majority is required to pass a motion. In the event of a tie vote the President shall automatically have a second vote in order to break the tie.
- 4.6 In the event of a vacancy occurring in the membership of the executive committee, the remaining members shall have the power to fill that vacancy with another member, who shall serve until the next annual meeting, at which time there shall be an election.

#### Article 5 – SLCOA Committees

- 5.1 Standing and special committees (including their purposes) may be established by the executive or by a motion passed at an AGM. Committees shall normally consist of one to three members.
- 5.2 All such committees shall operate under the direction of the executive, and shall normally make a report at general meetings
- 5.3 The president shall be an ex-officio member of all committees
- 5.4 Normally the committees of the SLCOA shall be
- Communications
  - Boating and lake safety
  - Environmental protection
  - Public services
  - Audit

#### Article 6 – Finances of the SLCOA & Annual Membership Fee

- 6.1 The treasurer shall be responsible for all funds of the SLCOA, which shall be deposited in the name of the SLCOA in a provincially recognized chartered bank or trust company, or in short-term, guaranteed investment certificates.
- 6.2 The treasurer shall make all association payments by cheque with the exception of petty cash payments, which shall be accounted for by making a list and attaching receipts.
- 6.3 The president and the treasurer shall be the signing officers of the SLCOA. Cheques issued by the SLCOA shall be signed by both the president and the treasurer.
- 6.4 The treasurer shall prepare for each AGM a statement of the SLCOA's assets and liabilities, and a financial statement that shows the SLCOA's income and expenditures for the year.
- 6.5 The ledger/books, financial statements, financial transactions and receipts of the SLCOA shall be independently audited and verified prior to the AGM by the audit committee, which shall consist of at least two members who are not members of the executive. The purpose of the audit is to protect the integrity of the signing officers and to confirm that the SLCOA's funds are being spent honestly and wisely.
- 6.6 The fiscal year of the SLCOA shall commence on September 1 and end on August 31 of each year.
- 6.7 Members' annual fees for the current year shall be payable on or before the annual meeting.
- 6.8 The amount of the annual membership fee for the following year shall be set by a vote of the members at each annual meeting, based on a recommendation of the executive committee.
- 6.9 With the approval of the executive committee, the treasurer shall be authorized to issue cheques with a value of up to \$2000 for normal expenses. Any expenditure of more than \$2000 shall require the approval of a majority of members at a general meeting.

6.10 The executive committee shall ensure that the SLCOA does not go into debt. If the executive committee believes the SLCOA should borrow money it shall provide advance notice that specifies the amount of money involved and the purpose, and a motion to that effect must be approved by a two-thirds majority of members present and voting at a general meeting.

6.11 Except under abnormal circumstances the SLCOA shall not purchase or own any real property. If the SLCOA executive believes the association should own property it shall provide advance notice that specifies the amount of money involved and the purpose, and a motion to that effect must be approved by a two thirds majority of members present and voting at a general meeting.

#### Article 7 – Amendments

7.1 This constitution and by-laws shall govern the SLCOA and its executive committee and may only be amended by a two thirds majority vote of those present at an AGM. Members wishing to propose such an amendment shall give notice of motion at least two weeks prior to the AGM. In order to come into effect such amendments shall require a two-thirds majority vote of members present. Notices of motion to amend the constitution and by-laws shall normally be sent to all members along with a notice of meeting.

*This document dated June 20, 2014*