

CAISSE  
COMMUNITY  
CENTRE

# Constitution And By-Laws

November 20, 2013

First Amendment – February 24, 2014

Second Amendment – February 25, 2019

## Caisse Community Centre

Whereas by Letters Patent, dated the 9th day of January 1954, Le Club Sportif de La Salle; with an amendment dated the 28th of June 1984, to re-name the organization, Le Centre Communautaire de La Salle Community Centre Inc., was incorporated.

Be it enacted as a by-law of the Caisse Community Centre, as follows:

## **By-Law One – Constitution**

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### **Article 1 – Name**

The organization shall be known as "***Caisse Community Centre***" hereinafter referred to as the 'Centre'. Former names of the Centre including: La Salle Community Centre, LSCU Complex, Le Centre Communautaire de La Salle Community Centre Inc., Community Centre or any other name used by sponsorship naming rights are considered synonymous with the 'Centre'.

### **Article 2 – Corporate Seal**

2.1 The seal below (page 8) shall be the corporate seal of the Centre.

### **Article 3 – Purpose**

3.1 The purpose of the Centre is to provide and assist in the development of recreational activities and community events, through the provision of facilities and programs, for the benefit of the community.

### **Article 4 – Goals**

The goals of the Centre shall be:

- 4.1 To foster community development and the quality of life.
- 4.2 To provide a safe facility and green space.
- 4.3 To be accountable for the effective and efficient use of our resources.
- 4.4 To facilitate and provide support to the development of recreational activities according to the needs of the community.

### **Article 5 – Boundaries**

5.1 The Boundary shall be the La Salle "Rink District" as defined by the Rural Municipality of Macdonald. See Appendix A.

## **Article 6 – Membership**

- 6.1 Any person who lives within the boundary, regardless of age, is a member.
- 6.2 Persons who reside outside the boundary are welcome to participate in the Centre's programs and events, subject to the discretion of the board.

## **Article 7 – Governance**

- 7.1 The Board of Directors shall consist of an elected Executive Committee as follows:
  - President
  - Vice-President
  - Secretary
  - Treasurer
- 7.2 Additional elected Directors shall consist of the following:
  - Past- President (elected while President)
  - Sports Director
  - Communications Director
  - Special Events Director
  - Website Director
  - (3) Directors at Large
- 7.3 Additional Directors are to be nominated by their respective organization and appointed by the Executive Committee and shall be eligible to vote at board meetings. The appointed Directors shall consist of the following:
  - Curling Club Director
  - Caisse Financial Group Director
- 7.4 The Facility Manager shall be a staff position and deemed to be an ex-officio, non-voting member of the Board of Directors.
- 7.5 The duties of appointed Directors and Directors-at-Large shall be established by the Executive Committee prior to nomination or elections at an Annual General Meeting.
- 7.6 The duties of each Board Member shall be outlined in the By-laws of the Centre. See Appendix B.
- 7.7 The business and affairs of the Centre shall be managed by the Board of Directors.
- 7.8 A Subcommittee may be appointed by the Executive Committee and/or the Board of Directors.
- 7.9 The Board of Directors shall be the only members eligible to vote at Board meetings.
- 7.10 The Caisse Financial Group Director, is appointed each year by the Caisse Financial Group only in those years in which the Caisse Financial Group deems it necessary to have representation on the board. In any other year, this position will remain vacant.
- 7.11 The role of Past-President shall be for only the first year of office. After that the role will remain vacant until a new President is elected.

## **Article 8 – Term of Office**

- 8.1 All board members shall hold office from the date of their election for the specified term.

## **Article 9 – Quorum**

- 9.1 Quorum for a Board Meeting shall be a minimum of 50% of the Board of Directors, including a minimum of two (2) members of the Executive Committee. Vacant Board positions shall not be considered when establishing quorum.
- 9.2 Quorum at an Annual General Meeting or Special Meeting shall be a minimum of twenty (20) voting members.
- 9.3 Meetings shall be adjourned and no business conducted if the quorum is not met within thirty (30) minutes after the scheduled time of the meeting.
- 9.4 If quorum is not established at the Annual General Meeting, the Centre shall continue operations as it has prior to the meeting without new business being conducted.

## **Article 10 – Amendments**

- 10.1 By-Law One Constitution may be amended or revised by a two-third (66%) vote of approval by members in attendance at the Annual General Meeting or at a Special Meeting called for that purpose.

## **Article 11 – Dissolution**

- 11.1 The R. M. of Macdonald shall have the first right of refusal on the dispensation of any land or properties owned by the La Salle Community Centre in the event that the Centre is dissolved or disbanded.

## **Article 12 – Interpretation**

- 12.1 The interpretation by the Executive Committee shall be final and conclusive in the event of any dispute as to the meaning of any article.

