

# **NORTH KILDONAN COMMUNITY CENTRE**

## **CONSTITUTION**

*Amended May 6, 2013*

1. The name of the Centre shall be "NORTH KILDONAN COMMUNITY CENTRE INC."

### **LOCATION**

2. The headquarters of the Centre shall be located at 1144 Kingsford Place, Winnipeg, Manitoba. The mailing address being: P.O. Box 28007, Winnipeg MB R2G 4E9.

### **BOUNDARIES**

3. The boundaries of the Centre are as follows: To the south - both sides of Oakland Avenue, to the east - Raleigh Street, to the west - Henderson Highway and to the north - Douglas Avenue. These boundaries are on file and are recorded officially by the City of Winnipeg. The boundaries to be set from time to time by the City of Winnipeg.

### **OBJECTIVES**

4. The objectives of the Centre shall be:
  - a) To plan and initiate or conduct a variety of recreational and leisure activities suited to the needs and requirements of the residents of the designated area.
  - b) To communicate with the residents of the designated area so as to determine their needs for recreational and leisure activities, and to ensure that they are aware of the activities and programs offered by the Centre.
  - c) To administer and operate the Centre in accordance with the Operating Responsibilities as approved by the General Council of Winnipeg Community Centres and the City of Winnipeg.
  - d) To prepare budget and financial activity reports for presentation to the City of Winnipeg.
  - e) To promote activities through which funds may be raised to support the activities of the centre.
  - f) To plan for the continued operations of the centre and its programs through the recruitment and training of volunteers.

### **MEMBERSHIP**

5. a) Members shall be those persons and their families who are resident within the boundaries of the North Kildonan Community Centre, as specified in Article #3, unless cancelled by the Board for acts deemed harmful to the Centre and its members. Associate members are persons, and their families, who do not reside within the boundaries but have held a Board and/or Committee position for a minimum of three (3) consecutive years.
- b) The facilities of the Centre shall be open to all members without charge, excepting those activities for which a charge may be made, at the discretion of the Board.
- c) Membership in the Centre is offered and accepted on the understanding that:
  - i. The Centre will not be responsible for any injury or accident or expense in connection therewith, sustained by anyone (member or otherwise) on the Centre premises or elsewhere, and whether or not such injury or accident occurred in the course of the Centre's activities, and whether or not such expense is incurred as an emergency measure with or without the consent of the injured person or his/her parent or guardian.
  - ii. The Centre will not be responsible for the loss of, or the damage to, the personal property of anyone (member or otherwise), on the Centre's premises or elsewhere.

### **FISCAL YEAR**

6. The fiscal year of the Centre shall be from April 1<sup>st</sup> to March 31st.

### **ADMINISTRATIVE COSTS**

7. Members may participate in any organized Centre activity provided accommodation is available. The amount of the administrative cost, to be determined by the Boards will be assessed for each member who desires to participate in any organized activity supported by the Centre. These administrative costs must be paid on behalf of every member prior to their acceptance into that particular activity. Article #5 c) applies to all sanctioned activities.

### **GOVERNANCE**

8. a. The business and affairs of the Centre shall be managed by a Board of Directors consisting of not less than seven members including the Executive Committee, which have been elected at the Annual Meeting of the Membership.
- b. The Executive Committee shall consist of at least four Officers; being the President, Past President, Vice President and Director of Hall Rentals & Activities.
- c. In the event of a vacancy, the Board of Directors may appoint a qualified member to fill the vacancy(s) for the remaining term of office. Such appointment(s) must have the majority approval of the assembled Board of Directors. Should a vacancy not be filled from within the Board, a Special Meeting of the Membership shall be called to fill the vacancy(s).
- d. All members of the age of majority may attend, vote or stand for election at the Annual General Meeting of the Centre.
- e. The office of a Director shall be vacated upon the occurrence of any one of the following events:
- (a) Vacant by death;
  - (b) Resignation in writing to the Board;
  - (c) Removal by resolution of at least two-thirds of the other directors of the Centre.
- f. Any Director may be removed from their elected or appointed position by a two-thirds majority vote of the entire remaining Board of Directors upon the occurrence of any one of the following events:
- (a) failure by the director to attend any three consecutive regular monthly meetings of the Board;
  - (b) failure by the director to disclose a conflict of interest;
  - (c) where the remaining directors are of the opinion that the director has not acted in the best interest of the Centre.
- g. A motion to remove a director must be presented at the meeting of the Board before the meeting which will consider the motion.

