



**RIVERVIEW COMMUNITY CENTRE INC.  
CONSTITUTION AND BYLAWS**

## **CONSTITUTION OF RIVERVIEW COMMUNITY CENTRE**

### **ARTICLE 1 – NAME:**

**1.1** The organization shall be known as “Riverview Community Centre Inc.”, hereinafter referred to as the “Centre”.

### **ARTICLE 2 – PURPOSE:**

**2.1** The purpose of the Centre is to provide a broad range of recreational and leisure activities for all residents in the Riverview community area as defined in Article 4., through the management and operation of the facilities, grounds, and associated programming.

### **ARTICLE 3 – OBJECTIVES:**

The objectives of the Centre shall be:

**3.1** To plan and initiate or conduct a variety of recreational and leisure activities suited to the needs and requirements of the residents of the designated area.

**3.2** To communicate with the residents of the designated area so as to determine their needs for recreational and leisure activities, and to ensure that they are aware of the activities and programs being offered by the Centre.

**3.3** To administer and operate the Centre in accordance with the Operating Responsibilities as approved by the General Council of Winnipeg Community Centres (hereinafter referred to as GCWCC) and the City of Winnipeg Community Services Department.

**3.4** To prepare budget, financial, activity and other reports as required for presentation to the City of Winnipeg Community Services Department.

**3.5** To promote activities through which funds may be raised to support the activities of the centre subject to the Centre’s fundraising policy.

**3.6** To plan for the continued operation of the Centre and its programs through the recruitment and training of volunteers and staff.

**3.7** To provide delegates to and support the programs and policies of the City Centre Community Centres Board (hereinafter referred to as CCCC) and the GCWCC.

### **ARTICLE 4 – BOUNDARIES**

**4.1** The Centre shall serve the residents within the boundaries of the Riverview Community as defined by the City of Winnipeg which are: all lands bordered by Churchill Drive to the east and south, Osborne Street to the west, and the CN train tracks and Jubilee Street to the north.

### **ARTICLE 5 - AMENDMENTS**

**5.1** Amendments to the Constitution may be made at the Annual General Meeting. All amendments must be received in writing by the membership no later than 21 days prior to the meeting.

**5.2** Amendments to the Constitution shall require a minimum of two-thirds majority of the members in attendance at the Annual General Meeting.

## **BYLAWS OF RIVERVIEW COMMUNITY CENTRE**

### **BYLAW 1 – MEMBERSHIP**

**1.1** The membership of the Centre shall normally consist of those persons residing within the boundaries as specified under Article 4.

**1.2** Those persons not residing within the Centre’s designated boundaries must apply and be approved for associate membership by the board. Election or appointment to a board position is considered automatic approval for associate membership subject to the term of the position.

**1.3** All residents of the City may use the facilities and take part in the programs provided by and subject to the rules and policies set forth by the Centre, however the Centre shall be concerned foremost with providing for the needs of those residents residing within their designated boundaries.

### **BYLAW 2- BOARD OF DIRECTORS**

**2.1 The Board of Directors** - The Board of Directors of the Riverview Community Centre Inc. shall consist of not less than seven elected members including the Executive Committee , who shall manage the business and affairs of the Centre and who shall be members as set out in BYLAW 1 Membership.

**2.2 Executive Committee (5)** - Board of Directors consisting of The Executive Committee shall consist of a least four of five Officers; being the President, Past President, Vice-President, Secretary and Treasure:

- President
- Vice President
- Past President
- Treasurer
- Secretary

### **2.3 Elected Board Members (9):**

- **Facilities and Grounds Director 1** - lead facilities and ground maintenance efforts as outlined by the board.
- **Facilities and Grounds Director 2** -lead facilities and ground maintenance efforts as outlined by the board.
- **Renovations and Grants Director** - assist the executive committee and staff with acquiring and apply for grants and be a consultant in all renovation projects undertaken by the centre.
- **Sports, Recreational and Leisure Director** - act as a liaison between conveners/organizers , bringing forward concerns and updates to the board and assisting conveners/organizers with purchasing requests.
- **Events Director** - act as a liaison for event leads by bringing forward concerns and reports to the board and assisting leads with event planning.
- **Neighbourhood Group Liaison Director** - connect with neighbourhood volunteer groups who are working to enhance the Riverview Community and provide the board with updates and help to coordinate joint RVCC projects/events.

