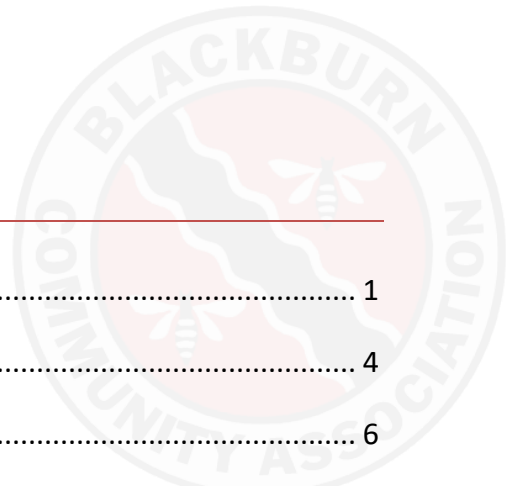




# Blackburn Community Association By-laws

EFFECTIVE JANUARY 16, 2020



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# Section 1 - General

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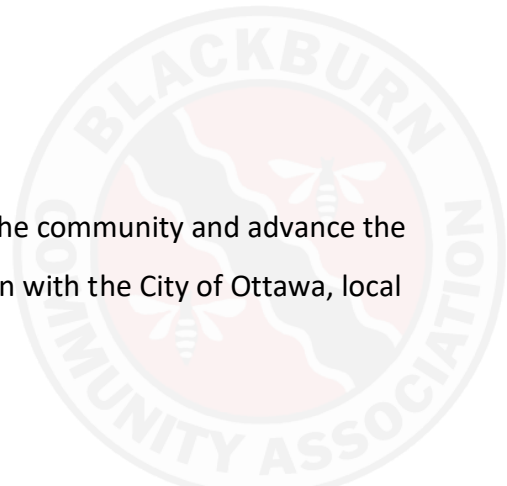
## 1.01 Name

The name of this Corporation shall be the Blackburn Community Association.

## 1.02 Definitions

In this by-law, unless the context otherwise requires:

1. "Act" means the Not-for-Profit Corporations Act, 2010 (Ontario) and, where the context requires, includes the regulations made under it, as amended or re-enacted from time to time;
2. "Board" means the board of directors of the Corporation;
3. "By-laws" means this by-law (including the schedules to this by-law) and all other by-laws of the Corporation as amended and which are, from time to time, in force;
4. "Corporation" means the corporation that has passed these by-laws under the Act or that is deemed to have passed these by-laws under the Act;
5. "Director" means an individual occupying the position of director of the Corporation by whatever name he or she is called;
6. "Member" means a member of the Corporation;
7. "Members" means the collective membership of the Corporation; and
8. "Officer" means an officer of the Corporation;
9. "Blackburn Hamlet Community" means the area for which the Corporation is constituted, as set out herein.
10. "Immediate Past President" means the previous President of the Blackburn Community Association.
11. "BCA" means the Blackburn Community Association.



### 1.03 Objectives of the Corporation

The objectives of the Corporation are to improve the quality of life in the community and advance the cultural, social, and recreational interests of its residents in cooperation with the City of Ottawa, local businesses and other community associations and groups.

### 1.04 Boundaries

Blackburn Hamlet is that part of the City of Ottawa that falls within the following boundaries: St. Joseph Boulevard (on the north side), Innes Bypass (on the south side) and the National Capital Commission (NCC) Greenbelt (on the west and east sides). The boundaries exclude RCMP properties.

### 1.05 Interpretation

Other than as specified in Section 1.01, all terms contained in this by-law that are defined in the Act shall have the meanings given to such terms in the Act. Words importing the singular include the plural and vice versa, and words importing one gender include all genders.

### 1.06 Severability and Precedence

The invalidity or unenforceability of any provision of this By-law shall not affect the validity or enforceability of the remaining provisions of this By-law. If any of the provisions contained in the By-laws are inconsistent with those contained in the Articles or the Act, the provisions contained in the Articles or the Act, as the case may be, shall prevail.

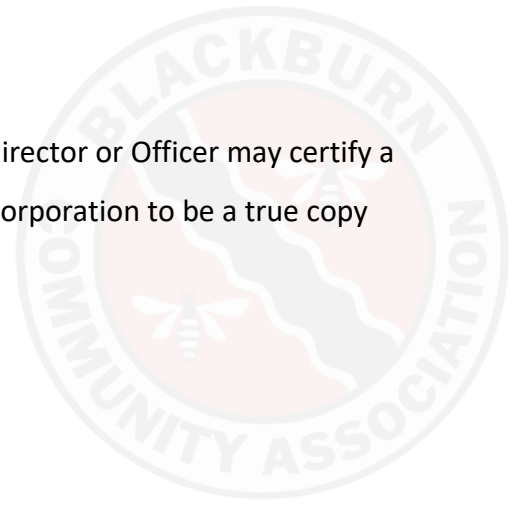
### 1.07 Seal

The seal of the Corporation, if any, shall be in the form determined by the Board.