## **Article 13 – Protection of Directors**

- 13.1 No Board member, Director or officer of the Centre shall be liable for the acts, neglects or default of any other Board member, Director, or officer or employee for any loss, damage or expense happening to the Centre except by or through their own willful act of default.

## **Article 14 – Personnel**

- 14.1 The Facility Manager is hired / fired by two-thirds (66%) approval of the Board of Directors.

## **By-Law Two – Operations**

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### **Article 1 – Board of Directors**

- 1.2 The affairs of the Centre shall be governed by a Board of Directors.
- 1.3 Any person is eligible to serve on the Board of Directors who; meets the membership requirements, is not an employee of the centre, and has been elected by the membership at an Annual General Meeting with the exception only of three (3) appointed Directors.
- 1.4 The Board of Directors represents the membership of the Centre and is directly accountable to the membership and has a general duty of trust to those served by the Centre.
- 1.5 In the event that a vacancy exists on the Board of Directors, the Executive Committee, may appoint a qualified member to fill the vacancy for the remainder of the term of office. All vacant board positions will be carried by the President. In the event that the office of President becomes vacant, the Vice-President shall become President for the remainder of the term.
- 1.6 A Board of Director's position shall be considered vacant upon any one of the following events; (a) vacant by death; (b) resignation in writing to the Board of Directors; (c) removal by resolution of at least two-thirds (66%) of the other Board of Director members or (d) absent three (3) consecutive Board of Director Meetings of the term unless absents are excused by the Board of Directors.

### **Article 2 – Meetings**

- 2.1 Annual General Meeting
  - a) The Annual General Meeting shall be held within two (2) months of the end of the fiscal year.
  - b) Public notice of the Annual Meeting shall be posted for not less than thirty (30) days.
- 2.2 Special Meeting
  - a) A Special Meeting of the membership may be held at the request of the President or his/her delegate or upon written request of twenty (20) voting members of the public.
  - b) Notice of the Special Meeting shall be posted a minimum of thirty (30) days prior to the meeting. The notice shall include the time, place and reason for the meeting.
- 2.3 Board Meetings
  - a) The Board of Directors shall meet a minimum of nine times per year.
  - b) Attendance at Board Meetings shall be open to all members.
  - c) Any group or individual requesting a delegation at a board meeting shall provide written request to do so to any member of the Executive Committee three (3) days prior to a board meeting.
  - d) Minutes are to be recorded and be publically posted within sixty (60) days of the meeting, for a minimum of thirty (30) days.
- 2.4 Committee Meetings
  - a) The Executive Committee at any time may establish subcommittees with such duties

and powers it deems to be in the interests of the Centre. Each subcommittee shall be chaired by a Board Director, keep a record of activities and recommendations and the Committee Chair shall report to the Board of Directors at Board Meetings.

- b) Subcommittee Meetings may be held as required and at the discretion of the Committee Chair.
- c) The Executive Committee shall meet at the call of the President. Details of all special meetings by the Executive Committee shall be presented at the next Board Meeting.

### **Article 3 – Finances**

- 3.1 The fiscal year of the Centre shall be from January 1st to December 31st.
- 3.2 The projected annual budget for the ensuing session shall be reviewed at a Board meeting prior to submission to the members for approval at the Annual General Meeting.
- 3.3 The Treasurer shall administer the financial matters of the Centre as directed by the Board of Directors.
- 3.4 The financial records shall be presented at each Annual General Meeting. The financial records of the Centre shall be open to review by members upon written request to the Board of Directors.
- 3.5 Signing authority shall not be less than two of the following Executive Committee: President, Vice-President, Treasurer, and Secretary.
- 3.6 The Board of Directors shall pre-approve by written resolution any financial obligation with a repayment period in excess period of ninety (90) days; i.e. Loan or line of credit.
- 3.7 The Board of Directors shall pre-approve, by resolution at the board meetings, all financial obligations exceeding three thousand (\$3000) dollars and all budgets for special events.

### **Article 4 – Elections**

- 4.1 Election of the Board of Directors shall be held at the Annual General Meeting.
- 4.2 All nominations shall be submitted to any member of the Executive Committee, seven (7) days prior to the AGM.
- 4.3 The Board of Directors shall be elected by secret ballot with the candidate receiving the most votes elected. Where only one candidate has been nominated for a Board of Directors' position, the candidate shall be elected by acclamation.
- 4.4 Directors with terms expiring in odd years shall be: President, Secretary, Special Events Director and Communications Director. Directors with terms expiring in even years will be Vice-President, Treasurer, Sports Director, and Website Director.
- 4.5 Director positions are for two (2) year terms with the exception of the Directors at Large whom shall have one (1) year terms. In the event of a vacant board position the Executive Committee shall appoint a replacement Director to complete the remainder of the term. Appointed positions are for one (1) year terms and may be renewed annually by the Executive Committee.
- 4.6 Any member of the Board of Directors with an expiring term, who desires to continue in their position, shall run for re-election.

