



GCA Board of Directors Manual
2016-2017
November 2016

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1. Introduction

The Glebe Community Association (GCA) is a voluntary, non-profit, membership-based and City-recognized organization advocating for a liveable, sustainable, diverse urban neighbourhood. The GCA informs, consults and engages with residents and other groups in the Glebe on issues of importance and promotes the interests of our community with all levels of government and other organizations. We are active in the areas of [NTD: Is this accurate: neighbourhood planning, traffic, streetscape reconstruction, heritage, environment, libraries, education, and community issues of all sorts]. We organize the Great Glebe Garage Sale (GGGS) and work closely with two other non-profit groups in the neighbourhood - GNAG (Glebe Neighbourhood Activities Group) and the Glebe Report, our community newspaper. In addition, the GCA maintains close contact with the business community through the Glebe Business Improvement Area (BIA). The GCA is also a member of the Federation of Citizens' Association (FCA) and the City Centre Coalition (CCC) [Any other associations?].

The GCA was formed in 1967 and was incorporated under the Ontario Corporations Act in 1981 Any person 18 years of age and over who lives or works in the Glebe is eligible for membership. The annual cost is \$10 per household. The Board of the GCA meets at the Glebe Community Centre on the fourth Tuesday of the month (except in July, August, and December) at 7:00 p.m. These meetings are open to the public and everyone is welcome.

2. GCA By-Law

BY-LAW NUMBER 1

A by-law relating generally to the transaction of the affairs of the Glebe Community Association – Association Communautaire du Glebe.

Be it enacted as a by-law of the Glebe Community Association as follows:

Head Office

1. The Head Office of the Corporation shall be in the City of Ottawa in the Province of Ontario, and at such place therein as the Directors from time to time determine.

Glebe Area Defined

2. In these by-laws "Glebe Area" shall mean that part of the City of Ottawa bounded on the North by the Queensway, on the East and South by the centre line of the Rideau Canal and on the West by Lebreton Street South, Carling Ave. and Dow's Lake.

Zones Within The Glebe

3. The Glebe Area shall be divided into seven zones, defined as follows:

a) Zone I – Dow’s Lake

Bounded on the East by the centre line of Bronson Avenue, on the South by the centre line of the Rideau Canal, on the West by the Easterly shore of Dow’s Lake and Commissioner’s Park to the centre line of Carling Avenue, and on the North by the centre line of Carling Avenue.

b) Zone II - Southwest

Bounded on the East by the centre line of Bank Street, on the South by the centre line of the Rideau Canal, on the West by the centre line of Bronson Avenue, and on the North by the rear lot of properties on the south side of Fifth Avenue.

c) Zone III - Midwest

Bounded on the East by the centre line of Bank Street, on the South by the rear lot line of those properties on the south side of Fifth Avenue, on the West by the centre line of Bronson Avenue, and on the North by rear lot line of those properties on the north side of Glebe Avenue.

d) Zone IV - Northwest

Bounded on the East by the centre line of Bank Street, on the South by the rear lot line of those properties on the north side of Glebe Avenue, on the West by the centre line of Bronson Avenue, and on the North by the Queensway.

e) Zone V - Southeast

Bounded on the East and South by the centre line of the Rideau Canal, on the West by the centre line of Bank Street, and on the North by the centre line of Central Park and Patterson’s Creek.

f) Zone VI – Northeast Bounded on the East by the centre line of the Rideau Canal, on the South by the centre lines of Patterson’s Creek and Central Park, on the West by the centre line of Bank Street, and on the North by the Queensway.

g) Zone VII – Glebe Annex- Bounded on the East by the centre line of Bronson on the West by the centre line of Lebreton Street, and on the North by the Queensway, on the South by Carling.

Seal

4. The Seal, an impression whereof is stamped in the margin hereof, shall be the corporate seal of the Corporation.

Interpretation

5. In these by-laws and in all other by-laws of the Corporation, hereafter passed unless the context otherwise requires, words importing the singular number or the masculine gender shall include the plural number or the feminine gender as the case may be, and vice versa, and references to persons shall include firms and corporations.

Board of Directors and Executive Officers

6. The affairs of the Corporation shall be managed by a Board of up to 40 directors, one of whom shall hold office ex officio as immediate past President of the Corporation. The remaining directors shall be elected, each of whom at the time of his election or within ten days thereafter and throughout his term of office shall be a member of the Corporation. Each director shall be elected to hold office until the first annual meeting after he shall have been elected and qualified. The whole Board shall be retired at each annual meeting of members, but directors shall be eligible for re-election if otherwise qualified. The election may be by show of hands unless a ballot is demanded by a member of the Corporation. There shall be a President, two Vice-Presidents, a Treasurer and a Secretary. Directors shall be appointed by the Board to bear responsibility for each of the zones referred to in clause 3 above and to head such Committees as the Board may from time to time by resolution delegate or create as necessary or appropriate for carrying out the objects of the Corporation.¹

The members of the Corporation may, by Resolution passed by at least two-thirds of the votes cast at a General meeting of which notice specifying the intention to pass such resolution has been given, remove any Director-Officer before the expiration of his term of office, and may, by a majority of votes cast at that meeting, elect any person in his stead for the remainder of the term.

Vacancies on Board of Directors

7. Vacancies on the Board of Directors, however caused, may, so long as 50% of the Directors remain in office, shall be filled by the Directors from among the qualified members of the Corporation, if they shall see fit to do so, otherwise such vacancy shall be filled at the next annual meeting of the members at which the Directors for the ensuing year are elected, but if there is not 50% of the Directors, the remaining Directors shall forthwith call a meeting of the members to fill the vacancy. If the number of Directors is increased between the terms, a vacancy or vacancies, to the of the (sic) authorized increase, shall thereby be deemed to have occurred which may be filled in the manner above provided.