### 1.08 Execution of Contracts

Deeds, transfers, assignments, contracts, obligations and other instruments in writing requiring execution by the Corporation may be signed by one member of the Executive and an Officer or Director. In addition, the Board may from time to time direct the manner in which and the person by whom a particular document or type of document shall be executed. Any person authorized to sign any

document may affix the corporate seal, if any, to the document. Any Director or Officer may certify a copy of any instrument, resolution, by-law or other document of the Corporation to be a true copy thereof.





## Section 2 - Board Members

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### 2.01 Eligibility

Board Members must be Members or Associate Members of the Corporation and at least 18 years of age.

### 2.02 Election and Term

Board Members shall be elected by the Members. The term of office (subject to the provisions, if any, of the articles) shall be from the date of the meeting at which they are elected or appointed until the next annual meeting or until their successors are elected or appointed.

### 2.03 Vacancies

The office of a member of the Executive or a Director shall be vacated immediately:

1. if the member of the Executive or Director resigns office by written notice to the Secretary, which resignation shall be effective at the time it is received by the Secretary or at the time specified in the notice, whichever is later;
2. if the member of the Executive or Director is found to be incapable of managing property by a court or under Ontario law; or
3. if, at a meeting of the Members, a resolution is passed by a majority of members present at the meeting removing the member of the Executive or Director before the expiration of their term of office.

### 2.04 Filling Vacancies

A vacancy on the Board shall be filled as follows:

A quorum of the Board may fill a vacancy among the Executive or Directors;

1. if the vacancy occurs as a result of the Members removing a member of the Executive or Director, the Members may fill the vacancy by a majority vote and any member of the Executive or Director elected to fill the vacancy shall hold office for the remainder of the term; and

2. the Board may fill any other vacancy by a majority vote, and the appointee shall hold office for the remainder of the unexpired portion of the term.

## 2.05 Committees

Committees may be established by the Board as follows:

1. The Board may appoint from their number a managing Director or a committee of Directors and may delegate to the managing Director or committee any of the powers of the Directors excepting those powers set out in the Act that are not permitted to be delegated; and
2. Subject to the limitations on delegation set out in the Act, the Board may establish any committee it determines necessary for the execution of the Board's responsibilities. The Board shall determine the composition and terms of reference for any such committee. The Board may dissolve any committee by resolution at any time.
3. Each committee must be overseen by a Committee Chair appointed by the Board.

## 2.06 Remuneration

The Board shall serve as such without remuneration and shall not directly or indirectly receive any profit from occupying the position; subject to the following:

1. Board members may be reimbursed for reasonable expenses they incur in the performance of their duties;
2. Board members may be paid remuneration and reimbursed for expenses incurred in connection with the services they provide to the Corporation in their capacity other than as Board members, provided that the amount of any such remuneration or reimbursement is:
  - a. considered reasonable by the Board;
  - b. approved by the Board for payment by resolution passed before such payment is made; and
  - c. in compliance with the conflict of interest provisions of the Act.

## Section 3 - Board Meetings

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### 3.01 Calling of Meetings

Meetings of the Board may be called by the President or any two Directors at any time and any place on notice as required by this by-law.

### 3.02 Regular Meetings

The Board may fix the place and time of regular Board meetings and send a copy of the resolution fixing the place and time of such meetings to each Director, and no other notice shall be required for any such meetings.

### 3.03 Notice

Notice of the time and place for the holding of a meeting of the Board shall be given in the manner provided in Section 10 of this by-law to every member of the Board of the Corporation not less than 48 hours before the date that the meeting is to be held. Notice of a meeting is not necessary if all of the members of the Board are present, and none objects to the holding of the meeting, or if those absent have waived notice or have otherwise signified their consent to the holding of such meeting. If a quorum of Board Members is present, each newly elected or appointed Board may, without notice, hold its first meeting immediately following the annual meeting of the Corporation.

### 3.04 Chair

The President shall preside at Board meetings. In the absence of the President, the Chair shall be the Vice President and in the absence of both the President and Vice President, the Directors present shall choose one of their number to act as the Chair.

### 3.05 Voting

Each member of the board has one vote. Decisions arising at any board meeting must be approved by a majority vote of the entire board.



### 3.06 Participation by Telephone or Other Communications Facilities

A member of the Board may participate in a meeting of the Board or of a committee of Directors by telephonic or electronic means that permits all participants to communicate adequately with each other during the meeting. A member of the Board participating by such means is deemed to be present at that meeting.

### 3.07 First meeting after the Annual Meeting

On the first meeting of the Board after the Annual Meeting, the agenda will include Approval of the Annual Budget and appointment of the Officers and Committee Chairs for each area of the Corporation's responsibilities.

## Section 4 - Financial

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### 4.01 Banking

The Board shall by resolution from time to time designate the bank in which the money, bonds or other securities of the Corporation shall be placed for safekeeping.

