



**ARTICLES OF INCORPORATION**

**and**

**BYLAWS**

April, 2009

Membership Approved October 14, 2009

Revised September 10, 2013

Revised September 9, 2015

Revised Sept 6, 2017

Corporation Number 101142519

## REVISION HISTORY

<b>Revision</b>	<b>Description</b>	<b>Date</b>
1.	Incorporation Date	April 9, 2009
2.	Articles of Incorporation & Bylaw Ratification	October 14, 2009
3.	Membership Class Addition	October 20, 2010
4.	5.1 President and Treasurer Terms	October 12, 2011
5.	Registered Office	September 11, 2012
6.	6.1 Meetings	September 11, 2012
7.	7.4 Financial Affairs	September 11, 2012
8.	6.13 Quorum	September 2013
9.	2.6, 3.6, 4.1(e), 5.3, 6.13	September 2013
10.	Bylaw item 6.1 – AGM	September 2017
11.	Bylaw item 7.4 – Year-end	September 2017
12.	Bylaw item 2.5 – membership cards	September 2017

# **ARTICLES OF INCORPORATION**

## **Article One - Name of the Corporation**

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

## **Article Two – Registered Office (Division IV, Sec 19)**

- 2.1 The Treasurer's House

## **Article Three– Class of Membership (Division X, Sec 113)**

- 3.1 There are two classes of membership, recreational and regular membership. Recreational members are not entitled to vote, and are not entitled to become directors. All regular members are entitled to vote, and all regular members are entitled to become directors. One vote per regular membership.

## **Article Four – Right to Transfer Membership Interests**

- 4.1 None

## **Article Five – Number of Directors (Division IX, Sec 89)**

- 5.1 Minimum of (3) Maximum of (25)

## **Article Six – Type of Corporation**

- 6.1 The corporation is a Saskatchewan Charitable 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 (Division XVI )**

- 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.

# SCA Community Association

## 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; the north/south/east/west boundaries are Circle Drive/CNR Railway/Highway 11/ Clarence Avenue; hereinafter called "the neighborhood".

### **Bylaw Two – Membership**

- 2.1 Regular membership shall be open to any individual, family, or household that resides within the boundaries of the Association. Non-voting recreational memberships will be open to others that reside outside the boundaries of the Association. The following bylaw provisions (2.3-2.4) apply solely to regular members.
- 2.2 Membership fees shall be paid annually at a date set by the board. These fees shall be set annually by the Board.
- 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.

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

- 3.1 The Business of the Association shall be managed by the Board of Directors (Executive) elected duly from the membership of the Association.
- 3.2 There will be a minimum of three (3) directors to a maximum of Twenty Five (25).
- 3.3 The position of Past President is Ex-officio to the Executive, with all rights and privileges of Office.
- 3.4 The first five directors shall constitute the **officers** of the corporation as listed below.

1. President	4. Treasurer
2. Vice President, Community Engagement	5. Secretary
3 Vice President, Operations	

3.5 Portfolios may be assigned for the Directors to provide program guidance to the association as follows.

Membership Coordinator	Social Coordinator
Basketball Coordinator	Communications Coordinator
Rink Coordinator	Civics & Safety Coordinator
Soccer Coordinator	Softball Coordinator
Youth Director at Large (2)	Indoor Coordinator
Volunteer Coordinator	Director at Large (7)

3.6 Any portfolio can be shared by two directors.

3.7 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 to the Association objectives.
- 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 acting in a discreditable manner. A member is entitled to a fair hearing before they are disciplined or before their membership interest in the corporation is terminated.
- d) Accept any resignation and appoint any member of the Association to fill vacancies 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 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 as necessary

