## Association

 of
# Dundas Churches 

## Constitution

 \&> By-laws

Revised May 26, 2016

## CONSTITUTION AND BY-LAWS OF THE ASSOCIATION OF DUNDAS CHURCHES

## MISSION STATEMENT

Whereas the communities of faith in the Christian tradition in the town of Dundas recognize and respect one another's particular expression of that faith, the mission of the Association of Dundas Churches shall be to facilitate collaboration between the Christian churches of Dundas and to serve the needs of our community from and through the teachings of the Christian tradition.

ARTICLE 1 - NAME

1. The name of this organization shall be the Association of Dundas Churches.
2. The principal address of the Association shall be the current Secretary's address.
3. 

a) To fulfill the mission statement.
b) To promote regular communication among the churches and their members.
c) To expose to the Christian community and beyond the social and spiritual needs of the Dundas community at large.
d) To encourage inter-church activity and fellowship as a witness to the community.
e) To encourage individual and congregational participation in social action and social justice.
f) To provide liaison between community bodies wishing communication with and assistance from the congregations of the Association of Dundas Churches.
g) To provide programmes of mutual interest to the Christian community at large.
h) To maintain interest in ecumenical concerns by bringing the news and views of the churches in Dundas to the attention of the entire membership of congregations.
02. In the furtherance of the foregoing objectives, but not in limitation thereof, and not all-inclusive or mandatory, the Association shall have power
a) To cooperate with other organizations.
b) To collect and disseminate information on matters of ecumenical concern.
c) To initiate and/or cooperate in social action and social justice projects.

## ARTICLE 3 - MEMBERSHIP

1. Any church in the Christian tradition and located within the boundaries of the former town of Dundas (1999) is eligible to become a member of this Association.
2. A church in the Christian tradition located outside the boundaries of the former town of Dundas (1999) may make written application to join the Association of Dundas Churches. They will be considered based on their adherence to the constitution and their support of the activities within the association. Such application shall be reviewed by the executive committee on a case by case basis and a recommendation presented to the
members of the association for decision.
3. Each member church shall forward to the Secretary the names and contact information of the current representatives in the Association.
4. Church Representatives:
a) Each member church shall appoint one or two lay persons and at least one clergy or comparable officer who shall represent, vote, and act for the member church in all the affairs of the Association. Churches should do their best to ensure both continuity and change in their representation.
b) The term of office for a lay representative shall be three years beginning at the time of appointment. A lay representative may be reappointed for a second three year term or until a successor is appointed..
c) A lay representative shall report back to the relevant committee of the member church.

## ARTICLE 4 - MEMBERSHIP FEES AND ASSESSMENTS

1. An annual membership fee shall be set at the September meeting of the Association for the next calendar year. The annual membership fee shall be paid prior to April 30 of the invoice year.

## ARTICLE 5 - EXECUTIVE COMMITTEE

1. The elected members of the Executive Committee shall be Chairperson, Immediate Past Chairperson, Vice-Chairperson, Treasurer, and Secretary. This committee shall exercise the powers of the Association between meetings of the Association, reporting their actions at the succeeding meeting of the Association. This committee may meet at the discretion of the Chairperson or upon the request of two officers. Three officers shall constitute a quorum for the transaction of business.
2. Each member of the Executive Committee shall take office immediately upon election and shall serve for two years or until a successor is elected. An officer may be elected for no more than two consecutive (two year) terms in the same office.
3. The Executive Committee shall fill vacancies in any office for the balance of the term (to the next AGM) in the event this becomes necessary.

## ARTICLE 6 - OFFICERS OF THE ASSOCIATION

The Officers of the Association shall be Chairperson, Immediate Past Chairperson, ViceChairperson, Secretary, and Treasurer.

## ARTICLE 7 - TASK GROUPS and COMMITTEES

Task Groups or Committees may be appointed by the Association or by the Executive Committee. Membership in Task Groups or Committees may be drawn from beyond the membership of the Association.

## ARTICLE 8 - MEETINGS

1. There shall be an Annual General Meeting (called AGM) during the month of May, unless otherwise ordered by the Executive Committee, for receiving annual reports, the election of officers, and the transaction of other business. Notice of such meeting shall be emailed with the minutes of the last meeting no later than seven days before the date of the AGM.
2. The AGM shall be announced to the community and be open to the public, but only the representatives of the member churches shall vote in the business of the AGM.
3. Regular meetings
a) The Association shall normally meet every month except December, July and August.
b) Regular meetings of the Association shall be open to the public.
4. Special Meetings
a) Special meetings of the Association may be called as the need arises at the discretion of the Chairperson or the Executive Committee.
b) Notice of any special meeting shall be sent to the representatives and each member church by the Secretary seven days in advance of the meeting with a statement of the
time, place, and purpose of the meeting.
c) A special meeting shall be declared open to the public on the decision of the Executive Committee or regular meeting of the Association.

## 05. Quorum

A quorum shall consist of representation from $50 \%$ of the member churches except for amendments to the Constitution which shall have representation from two-thirds of the member churches.

## ARTICLE 9 - AMENDMENT

1. The Constitution and By-Laws of the Association may be amended, repealed, or altered, in whole, or in part, by a two-thirds majority vote of the voting representatives in attendance provided that a copy of any amendment proposed for consideration shall be sent to each member church and its representatives twenty-one (21) clear days prior to the date of that meeting.
2. An amendment to the Constitution and By-Laws may be proposed by the Executive Committee or by any representative member of the Association.

