

Newcastle Community Association Statement of Purpose · March 2 2021

1. The name of the organization is the NEWCASTLE COMMUNITY ASSOCIATION (NCA)
2. The purposes of the NCA are to promote, facilitate, support or undertake any activity that will enhance the quality of life in the Newcastle community including, but not limited to, the following:
 - To promote community awareness and pride, and encourage the participation of Newcastle residents in community projects, events and the Community Association.
 - To identify community needs and to consult with the appropriate municipal or other bodies to promote the development of services, programs, projects and events to meet the identified community needs.
 - To raise awareness of and provide information on issues that affect the community and its future, and to provide a forum for community members to raise issues of potential concern to the community.
 - To advocate for and facilitate participation by Newcastle residents with developers, government agencies and other bodies concerning neighbourhood plans, land use proposals, developments and public projects within Newcastle.
 - To plan, administer, operate and maintain the necessary organizational structures, facilities, and staff to achieve the purposes and functions of the association.
3. The operations of the NCA are to be chiefly carried on in the City of Nanaimo, in the Province of British Columbia.
4. No part of the income of the NCA will be payable to or otherwise available for the personal benefit of any member.
5. The NCA will not declare any dividend or distribute any of its property among the members during the existence of the organization or upon its winding up or dissolution.
6. On winding up or dissolution any surplus funds of the NCA will be used for such charitable or educational purposes or used for making grants or donations for such charitable or educational purposes as the members may determine by ordinary resolution.

Newcastle Community Association Bylaws · March 2 2021

Section 1: Membership of NCA

1. Membership in the NCA is open to any resident of Newcastle who acknowledges and accepts the purposes of the NCA and pays a membership fee.
2. Non-residents who own property, own or operate a business in Newcastle, strata councils, co-op councils and non-profits operating in Newcastle interested in and acknowledging the purposes of the NCA, may become members upon the payment of membership fee.
3. Membership dues and fees are to be determined at the annual general meeting of the NCA.

Section 2: Directors of NCA & their Roles

1. The NCA will have no fewer than 3 and no more than 11 directors who are elected at each annual meeting by the membership.
2. Directors must be elected or appointed to the following Board positions, and a director, other than the president, may hold more than one position:
 - a) President who is the chair of the Board and responsible for supervising the other directors in the execution of their duties.
 - b) Vice-president who is the vice-chair of the Board and responsible for carrying out the duties of the president if the president is unable to act.
 - c) Secretary who is responsible for doing, or making the necessary arrangements for, the following:
 - i. issuing notices of general meetings and directors' meetings;
 - ii. taking minutes of general meetings and directors' meetings; and
 - iii. keeping the records of the NCA.
 - d) Treasurer who is responsible for doing, or making the necessary arrangements for, the following:
 - I. receiving and banking monies collected from the members or other sources;
 - II. keeping accounting records in respect of the NCA's financial transactions; and
 - III. preparing the NCA's financial statements.
3. Directors who are elected or appointed to positions on the Board in addition to the positions described above are elected or appointed as directors at large.
4. Directors at large may be asked to perform specific tasks such as reviewing development applications and subcommittees of the Board can be formed to assist in this regard.
5. The Board may, at any time, appoint a member as a director to fill a vacancy that arises on the Board as a result of the resignation, death or incapacity of a director during the director's term of office.
6. A director of the NCA must, when exercising the powers and performing the functions of a director of the NCA,
 - a) act honestly and in good faith with a view to the best interests of the NCA,
 - b) exercise the care, diligence and skill that a reasonably prudent individual would exercise in comparable circumstances

Section 3: Annual General Meeting

1. An annual general meeting of the NCA must be held no later three months after December 31 which is the end of NCA's financial year.
2. Notice of the annual general meeting to members will be deemed sufficient if it is sent to the last known email address of members at least 7 days before the date fixed for the meeting.
3. The quorum for the transaction of business at the annual general meeting is 3 voting members or 10% of the voting members, whichever is greater.
4. The order of business at the annual general meeting is as follows:
 - a) elect an individual to chair the meeting, if necessary;
 - b) determine that there is a quorum;
 - c) approve the agenda;

- d) approve the minutes from the last general meeting;
 - e) deal with unfinished business from the last general meeting;
 - f) receive the directors' report on the financial statements of the NCA for the previous financial year,
 - g) receive any other reports of directors' activities and decisions since the previous annual general meeting,
 - h) elect or appoint directors,
 - i) deal with new business, including any matters about which notice has been given to the members in the notice of meeting, and
 - j) terminate the meeting.
5. At an annual general meeting, voting must be by a show of hands, an oral vote or another method that adequately discloses the intention of the voting members. In the case of a tie vote, the proposed resolution does not pass.

Section 4: Signing Authority

1. A contract or other record to be signed by the NCA must be signed on behalf of the NCA
 - (a) by the president, together with one other director,
 - (b) if the president is unable to provide a signature, by the vice-president together with one other director,
 - (c) if the president and vice-president are both unable to provide signatures, by any 2 other directors, or
 - (d) in any case, by one or more individuals authorized by the Board to sign the record on behalf of the NCA.