## Article 5 – Voting Privileges

- 5.1 The voting body shall consist of members who have reached the age of majority and all votes will be decided by a majority unless otherwise stated in the By-Laws.
- 5.2 Votes may not be given by proxy.
- 5.3 All votes taken will be by a show of hands with the exception of the election of the Board of Directors. The Board of Directors shall be elected by secret ballot with the candidate receiving the most votes elected. A request for a vote by secret ballot on other matters may be granted by the Executive Committee.
- 5.4 The Board of Directors shall be the only members eligible to vote at Board Meetings.
- 5.5 All Directors shall be eligible to vote at an Annual General Meeting.
- 5.6 Any employee of the Centre shall not be eligible to vote at meetings.

## Article 6 – Amendments

- 6.1 By-Laws may be amended by a two-third (66%) vote of approval of members in attendance at an Annual General Meeting or a Special Meeting called for that purpose.

## Article 7 - Exclusive Use of Facility

- 7.1 Gymnasium and multipurpose rooms are to be available for multiple uses and no single use shall have exclusive use. The Community Centre building constructed prior to 2012, the fitness room and any new addition or building may be leased or assigned exclusive use.

## Statement of Approval:

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### Certification

This By-law One – Constitution and By-law Two – Operations, were approved within the constitutional requirements of the Centre at a Special Meeting held, and shall supersede all previous Constitutions and By-laws.