- h. The meeting considering the motion to remove must have a quorum without counting the director who brought the motion, or the director who is the subject of the motion, neither of whom may vote on the motion.
- i. The motion to remove and the reasons of the motion must be mailed to the Director being removed no later than seven (7) days prior to the meeting dealing with the dismissal.
- j. The director being removed shall be given the opportunity to present his/her evidence.
- k. The Board of Directors is to serve without remuneration. No director may directly or indirectly receive any profit from their position as director. A director may be reimbursed for reasonable expenses incurred by them in the performance of their duties, and may be paid reasonably for any duties they perform under the contract of the Centre.
- l. On any occasion in which a director, or spouse or dependent of a director, has a personal, material or other substantial interest in any contract or transaction to which the Centre is a party, it is hereby deemed that this director has a conflict of interest and shall disclose such interest at the time. The director shall refrain from speaking to or voting on the resolution approving the transaction.

#### **EXECUTIVE COMMITTEE POWERS**

9. **The Executive Committee shall have the power to do all things necessary for the successful operation of the Centre, thus empowered to:**
- a) administer the funds of the Centre in such manner and for such purposes as it may decide are beneficial to the well being and advancement of the objectives of the Centre, provided that same are not contrary to the general policy of the City of Winnipeg;
  - b) to commence any new form of activity or sport considered desirable by the Membership or in like manner discontinue any form of activity or sport being conducted under the auspices of the Centre;
  - c) expel or suspend any person guilty of misconduct or any infraction of the rules and regulations of the Centre;
  - d) to ensure the Centre is operated on a non-political and non-sectarian basis;
  - e) notwithstanding any other provision of the Constitution, appoint committees,

- either standing or temporary, prescribe their duties, powers and duration thereof.
- f) the executive committee may also appoint the Committee Chairperson. All
  - g) to ratification by the board, the Executive Committee shall make such rules subject and regulations regarding the use of the Centre facilities and clauses (a) to (g) as above.
  - h) committees shall be responsible and accountable to the Board of Directors;
  - i) to appoint advisors to the Board as it deems necessary and appropriate, such appointments shall be ratified by the Board of Directors;

### **ELECTIONS**

- 10.
  - a. Election of the Executive Committee, Board of Directors and Committee Positions, shall be held at the Annual General Meeting of the Centre
  - b. Thirty (30) days before the Annual Meeting, the President will appoint a nominating committee which shall consist of no more than three members, two of which shall be members of the board. The Chair of the nominating committee will ensure that a list of nominees be prepared and presented at the Annual General Meeting. Nominees must express their willingness to stand either by being present at the election or by written consent.
  - c. Additional nominations from the floor will be accepted by the Chair of the Elections.
  - d. The Chair of the Elections shall appoint at least two scrutineers who will distribute the ballots, make an official count and, announce the results at the meeting through the Chair and destroy all ballots.
  - e. The elected Board of Directors shall take office upon election unless otherwise provided for by the by-laws.

### **TERM OF OFFICE**

- 11. Each director shall be elected for a one year term. At each annual meeting all directors and incumbent board shall retire, but, if qualified, shall be eligible for re-election.

### **VOTING PRIVILEGES**

- 12.
  - a) Only members resident within the boundaries of the Centre and over the age of 18 shall be entitled to vote at the Annual Meeting, General Meeting or any Special Meeting of the Centre
  - b) At regular or special meetings of the Board of Directors each Board member in attendance, with the exception of the President, shall have one vote. The President

may only vote in the event of a tie.

- d) All motions with the exceptions of amendments to the Constitution and By-Laws shall be approved by a simple majority.
- e) All amendments to the Constitution and By-Laws shall require a minimum of two-thirds majority.
- f) The Chair may at his/her discretion require any contentious issue to be voted on by ballot.
- g) No proxy votes will be allowed.

### **COMMITTEES**

- 13. a) Committees referred to in Article #13 d) will be formed at the Annual Meeting. Additional committees, as may be required, will in turn be assigned to a specific Board Director referred to in the Nominating Committee By-Law.
- b) Each Board Director shall be prepared at each regular Board Meeting to report on the activities of their committee. Prior to the close of the fiscal year end, Board Director will supply the Executive with an inventory of assets. All monies will be turned into the Centre with a Financial Statement.
- c) The President shall be an ex-officio member of all committee.
- d) Established Committees / Convenors:
  - i. Baseball
  - ii. Basketball
  - iii. Canteen
  - iv. Volunteer Scheduling
  - v. Hockey
  - vi. Ringette
  - vii. Soccer (Indoor)
  - ix. Soccer (Mini)
  - x. Soccer (Regulation)
  - xi. Summer Carnival
  - xii. Summer Sports Tournament
  - xiii. Winter Carnival
  - xiv. Winter Sports Tournament.

