

LAKE HUGHES ASSOCIATION - CONSTITUTION AND BY-LAWS

CONSTITUTION/BYLAWS 06/2014

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THE LAKE HUGHES ASSOCIATION IS AN UNINCORPORATED REGISTERED ASSOCIATION.
ONE DOCUMENT SHALL SERVE AS CONSTITUTION AND BY-LAWS FOR THE ASSOCIATION.

1. NAME - ADDRESS - LOCATION

1.1 Name

The name of this association shall be "Lake Hughes Association" for English language use, and "Association Lac Hughes" for French Language use, hereafter referred to as Association.

1.2 Address

The address for the Association shall be the residence of the Treasurer at 20 Ch Horseshoe, Gore, QC J0V 1K0.

1.3 Location

Lake Hughes is located in the Municipality of Mille-Isles and the Canton of Gore. The Lake Hughes community shall be the territory west of Route 329 between the north entrance to Lake Hughes (Ch Lac Hughes) and the south entrance to Lake Hughes (Ch Kerr). It shall include all the following roads/streets: Lac Hughes, Pine Point, Birch, Horseshoe, Lac Hughes Ouest, Pointe au Vent, Lafleur, Stohner and Kerr.

2. OBJECTIVES

- The primary objective of this Association is to protect the environment of the lake and specifically the water quality of the lake.
- Secondary objectives are:
 - to deal with matters concerning the Lake Hughes Community
 - to protect the property interests of the members
 - to promote quality of life and community spirit
 - to provide information to the membership

3. MEMBERSHIP

There shall be two categories of membership: **Active and Associate**.

- **Active Membership** shall be open to owners of houses and/or property within the boundaries of Lake Hughes who have legal access to the lake, and who has paid the membership dues..

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Active members in good standing shall be eligible to vote at General Meetings and there shall be one vote per membership.

Owners of houses shall be eligible to have their name(s) on the Membership Signs.

• **Associate Membership** shall be open to physical persons, owner of a building located on the Association Territory, who does not have water access to Lake Hughes, who adheres to the Association's objectives and pays the annual dues.

The Associate Members may:

- a) receive the Association's information;
- b) participate in the annual general meeting with the right to speak but with no right to vote; and
- c) participate in the various Association activities.

4. MEMBERSHIP DUES

- All members shall pay annual dues.
- Membership dues shall be payable annually by June 30th.
- The amount of membership dues shall be determined by the Board of Directors and if the amount is changed it will be presented to the general membership for approval.

5. BOARD of DIRECTORS

• The Association shall be managed by a Board of Directors consisting of a maximum of seventeen (17) members: six (6) OFFICERS which shall together constitute the Board's EXECUTIVE COMMITTEE and eleven (11) DIRECTORS.

• The **Officers** shall be:

President, 1st Vice-President, 2nd Vice-President, Past President, Secretary & Treasurer.

• The term of office shall be two (2) years for the President, 1st Vice-President, 2nd Vice-President, Past President and the Directors. The Secretary and Treasurer can hold office for an unlimited period.

• The term of office for the President shall begin at the end of the Annual General Meeting.

• The President shall not be eligible for immediate re-election to the office of President.

• A Director who has served a two (2) year term can be nominated as 2nd Vice-President.

• The Past President may become a Director at the end of the two (2) year term.

• If a vacancy occurs, the Board of Directors shall have the power to fill the position.

The person so appointed shall hold office until the next election at the Annual General Meeting.

6. NOMINATIONS (BOARD of DIRECTORS)

• Nominations shall be made by a Nominating Committee consisting of three past Presidents. The Chairperson shall be the immediate Past President.

• The Nominating Committee shall be formed prior to the Spring Directors' Meeting and the Secretary or the President shall be informed before the Spring Directors' Meeting if there are any vacancies on the Board.

• In the selection of candidates for the Board of Directors, preference shall be given to:

• two (2) representatives from each area of the lake:

*Ch Lac Hughes *Ch Pine Point and Ch Birch *Ch Horseshoe *Ch Lac Hughes Ouest

*Ch Pointe au Vent, Ch Lafleur, Ch Stohner and Ch Kerr

• members who have been active in the Association (participated in committees, projects, etc., and/or who have assisted with activities, events, etc.)

