



# Silver Spring

SILVERSPRING COMMUNITY ASSOCIATION

ARTICLES OF INCORPORATION

And

BYLAWS

Last Revised May 17, 2016

Membership Approved May 17, 2005

Corporation Number 209939

## REVISION HISTORY

Revision	Description	Date
1.	Incorporation Date	October 1, 1990
2.	Conversion	September 10, 1999
3.	Change of Address	October 18, 2001
4.	Error Correction	October 17, 2003
5.	Revision of Articles of Incorporation & Bylaws	April 19, 2005
6.	Revisions Accepted	May 17, 2005
7.	<p>Updated Bylaws with Constitution Changes Approved at May 2013 AGM including changed to following items:</p> <p>Article 5.1 (Page 7) "...maximum of (25)" change to "...maximum of (30)"</p> <p>Bylaw 2.5 (Page 8) "Membership cards shall be issued" change to "Membership numbers shall be issued"</p> <p>Bylaw 3.1 (Page 9) Amend Membership position to Registration and Membership Coordinator                      Amend Youth member at large to member at large                      Amend member at large position numbers to a total of 10                      Amend Co-Social coordinator to Social coordinator                      Add one Football coordinator</p> <p>Bylaw 5.3 (Page 10) Amend Indoor coordinators to delete reference to children and adult program</p> <p style="padding-left: 100px;">Amend Youth and Member at Large positions to be all member at large positions</p> <p>Amend soccer coordinator to delete reference to indoor or outdoor</p> <p>Amend Social coordinator to one social coordinator in Group 1.</p> <p>Bylaw 7.6 (Page 12) "A monthly, written financial statement shall be presented at each meeting of the Board of Directors" change to "A quarterly, written financial statement shall be presented at meetings of the Board of Directors"</p> <p>Bylaw 7.7 (Page 12) "Members of the Board of Directors shall submit all expenditures over \$50.00 to the Board of Directors for prior approval." Change to "Members of the Board of Directors shall submit all expenditures over \$100.00 to the Board of Directors for prior approval."</p>	September 16, 2014

<p>8.</p>	<p>Updated Bylaws with Constitution Changes Approved at May 2013 AGM including changed to following items:</p> <p><i>Bylaw 3 – Board of Directors</i></p> <p>3.1 Remove Volunteer Coordinator from the list of Board of Directors</p> <p><i>Bylaw 5- Election of Board of Directors</i></p> <p>5.3 Remove Volunteer Coordinator from Group 1</p> <p>Add a football coordinator to group 1</p> <p>Add an indoor coordinator to group 2</p> <p>5.4 All eligible members living in Silverspring community, or in other communities without Community Associations or without specific programs at the time of the Annual General Meeting shall be eligible to take office or be a candidate for office.</p> <p>Updated Cost as A Barrier Policy as approved.</p>	<p>September 16, 2014</p>
<p>9.</p>	<p>Updated Bylaws with Constitution Changes Approved at June 2015 AGM including changed to following items:</p> <ul style="list-style-type: none"> <li>• <b>Bylaw 3</b> <p>3.1 Removal of Registration and Membership Coordinator. Addition of Membership Coordinator</p> <p>3.1 Removal of Football Coordinator</p> <p>3.1 Addition of Web and Social Media Coordinator</p> <p><u>Motion</u> to adopt changes by Cary seconded by Tim. Carried.</p> </li> <li>• <b>Bylaw Five</b> <p>5.4 Change To: All eligible members living in the community or in a surrounding community shall be eligible to take office or be a candidate for office.</p> <p>5.3 Removal of Registrations coordinator and Football Coordinator from Group 1.</p> <p><u>Motion</u> to adopt changes made by Norm, seconded by Tim. Carried.</p> </li> <li>• <b>Bylaw Six</b> <p>6.1 Change to: There shall be at least one (1) Annual General Meeting of the Association in each calendar year.</p> <p>6.7 Change to: Not less than five (5) members shall constitute a quorum of the Annual General Meeting of the Association. Not less than five (5) Board of Directors shall constitute a quorum of a meeting of the Board of Directors of the Association.</p> <p>Motion made to remove the policies from the bylaws; keeping the bylaws and policies separate.</p> </li> </ul>	

10.	Bylaw Update: i. Bylaw Update: Change of Fiscal Year. Change to: The fiscal year end of the Association shall be July 1 – June 30	May 17, 2016

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# ARTICLES OF INCORPORATION

## Article One- Name of the Corporation

- 1.1 The name of this association shall be the Silverspring Community Association, Inc., also known as the SSCA, hereinafter called "The Association".