### 4.02 Financial Year

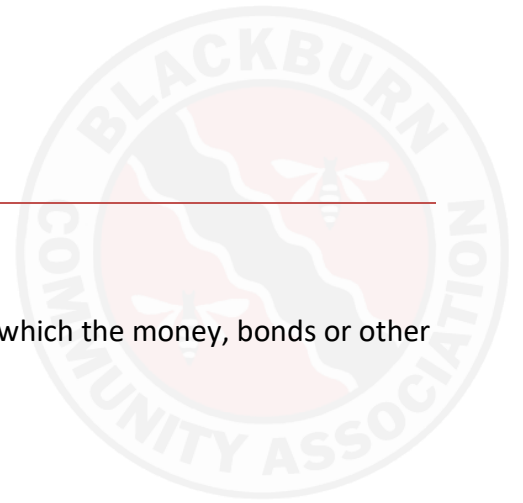
The financial year of the Corporation ends on December 31 in each year or on such other date as the Board may from time to time by resolution determine.

### 4.03 Budget Amendments

The Board may authorize amendments to the Annual Budget with a majority vote at a Board meeting. Members of the Board must declare if they are in a position to derive personal benefit from actions or decisions made in their official capacity when vote is called.

### 4.04 Community Grants

The Board may authorize grants to community groups that benefit organizations that provide services to residents who live within the Boundaries of the Corporation. In order to be considered for a grant, an organization must submit a completed grant application and provide sufficient details to show the benefits to the community. Grant requests for over \$5,000 must be posted publicly for 25 days before the request is voted on by the Board.



## Section 5 - Officers

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### 5.01 Officers

The Board of Directors shall consist of an Executive and Directors. The Executive will be composed of the President, Vice President, Treasurer and Secretary. The remainder of the Board may consist of the Immediate Past President and up to 15 Directors. At the first meeting following the annual meeting of the corporation, the Board will determine the Officers and Committee Chairs for each area of the Corporation's responsibilities. The Board may appoint such other Officers and agents as it deems necessary, and who shall have such authority and shall perform such duties as the Board may prescribe from time to time.

### 5.02 Office Held at Board's Discretion

Any Officer shall cease to hold office upon resolution of the Board.

### 5.03 Duties

Officers shall be responsible for the duties assigned to them and they may delegate to others the performance of any or all of such duties.

### 5.04 Duties of the President

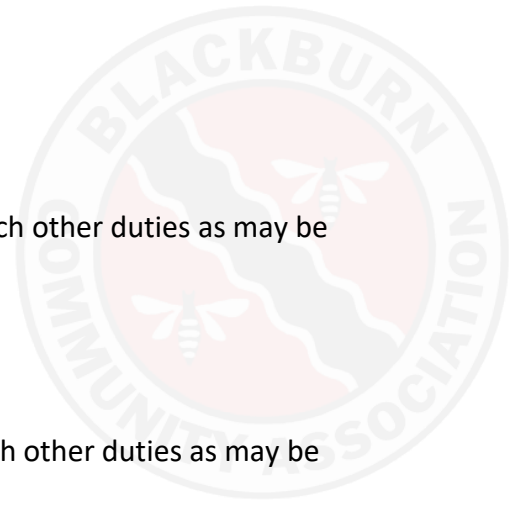
The President shall perform the duties described in sections 3.04 and 9.05, Schedule A and such other duties as may be required by law or as the Board may determine from time to time.

### 5.05 Duties of the Vice President

The Vice President shall perform the duties described in Schedule B and such other duties as may be required by law or as the Board may determine from time to time.

### 5.06 Duties of the Treasurer

The Treasurer shall perform the duties described in Schedule C and such other duties as may be required by law or as the Board may determine from time to time.



## 5.07 Duties of the Secretary

The Secretary shall perform the duties described in Schedule D and such other duties as may be required by law or as the Board may determine from time to time.

## 5.08 Duties of the Directors

The Directors shall perform the duties described in Schedule E and such other duties as may be required by law or as the Board may determine from time to time.

## 5.09 Immediate Past President

The Past President may participate as a member of the Board for a term of up to one year after stepping down as President.

## Section 6 - Protection of Directors and Others

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### 6.01 Protection of Directors and Officers

No member of the Board, Officer or committee member of the Corporation is liable for the acts, neglects or defaults of any other member of the Board, Officer, committee member or employee of the Corporation or for joining in any receipt or for any loss, damage or expense happening to the Corporation through the insufficiency or deficiency of title to any property acquired by resolution of the Board or for or on behalf of the Corporation or for the insufficiency or deficiency of any security in or upon which any of the money of or belonging to the Corporation shall be placed out or invested or for any loss or damage arising from the bankruptcy, insolvency or tortious act of any person, firm or Corporation with whom or which any moneys, securities or effects shall be lodged or deposited or for any other loss, damage or misfortune whatever which may happen in the execution of the duties of his or her respective office or trust provided that they have:

1. complied with the Act and the Corporation's articles and By-laws; and
2. exercised their powers and discharged their duties in accordance with the Act

## Section 7 - Conflict of Interest

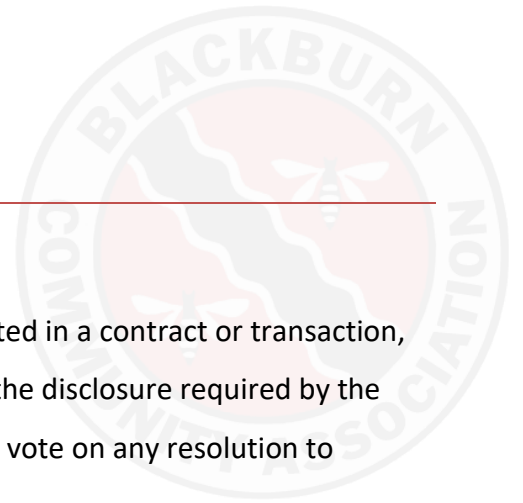
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### 7.01 Conflict of Interest

A member of the Board who is in any way directly or indirectly interested in a contract or transaction, or proposed contract or transaction, with the Corporation shall make the disclosure required by the Act. Except as provided by the Act, no such member of the Board shall vote on any resolution to approve any such contract or transaction.

### 7.02 Political Positions

No member of the Board shall be a person elected to a political position.



## Section 8 - Members

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### 8.01 Members

Every individual who is a resident in Blackburn Hamlet (see Article 1.04 – Boundaries) shall become a Member of the Corporation upon application, acceptance of membership as defined in section 8.03 and payment of an annual membership fee as defined in section 8.04. Every Member is entitled to one vote at any Members' meeting.

### 8.02 Associate Members

Individuals who are not residents of Blackburn Hamlet (see Article 1.04 – Boundaries) and who have registered with the Corporation shall become an Associate Member of the Corporation upon application, acceptance of membership as defined in section 8.03 and payment of an annual membership fee as defined in section 8.04. Associate Members shall enjoy all the rights and privileges of membership in the Corporation, but are not entitled to vote at Members' meetings.

### 8.03 Acceptance of Membership

Memberships are accepted upon receipt of a completed membership application and payment of an annual membership fee provided that the Member meets the criteria defined in Sections 8.01 or 8.02.

### 8.04 Membership Fees

There is an annual membership fee to join the Corporation.

Membership is valid for the twelve-month period beginning the first day of July to the last day of June the following year.

Any member and associate member shall cease to be a member of the corporation if the annual fee has not been paid in full.

## Section 9 - Members' Meetings

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### 9.01 Annual Meeting

The Annual Meeting shall be held on a day and at a place within the City of Ottawa fixed by the Board. The time and place shall be announced through reasonable means and with a minimum of 25 days public notice. The proposed budget for the fiscal year must also be announced through reasonable means in advance of the meeting.

The business transacted at the annual meeting shall include:

1. receipt of the agenda;
2. receipt of the minutes of the previous annual and subsequent special meetings;
3. consideration of the financial statements, including the proposed budget for the fiscal year;
4. reports from the President, Directors and Committee Chairs;
5. election of the Executive and Directors; and
6. such other or special business as may be set out in the notice of meeting.

No other item of business shall be included on the agenda for the annual meeting unless a Member's proposal has been given to the Secretary prior to the giving of notice of the annual meeting in accordance with the Act, so that such item of new business can be included in the notice of annual meeting.

### 9.02 Special Meetings

The Board may call a special meeting of the Members. The Board shall convene a special meeting on written requisition of not less than one-twentieth (5%) of the Members for any purpose connected with the affairs of the Corporation that does not fall within the exceptions listed in the Act or is otherwise inconsistent with the Act, within 21 days from the date of the deposit of the requisition.

### 9.03 Notice

Subject to the Act, not less than 10 and not more than 50 days notice of any annual or special Members' meeting shall be given in the manner specified in the Act to each Member and to the



auditor or person appointed to conduct a review engagement. Notice of any meeting where special business will be transacted must contain sufficient information to permit the Members to form a reasoned judgment on the decision to be taken.

### 9.04 Quorum

The minimum number of members required for the Corporation to officially conduct business and to cast votes (a “quorum” of members), at a Members’ Meeting, is 10% of the Members eligible to vote.