David Brown, President



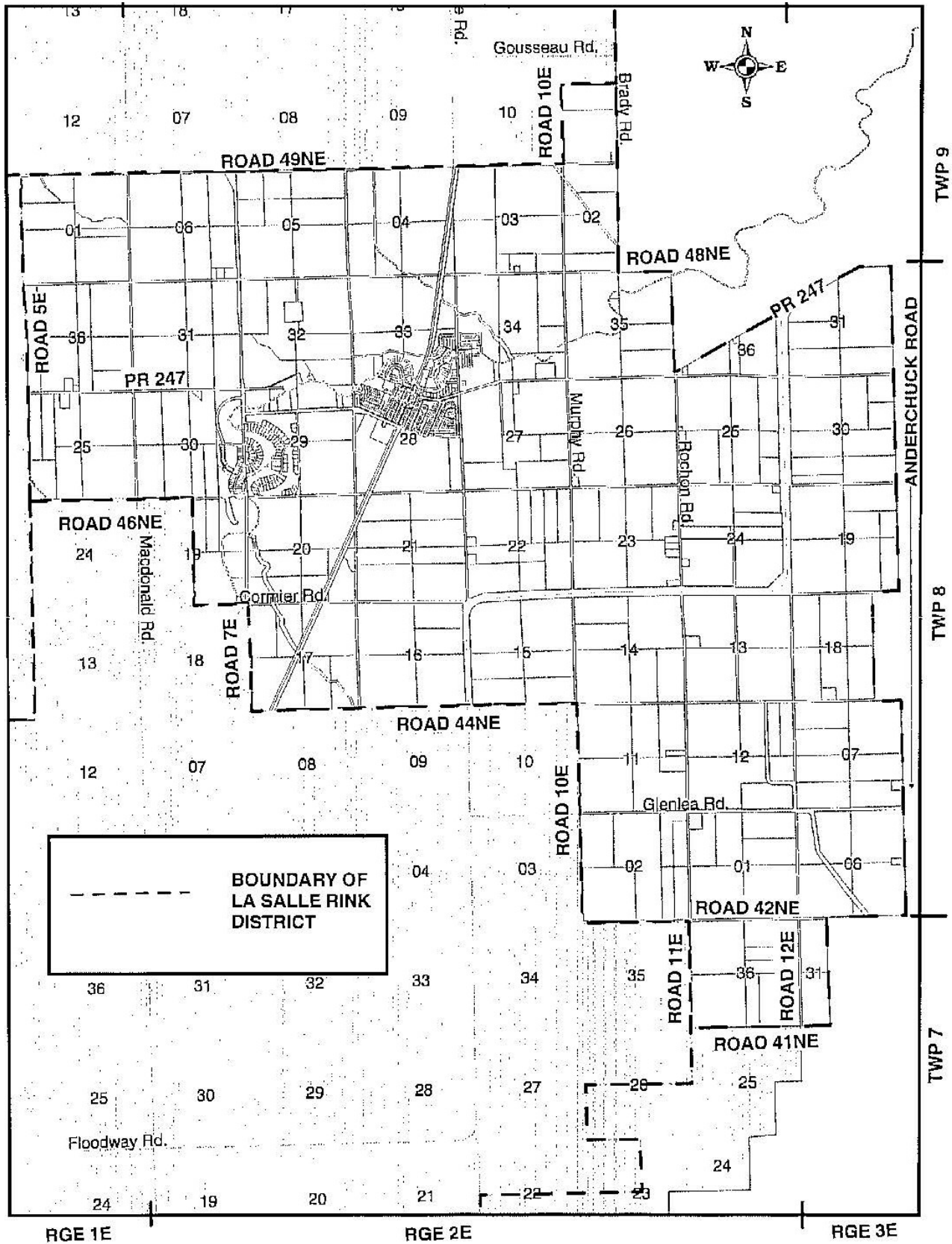
Brian Cornelsen, Secretary

February 25, 2019

Dated:



## Appendix A – La Salle Rink District Map





## Appendix B – Duties of the Board of Directors

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**PRESIDENT:** The President shall preside at meetings of the Centre, of the Board and of the Executive Committee. He/she shall perform such other duties and shall exercise such other powers as ordinarily pertain to this office, which shall include authority to:

- Call Special Meetings as required.
- Be an ex-officio member of all committees.
- Appoint special committees as not normally provided for.

The President may veto any decision of the Board and/or the Executive Committee whenever he/she believes such a decision is not in keeping with the Constitution or when he believes such a decision would not be in the best interest of the Centre, in particular, where it would result in, what he/she deems to be, too much financial or other risk to the Centre and/or its Directors. Having exercised such veto power, the President must call a Special Meeting of the Centre, to be held within forty (40) days of the veto and in which the will of the Membership shall determine the issue.

**PAST-PRESIDENT:** The Past-President shall assist the President and other Directors and advise them in their administration of the affairs of the Centre. He or she should be in a position to defend the actions of the previous Directors and see to the fulfillment of commitments previously made, as well as serving in an advisory capacity.

**VICE-PRESIDENT:** The Vice-President will assume the President's duties and presides at meetings in the President's absence. He/she shall perform such other duties and shall exercise such other powers as ordinarily pertain to this office.

**SECRETARY:** The Secretary shall be responsible for establishing records of attendance and minutes of Board of Directors meetings, send out notices of meetings of the Centre, document all resolutions by the Board of Directors and perform such other duties as usually pertain to this office. The Secretary shall ensure Board process is constitutional. In conjunction with the Facility Manager, the Secretary shall be responsible for and have custody of all legal documents, meeting minutes and resolutions for the Centre (hard copies and electronic). Upon his/her retirement from office, shall turnover all legal documents and other Centre property in his/her possession to their successor or to the President.

**TREASURER:** The Treasurer shall have custody of all unallocated funds of the Centre accounting for all funds to the Centre at its monthly meetings at such times as he or she may be called upon to do so by a meeting of the Board of Directors or by the Executive Committee. The Treasurer shall perform such other duties as usually pertain to this office. In conjunction with the Facility Manager, establish budgets and estimated expenditures. Upon his/her retirement from office or whenever called upon to do so, he/she shall turnover all books of account to the to their successor, President or the auditor(s) of the Centre.

**SPORTS DIRECTOR:** The Sports Director in conjunction with the Facility Manager, will be responsible for the total planning function of sports activities under their Sports Convenors. The Sports Director shall be the primary liaison representing the Board for all sport facility users. The

Sports Director is responsible for conducting meetings with any respective Sports Convenors and reporting to the Board on a monthly basis on the activities.

**COMMUNICATIONS DIRECTOR:** The Communications Director in conjunction with the Facility Manager, will be responsible for the coordination of the website, signage and media releases on behalf of the Centre and coordination with the Website Director.

**SPECIAL EVENTS DIRECTOR:** The Special Events Director, in conjunction with the Facility Manager, will be responsible for the administration of special events for the Centre.

**WEBSITE DIRECTOR:** The Website Director will be responsible for all activities pertaining to maintaining the website.

**DIRECTORS-AT-LARGE:** The duties of the Directors-at-Large shall be established by resolution by the Executive Committee or Board of Directors prior to election.

**APPOINTED DIRECTORS:** Appointed directors shall represent their organization and the Centre. The duties of the Appointed Directors shall be established by resolution by the Executive Committee or Board of Directors prior to the appointment.

**FACILITY MANAGER:** The Facility Manager shall be a staff position reporting directly to the President and supporting all other Directors. Specific duties are to be established by resolution by the Board of Directors. The Facility Manager is responsible for the oversight and management of the Centre and all supporting staff.

**ALL DIRECTORS:** Directors shall represent all members within the La Salle Rink District to the best of their ability and ensure the objectives of the centre are carried on without any pecuniary gain to its members and that any profits or other considerations are used in promoting its objectives. All Directors shall disclose any conflict of interest and abstain from voting on such matters.