## Article Two – Registered Office

- 2.1 Mother Teresa School  
738 Konihowski Road  
Saskatoon, Saskatchewan  
S7S 1M4

## Article Three- Class of Membership

- 3.1 Membership shall be open to any individual, family, or household that resides within the boundaries of the Association upon payment of (any) required fees.
- 3.2 Any individual or family that has paid the required fee shall be considered a member in good standing. A member in good standing is entitled to the rights and privileges of the Association, including holding office.

## Article Four-Right to Transfer Membership Interests

- 4.1 None

## Article Five- Number of Directors

- 5.1 Minimum of (5) Maximum of (30)

## Article Six – Type of Corporation

- 6.1 The corporation is a Saskatchewan Membership Corporation.

## Article Seven – Activities of the Corporation

- 7.1 Objectives:
  1. To promote and assist in the development of the educational, recreational, and social well-being of the residents within the designated boundaries.
  2. To encourage a sense of community and work to improve the quality of life of the people of the neighborhood.
  3. To promote, develop, and organize recreational, educational, and social programs, facilities, and sites by:

- a) Working in cooperation with the City of Saskatoon, Community Services Department;
- b) Working in conjunction with other organizations and agencies;
- c) Raising funds for carrying out and furthering Association objectives.

## **Article Eight – Dissolution of the Corporation**

8.1 If the Community Association Executive concludes that it can no longer function as a viable organization then dissolution may be considered.

This action should be implemented only after it has been identified that no future purpose for the Association's existence can be identified.

8.2. Upon dissolution, all remaining assets shall be donated to a charitable or non-profit organization identified and approved by the Association membership at the same meeting as dissolution was approved. **If** no such directive is issued, the beneficiary shall be chosen at the discretion of the trustees.

## **BYLAWS**

Preamble: Interpretation - In the event of any dispute as to the meaning of any article heretofore or hereafter passed, the interpretation of the Board shall be final and conclusive

### **Bylaw 1 – Boundaries**

1.1 This organization shall include all the area that lies within these boundaries: In the City of Saskatoon, Saskatchewan: Bounded on the north by the Sunnyridge Subdivision; on the west by Central Avenue; on the east by the Forestry Farm; on the south by Attridge Drive. Hereinafter called "the neighborhood."

### **Bylaw Two- Membership**

2.1 Membership shall be open to any individual, family, or household that resides within the boundaries of the Association.

2.2 Membership fees shall be paid annually at a date no later than stipulated by the board.

These fees shall be set annually by the Board with the approval of the membership at an Annual General Meeting.

2.3 Any individual or family that has paid the required fee shall be considered a member in good standing. A member in good standing is entitled to the rights and privileges of the Association, including holding office.

2.4 Members in good standing shall be given priority to participate in association activities over non-members.

2.5 Membership numbers shall be issued.

2.6 A member is not liable in his individual capacity for any debt or liability of the Association.

### **Bylaw Three – Board of Directors**

3.1 The Business of the Association shall be managed by the Board of Directors elected duly from the membership of the Association as follows

President	Past President
Vice President	Secretary
Treasurer	Co-Indoor Coordinators (3)
Co-Rink Coordinators (2)	Social Coordinator
Basketball Coordinator	Communications Coordinator
Membership Coordinator	Civics/Safety Coordinator
Co-Soccer Coordinators (2)	Softball Coordinator
Member at Large (10)	Web and Social Media Coordinator