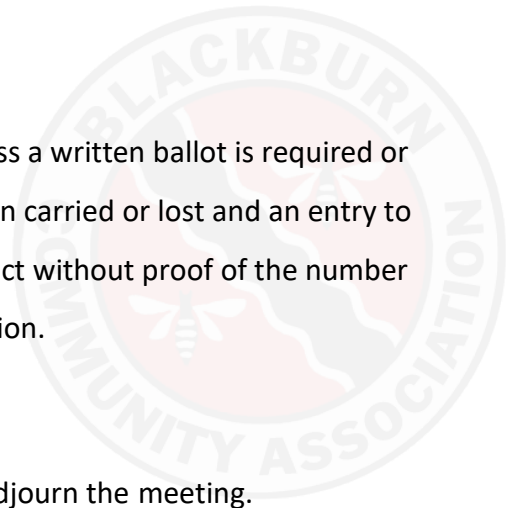
### 9.05 Chair of the Meeting

The President shall be the Chair of the Members’ meeting; in the President’s absence, the Chair shall be the Vice President and in the absence of both the President and Vice President, the Members present at any Members’ meeting shall choose another Director as Chair and if no Director is present or if all of the Directors present decline to act as Chair, the Members present shall choose one of their number to Chair the meeting.

### 9.06 Voting of Members

Business arising at any Members’ meeting shall be decided by a majority of votes unless otherwise required by the Act or the By-law provided that:

1. each Member shall be entitled to one vote at any Members’ meeting;
2. votes shall be taken by a show of hands among all Members present and the Chair of the meeting, if a Member, shall have a vote;
3. an abstention shall not be considered a vote cast;
4. before or after a show of hands has been taken on any question, the Chair of the meeting may require, or any Member may demand, a written ballot. A written ballot so required or demanded shall be taken in such manner as the chair of the meeting shall direct;
5. if there is a tie vote, the Chair shall require a written ballot, and shall not have a second or casting vote. If there is a tie vote upon written ballot, the motion is lost; and

- 
6. whenever a vote by show of hands is taken on a question, unless a written ballot is required or demanded, a declaration by the Chair that a resolution has been carried or lost and an entry to that effect in the minutes shall be conclusive evidence of the fact without proof of the number or proportion of votes recorded in favour of or against the motion.

## 9.07 Adjournments

The Chair may, with the majority consent of any Members' meeting, adjourn the meeting.

## 9.08 Persons Entitled to be Present

The only persons entitled to attend a Members' meeting are the Members, the Board, the auditors of the Corporation (or the person who has been appointed to conduct a review engagement, if any), residents of Blackburn Hamlet (see Article 1.04 – Boundaries) and others who are entitled or required under any provision of the Act or the articles to be present at the meeting. Any other person may be admitted only if invited by the Chair of the meeting or with the majority consent of the Members present at the meeting.

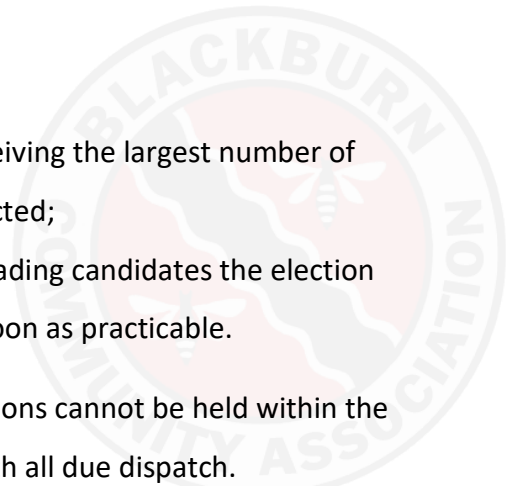
## 9.09 Election of the Board of Directors

When an election is required to be held for any of the positions on the Board of Directors, the President shall appoint a Member of the Corporation to be returning officer for the purpose of conducting said election, and the returning officer in turn may appoint such persons as is deemed necessary to assist them in carrying out this function. An election for any position on the Board of Directors shall be by secret ballot, the form of which shall be at the discretion of the returning officer.

## 9.10 Election Voting

The following rules shall apply in determining the voting results at any election for positions on the Board of Directors:

- A. where there is only one candidate, that candidate shall be declared acclaimed before the commencement of voting;

- 
- The logo of the Blackburn Community Association is a circular emblem. It features a central map of Blackburn, with a stylized tree or plant to the right. The words "BLACKBURN" are written in a semi-circle at the top, and "COMMUNITY ASSOCIATION" is written in a semi-circle at the bottom. The logo is rendered in a light, semi-transparent grey color.
- B. where there is more than one (1) candidate, the candidate receiving the largest number of votes cast by the Members present at the meeting shall be elected;
  - C. where an equal number of votes are received by each of the leading candidates the election shall be declared a nullity and a new election shall be held as soon as practicable.

Where an election that is required to be held pursuant to those provisions cannot be held within the time limits prescribed, the President shall appoint a time and place with all due dispatch.

## Section 10 - Notices

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### 10.01 Service

Any notice required to be sent to any Member, Board of Directors or to the auditor or person who has been appointed to conduct a review engagement shall be provided by telephone, delivered personally, posted publicly through electronic or printed means, or sent by email or other electronic means.

### 10.02 Computation of Time

Where a given number of days' notice or notice extending over any period is required to be given, the day of service or posting of the notice shall not, unless it is otherwise provided, be counted in such number of days or other period.