- **Member at Large** - Duties assigned by the Board
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**2.4 Associate Board Members** - Associate members are appointed by the board. Associate members perform valuable functions for RVCC but are not always interested in being on the Board. Consequently, Associate members have the option of being voting or non-voting members. A non-voting member is not required to attend all meetings but is welcome to come and participate, but not vote. Or an Associate member can opt to be a voting member but must not miss 3 consecutive meetings.

**2.4.1** -The Board can add and delete Associate Member Positions as required to address the needs of the centre by simple majority vote.

**2.4.2** The following are Typical Associate Board Member Positions:

- Sport Conveners (Soccer, Mini Soccer, Baseball, Softball, Hockey, Basketball, Etc..)
- Event Committee Lead/s (Tourments, Spring Carnival, WinterFest, Frostbite Run, Fall Supper, Trivia Night, etc...)
- Representative from the Riverview Ashland DayCare

**2.4.3** Co-positions may be approved based upon need and subject to a majority vote at any Executive Committee or Board Meeting.

**2.4.4** Sport Convener and Event Committee Leads Responsibilities:

- Chair all committee meetings
- Prepare budgets
- Attend meetings on behalf of RVCC
- Run registration reports and attend team swaps (Sports)
- Facilitate purchasing
- Submit volunteer reports
- Liaison with Events Director or Sports, Recreational and Leisure Director

**2.5** The Executive Committee may appoint not voting advisors to the Board, as it deems necessary and appropriate. The Board shall ratify such appointments by a simple majority vote

### **BYLAW 3– FISCAL YEAR:**

**3.1** The fiscal year end of the Centre shall be from January 1st to December 31st.

### **BYLAW 4 – GOVERNANCE:**

**4.1** In the event of a vacancy, the board may appoint a qualified member to fill the vacancy(ies) for the remaining term of office. Such appointment(s) must have two-thirds majority approval of the assembled Board of Directors and may be performed at any meeting of the Board.

**4.2** All members of Riverview Community of the age of majority may attend, vote or stand for election at the Annual General Meeting of the Centre.

**4.3** The office of a Director shall be vacated upon the occurrence of any one of the following events:

- vacant by death;

- b) resignation in writing to the Board;
- c) removal by resolution of at least two-thirds of the other directors of the Centre including two Executive Committee members.

**4.4** Any Director may be removed from their elected or appointed position by a two thirds majority vote of the entire remaining Board of Directors including two Executive Committee Members upon the occurrence of any one of the following events:

- a) failure by the director to attend any three consecutive regular monthly meetings of the Board without an approved reason from the board;
- b) failure by the director to disclose a conflict of interest;
- c) where the remaining directors are of the opinion that the director has not acted in the best interest of the centre.

**4.4.1** A motion to remove a director must be presented in writing to the Secretary no later than fourteen (14) days prior to the meeting of the Board which shall then be placed on the next agenda for consideration.

**4.4.2** The meeting considering the motion to remove must have a quorum without counting the director who brought the motion, or the director who is the subject of the motion, neither of whom may vote on the motion.

**4.4.3** The motion to remove and the reasons for the motion must be mailed to the Director being removed no later than seven (7) days prior to the meeting dealing with the dismissal.

**4.4.4** The director being removed shall be given the opportunity to present evidence at the meeting considering the motion.

**4.5** The Board of Directors is to serve without remuneration. No director may directly or indirectly receive any profit from their position as director. A director may be reimbursed for reasonable expenses incurred by them in the performance of their duties and may be paid reasonably for any duties they perform under contract to the Centre.

**4.6** On any occasion in which a director, or a spouse or dependent of a director, has a personal material or other substantial interest in any contract or transaction to which the Centre is a party, it is hereby deemed that this has a conflict of interest and shall disclose such interest at the time. The director shall refrain from speaking to or voting on the resolution approving the transaction.