#### **Bylaw Five – Election of Board of Directors**

5.1 The President and Treasurer shall be elected for a two-year term in odd years. A member may hold multiple terms.

5.2 Elections shall occur at the Annual General Meeting of the Association.

5.3 *Not used.*

- 5.4 All members (18 years of age or over) in good standing and living in the community at the time of the Annual General Meeting shall be eligible to take office or be a candidate for office.
- 5.5 Election of new directors shall be by show of hands, unless requested by any one member of the Association, by secret ballot.
- 5.6 Every membership in good standing is entitled to one vote. There shall be no proxy votes.
- 5.7 A nominating committee of three may be appointed by the Board of Directors at least 30 days prior to the Annual General Meeting.
- 5.8 The nominating committee shall endeavor to identify at least one nominee for each position vacant on the Board of Directors.
- 5.9 Nominations will also be accepted from the floor, at the Annual General Meeting.

### **Bylaw Six - Meetings**

#### Annual General Meeting

- 6.1 There shall be at least one (1) Annual General Meeting of the Association in each calendar year to be held in the month of April.
- 6.3 The Annual General Meeting is open to all residents within the Association's designated boundaries.
- 6.4 Only members in good standing may vote at the Annual General Meetings.
- 6.7 Notice of time and place of Annual General Meeting or special meetings shall be communicated to members not less than fifteen (15) days or more than fifty (50) days before the meeting.
- 6.8 Not less than 50% plus one of standing Directors shall constitute a quorum of the Annual General Meeting of the Association.
- 6.9 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) Presentation of Financial Statement for approval
  - f) Presentation of Budget for approval
  - g) Reports of the Coordinators and Committees.
  - h) New Business.
  - i) Election of Officers.
  - j) Adjournment

#### Special Meetings

- 6.5 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 5% of eligible 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 fifteen (15) and not more than fifty (50) days after receiving the request.
- 6.6 All notices of special meetings shall state specifically the business proposed to be discussed at such meeting and no other business shall be transacted.

#### Business/Executive Meetings

- 6.11 All business/executive meetings of the Association shall be open to general membership attendance; however presentation of motions and voting rights shall be restricted to elected or appointed members of the board.
- 6.13 Seven (7) standing Directors shall constitute a quorum at a meeting of the Board of Directors.

#### **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 by two (2) of three designated directors, 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 January 1 – December 31.
- 7.5 The Executive shall, before the end of each fiscal year, appoint a qualified person to review the accounts in accordance with generally accepted accounting practices and as per the requirements of the Non Profit Corporations Act and/or as required by statutes. This person shall not be a member of the Executive or related thereto.
- 7.6 It shall be the duty of the financial reviewer to examine all books and records of the Association under generally accepted accounting practices and prepare an annual financial statement of the Association to be submitted to the Executive for presentation at the Annual General Meeting.
- 7.7 The Executive shall, before the end of each fiscal year, prepare a budget for the upcoming fiscal year, for presentation at the Annual General Meeting.
- 7.8 A monthly, written financial statement should be presented at each meeting of the Board of Directors.
- 7.9 Expenditures over one hundred dollars (\$100) shall have prior Board of Directors approval prior to spending.
- 7.10 Directors making purchases over twenty-five hundred dollars (\$2500) will be required to obtain 3 quotes. The quotes will be provided to the board of directors for approval prior to spending.

- 7.11 Any purchase over five thousand dollars (\$5000) must be brought forward to the general membership at a general or special meeting for approval prior to spending.

**Bylaw Eight – Pledging of Credit**

- 8.1 No Director 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 goals and ideals and may do such things as are not inconsistent or in conflict with provisions of the articles of incorporation or bylaws hereinto, 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 in whole or in part, the activity fees of community association members for participation in SCA programs. Other programs may be deemed acceptable for subsidization by the Board of Directors.