3.2 Any position can be a co-position or shared position.

3.3 The City of Saskatoon Community Services Department Community Consultant shall be an ex-officio member of the Board.

### **Bylaw Four- Powers of the Board**

4.1 The Board of Directors shall have power to do all things necessary for the successful operation of the organization and be empowered to:

- a) Administer the funds of the Association in such a manner and for such purposes as it may decide are beneficial to the well being and advancement of the objectives of the Association.
- b) Decide to commence or discontinue any form of activity or sport being conducted under the auspices of the Association.
- c) Suspend from the association any member who is found to be acting in contravention of the objectives of the association, articles of incorporation or bylaws, or discreditable.
- d) Accept any resignation and appoint any member of the Association to fill any vacancy occurring for the balance of the term of office or until the next Annual General Meeting at which time an election or appointment can be made to fill the position for the remaining term of office.
- e) Ensure the objectives of the Association are carried out and that the Association operates on a non-political, non-sectarian basis. The objectives of the Association shall be carried out without pecuniary gain to its members; and any profits or accretions of the Association shall be used in promoting its objectives.



- f) Appoint committees, either standing or temporary (ad-hoc) and prescribe their duties, powers, and duration thereof
- g) Make such rules and regulations regarding the use of the Association facilities, equipment, and supplies, as they deem necessary
- h) Provide bylaws as a supplement to the Articles of Incorporation if deemed necessary

**Bylaw Five- Election of Board of Directors**

- 5.1 Not more than ten (10) members of the Board of Directors shall be retired annually. The newly elected officers shall be elected for a two-year (2) term (these being in alternate years) with the exception of past president who shall serve for one year. A member may hold the same office for two or more consecutive terms.
- 5.2 Elections shall occur at the Annual General Meeting of the Association.
- 5.3 Group 1 shall retire in even years, while Group 2 shall retire in odd years.

<b>Group 1</b>	<b>Group 2</b>
President	Secretary
Vice President	Treasurer
Membership Coordinator	Communication Coordinator
Rink Coordinator	Indoor Coordinator
Indoor Coordinator	Indoor Coordinator
Soccer Coordinator	Basketball Coordinator
Soccer Coordinator	Softball Coordinator
Basketball Coordinator	Rink Coordinator
Social Coordinator	Member at Large (5)
Member at Large (5)	
Social Coordinator	
Civics/Community Safety	

- 5.4 All eligible members living in the community or in a surrounding community shall be eligible to take office or be a candidate for office.
- 5.5 Election of new coordinators shall be by secret ballot upon the request of any one member of the Association.
- 5.6 Every member in good standing (18 years of age or over) is entitled to one vote. There shall be no proxy vote.
- 5.7 Nominations of candidates shall be in accordance with the nominations bylaw:

- 5.8 A nominating committee of three shall be appointed by the Coordinators 30 days prior to the Annual General Meeting.
- 5.9 The nominating committee shall endeavor to identify at least one nominee for each position vacant on the Executive.
- 6.0 Nominations will also be accepted from the floor at the Annual General Meeting.

**Bylaw Six - Meetings**

- 6.1 There shall be at least one (1) Annual General Meeting of the Association in each calendar year.
- 6.2 Election of Board of Directors shall take place at the Annual General Meeting.
- 6.3 The Annual General Meeting is open to all residents within the Association's designated boundaries
- 6.4 In addition to the Annual General Meeting, special meetings of the Association shall be held in the following circumstances:
  - a) When deemed advisable by the Board of Directors
  - b) When requested in writing by not less than twenty (20) voting members. The request must clearly state the nature of the business proposed to be transacted at the meeting. The meeting shall be held not less than twenty (20) and not more than thirty (30) days after receiving the request
- 6.5 All notices of special meetings shall state specifically the business proposed to be discussed at such meeting and no other business shall be transacted.
- 6.6 Notice of time and place of Annual General Meeting or special meetings shall be sent to all members not less than 15 days or more than 50 days before the meeting.
- 6.7 Not less than five (5) members shall constitute a quorum of the Annual General Meeting of the Association. Not less than five (5) Board of Directors shall constitute a quorum of a meeting of the Board of Directors of the Association.
- 6.8 The order of business for the Annual General Meeting shall be as follows:
  - a) Notice of the meeting.
  - b) Minutes of the previous Annual General Meeting to be read and adopted.
  - c) Business arising from minutes of previous Annual General Meeting.
  - d) Correspondence.
  - e) Reports of the Coordinators and Committees.
  - f) New Business.
  - g) Election of Officers.
  - h) Adjournment