### 10.03 Error or Omission in Giving Notice

No error or accidental omission in giving notice of any Board meeting or any Members' meeting shall invalidate the meeting or make void any proceedings taken at the meeting.

## Section 11 - Candidates for Elective Office

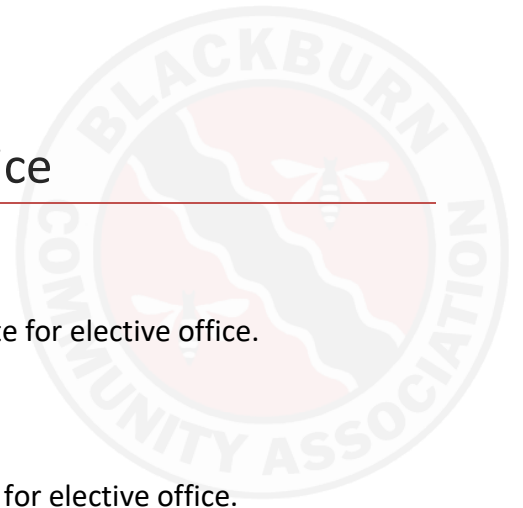
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### 11.01 Endorsement

The Corporation shall not endorse, or otherwise support, any candidate for elective office.

### 11.02 Board Members

Board members must take leave from their position while a candidate for elective office.

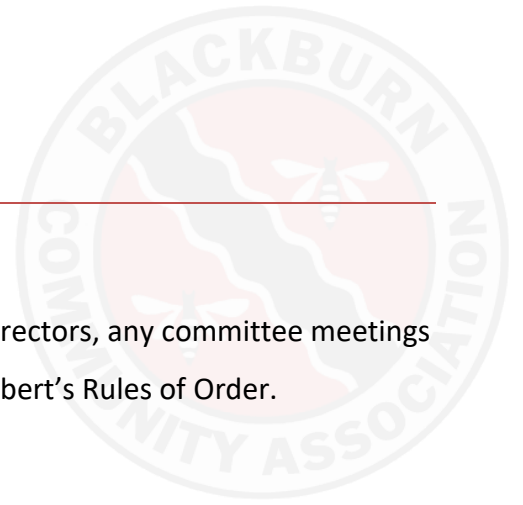


## Section 12 - Parliamentary Procedures

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### 12.01 Meeting Conduct

In the absence of rules in these By-laws all meetings of the Board of Directors, any committee meetings and any members' meetings shall be conducted in accordance with Robert's Rules of Order.



## Section 13 - Winding Up

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### 13.01 Dissolution of Corporation

In the event of the dissolution or winding up of the Corporation, it is specially provided that all the assets remaining after the payment and satisfaction of the Corporation's debts and liabilities shall be distributed to one or more organizations in Ottawa carrying on similar activities or having objects similar to one or more of the objects of the Corporation.

## Section 14 - Adoption and Amendment of By-laws

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### 14.01 Amendments to By-laws

The Board may from time to time amend this by-law by a majority of the votes cast at a Board Meeting and subject to approval by a majority vote at the next Annual Meeting. Notice of any proposed change to the by-law must be given to the members by means of public notice at least 25 days prior to the Annual Meeting

Enacted January 16, 2020

Ali Yassine, President

Chelsey Wynne, Vice President

Lisa Margeson, Treasurer

Lynn Lefevre, Secretary



## Section 15 - Schedule A

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### 15.01 Position Description of the President

#### 15.01.1 Role Statement

The President provides leadership to the Board, ensures the integrity of the Board's process and represents the Board to outside parties. The President co-ordinates Board activities in fulfilling its governance responsibilities and facilitates co-operative relationships among Directors and between the Board and senior management, if any, of the Corporation. The President ensures the Board discusses all matters relating to the Board's mandate.

### 15.02 Responsibilities

#### 15.02.1 Agendas

Establish agendas aligned with annual Board goals and preside over Board meetings if also holding the office of Chair. Ensure meetings are effective and efficient for the performance of governance work. Ensure that a schedule of Board meetings is prepared annually. Issue the call for any member meeting and meetings of the Board of Directors.

#### 15.02.2 Work Plan

Ensure that a Board work plan is developed and implemented that includes annual goals for the Board and embraces continuous improvement.

#### 15.02.3 Representation

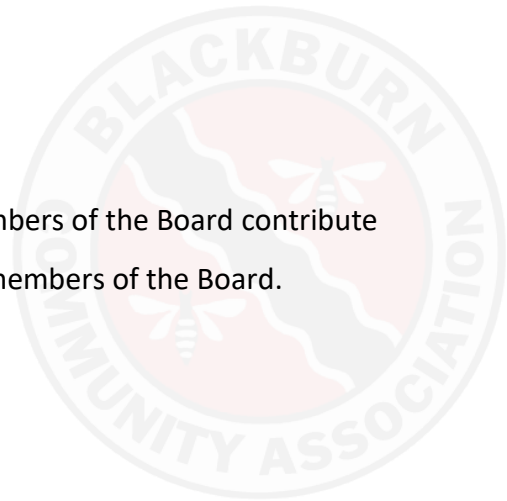
Serve as the Board's primary contact with the public.