#### **BYLAW 5 – EXECUTIVE COMMITTEE ROLES AND RESPONSIBILITIES:**

**5.1** The Executive Committee shall have the power to do all things necessary for the successful operation of the Centre, thus be empowered to:

**5.1.1** Make operational decisions in between Board meetings to be ratified at the next Board meeting, with the exception of major changes or large purchases (over \$10,000) which must go to the full Board for approval. Policy decisions must also be approved by the Board as a whole.

**5.1.2** Decisions by the Executive Committee must be beneficial to the well-being of Riverview Community, advance the objectives of the Centre and not contrary to the general policy of the City.

**5.1.3** To commence any new form of activity or sport considered desirable by the Membership or in like manner discontinue any form of activity or sport being conducted under the auspices of the Centre.

**5.1.4** Expel or suspend from the Centre any person guilty of misconduct or any infraction of the rules and regulations of the Centre.

**5.1.5** To ensure that the Centre is operated on a non-political and non-sectarian basis.

**5.1.6** Notwithstanding any other provisions of the Constitution, appoint committees, either standing or temporary, prescribe their duties, powers and duration thereof. The Executive Committee may also appoint the Committee Chairperson. All Committees shall be responsible and accountable to the Board of Directors and must present progress reports at general meetings of the board.

**5.1.7** To appoint advisors to the Board as it deems necessary and appropriate. The Board of Directors shall ratify such appointments.

**5.1.8** Subject to ratification by the board, the Executive Committee shall make such rules and regulations regarding the use of the Centre facilities, as they may deem necessary.

**5.1.9** Ratify all board appointments including appointed board members.

**5.1.10** Create hiring committees for a General Manager and/or other staff positions when needed.

**5.1.11** Be the holder of all contracts and job descriptions of permanent staff positions.

## **5.2 DUTIES OF THE PRESIDENT**

**5.2.1** be the official spokesperson for the Riverview Community Centre in a manner that is consistent with positions or statements approved by the Board of Directors unless the Executive Committee delegates such authority to another member of the Executive Committee;

**5.2.2** preside over all meetings of Executive Committee and Board of Directors;

**5.2.3** act as a voting director on the City Centre Community Centres Board CCCC board or appoint a designate;

**5.2.4** submit a report to all meetings of Board of Directors about activities undertaken during the preceding meeting

**5.2.5** carry out other duties assigned by the Executive Committee;

**5.2.6** act as the liaison between the Board of Directors and General Manager/Staff;

**5.2.7** establish and chair the hiring committee for a General Manager and/or other staff as directed by the Executive Committee;

**5.2.8** be a signing authority on behalf of the Riverview Community Centre;

**5.2.9** authorize or provide a designate to authorize payroll for the General Manager.

### **5.3 DUTIES OF THE VICE-PRESIDENT**

**5.3.1** act in the absence or incapacity of the President or if the President is unable or unwilling to so, and in these circumstances, the Vice President shall have the full powers to do so;

**5.3.2** assist the President with their duties as directed;

**5.3.3** carry out other duties assigned by the Executive Committee and/or Board ;

**5.3.4** have the power to represent the RVCC at meetings in the absence of the President;

**5.4.5** be a signing authority on behalf of the Riverview Community Centre.

### **5.4 DUTIES OF SECRETARY**

**5.4.1** record and keep all minutes and proceedings of Board Meetings, Executive Committee Meetings and Annual General Meeting;

**5.4.2** cause to serve notices of required Board Meetings, Executive Committee Meetings and Annual General Meeting;

**5.4.3** carry out other duties assigned by the Executive Committee and/or Board.

### **5.5 DUTIES OF TREASURER**

**5.5.1** provides financial reports to the Board on at least a Quarterly basis and to the Annual General Meeting;

**5.5.2** act as a signing authority on all accounts;

**5.5.3** prepare the budget for presentation to Executive Committee and Board of Directors with assistance of the Treasure;

**5.5.4** carry out other duties assigned by the Executive Committee and/or Board.

### **5.6 DUTIES OF PAST-PRESIDENT**

**5.6.1** the Past President provides information as to history and precedent in the organization, as well as in future planning;

**5.6.2** In the absence of the President and the Vice-President, the Past President serves as President;

5.6.3 carry out other duties assigned by the Executive Committee.