- 6.9 Amendments to the constitution must be passed by at least 2/3 majority of the members present.
- 6.10 All business (executive) meetings of the Association shall be open to general attendance but presentation of motions and voting rights shall be restricted to elected or appointed members of the board.
- 6.11 Reading of the meeting principles before each meeting.

#### Bylaw Seven – Financial Affairs

- 7.1 All fees, revenue and grants payable to the Association shall be kept in an account kept in the name of the Association at such a bank as the Executive may determined and all financial obligations incurred by the Executive in the name of the Association shall be paid there from.
- 7.2 All cheques, drafts, and other negotiable, or non-negotiable instruments shall be sufficiently signed when signed by any designated coordinators, one of which must be President or Treasurer.
- 7.3 All property of the Association shall be the responsibility of the Executive and the executive shall see that a correct inventory of property is kept.
- 7.4 The fiscal year of the Association shall be July 1 – June 30.
- 7.5 The Executive shall, before the end of each fiscal year, appoint an auditor or accountant who is not a member of the Executive. It shall be the duty of the auditor or accountant to examine all books and records of the Association and a financial statement of the Association be submitted to the Board for presentation at the Annual General Meeting.
- 7.6 A monthly, written financial statement shall be presented at each meeting of the Board of Directors.
- 7.7 Members of the Board of Directors shall submit all expenditures over \$100.00 to the Board of Directors for prior approval.
- 7.8 Directors making purchases over \$1000.00 will be required to obtain 3 quotes. The quotes will be provided to the board of directors for approval.

#### Bylaw Eight – Pledging of Credit

- 8.1 No coordinator or any member of the Association shall have the power to pledge the credit of the Association or to enter into a contract or an agreement on behalf of the Association wherein the Association is or will be obligated for a sum that has not been approved by the membership.

#### Bylaw Nine – Cooperation with other Associations/Agencies

- 9.1 The Association shall cooperate with other Associations in the City of Saskatoon having similar duties and powers and may do such things as are not inconsistent or in conflict with provisions of the constitution that it considers necessary in cooperating with those associations.
- 9.2 The Association shall honor other association memberships.
- 9.3 The Association shall, where deemed necessary, subsidize the activity fees of community association members.

#### Bylaw Ten – Amendments to Articles and Bylaws

- 10.1 Coordinators may, by resolution, make, amend, or repeal any bylaws or policies that regulate the activities of the Association.
- 10.2 Bylaws, policies, amendments or repeals are effective from the day of the enacted resolution of the Coordinators.
- 10.3 All changes in bylaws must be presented to the next Annual General Meeting of the Association to confirm or reject, or amend the bylaws, amendments or repeals.
- 10.4 Proposed amendments to the constitution must be in writing and presented to the Board of Directors not less than twenty (20) days prior to the Annual General Meeting. Full details of the amendments must be sent out in the notice of the meeting.
- 10.5 Constitutional amendments shall receive at least 2/3 majority of the votes cast.
- 10.6 No amendment to the constitution is effective until the corporation has filed the Article of Amendment with the Corporation Branch.

#### Bylaw Eleven – Disputes and Liabilities

- 11.1 In the event of any disputes as to the meaning of any resolution or bylaw passed, the interpretation of the Executive shall be final and binding.
- 11.2 No member of the Board of Directors or member of this Association shall be held personally liable for any debts, liabilities, or legal action brought against the Association.

#### Bylaw Twelve

- 12.1 Policies will be developed as required. As attached.