## ARTICLE 10 - NOMINATIONS

1. The Executive Committee shall appoint three representatives other than its own members from three member churches to nominate candidates for the offices of the Association; this nominating committee shall notify the Secretary at least twenty-one (21) clear days before the date of the AGM of the names of the candidates it proposes and the Secretary email those names to each member church and its representatives at least fourteen (14) days before the AGM.
2. Nominations of officers may also be made from the floor by a representative at the AGM, as long as they are seconded by another representative.

ARTICLE 11 - ELECTIONS

1. Unless a secret ballot is requested, the election of officers shall be held at the

AGM by a show of hands.

## ARTICLE 12 - VOTING

1. All matters shall be decided by a majority and by a show of hands. A secret ballot may be requested by a voting representative, which request shall be decided by a show of hands.

02 . Voting by proxy is not permitted.
03. Ties may be broken by the Chairperson's casting of a deciding vote.

## ARTICLE 13 - DUTIES OF OFFICERS

1. CHAIRPERSON
a) Shall be responsible for the operation and management of the Association in accordance with the Constitution and By-Laws.
b) Shall be the chief officer of the Association and shall preside at meetings of the Association and its Executive Committee.
c) Shall summon, or cause to be summoned all annual, regular, special, and Executive Committee meetings except as provided for by the Constitution and By-Laws.
d) Shall make no motion.
e) Shall only cast a deciding vote on any issue in case of a tie.
f) May speak on any subject.
g) May be a signing officer of the Association.
h) Shall be the official spokesperson for the Association.
i) Shall ensure that an annual report is prepared for presentation at the AGM.
2. IMMEDIATE PAST CHAIRPERSON
a) Shall advise and assist the Chairperson.
b) Shall be invited to remain on the Executive Committee for one year after his/her term as Chairperson, but this will not be mandatory.

## 03. VICE-CHAIRPERSON

a) Shall assist the Chairperson and carry out any duties assigned by the Chairperson.
b) Shall in the absence or the inability to act of the Chairperson, perform all the duties pertaining to the office of Chairperson as required.

## 04. SECRETARY

a) Shall give notice, attend, and keep records of all meetings of the Association and of its Executive Committee, and shall have available at any such meetings such material as may reasonably relate to the agenda of business to be transacted.
b) Shall prepare and read or circulate minutes of the meetings, have charge of all minute books, and keep a record of all member churches and their representatives together with their last known contact information.
c) Shall give a copy of the Constitution and By-Laws and a copy of the previous AGM reports to all incoming representatives. May be a signing officer.
d) Shall receive and conduct correspondence and perform such duties, relevant to the office, as may be required by the Executive Committee.
e) Shall keep a list of member churches and their representative with up to date contact information.
f) In cooperation with the Chairperson, shall compile an annual report of the transactions and condition of the Association.
g) Shall conduct and keep files of all correspondence.
h) Shall file relevant material with the Dundas Museum and Archives for inclusion in the Association archives.

## 05. TREASURER

a) Shall invoice each Association member church in January and collect annual dues from individual members before April 30 of the invoice year.
b) Shall have charge of all books pertaining to the financial business of the Association.
c) Shall deposit the Association funds in a reputable financial intermediary, as required by the Executive Committee.
d) Shall be a signing officer.
e) Shall keep records of all monies received and disbursed.
f) May give or authorize the giving of receipts and keep duplicates.
g) Shall prepare financial reports to be presented at the AGM and at regular meetings of the Association.
h) Shall prepare in consultation with the Executive Committee and any other committee, the annual budget for approval at the Annual General Meeting of the Association in May.
i) Shall perform such other duties relevant to the office as the Executive Committee may require.
j) At the expiration of his/her term of office, shall deliver to the incoming Treasurer or Chairperson all books, monies, and other property.

## ARTICLE 14 - REPRESENTATION ON TASK GROUPS/COMMITTEES/ EXECUTIVE COMMITTEE

The membership of all task groups of the Association and the Executive Committee, shall, as far as possible, be representative of all the member churches of the Association.

## ARTICLE 15 - MEETING PLACE

The place for the AGM and regular meetings of the Association shall rotate from meeting to meeting among all the member churches of the Association.

## ARTICLE 16 - CONDUCT OF MEETINGS

All meetings shall be conducted in accordance with recognized parliamentary procedures and where any point of procedure arises which is not governed by the Constitution and By-Laws of the Association, the meeting shall be governed by the procedure as laid down in Robert's Rules of Order.

## ARTICLE 17 - FISCAL YEAR AND AUDIT

1. The fiscal year shall end on the 30th day of April each year.
2. The annual audit of the Association's financial transactions shall be conducted by the Treasurer or equivalent officer of a member church, or such other person designated by that church and appointed by the Association in rotation year by year among its member churches.

## ARTICLE 18 - SIGNING OFFICERS

For the disbursement of funds by cheque and the transfer of funds among the bank deposits of the Association, there shall be three signing officers, with each document signed by two of these three officers.

## ARTICLE 19 - GENERAL

1. The Association, by resolution, at a regular meeting, may pass By-Laws consistent with the provisions of the constitution for the purpose of regulating the affairs, aims, and objectives of the Association. Such By-Laws shall be effective only until the next AGM unless approved and ratified by voting representatives at such AGM.
2. Executive officers, representatives, task group or committee chairs, task group or committee members, and such other individuals as may be decided by the Association or the Executive Committee may be reimbursed for expenses, real or estimated, incurred in attending to the business of the Association. Such expenses shall be disclosed in the annual financial statements.
3. Task groups may include persons drawn from outside the Association to serve for a designated time as consultants. Task groups shall be dissolved upon completion of their tasks.

Enacted and passed as the Constitution and By-Laws of the Association of Dundas Churches
this thirtieth day of May in the year 2013.

Chairperson $\qquad$

Secretary $\qquad$
(Amended: Article 13.05.h - May 28, 2015)