**BYLAW 6 – ELECTIONS:**

6.1 Election of the Board of Directors shall be held at the Annual General Meeting of the Centre. Except for the Immediate Past President, the Officers shall be elected annually at the Annual General Meeting.

6.2 Two months before the Annual General Meeting, the President will appoint a nominating committee which shall consist of no more than three members two of which shall be members of the Board. The Chairman of the nominating committee will ensure that a slate of officers will be prepared and presented at the Annual General Meeting. Nominees must express their willingness to stand either by being present at the elections or by written consent.

6.3 The Chair of the Annual General Meeting will accept additional nominations from the floor.

6.4 The Chair of the Annual General Meeting shall appoint at least two scrutinizers who will; distribute the ballots, make an official count, announce the results at the meeting through the Chair and destroy all ballots.

6.5 The elected Board of Directors shall take office upon election unless otherwise provided for in the by-laws.

**BYLAW 7 – TERMS OF OFFICE:**

7.1 Each director shall be elected for a one-year term. At each Annual General Meeting all directors on the incumbent board shall retire, but shall be eligible for re-election.

**BYLAW 8 – MEETINGS:**

8.1 The Board will meet at least five times a year. (January, March, June, September, and November) Additional meetings can be called at the discretion of the Executive Committee. Notice of meetings including minutes of the previous meeting and a preliminary agenda shall be sent to each Board member at least seven days prior to the meeting, posted at the Centre, or published in the Riverview Reflector.

8.2 The Executive Committee will meet monthly, except July, August, and December meetings will be held at the discretion of the President. Minutes of the Executive Committee Meeting will be presented at the first Board of Directors meeting following the Executive Meeting. Notice of the meeting will be mailed to the Executive Officers at least seven days prior to the meeting.

8.3 Any Board member can attend an Executive meeting if they wish.

8.4 Special General Meetings may be convened by the President, or by a minimum of one-third of the Board of Directors or by fifteen members in good standing of the Centre. Written requests must be acted upon within forty-five days of receipt of the request. Such requests shall state clearly the nature of the business proposed to be transacted. A special meeting shall consider only those matters that are identified in the notice of meeting. Notice of the meeting including the agenda shall be given to the membership at least 14 days prior to the meeting. Such notice may be given by way of advertisement in the community newspaper or a community centre newsletter and shall be prominently displayed on the Centre's bulletin board.

8.5 An Annual General Meeting will be held before April 30th in each Calendar year. The Annual General Meeting shall be convened for the purpose of reporting the year's activities and the election of officers.



Notice of meeting by way of advertisement in the community centre newsletter shall be given to the membership at least 30 days prior to the meeting.

**8.6** Committee Meetings will be held as required and will be held at the discretion of the Committee Chair. The Chair will provide a report to the Board of Directors at the next regularly scheduled meeting.

**8.7** All regular meetings of the Board shall be open to the public. Any member wishing to appear on the agenda must give notice to the President at least seven (7) days prior to the meeting. The Executive Committee will have the right to deny any such request with written notification stating the reasons for the denial.

#### **BYLAW 9 – QUORUMS**

**9.1** The quorum for transaction of business at a regular or special meeting of the board shall consist of not less than two Executive Committee members and a minimum of five (5) members of the board.

**9.2** The quorum for the transaction of business at a Special General Meeting shall be not less than fifteen members of the Centre including five members of the board and two Executive Committee members of the board.

**9.3** The quorum for the transaction of business at an Annual General Meeting shall be not less than fifteen voting members.

**9.4** Meetings shall be adjourned and no business conducted if there is no quorum within thirty minutes after the scheduled time of the meeting. Failure to obtain a quorum for two consecutive meetings will cause the President to issue a Special Meeting notice within 14 days to conduct business. If a quorum is not obtained at this meeting, the onus will fall upon the general membership to determine a solution.

#### **BYLAW 10 – VOTING PRIVILEGES:**

**10.1** At regular or special meetings of the Board of Directors each elected Board member in good standing in attendance with the exception of the President shall have one vote. Associate members who have opted to be voting members shall have a vote.

**10.2** The President may only vote in the event of a tie or if he/she represents one of the two executive members necessary to form a quorum.