• The Nominating Committee shall inform the Secretary of those nominated at least twenty-one (21) days prior to the Annual General Meeting. The Secretary shall incorporate this report in the Notice of Meeting.

• Further nominations signed by at least five members may be received by the Secretary at least three days before the Annual General Meeting.

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7. ELECTIONS (BOARD of DIRECTORS)

- The Board of Directors shall be elected by the membership at the Annual General Meeting in accordance with their term of office.
- The election of the Board of Directors shall be by a majority vote.

8. DUTIES and RESPONSIBILITIES (BOARD of DIRECTORS)

8.1 The PRESIDENT shall:

- be the official representative of the Association
- have the authority to sign for the Association
- prepare the Agenda, organize and preside at all Association meetings
- provide leadership for the Board and ensure that the Association is operating in conformity with the standards set forth in the Constitution/By-laws
- provide regular communication with the membership
- appoint Committees to assist in meeting the goals of the Association
- ensure that the various Committees are chaired by a Board member
- act as Chairperson of the "Newsletter Committee"
- be an ex-officio member of all Association Committees

8.2 The 1st VICE-PRESIDENT shall:

- assume all duties of the President when the latter is absent
- carry out other duties as agreed with the President
- Chair and participate in Committees

8.3 The 2nd VICE-PRESIDENT shall:

- assume all duties of the 1st Vice-President when the latter is absent
- Chair and participate in Committees

8.4 The PAST PRESIDENT shall:

- act as Chairperson of the "Nominating Committee" and participate in other Committees
- advise the President when requested

8.5 The SECRETARY shall:

- record, distribute and present the Minutes of the Meetings
- notify the Board members and the membership of meetings
- maintain the Association Records (minutes, financial reports, budgets, Newsletters, correspondence, important documents, etc.)
- at the request of the President, carry out correspondence for the Association not specifically tied to other Committee members' responsibilities

8.6 The TREASURER shall:

- be responsible for the collection and disbursement of all funds
- manage funds in a responsible manner
- maintain accurate financial records
- prepare and present a financial report and budget
- complete the registration document for Revenue Quebec and send the payment after the AGM and before November 15th **Numero d'entreprise du Quebec (NEQ): 3364752785**

8.7 The DIRECTORS shall:

- regularly attend Directors' Meetings and General Meetings

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- represent the members at meetings
- act as Chairperson and participate in Association Committees
- support Association activities, events, etc.

9. COMMITTEES (BOARD of DIRECTORS)

9.1

- Committees shall be appointed by the President to assist in meeting the goals of the Association.
- A Board Member shall be assigned to Chair or Co-Chair each of the Committees.
- The Committee Chairperson shall be responsible for:
 - recruiting volunteers for the Committee
 - producing and maintaining procedures for the Committee
 - Committee correspondence
 - reporting to the President and the Board of Directors

9.2 The following shall be the Association's Committees:

(NOT ALL COMMITTEES ARE REQUIRED TO BE ACTIVE EVERY YEAR AND OTHERS CAN BE ADDED)

- (1) CONSTITUTION / BY-LAW COMMITTEE
- (2) NOMINATING COMMITTEE (Chairperson: Immediate Past President)
- (3) MEMBERSHIP COMMITTEE
- (4) SIGN COMMITTEE
- (5) NEWSLETTER COMMITTEE (Chairperson: President)
- (6) TRANSLATION COMMITTEE
- (7) MUNICIPAL LIASON COMMITTEE
- (8) COMMUNICATION COMMITTEE
- (9) FUND RAISING COMMITTEE
- (10) ENVIRONMENT COMMITTEE
- (11) 'FISH STOCKING' COMMITTEE
- (12) SOCIAL COMMITTEE (ACTIVITIES & EVENTS)
- (13) WELCOME COMMITTEE

10. DIRECTORS' MEETINGS

10.1 Meetings

- The Board of Directors shall hold two meetings per year. Under ordinary circumstances the **SPRING MEETING** will be held the *last Sunday in May* and the **FALL MEETING** the *last Sunday in September*.
- Other Board meetings may be called by the President or by a written request addressed to the Secretary of at least five (5) members of the Board.
- The President shall determine the time and place of the meeting.