#### 15.02.4 Reporting

Report regularly to the Board on issues relevant to its governance responsibilities.

#### 15.02.5 Board Conduct

Set a high standard for Board conduct and enforce policies and By-laws concerning Board Members' conduct.



### 15.02.6 Mentorship

Serve as a mentor to other members of the Board. Ensure that all members of the Board contribute fully. Address issues associated with underperformance of individual members of the Board.

### 15.02.7 Committee Membership

Serve as member on all Board committees.

### 15.02.8 Elections

Ensure that regular elections are held in accordance with these By-laws

### 15.02.9 Vacancy

If, for any reason, the office of the President becomes vacant, the Vice President shall succeed in office followed by the Secretary.

## Section 16 - Schedule B

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### 16.01 Position Description of the Vice President

#### 16.01.1 Role Statement

The Vice President works collaboratively with the President to support the Board in fulfilling its responsibilities.

### 16.02 Responsibilities

#### 16.02.1 Designate

Substitutes and succeed for the President in case of the President's absence or incapacity. Under the direction of the President, oversee the functioning of any committees as the President may designate.

#### 16.02.2 Board Conduct

Maintain a high standard for Board conduct and uphold policies and By-laws regarding Board Members' conduct.

#### 16.02.3 Mentorship

Serve as a mentor to other members of the Board.



## Section 17 - Schedule C

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### 17.01 Position Description of the Treasurer

#### 17.01.1 Role Statement

The Treasurer works collaboratively with the President and to support the Board in achieving its responsibilities.

### 17.02 Responsibilities

#### 17.02.1 Custody of Funds

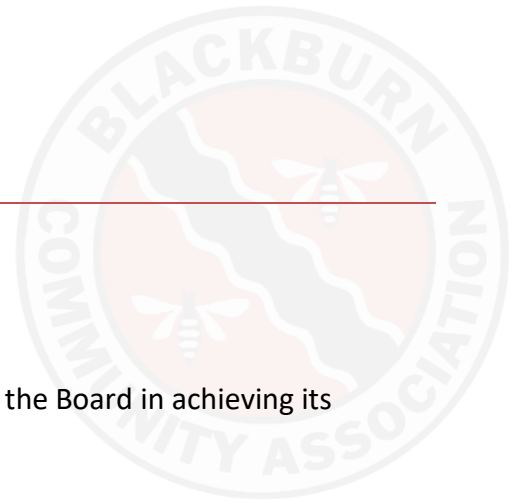
The Treasurer shall have the custody of the funds and securities of the Corporation and shall keep full and accurate accounts of all assets, liabilities, receipts and disbursements of the Corporation in the books belonging to the Corporation and shall deposit all monies, securities and other valuable effects in the name and to the credit of the Corporation in such chartered bank or trust company, or, in the case of securities, in such registered dealer in securities as may be designated by the Board from time to time. The Treasurer shall disburse the funds of the Corporation as may be directed by proper authority taking proper vouchers for such disbursements, and shall render to the Chair and members of the Board at the regular meeting of the Board, or whenever they may require it, an accounting of all the transactions and a statement of the financial position, of the Corporation. The Treasurer shall also perform such other duties as may from time to time be directed by the Board.

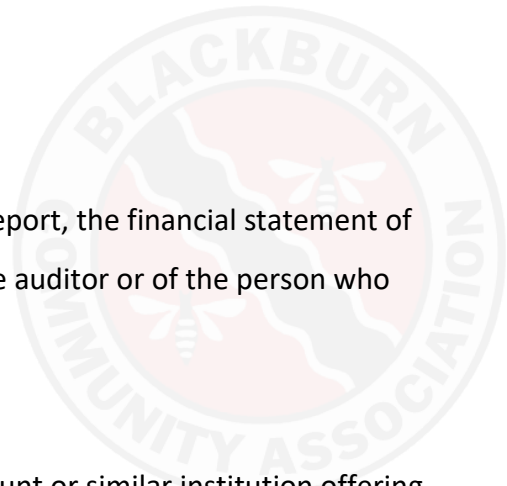
#### 17.02.2 Board Conduct

Maintain a high standard for Board conduct and uphold policies and By-laws regarding Board Members' conduct, with particular emphasis on fiduciary responsibilities.

#### 17.02.3 Mentorship

Serve as a mentor to other members of the Board.





### **17.02.4 Financial Statement**

Present to the Members at the annual meeting as part of the annual report, the financial statement of the Corporation approved by the Board together with the report of the auditor or of the person who has conducted the review engagement, as the case may be.

### **17.02.5 Banking**

Ensure all Corporation funds are deposited to a Corporation bank account or similar institution offering normal banking services as approved by the Board of Directors.