Quorum and Meetings, Board of Directors

8. Twelve of the Directors shall form a quorum for the transaction of business..² Except as otherwise required by law, the Board of Directors may hold its meetings at such place or places as it may from time to time determine. Directors' meetings may be formally called by the President or a Vice-President or by the Secretary on direction of the President or a Vice-President, or by the

¹ The original paragraph was repealed and was replaced by this paragraph on the 24th day of May, 2005.

² The original quorum definition was repealed and was replaced by "twelve" on the 24th day of May, 2005.

Secretary on direction in writing, of five directors. Notice of such meeting shall be delivered via email to each Director not less than four days before the meeting is to take place. The Board may appoint a day or days in any month or months for regular meeting at an hour to be named and of such regular meeting no notice need be sent. A Directors meeting may also be held, without notice, immediately following the annual meeting of the Corporation. The Directors may consider or transact any business either special or general at any meeting of the Board. All meetings shall be open to the public.

Errors in Notice, Board of Directors

9. No error or omission in giving such notice for a meeting of Directors shall invalidate such meeting or invalidate or make void any proceedings taken or had at such meeting and any Director may at any time waive notice of any such meeting and may ratify and approve of any or all proceedings taken or had thereat.

Voting, Board of Directors

10. Questions arising at any meeting of Directors shall be decided by a majority of votes. In case of an equality of votes, the Chairman shall cast the deciding vote.

All votes at any such meeting shall be taken by ballot if so demanded by any three Directors present, but if no demand be made, the vote shall be taken in the usual way by assent or dissent. A declaration by the Chairman that a resolution has been carried and any entry to that effect in the minutes shall be admissible in evidence as prima facie proof of the fact without proof of the number or proportion of the votes recorded in favour of or against such resolution.

Powers

11. The Directors of the Corporation may administer the affairs of the Corporation in all things and make or cause to be made for the Corporation, in its name, any kind of contract which the Corporation may lawfully enter into and, save as hereinafter provided, generally may exercise all such other powers and do all such other acts and things as the Corporation is by its charter or otherwise authorized to exercise and do.

Without in any way derogating from the foregoing, the Directors are expressly empowered, from time to time, to purchase, lease, or otherwise acquire, alienate, sell, exchange or otherwise dispose of shares, stocks, rights, warrants, options and other securities, lands, buildings and other property, movable or immovable, real or personal, or any right or interest therein owned by the Corporation, for such consideration and upon such terms and conditions as they may deem advisable.

Remuneration of Directors

12. The Directors shall receive no remuneration for acting as such.

Duties of President and Vice-President

13. The President shall, when present, preside at all meetings of the members of the Corporation and of the Board of Directors. The President shall also be charged with the general management and supervision of the affairs and operations of the Corporation. The President with the Secretary or other officer appointed by the Board for the purpose shall sign all By-laws. Membership certificates shall be signed by the President. He shall be the custodian of the seal of the Corporation and of all books, papers, records, correspondence, contracts and other documents belonging to the Corporation. During the absence or inability of the President, his duties and powers may be exercised by a Vice-President.

Duties of Secretary

14. The Secretary shall be ex officio clerk of the Board of Directors. He shall attend all meetings of the Board of Directors and Officers, and record all facts and minutes of all proceedings in the book kept for that purpose. He shall give all notices required to be given to members and to Directors.

Duties of Treasurer

15. The Treasurer shall keep full and accurate accounts of all receipts and disbursements of the Corporation in proper books of account and shall deposit all money or other valuable effects in the name and to the credit of the Corporation in such bank or banks as may from time to time be designated by the Board of Directors. He shall disburse the funds of the Corporation under the direction of the Board of Directors, taking proper vouchers therefore and shall render to the Board of Directors at the regular meetings thereof or whenever required of him, an account of all his transactions as Treasurer, and of the financial position of the Corporation. He shall also perform such other duties as may from time to time be determined by the Board of Directors.

Duties of Other Officers

16. The duties of all other officers of the Corporation shall be as determined from time to time by the Board of Directors.

Nominating Committee

17. The Board of Directors shall appoint a Nominating Committee at least four weeks prior to the annual general meeting. The Nominating Committee will accept any nominations for office endorsed by a member in good standing so long as the Nominee consents to have the nomination stand. Nominations for Officers and Directors will be accepted by the Nominating Committee during the four weeks immediately prior to the annual general meeting. Notice of the members of the Nominating Committee together with the committee email address will be given to the members together with the notice of the annual general meeting.

Execution of Documents

18. Deeds, transfers, licenses, contracts and engagements on behalf of the Corporation shall be signed by either the President or a Vice President and by the Secretary, and the Secretary shall affix the seal of the Corporation to such instruments as require the same.

Contracts in the ordinary course of the Corporation's operation may be entered into on behalf of the Corporation by the President, a Vice-President, Treasurer, or by any person authorized by the Board.

The President, a Vice-President, or Treasurer, or any one of them, or any person or persons from time to time designated by the Board of Directors may transfer any and all shares, bonds or other securities from time to time standing in the name of the Corporation in its individual or any other capacity or as trustee or otherwise and may accept in the name and on behalf of the Corporation transfers of shares, bonds or other securities from time to time transferred to the Corporation, and may affix the corporate seal to any such transfer or acceptance of transfers, and may make, execute and deliver under the corporate seal any and all instructions in writing necessary or proper for such purposes, including the appointment of an attorney or attorneys to make or accept transfers of shares, bonds or other securities on the books of any company or corporation.

Notwithstanding any provisions to the contrary contained in the by-laws of the Corporation, the Board of Directors may at any time by resolution direct the manner in which, and the person or persons by whom, any particular instrument, contract or obligations of the Corporation may or shall be executed.

Books and Records

19. The Directors shall see that all necessary books and records of the Corporation required by the by-laws of the Corporation or by any applicable statute or law are regularly and properly kept by the Secretary.

Membership

20. The membership shall consist of the applicants for the incorporation of the Corporation and such other individuals and such corporations, partnerships and other legal entities as are admitted as members by the Board of Directors. Any person living or working in the Glebe is eligible for membership.