**10.3** At the Annual General Meeting or any Special General Meeting of the Centre each member of the age of majority in attendance shall be entitled to a vote.

**10.4** A simple majority shall approve all motions with the exception of amendments to the Constitution and By-Laws, vacancy and co-position appointments.

**10.5** All amendments to the Constitution and By-Laws, vacancy and co-position appointments shall require a minimum of two-thirds majority.

**10.6** The Chair may at his/her discretion require any contentious issue to be voted on by ballot.

**10.7** No proxy votes will be allowed.

## **BYLAW 11 FINANCE:**

**11.1** The Board shall administer all funds and securities of the Centre and present an Annual Financial Review at the Annual General Meeting.

**11.2** An annual budget shall be submitted to the board for approval by no later than November Board Meeting of the following fiscal year.

**11.3** All funds raised by or on behalf of, or under the auspices of the Centre are subject to the approval of the Board.

**11.4** All funds and securities of the Centre shall be deposited in the name of the Centre with a recognized financial institution that shall be selected by the Board.

**11.5** All financial documents and contracts shall carry a minimum of two signatures as approved by resolution of the board.

**11.6** No person shall incur an expense or commitment on behalf of the Centre unless authorized by the Board of Directors or by the membership at an Annual General Meeting.

**11.7** The Board of Directors is authorized to incur such expenses as necessary for the continued operation of the Centre.

**11.8** Expenses or commitments in excess of the authority of 16.7 shall be submitted for approval in the following manner: the project must be approved in principle by a two-thirds majority of the Board at any general meeting; the president will appoint an ad-hoc committee to study the feasibility of the project who will provide a detailed written report to the Board within 60 days; acceptance and approval of the report will occur at the next general meeting requiring a two-thirds majority approval; for projects greater than \$10,000 in commitment or expense a Special General Meeting must be called within 60 days at which time the report will be reviewed and subject to a two-thirds majority approval for implementation.

**11.9** The books and records of the Centre shall be open to inspection by the members at all times, upon reasonable notice to the Board.

**11.10** The Treasurer shall recommend an external auditor to the Board. The Board shall annually appoint an auditor to review the accounts of the Centre, whose report shall be presented to the members at the Annual General Meeting and filed with the City of Winnipeg, Community Services Department. The person(s) appointed auditors should not include a person who is a director of the Centre.

## **BYLAW 12 – AMENDMENTS:**

**12.1** Amendments to the Bylaws may be made at the Annual General Meeting. All amendments must be received in writing by the membership no later than 21 days prior to the meeting.

**12.2** Amendments to the Bylaws shall require a minimum of two-thirds majority of the members in attendance at the Annual General Meeting.

## **BYLAW 13– INDEMNIFICATION:**

**13.1** Every Director or officer of the Centre or other person who has undertaken or is about to undertake any liability on behalf of the Centre and their heirs, executors, administrators and estate, respectively, shall at all times be indemnified and saved harmless out of the funds of the Centre from and against:

a) all costs, charges and expenses whatsoever which such Director, officer or other person sustains or incurs in or about any action, suit or proceeding which is brought or prosecuted against this person for or in respect of any act, deed, matter or thing whatsoever made, done or permitted in or about the execution of the duties of their office except such costs, charges or expenses as are occasioned by their own willful act.

b) All other costs, charges and expenses which are sustained or incurred in or about or in relation to the affairs thereof, except such costs, charges or expenses as are occasioned by the Director's own willful act.

**BYLAW 14– WINDING-UP:**

**14.1** Members of the Centre do not have and cannot have any personal interest in the Centre's property. If the Centre is dissolved or disbanded, any assets left after all liabilities have been satisfied must be turned over to the City of Winnipeg Community Services Department.

**BYLAW 15 – INTERPRETATION:**

**15.1** In the event of any dispute as to the meaning of any article heretofore or hereafter passed, the interpretation of the Executive shall be final and conclusive.

**STATEMENT OF APPROVAL:**

This Constitution and Bylaws approved at the Annual General Meeting held on April 28th 2022, 2022 supersedes all previous Constitutions and Bylaws .

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President

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Secretary