### **MEETINGS**

- 14. a) **EXECUTIVE** - The Executive shall meet at least once a month or at the

discretion of the President and/or Executive.

- b) GENERAL - Shall be held during the first (30) minutes prior to each Executive Meeting.
- c) SPECIAL - May be held at the discretion of the Executive and/or the Board of Directors.
- d) ANNUAL - To be held on the third Thursday in May of each year; the exact date to be set by the Executive, at which time:
  - i. An audited Financial Statement up to March 31st will be presented.
  - ii. All Committees shall report.
  - iii. The Centre's Executive and Board of Directors will be elected.
  - iv. All necessary Committees will be formed.

#### **FINANCE**

15. The Board shall administer all funds and securities of the Centre and present a Annual Financial Review at the Annual Meeting.
- a) All monies accruing to the Centre shall be deposited in a branch of a Credit Union, Chartered Bank or Trust Company. All disbursements shall be made by cheque, signed by two of the following: President, First Vice-President, Secretary.
  - b) The Executive Committee/Board of Directors shall inform each Committee Chairperson at the Annual Meeting that they are required to submit a budget for any event or function held during the year. The said budget requires Executive approval at least thirty days prior to the event or function.
  - c) A budget meeting of the Executive/Board of Directors shall be held prior to submitting the required Financial Statement to the City of Winnipeg.
  - d) Major Capital Project expenses in excess of five thousand dollars shall be submitted for approval in the following manner; the project must be approved in principle by a majority of the board; the President will appoint an ad hoc committee to present the feasibility of the project in a written report to the board within 60 days; upon acceptance by the board a Special General Meeting must be called within 30 days at which time the report will be submitted to the membership for final approval by majority.
  - e) The Executive Committee/Board of Directors are authorized to incur such expenses



as necessary for the continued operation of the Centre within the established spending limits.

- f) The Board shall annually appoint auditors to review the accounts of the centre whose report shall be presented to the members of the Annual Meeting and filed with the City of Winnipeg. The person(s) appointed auditors shall not include a person who is a director of the Centre. The accountant(s) are to be paid an amount decided on by the Board.
- g) The books and records of the Centre shall be open to inspection by the members at all times, upon reasonable notice to the Board.

#### **ORDER OF BUSINESS**

16. The following shall be the Order of Business at meetings:
- a) Reading of the minutes
  - b) Business arising from the minutes
  - c) Correspondence
  - d) Report of Executive Committee, Board of Directors, Committees
  - e) Unfinished or New Business
  - f) Adjournment

#### **EMERGENCY POWERS**

17. If at any time, such as in the summer months when the Board of Directors is not holding regular meetings, a situation is considered by the Executive to be emergent in nature, the Executive shall be empowered to take the appropriate action to relieve the emergency, but it shall be necessary to report such action at the next Regular Meeting.

#### **QUORUM**

18. a) **EXECUTIVE COMMITTEE / BOARD MEETINGS** - A quorum shall consist of at least four members, after due notice of meeting has been given.
- b) **SPECIAL MEETINGS** - A quorum shall consist of at least five members of the Executive, after due notice of meeting has been given.
- c) **ANNUAL MEETING** - A quorum shall consist of at least fifteen members after due notice of meeting has been given.



### **INDEMNIFICATION**

19. Every Director or Executive Committee member of the Centre or other person who has undertaken or is about to undertake any liability on behalf of the Centre and their heirs, executors, administrators and estate, respectively, shall at all times be indemnified and saved harmless out of the funds of the Centre and against:
- a) all costs, charges and expenses whatsoever which such Director, Executive Committee member or other person sustains or incurs in or about any action, suit or proceeding which is brought or prosecuted against him/her for or in respect of any act, deed, matter or thing whatsoever made, done or permitted by him/her in or about the execution of the duties of his/her office except such costs, charges or expenses as are occasioned by his/her own willful neglect.
  - b) all other costs, charges and expenses which he/she sustains or incurs in or about or in relation to the affairs thereof, except such costs, charges or expenses as are occasioned by his/her own willful neglect.

### **WINDING UP**

20. Members of the Centre do not have and cannot have any personal interest in the Centre's property. If the Centre is dissolved or disbanded, any assets left after all liabilities have been satisfied must be turned over to the City of Winnipeg.

### **AMENDMENTS TO THE CONSTITUTION**

21. The constitution can only be amended by a clear majority vote of the members attending an Annual Meeting, providing fourteen days notice has been given to the Centre.