Members may resign by resignation in writing which shall be effective upon acceptance thereof by the Board of Directors.

Membership will lapse in the event any membership dues required are not paid. Each member in good standing shall be entitled to one vote on each question arising at any special or general meeting of the members.

Fees

21. Membership fees shall be fixed from time to time by a majority vote of the Board of Directors, which vote shall become effective only when confirmed by a vote of the members at an annual or other general meeting.

Annual and Other Meetings of Members

22. The annual or any other general meeting of the members shall be held at the head office of the Corporation or elsewhere in Ontario as the Board of Directors may determine and on such day as the said Directors shall appoint.

At every annual meeting, in addition to any other business that may be transacted, the report of the Directors, the financial statement and the report of the accountant shall be presented and a Board of Directors elected and accountant appointed for the ensuing year and the remuneration of the accountant shall be fixed. The members may consider and transact any business either special or general without any notice thereof at any meeting of the members. The Board of Directors or the President or both of the Vice-Presidents or the Secretary on the direction in writing of 50 members, shall have power to call at any time a general meeting of the members of the Corporation. Notice of a special meeting may be given by advertisement in the local neighbourhood newspaper, so long as the notice is given prior to the date of the meeting. At such a special meeting no election is to be held.

No public notice nor advertisement of the annual general meeting shall be required, but notice of the time and place of every such meeting shall be given to each member by sending the notice by email 14 days before any time fixed for the holding of such meeting; provided that any meetings of the members may be held at any time and place without such notice if all the members of the Corporation are present thereat or represented by proxy duly appointed and at such meetings any business may be transacted which the Corporation at annual or general meetings may transact.

Error or Omission in Notice

23. No error or omission in giving notice of any annual or general meeting or any adjourned meeting, whether annual or general, of the members of the Corporation shall invalidate such meeting or make void any proceedings taken thereat and any member may at any time waive notice of any such meeting and may ratify, approve and confirm any or all proceedings taken or had thereat. For the purpose of sending notice to any member, director or officer for any meeting or otherwise, the address of any member, director or officer shall be his last address recorded on the books of the Corporation.

Adjournments

24. Any meetings of the Corporation or of the Directors may be adjourned to any time and from time to time and such business may be transacted at such adjourned meeting as might have been transacted at the original meeting from which such adjournment took place. No notice shall be required of any such adjournment. Such adjournment may be made notwithstanding that no quorum is present.

Quorum of Members

25. A Quorum for the transaction of business at any meeting of members shall consist of not less than thirty-five members present in person.

Voting of Members

26. Subject to the provisions, if any, contained in the Letters Patent of the Corporation, each member of the Corporation shall at all meetings of members be entitled to one vote and he may vote by proxy. Such proxy must himself be a member and before voting shall produce and deposit with the Secretary sufficient appointment in writing from his constituent or constituents. No member shall be entitled either in person or by proxy to vote at meetings of the Corporation unless he has paid all dues or fees, if any, then payable by him.

No one person may carry more than one proxy.

Candidates for election to the position of Director-Officer may appoint scrutineers.

At all meetings of members every question shall be decided by a majority of the votes of the members present in person and of at least eighteen years of age or represented by duly authorized proxy unless otherwise required by the By-laws of the Corporation or by law. Every question shall be decided in the first instance by a show of hands unless a written ballot be demanded by at least five members present. Upon a show of hands, every member having voting rights shall have one vote and unless a poll be demanded a declaration by the Chairman that the resolution has been carried or not carried and an entry to that effect in the minutes of the Corporation shall be admissible in evidence as prima facie proof of the fact without proof of the number or proportion of the votes accorded in favour of or against such resolution. The demand for a poll may be withdrawn but if a poll be demanded and not withdrawn the question shall be decided by a majority of the votes given by the members present in person or by proxy and such poll shall be taken in such manner as the Chairman shall direct and the result of such poll shall be deemed the decision of the Corporation in general meeting upon the matter in question. In case of an equality of votes at any general meeting, whether upon a show of hands or at a poll, the Chairman shall cast the deciding vote.

Financial Year

27. Unless otherwise ordered by the Board of Directors, the fiscal year of the Corporation shall terminate on the 30th day of April in each year.

Cheques, Etc.

28. All cheques, bills of exchange or other orders for the payment of money, notes or other evidence of indebtedness issued in the name of the Corporation, shall be signed by such officer or officers, agent or agents, of the Corporation and in such manner as shall from time to time be determined by resolution of the Board of Directors. One of such officers or Agents may alone endorse notes and drafts for collection on account of the Corporation through its bankers, and endorse notes and cheques for deposit with the Corporation's bankers for the credit of the Corporation, or the same may be endorsed "for collection" or "for deposit" with the bankers of the Corporation by using the Corporation's rubber stamp for the purpose. Any one of such officers or agents so appointed may arrange, settle, balance and certify all books and accounts between the Corporation and the Corporation's bankers and may receive all paid cheques and vouchers and sign all the bank's forms or settlement of balances and release or verification slips.

Borrowing

29. The Directors may from time to time

- a) borrow money on the credit of the Corporation; or
- b) issue, sell, or pledge securities of the Corporation; or
- c) charge, mortgage, hypothecate or pledge all or any of the real or personal property of the Corporation, including book debts, rights, powers, franchises and undertakings, to secure any securities or any money borrowed, or other debts, or any other obligation or liability of the Corporation.

From time to time the Directors may authorize any Director, Officer or employee of the Corporation or any other person to make arrangements with reference to the moneys borrowed or to be borrowed as aforesaid and as to the securities to be given therefore, with power to vary or modify such arrangements, terms and conditions and to give such additional securities for any moneys borrowed or remaining due by the Corporation as the Directors may authorize, and generally to manage, transact and settle the borrowing of money by the Corporation.