10.2 Notice of Meetings

- The Secretary shall notify each member of the Board ten (10) days before the date of the meeting unless it shall be deemed an "emergency meeting".
- This notice shall be by e-mail or telephone.
- The notice shall include the date, time and place of the meeting.
- The meeting agenda as well as the minutes of the previous meeting(s) shall also be e-mailed if an e-mail address has been provided.

10.3 Quorum

- A quorum shall consist of five (5) members of the Board including a minimum of two (2) from

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the executive.

- If less than a quorum is in attendance, the meeting may be postponed after a lapse of fifteen minutes from the appointed time of the meeting.
- The quorum must exist during the entire meeting.

10.4 Voting

- Voting shall be by 'majority vote' of the Board members present and in the case of a tie the President will cast the deciding vote.
- Amendment(s) to the Constitution/By-laws shall require a two-thirds (2/3) majority vote.

10.5 Resolution

- A resolution signed by two-thirds (2/3) of the Board members shall be valid and effective as if it had been passed at a meeting of the Board of Directors.

11. GENERAL MEETINGS

11.1 Annual General Meeting (AGM)

- The **ANNUAL GENERAL MEETING** of the membership of the Association shall be held under ordinary circumstances on the ***last Sunday in June***.

11.2 Special General Meeting

- Special General Meetings may be called by the President, by a resolution of the Board of Directors or by a written request addressed to the Secretary or the President of at least ten (10) 'Active' members of the Association. Upon receipt of a request, a meeting shall be convoked as soon as possible.
- The purpose of the meeting shall be specified and no other business shall be transacted at this meeting.

11.3 Notice of Meetings

- The membership shall be notified ten (10) days before the date of the meeting in the following ways: (unless the meeting is deemed an emergency)
- Notices shall be posted on the three signs at the entrances to Lake Hughes.
- The notice of the AGM shall also appear in the Association 'Newsletter' which is distributed to all members (door to door or in special circumstances mailed).
- Any motion which constitutes a major policy change shall be announced on the agenda.
- Minutes of the previous meeting will be available for review at the Annual General Meeting.

11.4 Quorum

- A quorum shall consist of twenty (20) 'Active' members.
- If less than a quorum is in attendance, the meeting may be postponed after a lapse of fifteen minutes from the appointed time of the meeting.

11.5 Voting

- All 'Active' members shall be eligible to vote.
- Voting shall be by a show of hands unless the President calls for a vote by ballot.
- Voting shall be by 'majority vote' of the members present and in the case of a tie the President will cast the deciding vote.
- Amendment(s) to the Constitution/By-laws shall require a two-thirds (2/3) majority vote.

12. FINANCES

12.1 All income and expenditures shall be the responsibility of the Treasurer who will be accountable to ensure funds are utilized effectively and that the Association stays within budget. All funds shall

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be deposited with and expended through bank account(s) in the name of the Association and approved by the Board of Directors.

12.2 Expenses over 100\$

The Treasurer shall require approval from the Board of Directors for all expenses over 100\$ that have not been authorized in the Budget.

12.3 Signature

The Treasurer and one other officer shall have the authority to sign cheques and other financial documents for the Association.

12.4 Fiscal Year

The fiscal year of the Association shall be June 1st to May 31st.

12.5 Financial Report / Budget

The Treasurer shall submit a Financial Report and Budget for review at the Spring Directors' Meeting. It shall then be presented for approval at the Annual General Meeting.

13. MISCELLANEOUS ASSOCIATION BY-LAWS

13.1 BOAT ACCESS

Lake Hughes is a private lake with no public access. Only Lake Hughes property owners with legal access to the lake are permitted to place a boat on Lake Hughes.

14. AMENDMENTS TO CONSTITUTION / BY-LAWS

14.1 Amendments to the Constitution/By-laws shall be proposed by the Board of Directors or by a written request addressed to the Secretary of not less than ten (10) 'Active' members.

14.2 Amendments shall require a two-thirds (2/3) majority vote by the Board of Directors and the membership at a General Meeting.

14.3 The amendment and the date it passed shall be included in the Constitution/By-laws.

15. RATIFICATION of the CONSTITUTION / BY-LAWS

15.1 Adoption by the Board of Directors.

15.2 Adoption by the membership at the Annual General Meeting.