### **INTERPRETATION**

20. In the event of any dispute as to the meaning of any article heretofore or hereafter passed, the interpretation of the Executive shall be final and conclusive.

### **STATEMENT OF APPROVAL**

This constitution approved at the Annual General Meeting held on  
\_\_\_\_\_, 20\_\_\_\_  
supersedes all previous constitutions.

  
\_\_\_\_\_  
President

  
\_\_\_\_\_  
Vice President

### **By-Laws of The North Kildonan Community Centre**

**These By-Laws will describe the positions of the Executive Committee and each of the Directors Elected to the Board at the Annual General Meeting.**

**The responsibilities of the Directors may be amended by the Board at any time it is deemed necessary to meet the objectives of the Centre described in Objectives in Article 4 of the Constitution.**

**The following describes each position of the Board:**

#### **EXECUTIVE COMMITTEE/DIRECTORS**

- a) The Board of Directors of the Centre shall be as follows:
  - 1. President
  - 2. Vice-President
  - 3. Director, Communications
  - 4. Director, Hall Rentals and Activities
  - 5. Director, Special Events & Projects
  - 6. Director, Winter Sports
  - 7. Director, Soccer and Baseball
  - 8. Director, Basketball
  - 9. Director, Equipment
  - 10. Past President
- b) These board members, excluding the Past President, shall be elected at the Annual Meeting in May and shall hold office for one year.
- c) Any member of the Board who misses three consecutive meetings may be requested to relinquish his/her position, and it may be filled by appointment by the Board.
- d) It shall be the duty of the Board to:
  - i. Appoint an auditor to investigate and report upon the financial position of the Centre in time for a printed statement to be prepared for the first meeting after the summer recess.
  - ii. Be the custodian of all property of the Centre including the Corporate Seal, and the applications for the use of such property shall be directed to the Board who will receive their direction in the loaning and/or disposition of such property from the Board of Directors.

## **BOARD OF DIRECTOR POSITIONS**

1. **PRESIDENT:**

The President shall preside at all meetings of the Centre. He/she shall sign cheques drawn in accordance with the Centre's Constitution and all documents and papers that require certification and authentication.

He/she shall comply with article #10b.

2. **VICE-PRESIDENT:**

Shall preside in the absence of the President and in the case of resignation be President until an election can be held. The employees, Canteen Chair, Volunteer Scheduler and Nomination Chair shall be directly responsible to the vice President, who will sit as an ex-officio member of these committees.

3. **DIRECTOR, COMMUNICATIONS**

Shall be responsible for all communication and advertising to inform the public via media, website updates, or as directed by the executive board to ensure the community centres activities are conveyed to the public.

4. **DIRECTOR HALL RENTALS and ACTIVITIES:**

Shall preside in the absence of the President and the Vice President.

Responsible for all organized recreational and social activities of the Centre, excluding athletic programs defined under Director of Soccer and Baseball and Director Winter Sports. He/she will responsible for activities the likes of: Aerobics, Yoga, or any other activities that may come to be offered at the Centre.

Responsible for all aspects of renting the facilities of NKCC for socials, family dinners, showers, parties, etc. Including rental contracts, receiving damage deposits, scheduling of centre supervisor, bartenders and clean-up crew for each function, plus receiving payment for hall rental. Keeping date records of all functions, submitting all monies to Secretary for deposit and submitting requests for damage deposit refunds. The Director of Hall Rentals & Activities shall sit as an ex-officio member of such committees.

5. **DIRECTOR, SPECIAL EVENTS & PROJECTS:**

All Centre fundraising activities, carnivals, socials, pre-teen events (i.e. New

Year's Eve, Appreciation Night) and any associated activities (i.e. Craft Sale, Equipment Sale) will be directly responsible to the President.

6. **DIRECTOR, WINTER SPORTS:**

The athletic program conveners of Hockey and Ringette will be directly responsible to the Director Winter Sports who will sit as an ex-officio member of these committees.

7. **DIRECTOR, SOCCER and BASEBALL**

The athletic program conveners of t-ball, Outdoor Soccer, Indoor Soccer and Baseball will be directly responsible to the Director Soccer and Baseball, who will sit as an ex-officio member of these committees.

8. **DIRECTOR, EQUIPMENT**

Shall be responsible for overall procurement and inventory of all equipment. Shall report to the Board of Directors.

9. **DIRECTOR, BASKETBALL**

The athletic program conveners of basketball shall be directly responsible to the Director of Basketball who will sit as an ex-officio member of these committees.

10. **PAST PRESIDENT:**

Shall assist the Board in rendering decisions based on his/her past knowledge.