Deposit of Securities for Safekeeping

30. The securities of the Corporation shall be deposited for safekeeping with one or more bankers, trust companies or other financial institutions to be selected by the Board of Directors. Any and all securities so deposited may be withdrawn, from time to time, only upon the written order of the Corporation signed by such officer or officers, agent or agents of the Corporation, and in such manner as shall from time to time be determined by resolution of the Board of Directors and such authority may be general or confined to specific instances. The institutions which may be so selected as custodians of the Board of Directors shall be fully protected in acting in accordance with the directions of the Board of Directors and shall in no event be liable for the due application of the securities so withdrawn from deposit or the proceeds thereof.
31. Whenever under the provisions of the By-laws of the Corporation, notice is required to be given, such notice may be given by email.

PASSED by the Board of Directors and sealed with the Corporate Seal this 27th day of May, 1982.

Original signed by GCA President

The following By-law changes were adopted by vote at the June 2016 Annual General Meeting:

Para 2: Eliminated reference to Regional Municipality of Ottawa-Carleton which no longer exists; addition of Glebe Annex to the GCA.

Para 6: added "up to" to better reflect the intent of the paragraph

Para 8: Changed notice of meetings sent by email rather than telephone

Para 17: Replaced committee member names and phone numbers with Nomination committee email address

Para 22: Replaced meeting notice sent by pre-paid mail to sent by email

3. Board Structure and Responsibilities

3.1 Board Structure

The by-law of the Glebe Community Association allows a Board of up to 40 Directors. This includes the executive, committee chairs, liaisons, and area representatives, which are described in sections 4 through 8.

3.2 Board Meetings

Board meetings are held on the fourth Tuesday of the month (except for the months of July, August, and December) at the Glebe Community Centre starting at 7:00 p.m. Meetings are chaired by the President or a Vice-President and follow Robert's Rules of Order.

3.3 General Responsibilities of the Board

The Board's general responsibilities are as follows:

- determine and conduct the work of the corporation;
- determine and regularly review GCA priorities;
- oversee management of finances;
- represent the GCA and its work within the community.

3.4 Responsibilities of Individual Board Members

Individual members of the Board are expected to:

- be informed of the GCA's by-laws;
- keep up-to-date on the activities of the GCA;
- avoid real or perceived conflicts of interest, and declare them when necessary;
- maintain solidarity with fellow directors in support of decisions taken and publicly demonstrate acceptance, respect and support of said decisions;
- demonstrate due diligence in all activities;
- Regularly attend Board meetings and meetings of committees to which they belong;
- Notify the Secretary in advance if unable to attend Board meeting.

3.5 Expenses

On occasion, Board members may incur costs associated with GCA activities. The following general rules apply:

- Each Board committee chair is allocated \$200 in the annual budget and can spend up to that limit without further approval required;
- Receipts must be provided to the Treasurer in order to be reimbursed;
- Once the \$200 limit is reached, the Committee Chair may request additional funds from the Executive Committee via email request;
- The Executive Committee will vote on the allocation of funds above the limit of \$200.
- each Board member is entitled to be reimbursed up to \$50 per year on expenses related to their position (e.g. photocopying, long distance phone calls);
- receipts must be provided to the Treasurer in order to be reimbursed;
- once the \$50 limit is reached, the Board member may request additional funds from the Executive Committee via email request;
- the Executive Committee will vote on the allocation of funds above the limit of \$50.

3.6 Voting by Directors

Voting is described in the by-law as follows:

“Questions arising at any meeting of Directors shall be decided by a majority of votes. In case of an equality of votes, the Chairman shall cast the deciding vote.

All votes at any such meeting shall be taken by ballot if so demanded by any three Directors present, but if no demand be made, the vote shall be taken in the usual way by assent or dissent. A declaration by the Chairman that a resolution has been carried and any entry to that effect in the minutes shall be admissible in evidence as prima facie proof of the fact without proof of the number or proportion of the votes recorded in favour of or against such resolution.

Twelve of the Directors shall form a quorum for the transaction of business.

Additional details on voting are as follows:

- votes should be taken for any position that the GCA is taking publicly (e.g. writing a letter or speaking on behalf of the GCA);
- when urgent issues arise between Board meetings, Committee Chair shall notify the Executive Committee of the details of the issue and the reason for the urgency. The Executive Committee and the Committee Chair may decide an urgent vote is required which shall be determined by a majority of no less than four of the Executive members plus committee chair.
- If the Executive Committee determines that the issue is not urgent it will be included on the next Board meeting agenda.

- Results of any such urgent votes between Board meetings are to be recorded in the next monthly meeting minutes of the Board.

4. Roles of the Executive of the Board

The Executive of the Board is comprised of the President, the two Vice-Presidents, the Secretary, the Treasurer, the Communications Director, and the Past President. On occasion, the Executive may meet to discuss GCA activities and priorities, in advance of discussions by the entire Board. The Executive may also make recommendations to the Board regarding allocations of funds above the limit of \$200 (section 3.5) and may vote on urgent issues that arise between Board meetings.(section 3.6).

4.1 President

The role of the President is described in the by-law as follows:

“The President shall, when present, preside at all meetings of the members of the Corporation and of the Board of Directors. The President shall also be charged with the general management and supervision of the affairs and operations of the Corporation. The President with the Secretary or other officer appointed by the Board for the purpose shall sign all By-laws. Membership certificates shall be signed by the President. He shall be the custodian of the seal of the Corporation and of all books, papers, records, correspondence, contracts and other documents belonging to the Corporation. During the absence or inability of the President, his duties and powers may be exercised by a Vice-President.”

