

**Mt. Hope - Breithaupt Park Neighbourhood Association Constitution and Bylaws  
October 19, 2013 (updated Oct 2016)**

**Article 1: Name and Boundaries**

1. This organization is known as Mt. Hope - Breithaupt Park Neighbourhood Association (referred to as MHPNA).
2. Boundaries of the MHPNA are King Street, Victoria Street, Lancaster Street to the Conestoga Parkway and from the Parkway to the City of Waterloo border, back to King Street.

**Article 2: Purpose and objectives**

1. To foster a sense of community within the neighbourhood; by neighbours as peers using their skills, talents, strengths and assets to take leadership, contribute to and/or participate in:
  - a) taking action on issues that affect the neighbourhood and
  - b) creating activities that are accessible and affordable to all neighbours.

**Article 3: Membership**

1. Membership in MHPNA includes all residents within the geographic boundaries of the MHPNA.
2. Membership can be extended to include residents outside of the MHPNA boundaries at the discretion of the board.

**Article 4: The Board of Directors**

1. The Board shall consist of a minimum of three members and a maximum of 10 members. Positions may be elected at the AGM, or adopted at a later date. Board roles include:
  - Co-Chair (2)
  - Secretary
  - Treasurer
  - Communications Director
  - Program Director
  - Special Events Director
  - Partnerships Director
  - Members at Large

2. Board members are elected at the Annual General Meeting (referred to as AGM) for a term of one year. If a position is left vacant at the AGM or becomes vacant prior to the expiry of the current term, the Board may, at their discretion, fill the vacant position until the next AGM by appointment.

3. Term of office for the Board shall be for one year or until the next AGM. The board member shall be elected at each AGM and may be renewed at the AGM.

4. Quorum at board meetings shall consist of a majority of board members. Majority is described as 50% plus 1.

5. Only board members will be permitted to vote at board meetings.

6. Any board member not able to attend a board meeting should supply a report and may designate another director to stand in.

7. If a board member is not fulfilling or able to fulfill his/her responsibilities he/she may tender their resignation or be removed from the board according to a majority vote 8. Board members who do not assume a formal role will be considered Members at Large.

#### **Article 5: Roles of the Board of Directors**

##### **The Co Chair(s) shall:**

1. One Co Chair shall chair all meetings and delegate an alternate if they are not available.
2. Call board and community meetings.
3. The chairing Co Chair shall maintain order and direction at meetings.
4. The chairing Co Chair shall set meeting agendas and ensure actions are delegated appropriately.
5. Jointly provide representation on behalf of MHBPNA

##### **The Secretary shall:**

1. Record accurate minutes of all meetings.
2. Ensure minutes are distributed in a timely manner.
3. Bring to meetings all materials needed, such as MHBPNA's constitution and bylaws and previous minutes.

##### **The Treasurer shall:**

1. Receive and properly account for all funds and keep accurate records.
2. Provide a financial report at each board meeting
3. Provide an annual financial report at the AGM

4. Bring to the meetings all relevant records.

**The Communications Director shall:**

1. Coordinate the development and distribution of newsletters.
2. Ensure Blog, website and other social media are updated on a timely basis.
3. Assist, when needed, in other communication for special events/programs.

**The Program Director shall:**

1. Liaise between individuals running programs and the board.
2. Support the development, coordination and maintenance of programs.
3. Communicate program details to the Communications Director.

**The Special Events Director shall:**

1. Liaise between individuals organizing special events and the board.
2. Support the development and coordination of MHBPNAs special events.
3. Communicate special event details to the Communications Director.

**The Partnerships Director shall:**

1. Liaise with groups and individuals who have programs and initiatives in Mount Hope – Breithaupt and other neighbourhoods.
2. Communicate partnership information to the Communications Director.

**The Member At Large shall:**

1. Assist other members of the Board in their roles. For example, the member at Large may help the Special Events Director plan and run events, help the Board deliver newsletters and/or participate in program delivery.
2. Introduce initiatives that complement other Board Member's work and advance the MHBPNAs goals

**Article 6: Committees**

1. The Board can establish committees as needed to assist in the business of the organization.
2. Committee can utilize online discussion groups as a way to communicate.
3. All committees will take direction from the Board.

**Article 7: Voting**

1. Any MHBPNAs member is entitled to one vote at the AGM
2. Elections:
  - a. Elections shall occur at the AGM
  - b. No individual shall be elected without his/her consent.

- c. A member of the board can be elected in absentia, but needs to provide written documentation to confirm his/her acceptance.
- 3. Only board members can vote during the Executive Meetings.
- 4. Recorded votes may take place via email with a simple majority needed to pass a motion. Any vote and motions will be added to the draft minutes to be approved by the Board at their next meeting.

## **Article 8: Meetings**

### **1. Board Meetings**

- a. Will take place 4 times throughout the year at minimum.
- b. Meetings shall be open to the general membership and any interested parties.
- c. Delegations may attend to make presentations at the discretion of the board.
- d. Motions will be passed by a simple majority.

### **2. Annual General Meeting**

- a. Board will present a financial report, other reports, which are deemed important, and hold an election for board positions
- b. Notice of the AGM will include date, time, place and agenda. Members of the MHPNA will be informed of these meetings at least 30 days prior to the meeting via newsletter, email, MHPNA blog, telephone, or in person.
- c. Quorum at the AGM shall consist of 50% plus 1.
- d. Motions will be passed by a simple majority.

## **Article 9: Financial Matters**

### **1. Signing Officers**

- a. The Board shall make arrangements for the financial affairs of the MHPNA to be housed with a financial institution.
- b. Board members will designate 3 signing authorities.
- c. Bank signing is defined as any two of three signatures of board designated signing authority with at least one Co Chair and Treasurer and one other officer as approved by the Board.
- d. Two signing authorities may not reside at the same address. Expenditures must be approved by both Co Chairs under recommendation by the Treasurer as per the annual budget approved by the Board.

## **2. Year End**

The fiscal year end shall be August 31.

## **3. Budget**

The Board will approve an annual budget. Any expenditure outside of the approved budget would require board approval.

## **4. Financial Reports**

- a. A financial report shall be presented at each board meeting.
- b. An annual financial report shall be presented at each AGM.

## **Article 10: Review of the Constitution**

1. The constitution and by-laws can be reviewed annually.

## **Article 11: Amendments to the Constitution**

1. Notice of any amendments to the constitution must be submitted in writing and given to the Board at least 10 business days prior to the AGM.

## **Article 12: Dissolution**

1. In the event that the MHPNA becomes inactive or dissolves, all monies in the general fund shall be left in trust with the City of Kitchener in the event that another Neighbourhood Association forms.