

Chautauqua Residents Association Inc.

By-Laws Amended May 27,1997; May 31,1998; 2012; March 6,2021; July 26,2021  
Incorporation Number 0066807, August 5, 1952.

NAME:

The name of the Association shall be the "Chautauqua Residents Association"

OBJECTIVES:

(a) To preserve and maintain the Chautauqua area as a residential neighbourhood. Further, to represent the residents of this area with regards to boundaries, land development and municipal affairs, as well as other matters directly affecting the above area or residents thereof.

(b) To encourage the study of all Government ( Municipal, Provincial, and Federal ) plans and directives that will affect the Niagara-On-The-Lake area.

(c) This organization shall be carried on without purpose of gain for its members and any profits or other accretions to the organization shall be used in promoting its Objectives.

(d) World events compel us, as an Association, to examine the multifaceted nature of racism in the world around us. Although we have every reason to be proud of our unique neighbourhood of Chautauqua, we are not an island. We will challenge ourselves to understand and correct any inequities we may discover as we continue to learn about racism.

(e) In the event of dissolution or winding down of the Corporation, all its remaining assets after payment of all liabilities, shall be distributed to one or more Canadian charities.

DIRECTORS and OFFICERS:

Board of Directors shall consist of:

- a) - President (also called Chairperson)
  - Past President ('ex officio')
  - Secretary-Treasurer
  - At least Two - but not more than Five additional Directors  
(number to be determined by resolution of the Board.)
- b) Vacancies in the Board of Directors shall be filled by such Board, and Directors so appointed shall serve until the next annual meeting of the Association AND until their successors are elected.

FISCAL YEAR:

The fiscal year of the Association shall commence on May 1st and end April 30th of the following year.

MEMBERSHIP:

Open to any person residing within or holding property within the designated boundaries of the Chautauqua Neighbourhood who desires to promote the objectives of the Chautauqua Residents Association. The designated boundaries include the following:

- both sides of Niagara Boulevard west of the 1 mile pond.
- Both sides of Froebel St., Wesley, Wilberforce, Vincent, Wyckliffe, Luther, Addison, Shakespeare, Oak Dr., Dixie, Circle St. (formerly Chautauqua Amphitheatre), and the north side of the Lakeshore Road between Shakespeare Ave. and Dixie Ave.

#### ASSOCIATE MEMBERSHIP:

Open to any person living outside of the boundaries of Chautauqua, as previously described, who wish to support the Association and agree to subscribe fully to the OBJECTIVES of the Association, as stated above, and who are willing to be bound by the By-Laws of the Association and act accordingly in all things. Dues requirements to be the same as full Membership. Associate Members will have no vote on any matter related to the Chautauqua Residents Association. "Membership" cards will be issued, but will be denoted as 'Associate' in a manner to be determined by the Board.

Should Committees be required at a future date, active members will be able to join the Committee of their choice. Membership may be revoked at any time for detrimental actions, by a majority of the voters at a special meeting called for that purpose by the Board of Directors. Active members have participatory and voting status only upon payment of the annual Dues. Membership cards are required at any meeting in order to vote.

#### ANNUAL DUES:

\$10.00 per household per year. Each member is entitled to one vote per family unit regardless of the number of properties owned. Memberships are renewable at the annual Labour Day Family Picnic and Corn Roast and expire the following year on Labour Day. Memberships may also be purchased before, but not later than, the Call to Order of the Annual General Meeting (usually the last Monday in May.) They will, nonetheless, expire on the Labour Day following. Dues are payable to the Treasurer. Annual Dues may be periodically revised by the Board of Directors and a majority vote of the members.

#### OFFICERS OF THE ASSOCIATION:

Officers are to be elected by Ballot at the Annual General Meeting and shall hold office for one year AND until their successors are elected.

#### PRESIDENT:

Duties: To call and preside at all meetings. To be an 'ex officio' member of all committees (except the Nominating Committee), to have general supervision over all Association activities. Sign as President with the Treasurer all instruments on behalf of the Association. Call the deciding vote in the event of a tie. The President will render a report of the activities of the Association at the Annual Meeting.

#### SECRETARY-TREASURER:

Duties: As Secretary: To keep an accurate record of the proceedings of all Board and Association meetings and have custody of copies of all Association records which will be open for inspection by any member at a reasonable time, agreeable to both Secretary and Member. To be responsible for administering the Association's website and to be responsible for all general correspondence of the Association.

#### SECRETARY-TREASURER:

Duties: As Treasurer: To be responsible for the receipts and expenditures of all funds of the Association. He/She/They will receive and deposit all funds paid to the Association in the name of the Association in such bank as the Board of Directors will designate. She/He/They will pay all general bills of the Association after such bills have been approved for payment by the President. She/He/They will keep in suitable form detailed accounts of assets, liabilities, receipts, and disbursements of the Association. The Treasurer shall render interim reports to the Directors and a yearly report at the Annual Meeting. The books will be audited at the end of each fiscal year or at a time designated by the Board of Directors.

#### DUTIES OF DIRECTORS:

The Board of Directors shall manage the business and affairs of the association and make the necessary rules and regulations as directed and approved by the members of the association for the management of its affairs and for the guidance of its officers, employees, or agents.

#### RESPONSIBILITIES OF DIRECTORS:

Board members must act in the best interests of the organization and understand the roles and responsibilities of being a board member.

Be familiar with the organization by-laws and procedures.

Act with pure intentions and ensure that he/she/they avoid(s) conflict of interest and operates in the best interest of the Corporation and not in self interest or the interest of a stakeholder group.

Respect confidentiality policies that pertain to Membership and Board discussions.

Support board decisions once they have been voted on.

Not disclose any information acquired in connection with their position as Directors that might be harmful to the interests of the corporation.

Directors must act with honesty and in good faith in the best interest of the corporation.

A Director's position is Fiduciary; which means that the Director must act for the corporation's benefit and must subordinate his/her/their personal interests to the best interest of the corporation.

#### MEETINGS:

The Annual General Meeting of the association shall be held during the month of May (usually the last Monday of the month) but, in any case, at a time and place to be designated by the Board of Directors. The notices for such meetings shall contain the designation of the hour and place.

Twenty-five (25) percent of the membership of the Association in good standing shall constitute a quorum to conduct business.

At least fifty (50) percent but in no case fewer than three (3) of the members of the Board of the Association shall be in attendance.

SPECIAL MEETINGS: Shall be called by the President at his/her/their discretion and shall also be called by her/him/them on the written request of any five (5) members.

BOARD OF DIRECTORS: Shall be called once every Quarter OR at the discretion of the President OR at the request of fifty (50) percent of the members of the Board. Quorum shall be a majority of the Board of Directors.

AGENDA for the Annual General Meeting shall be as follows:

1. Approval of Minutes
2. Reports of Officers of the Association
3. Reports of Special (Select or Ad Hoc) Committees
4. Special Orders
5. Unfinished Business and General Orders
6. New Business
7. Adjournment/Termination

NOTICE OF MEETING: Notices of the time and place of the Annual General Meeting of the Association as well as any Amendments to be considered shall be posted by the Secretary on the Association's website AND delivered by email to each member at his/her/their email address (or hand delivered to each member who does not have email at his/her/their residence) at least (ten)10 days prior to such a meeting. In addition, notice of meeting may be advertised in the local media.

This constitution was revised with various Amendments approved by the Boards and Membership of the CRA at Annual General Meetings in 1997, 1998, 2012 and in the years since to conform to the requirements of the Incorporation Patent, the Corporations Act, and to bring them generally into line with Robert's Rules of Order, and with established practises of the Association.