In addition, the President shall:

- lead and direct the organization by identifying issues, suggesting strategic directions, ensuring that the community is engaged and consulted on issues, providing advice to committee chairs;
- be the main contact and communicator for general GCA issues;
- chair Board meetings regularly and ensure a Vice-President is available to chair if unable to attend Board meeting;
- seek approval of Board for any position that the GCA is to take publicly (e.g. writing a letter or speaking on behalf of the GCA);
- send requests for allocation of funds above the limit of \$200 to the rest of the Executive for approval (section 3.5);
- at least 48 hours prior to each Board meeting, provide the Board with a short written summary of the issues to be addressed in the President’s Report, including any motions to be tabled;
- keep a record of activities (e.g. community meetings organized, letters written);
- sign cheques;
- ensure that the Volunteer Canada membership and directors’ liability insurance are maintained;
- ensure that the monthly Glebe Report GCA column is written;
- ensure that the gca@glebeca.ca mailbox is checked on a regular basis and emails are answered;
- ensure that the mail box at the Glebe Community Centre is checked on a regular basis and issues are addressed;

- ensure that the GCA website is kept up-to-date;
- ensure that liaison with the Federation of Citizens' Association (FCA) is maintained;
- ensure that an annual return is filed, as per the Ontario Corporations Information Act;
- ensure that a letter is written to block representatives to be included in their materials for the annual membership campaign;
- ensure that the GCA Board of directors' manual is maintained and distributed to Board members at the June Board meeting.

4.2 Vice-Presidents (two positions)

The role of the Vice-President is described in the by-law as follows:

“During the absence or inability of the President, his duties and powers may be exercised by a Vice-President.”

In addition, the Vice-Presidents shall:

- attend Board meetings regularly;
- inform the Secretary if unable to attend a Board meeting and, if necessary, send a written update of any ongoing projects in order that it may be read at the meeting;
- seek approval of Board for any position that the GCA is to take publicly (e.g. writing a letter or speaking on behalf of the GCA);
- send requests for allocation of funds above the limit of \$200 to the rest of the Executive for approval;
- keep a record of activities (e.g. community meetings organized, letters written);
- assume such duties as may be delegated by the President.

4.3 Secretary

The role of the Secretary is described in the by-law as follows:

“The Secretary shall be ex officio clerk of the Board of Directors. He shall attend all meetings of the Board of Directors and Officers, and record all facts and minutes of all proceedings in the book kept for that purpose. He shall give all notices required to be given to members and to Directors.”

In addition, the Secretary shall:

- attend Board meetings regularly and take notes;
- ensure a replacement is available to take notes if unable to attend a Board meeting;
- seek approval of Board for any position that the GCA is to take publicly (e.g. writing a letter or speaking on behalf of the GCA);
- send requests for allocation of funds above the limit of \$200 to the rest of the Executive for approval;

- keep a record of activities (e.g. community meetings organized, letters written);
- prepare agendas for Board meetings (with assistance from Board members) and send to Board members for comment, addition or corrections and arrange to have them posted on the website at least one day prior to meetings;
- prepare minutes of Board meetings, send draft minutes to Board members and other attendees in advance of the following meeting, and arrange to have them posted on the website once approved by the Board;
- ensure that the Notice Board at the Glebe Community Centre is kept up-to-date.

4.4 Treasurer

The role of the Treasurer is described in the by-law as follows:

“The Treasurer shall keep full and accurate accounts of all receipts and disbursements of the Corporation in proper books of account and shall deposit all money or other valuable effects in the name and to the credit of the Corporation in such bank or banks as may from time to time be designated by the Board of Directors. He shall disburse the funds of the Corporation under the direction of the Board of Directors, taking proper vouchers therefore and shall render to the Board of Directors at the regular meetings thereof or whenever required of him, an account of all his transactions as Treasurer, and of the financial position of the Corporation. He shall also perform such other duties as may from time to time be determined by the Board of Directors.”

In addition, the Treasurer shall:

- attend Board meetings regularly;
- prepare an annual budget for Board expenditures;
- provide a written financial report at each Board meeting comparing actual revenues and expenses against budget;
- inform the Secretary if unable to attend a Board meeting and send a written update of finances in order that it may be read at the meeting;
- seek approval of Board for any position that the GCA is to take publicly (e.g. writing a letter or speaking on behalf of the GCA);
- send requests for allocation of funds above the limit of \$200 to the rest of the Executive for approval;
- keep a record of activities (e.g. community meetings organized, letters written);
- keep accounts of all receipts and disbursements;
- deposit money received in the GCA bank account;
- disburse funds as agreed by the Board;
- arrange for the annual audit;
- report on finances at the Annual General Meeting;
- manage receipt of annual membership dues.

4.5 Communications Director

The Communications Director shall:

- attend Board meetings regularly;
- inform the Secretary if unable to attend a Board meeting and, if necessary, send a written update of any ongoing communication projects in order that it may be read at the meeting;
- seek approval of Board for any position that the GCA is to take publicly (e.g. writing a letter or speaking on behalf of the GCA);
- keep a record of activities (e.g. community meetings organized, letters written);
- check the communications@glebeca.ca mailbox regularly and answer emails;
- maintain the GCA email list;
- send monthly updates to the GCA email list;
- maintain the GCA bulletin Board at the Glebe Community Centre;
- update the GCA brochure annually and assist in its distribution throughout the year;
- lead the development of communications strategies;
- assist other Board members in writing and issuing media releases;
- review Glebe Report articles written by Board members prior to their submission to the Editor.
- Be responsible for the GCA web presence through vehicles such as Twitter, Facebook, etc as approved by the GCA Board.

4.6 Past President

The Past President shall:

- attend Board meetings regularly;
- inform the Secretary if unable to attend a Board meeting and, if necessary, send a written update of any ongoing projects in order that it may be read at the meeting;
- seek approval of Board for any position that the GCA is to take publicly (e.g. writing a letter or speaking on behalf of the GCA);
- keep a record of activities (e.g. community meetings organized, letters written);
- provide guidance to Board members based on past experience.