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

- 10.1 Directors may, by ordinary resolution, make, amend, or repeal bylaws or policies and procedures that regulate the activities of the Association.
- 10.2 Bylaws, policies, amendments or repeals are effective from the day enacted by resolution of the Directors. However, all changes made pursuant to the above clause must be presented to the next Annual General Meeting of the Association to confirm, amend or reject, those enactments occurring during the year.
- 10.3 Proposed amendments from the membership to the Articles of Incorporation or bylaws must be in writing and presented to the Board of Directors not less than fifteen (15) and not more than fifty (50) days prior to the Annual General Meeting. Full details of the amendments must be communicated to the general membership and wherever possible included with the notice of Annual General Meeting, or be available to the general membership at no cost.
- 10.4 Amendments to the Articles of Incorporation and/or ratification of Bylaw amendments must receive at least 2/3 majority of the votes cast.
- 10.5 No amendments to the Articles of Incorporation are effective until the corporation has filed the Articles of Amendment with the Non-Profit Corporation Branch. The Association must file the amendment within 30 days of the vote.

**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 Officers 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.



*Criminal Record Check Policy for the Stonebridge Community Association:*

- All instructors or coaches (volunteer or paid) are required to undergo a Criminal Record Check
- Individuals will initially pay for the Criminal Record Check
- If no criminal convictions are present, reimbursement of the original fee will take place
- If criminal convictions are present, an unsuitable Criminal Record Check will consist of any offense that has taken place against another individual ie. any type of crime against people
- After a Criminal Record Check is submitted and deemed suitable, the secretary will record that information and the paperwork will be shredded  
The individual will be considered suitable for 5 years
- If the Criminal Record Check contains criminal conviction(s), it will be kept with the privacy officer as assigned by the Board of Directors for the Stonebridge Community Association

## Appendix A to Stonebridge Community Association Meeting Minutes – October 12, 2016

### Stonebridge Community Association social media guidelines

The Stonebridge Community Association appreciates the ability to connect with members of our community through social media. The purpose of our presence on social media is to:

- keep the community informed of key happenings in Stonebridge.
- promote events, programs and activities run by the community association or in partnership with the community association.
- provide opportunities for the community association and members of the community to engage in conversation.
- recognize our community members and community supporters.

To ensure our social media sites represent the values we as a community association feel are important, we ask those who engage with us on social media do so in a positive and respectful manner. Below you will find guidelines the community association follows in managing our social media sites. The community association may update these at any time, and for the most current version, please see [ourstonebridge.ca](http://ourstonebridge.ca).

The Stonebridge Community Association reserves the right to remove any comments/posts that:

- include offensive, abusive or inappropriate language or graphics.
- speak negatively about members of the community or our volunteers.
- solicit negative comments/reaction.
- include copyright material without appropriate recognition of the source.
- are for the sole purpose of promoting a personal belief or airing a personal grievance (see below).
- promote a business (except as outlined below).

Any individuals deemed to not be acting in accordance with the above may be removed without notice.

The Stonebridge Community Association appreciates the support of businesses in the community, but, as a non-profit representing all members of our community, we have made the decision to only recognize businesses under the following circumstances:

- promotion of events that are held in partnership with the community association.
- recognition of a business that has supported an event the community association is hosting.

In these instances, the community association will work with the business to determine what will be posted.

For businesses wishing to advertise to members of our community, we encourage you to look at opportunities to advertise in our community newsletter. For more information on advertising, please contact our communications coordinator (newsletter).

If you have a grievance you think the community association should be aware of or involved in, we ask that you please contact us by private message or by email to discuss options for dealing with this concern.

If you have any questions or concerns about our social media guidelines, please email [webmaster@ourstonebridge.ca](mailto:webmaster@ourstonebridge.ca) or send us a private message on social media.

### REVISION:

The Stonebridge Community Association appreciates the support of businesses in the community, but, as a non-profit representing all members of our community, we have made the decision to only recognize businesses under the following circumstances:

- promotion of events that are held in partnership with the community association.
- recognition of a business that has supported an event the community association is hosting.
- those who have paid for listing on the Stonebridge business directory or who have active advertisements in the Stonebridge newsletter.