### **17.02.6 Signing Authority**

Ensure that two approved signing authorities are required on all withdrawals from Corporation accounts and shall ensure all monies paid out are on the authority of the Board of Directors.

## Section 18 - Schedule D

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### 18.01 Position Description of the Secretary

#### 18.01.1 Role Statement

The Secretary works collaboratively with the President to support the Board in fulfilling its responsibilities.

### 18.02 Responsibilities

#### 18.02.1 Board Conduct

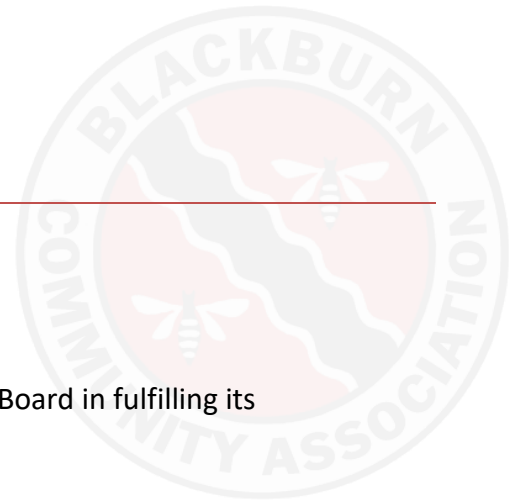
Support the President in maintaining a high standard for Board conduct and uphold policies and the By-laws regarding Board Members' conduct.

#### 18.02.2 Document Management

Keep a roll of the names and addresses of the Board Members. Ensure the proper recording and maintenance of minutes of all meetings of the Corporation, the Board and Board committees. Attend to correspondence on behalf of the Board. Have custody of all minute books, documents, registers and the seal of the Corporation and ensure that they are maintained as required by law. Ensure that all reports are prepared and filed as required by law or requested by the Board.

#### 18.02.3 Meetings

Give such notice as required by the By-Laws of all meetings of the Corporation, the Board and Board committees. Attend all meetings of the Corporation, the Board and Board committees.



## Section 19 - Schedule E

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### 19.01 Position Description of the Directors

#### 19.01.1 Role Statement

The Directors work collaboratively with the President to support the Board in fulfilling its responsibilities.

### 19.02 Responsibilities

#### 19.02.1 Board Conduct

Support the President in maintaining a high standard for Board conduct.

#### 19.02.2 Corporation Budget

Approve the budget for the ensuing calendar year.

#### 19.02.3 Investments

Approve the investment policy of the Association on the recommendation of the Treasurer.

#### 19.02.4 Reporting

Receive committee reports and recommendations, and submit to the Corporation at any annual or other general meeting recommendations that it has approved affecting the administration, activities and policies of the Corporation.

#### 19.02.5 Committees

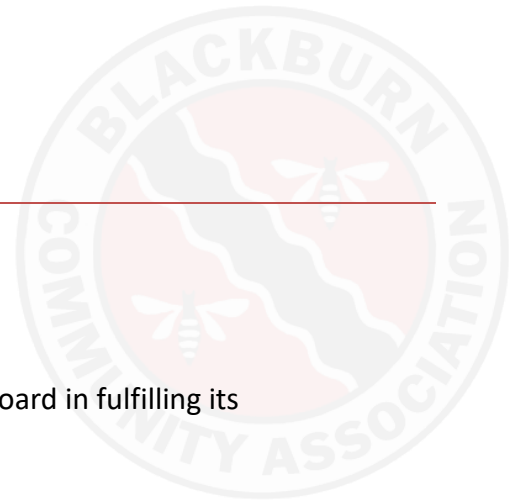
Create and dissolve Standing Committees and appoint a chairperson to each standing committee.

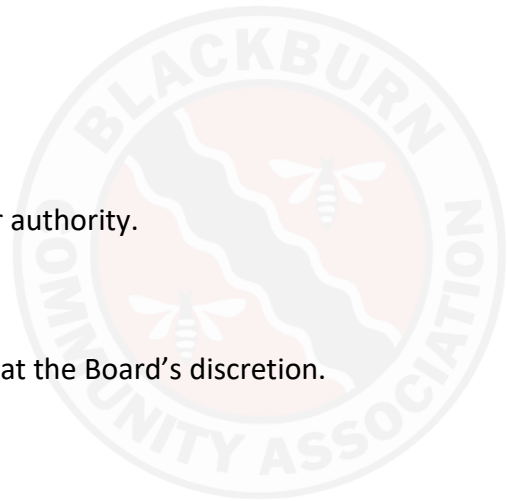
#### 19.02.6 Committee Budgets

Consider and may approve the programs, budgets or subcommittees of any Standing Committee and shall request, at regular intervals, progress reports from each of them.

#### 19.02.7 Vacancies

Fill vacancies unless otherwise stated in these By-laws.





### 19.02.8 Signing Officers

Name the signing officers of the Association and indicate limits to their authority.

### 19.02.9 Operational Appointments

Appoint persons to fill the compensated operational roles as voted on at the Board's discretion.