5. Role of Committee Chairs

5.1 Committees of the Board

There are several committees of the Board led by the Committee Chair each of whom has the following common roles:

- ensure that issues addressed by the committee are relevant to the Glebe and consistent with the GCA Mandate;
- build a committee that represents the community;
- at least 48 hours prior to any Board meeting with their Committee on the agenda, the Committee Chair shall provide the Board with a short written summary of the issues to be addressed in the Committee Report, including any motions to be tabled. Information to support the motion and other views to be included;
- attend Board meetings regularly or send a delegate with the Chair's proxy vote;
- inform the Secretary if unable to attend a Board meeting, and, if necessary, send a written update of any ongoing projects to the Secretary in order that it may be read at the meeting;
- make recommendations to the Board considering the advice of the committee;
- seek approval of Board for any position that the GCA is to take publicly (e.g. writing a letter or speaking on behalf of the GCA);
- send requests for allocation of funds above the limit of \$200 to the Executive committee for approval;
- keep a record of activities (e.g. community meetings organized, letters written);
- maintain and update the GCA website;
- develop successor for Committee Chair position

6. Role of Committees

6.1 Duties of Board Committees

Committees of the Board of Directors shall:

- be formed on a permanent or ad hoc basis at the Board's discretion;
- include only members who are members of the GCA;
- assist committee chairs in developing recommendations for the Board;
- not speak or act for the Board unless delegated for a specific purpose (e.g. if the committee chair is unavailable to attend a meeting);
- assist in special events or meetings related to their function.

In addition, each Committee has roles specific to their committee as documented in the following sections.

6.2 Education

In addition to the common roles described above, the Education Committee Chair shall:

- act as liaison between Glebe school councils/private school communities/school Board trustees and the GCA;
- report on activities and issues affecting schools and students in the Glebe at monthly Board

- meetings;
- make recommendations to the Board on issues related to education and schools;
- when needed, makes presentations of GCA positions to school Boards, school councils or other related organizations;
- set up, recruit members for, lead and chair education committee meetings as needed;
- ensure that the Education page of the GCA website is kept up-to-date;
- check the education@glebeca.ca mailbox regularly and answer emails;
- consult with the Communications Director on “hot issues” to determine whether a media release should be issued;
- provide Glebe Report articles to the Communications Director for review prior to submitting them to the Editor.

6.3 Environment

In addition to the common roles described above, the Environment Committee Chair shall:

- report on environment activities and issues of interest to the community at monthly Board meetings;
- make recommendations to the Board on issues related to the environment;
- comment on planning and transportation issues from an environmental perspective;
- set up, recruit members for, lead and chair environment committee meetings as needed;
- ensure that the Environment page of the GCA website is kept up-to-date;
- check the environment@glebeca.ca mailbox regularly and answer emails;
- consult with the Communications Director on “hot issues” to determine whether a media release should be issued;
- provide Glebe Report articles to the Communications Director for review prior to submitting them to the Editor.

Environment Committee mandate

The Glebe Community Association Environment Committee thinks globally and acts locally. It is dedicated to preserving, enhancing and advocating for our local environment, both built and natural.

The Environment Committee promotes a greener and healthier Glebe by addressing the intersection of issues broadly related to our urban built and natural environment in an environmentally responsible way, including taking account of the effects changing climate has on our local environment.

The Committee undertakes education and projects to protect and enhance existing resources and the vitality of our urban forest, wildlife and waterways.

Enhancing the urban built environment includes maintenance of planters along Bank Street and throughout the community, recycling initiatives and garbage collection and graffiti abatement.

Mechanisms include:

- consulting with the community;
- maintaining the GCA web page;

- placing regular articles in the *Glebe Report*;
- organizing speakers' series to facilitate neighbourhood education and discussion of current environmental issues in the community;
- organizing activities to present residents with options to protect the environment and address climate change at the local level;
- forming working groups to implement local solutions to environmental issues and
- liaising with city-wide community groups with similar objectives.

The GCA Environment Committee monitors, engages and reports on the work of the Environment Committee of the Ottawa City Council.

6.4 Great Glebe Garage Sale

In addition to the common roles described above, the Great Glebe Garage Sale Committee Chair shall:

- report on garage sale activities and issues of interest to the community at monthly Board meetings;
- make recommendations to the Board on issues related to garage sale;
- act as liaison between the City of Ottawa/Glebe businesses and the GCA to ensure safety and permits for the garage sale;
- act as liaison between the Food Bank and the GCA for collecting donations at the garage sale;
- ensure promotion of the garage sale;
- set up, recruit members for, lead and chair garage sale committee meetings as needed;
- ensure that the Garage Sale page of the GCA website is kept up-to-date;
- check the ggs@glebeca.ca mailbox regularly and answer emails;
- consult with the Communications Director on “hot issues” to determine whether a media release should be issued;
- provide Glebe Report articles to the Communications Director for review prior to submitting them to the Editor.

6.5 Webmaster

In addition to the common roles described above, the Webmaster shall:

- check the webmaster@glebeca.ca mailbox regularly and answer emails;
- ensure appropriate access to GCA email addresses;
- manage the GCA website to ensure it is up to date and contains relevant information for the community
- need more here

6.6 Health and Social Services

In addition to the common roles described above, the Social Services Committee Chair shall:

- become knowledgeable about issues and trends in social development and planning (e.g. poverty reduction, affordable housing, maintenance of quality of life for all residents);
- act as liaison between the Social Planning Council of Ottawa and the GCA;
- act as liaison between the City of Ottawa and the GCA for social services such as park uses and equipment;
- report on social services activities and issues of interest to the community at monthly Board meetings;
- make recommendations to the Board on issues related to social services;
- set up, recruit members for, lead and chair social services committee meetings as needed;
- ensure that the Social Services page of the GCA website is kept up-to-date;
- check the health@glebeca.ca mailbox regularly and answer emails;
- consult with the Communications Director on “hot issues” to determine whether a media release should be issued;
- provide Glebe Report articles to the Communications Director for review prior to submitting them to the Editor

Health and Social Services Committee Mandate

The Health and Social Services Committee identifies and responds to health and social services issues within the Glebe community and draws issues to the attention of the GCA, for possible attention as needed. The Health and Social Services Committee also represents the GCA on health and social services issues with other organizations.

6.7 Heritage

In addition to the common roles described above, the Heritage Committee Chair shall:

- act as liaison between the Glebe Historical Society and the GCA;
- report on heritage activities and issues of interest to the community at monthly Board meetings;
- make recommendations to the Board on issues related to heritage;
- comment on planning issues from a heritage perspective;
- become knowledgeable about heritage legislative frameworks, city policies, and the work of Local Architectural Conservation Advisory Committee (LACAC);
- identify issues that affect heritage preservation in the Glebe;
- initiate projects such as heritage designations, history awareness, research projects;
- set up, recruit members for, lead and chair heritage committee meetings as needed;
- ensure that GCA records are transferred to the City of Ottawa archives on annual basis (usually in May);
- ensure that the Heritage page of the GCA website is kept up-to-date;
- check the heritage@glebeca.ca mailbox regularly and answer emails;

- consult with the Communications Director on “hot issues” to determine whether a media release should be issued;
- provide Glebe Report articles to the Communications Director for review prior to submitting them to the Editor.

Heritage Committee Mandate

The Glebe Community Association Heritage Committee is committed to researching, investigating and taking appropriate action to preserve and celebrate the Glebe’s architectural and social history through its buildings and streetscapes and landscapes.

This goal/mandate is met in two ways:

1. Utilizing and investigating the available tools to assist in the conservation of heritage assets. This includes formal designation requests and providing assistance with the research required for them, as well as provided input on applications made in relation to existing designated heritage buildings and districts
2. Outreach, consultation and education to the community and city as a whole on the architectural and social history of the Glebe in general and on its heritage buildings. This is achieved through workshops, walking tours, websites and articles in local media such as the Glebe Report, as well as the successful designation of buildings and districts.

6.8 Community Liaison Committee

In addition to the common roles described above, the Community Liaison Committee Chair shall:

- act as liaison between the Friends of Lansdowne Park, Ottawa Sports and Entertainment Group, the City, and the GCA;
- report on Lansdowne Park activities and issues of interest to the community at monthly Board meetings;
- make recommendations to the Board on issues related to Lansdowne Park;
- set up, recruit members for, lead and chair Lansdowne Park committee meetings as needed;
- ensure that the Lansdowne Park page of the GCA website is kept up-to-date;
- check the lansdowne@glebeca.ca mailbox regularly and answer emails;
- consult with the Communications Director on “hot issues” to determine whether a media release should be issued;
- provide Glebe Report articles to the Communications Director for review prior to submitting them to the Editor.

6.9 Membership

In addition to the common roles described above, the Membership Committee Chair shall:

- keep a record of activities (e.g. community meetings organized, letters written);

- report on membership activities and issues of interest to the community at monthly Board meetings;
- make recommendations to the Board on issues related to membership;
- assist with planning and execution of special events related to membership (e.g. campaign launch);
- conduct membership campaign and make recommendations as to its efficient operation;
- ensure area representatives are recruited and work with them to recruit block canvassers;
- ensure maintenance of membership database;
- set up, recruit members for, lead and chair membership committee meetings as needed;
- ensure that the Membership and Join the GCA pages of the GCA website are kept up-to-date;
- check the membership@glebeca.ca mailbox regularly and answer emails;
- consult with the Communications Director on “hot issues” to determine whether a media release should be issued;
- provide Glebe Report articles to the Communications Director for review prior to submitting them to the Editor.

6.10 Parks

In addition to the common roles described above, the Parks Committee Chair shall:

- report on activities and issues of interest to the community about City parks in the Glebe at monthly Board meetings;
- make recommendations to the Board on issues related to Glebe parks;
- set up, recruit members for, lead and chair parks committee meetings as needed;
- ensure that the Parks page of the GCA website is kept up-to-date;
- check the parks@glebeca.ca mailbox regularly and answer emails;
- consult with the Communications Director on “hot issues” to determine whether a media release should be issued;
- provide Glebe Report articles to the Communications Director for review prior to submitting them to the Editor.

Parks Committee Mandate

The GCA Parks Committee (GPC) promotes parks and parklands in the Glebe area. It invites representation from users of each of the Glebe area parks.

The GPC values the recreational and pastoral qualities of our too limited green spaces and seeks to enhance our parks’ beauty, appreciation, benefits and security for a diversity of users.

The GPC collaborates with the City and the NCC to provide community oversight of parks and parkland in the Glebe, consulting on community needs, heritage landscaping, parkland acquisition, new park development, and recommending actions to the GCA.

As part of an evidence-based approach to community needs, the GPC maintains an inventory of the Glebe’s designated parks, noting dates of major improvements, scheduled maintenance programs

including life-cycle maintenance, permitted usages, age-sets served by existing equipment, and access.

The Committee identifies needed capital investments in our parks based on community-identified gaps in service. It develops principles for prioritizing the allocation of annually available Cash in Lieu of Parkland (CILP) funds, and works with other GCA committees to design projects and develop budget requests for investments not always covered by the City's budget. It recommends these investments to the GCA for submission to the City.

The Glebe Parks Committee tries to facilitate community consultation with the City Parks and Recreation Department on the design of Glebe area park upgrades, and to participate in the preparation of the City's Master Plan for Parks, hoping to address issues related to urban parks and intensification. It works to acquire new park areas.

GCP representatives visit their parks and notify City staff when maintenance is needed. Park representatives are encouraged to coordinate park users and park neighbours to become active participants in 'Adopt A Park' groups under the City's program, participating in spring and fall park clean ups. The GPC invites and encourages collaboration with any existing groups that have pre-established Adopt A Park initiatives in the area, and encourages the formation of neighborhood groups working on park maintenance, security and development.

GPC encourages community participation in its efforts. We share our deliberations by posting minutes of meetings on the GCA website, invite comments through parks@glebeca.ca, and encourage involvement in park activities around your favourite parks.

6.11 Planning

In addition to the common roles described above, the Planning Committee Chair shall:

- act as liaison between the City of Ottawa and the GCA for planning issues;
- report on planning activities and issues of interest to the community at monthly Board meetings;
- make recommendations to the Board on issues related to planning;
- ensure that the mail box at the Glebe Community Centre is checked on a regular basis for mail addressed to GCA planning, and issues are addressed;
- receive and review planning applications from the City (e.g. variances, zoning, severance, cash-in-lieu of parking), taking into account previous GCA actions and positions;
- receive and review planning-related documentation from the city (e.g. draft guidelines, changes to Official Plan), taking into account previous GCA actions and positions;
- organize consultations with neighbours and owners/developers;
- set up, recruit members for, lead and chair planning committee meetings as needed;
- ensure that the Planning page of the GCA website is kept up-to-date;
- check the planning@glebeca.ca mailbox regularly and answer emails;
- consult with the Communications Director on "hot issues" to determine whether a media release should be issued;
- provide Glebe Report articles to the Communications Director for review prior to submitting them to the Editor.

Planning Committee Mandate

- Monitor development proposals for conformity with principles and policies adopted by the GCA Board.
- Work proactively with residents and other stakeholders to develop community supported positions regarding proposed planning and development activities
- Recommend policy positions to the GCA Board on planning issues, following community consultation, analysis, and discussion with public bodies, developers and other stakeholders;
- Communicate GCA views and positions by making representations to the City and other public bodies, development stakeholders
- Support the Glebe Community by providing information related to the Planning processes of the City of Ottawa
- Promote dialog and discussion and provide information regarding planning issues impacting the Glebe neighbourhood

6.12 Transportation

In addition to the common roles described above, the Transportation Committee Chair shall:

- act as liaison between the City of Ottawa/National Capital Commission (NCC)/Province of Ontario and the GCA for transportation issues;
- represent the Glebe before the City's Transportation Committee as required.
- act as liaison between other community groups and the GCA for transportation issues;
- report on transportation issues impacting pedestrians, cyclists, transit users and drivers and issues of interest to the community at monthly Board meetings;
- make recommendations to the Board on issues related to transportation ;
- provide comments on city improvements to streets;
- monitor issues outside the neighbourhood that bring traffic into the Glebe;
- ensure implementation and regular revision of Glebe Traffic Plan;
- organize walkabouts in consultation with area representatives where appropriate;
- set up, recruit members for, lead and chair traffic committee meetings as needed;
- ensure the Traffic page of the GCA website is kept up-to-date;
- check the traffic@glebeca.ca mailbox regularly and answer emails;
- consult with the Communications Director on "hot issues" to determine whether a media release should be issued;
- provide Glebe Report articles to the Communications Director for review prior to submitting them to the Editor.

6.13 Tenants Committee Mandate

In addition to the common roles described above, the GCA Tenant's Committee seeks to represent and engage tenants within the Glebe neighbourhood and increase their involvement throughout every level of the GCA. In addition, the Tenant's Committee seeks to provide resources to tenants regarding tenancy and promote a liveable, sustainable neighbourhood for tenants of all social and economic demographics.

7. Role of the Liaisons

7.1 Glebe Neighbourhood Activities Group (GNAG) Liaison

The GNAG Liaison shall:

- act as liaison between GNAG and the GCA;
- be a current member of the Board of GNAG;
- report on GNAG activities and issues of interest to the community at monthly GCA Board meetings;
- report on GCA activities and issues to the GNAG Board;
- Identify issues of mutual concern and interest and bring to attention of both organizations.
- Inform the Secretary if unable to attend a Board meeting, and, if necessary, send a written update of any ongoing projects to the secretary in order that it may be read at the meeting;

7.2 Glebe Business Improvement Area (BIA) Liaison

The Glebe BIA Liaison shall:

- be a current member of the Board of the Glebe Business Improvement Area (BIA);
- act as liaison between the Glebe BIA and the GCA;
- report on Glebe BIA/business activities and issues of interest to the community at monthly Board meetings;
- report on GCA activities and issues to the BIA Board;
- Identify issues of mutual concern and interest and bring to attention of both organizations.
- inform the Secretary if unable to attend a Board meeting, and, if necessary, send a written update of any ongoing projects to the secretary in order that it may be read at the meeting;

8. Role of Area Representatives

Area Representatives shall:

- attend Board meetings regularly;
- live in the area they represent;
- act as liaison between their area/block representatives and the GCA;
- report on their area's activities and issues of interest to the community at monthly Board meetings;
- comment on planning and other issues from their area's perspective;
- assist Membership Co-Chairs with the campaign by recruiting block canvassers, delivering/picking up canvass packages, and conducting drop-offs on streets for which canvassers have not been found;
- ensure the membership campaign is carried out in their area in a timely and comprehensive fashion with diligent financial management;
- assist Committee Chairs by notifying block representatives/neighbours of issues in the area.
- inform the Secretary if unable to attend a Board meeting, and, if necessary, send a written update of any ongoing projects to the secretary in order that it may be read at the meeting;
- seek approval of Board for any position that the GCA is to take publicly (e.g. writing a letter or speaking on behalf of the GCA);
- keep a record of activities (e.g. community meetings organized, letters written);

9. Board Orientation Information

9.1 Meeting and Special Event Dates

Meeting and special event dates will be posted on the GCA website. Monthly GCA Board meetings are generally held at the Glebe Community Centre on the fourth Tuesday of the month (except July, August, and December) at 7 pm.

The Annual General Meeting is generally held in the first two weeks of June at the Glebe Community Centre.

The Great Glebe Garage Sale is held the fourth Saturday of May in the Glebe.

9.2 General Information

- GCA website: <http://www.glebeca.ca/>
- FCA website: <http://www.fca-fac.ca/>
- City of Ottawa website: <http://www.ottawa.ca/>
- Official Robert's Rules of Order: <http://www.robertsrules.com/>
- Summary of Robert's Rules of Order: <http://www.robertsrules.org/>
- GCA Email Accounts: see website
- Committee Chairs: see website