

# Association – Lac des Loups

## Charter and Bylaws

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### Article 1 – Purpose

**Section 1 – Name of Organization:** The name of the organization is “Association – Lac des Loups” (ALDL).

**Section 2 – Registered Office:** The registered office of ALDL is:

90, chemin Gauvin  
Lac des Loups, Québec  
J0X 3K0

**Section 3 – Purpose of ALDL:** The purpose for which ALDL is organized is:

- a. to protect and improve the environmental health of Lac des Loups (the lake) with a goal of maintaining a clean and healthy lake
- b. to provide a single point of contact with municipalities and other levels of government for matters concerning the environmental health of the lake

### Article 2 – Membership

**Section 1 – Membership Qualifications:** any person over the age of 18 or organization that owns a property that directly borders the lake or a property separated from the lake by a roadway may be a member.

**Section 2 – Registered Members:** there can be one Registered Member per property, appointed by all owners of the property. A Registered Member must pay the annual ALDL membership fee.

**Section 3 – Membership Fee:** Each Registered Member must pay an annual membership fee. The amount of the fee, and the due date for the fee will be decided at the organizing general meeting and at subsequent annual general meetings.

### Article 3 – Meetings

**Section 1 – Organizing General Meeting:** an organizing general meeting of ALDL was held on 18 May 2003.

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**Section 2 – Annual General Meeting:** an annual general meeting of all members of ALDL will take place at the location and time determined by the Board of Directors as indicated in the notice sent to all members. Paid Registered Members are the only ones who can vote at the annual general meeting.

**Section 3 – Special General Meetings:** a special general meeting can be called under the following circumstances:

- a. by special demand from the President.
- b. by a resolution of the Board of Directors.
- c. by written requests from at least 10% of the Registered Members and addressed to the President or Secretary specifying the reason for the meeting.

Upon reception of the request, the Secretary will immediately call a meeting. The notice of the special general meeting must be accompanied by an agenda and no other topic of discussion can be addressed.

**Section 4 – Notice of Meetings:** notices of general meetings indicating the place, time and reason for the meeting must be posted in appropriate public locations and communicated to the members by other means as specified by the Board of Directors.

**Section 5 – Quorum of the General Meeting:** quorum for a general meeting is a minimum of 25% of Registered Members.

**Section 6 – Voting:** During all general meetings, voting is done by a show of hands unless a paid Registered Member requests a secret ballot or provides notice to the Board of Directors of a request to vote on a particular matter by proxy. Two days notice must be given to the Board to vote by proxy. The chair of the meeting must abstain from voting unless there is a tie. If that situation occurs, the chair will have the deciding vote.

At the annual general meeting, there will be one vote per property represented by an owner or owner's representative present at the meeting. Otherwise only Registered Members or their designates present at the meeting can vote at the general meetings.

**Section 7 – Conduct of Meetings:** Meetings will be held in such a manner as to reflect the bilingual character of the Association.

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### Article 4 – Board of Directors

- Section 1 – Board of Directors:** ALDL will be administered by a Board of Directors made up of at least five elected members.
- Section 2 – Elections:** The members of the Board of Directors will be elected at the organizing general meeting and at each annual general meeting.
- Section 3 – Vacancy:** if, through withdrawal or for any other reason, a position becomes available on the Board of Directors, the Board can appoint a replacement and the person will assume all the duties, rights and privileges of his/her predecessor.
- Section 4 – Nominations:** for the election of Board of Directors at the organizing general meeting, all nominations must be proposed and seconded by members present at the meeting. For election of the Board of Directors at an annual general meeting, nominations must be signed by at least two Registered Members and must be presented to the Secretary at least one week before the general meeting.
- Section 5 – Frequency of Meetings:** the Board of Directors must meet at least three times a year and the meetings must be called by the Secretary at the request of the President. Other meetings can be called by the Secretary at the request of the President or at the request of three members of the Board of Directors. All resolutions, signed by all the members of the Board, are valid and come into effect as if they had been adopted at a regular meeting of the Board duly called and held.
- Section 6 – Calling Together of the Board of Directors:** a notification, giving the location and time of the meeting, must be received by each of the members of the Board before the meeting.
- Section 7 – Quorum of the Board of Directors:** the quorum is set at the majority of administrators. The quorum must exist throughout the duration of the meeting
- Section 8 – Meetings of the Board of Directors:** the President determines the date, time, means of convening and procedures of the meetings. The President chairs the meetings and, in case of absence, the Vice-president replaces the President. All members of the Board have the right to vote. The decisions are based on a majority of those present. If the votes cancel each other, the President has the decisive vote.

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**Section 9 – Roles:** there will be a President, a Vice-president, a Secretary, a Treasurer and a member at large. The President, Vice-president, Secretary, Treasurer and Member at large will be determined, within 5 days of the election of the Board of Directors, from among the elected members of the Board of Directors by a vote of the majority of the Board of Directors.

### **Article 5 – Duties**

**Section 1 – President:** the President is the official representative of the Association. He/she must chair the annual general meetings and those of the Board of Directors. The President assumes all necessary actions as authorized by the law and he/she has the power and responsibility entrusted by the Board of Directors.

**Section 2 – Vice-president:** the Vice-president will replace the President if the President is absent, deceased, incapacitated or has resigned as President. He/she has the power and responsibility entrusted by the Board.

**Section 3 – Secretary:** the Secretary looks after the documents of the Association. He/she prepares the minutes of all the meetings.

**Section 4 – Treasurer:** the Treasurer looks after the financial aspect of the Association and keeps track of all the investments, debts and other financial documentation of the Association. He/she must deposit the financial documents in the name of the Association in a banking institution designated by the Board of Directors.

**Section 5 – Member at large:** the Member at large will be responsible for addressing key Association issues requiring particular attention by the Board.

### **Article 6 – Expenses and Remuneration**

**Section 1 – Expenses and Remuneration:** the members of the Board of Directors are not remunerated and personal expenses are not refunded.

### **Article 7 – Signature**

**Section 1 – Signature:** cheques and other banking documents can be cashed, accepted, endorsed and signed by the Treasurer, the Vice-president or the President. Other documents requiring the signature of the Association can be signed jointly by two or three members of the Board of Directors.

May 16, 2003

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(Revised April 11, 2004)

(Revised November 18, 2009)

(Revised July 16, 2010 Article 4, Section 1)

## **Association – Lac des Loups**

### **Article 8 – Amendments**

**Section 1 – Amendments:** amendments to the regulations must be made in writing by the Board of Directors or by ten Registered Members to the Secretary and approved by the majority of Registered Members present at a general meeting. A copy of the amendments must be provided to each member of the Association at least ten days before the annual or special general meeting so that each member can be cognizant of the contents. The amendments must be presented at the meeting and approved by the majority of Registered Members present.

### **Article 9 – Financial Statements**

**Section 1 – Financial Statements:** a financial statement must be presented annually at the general meeting of the Association.

### **Article 10 – Budgetary Year**

**Section 1 – Budgetary Year:** the budgetary year of the Association will be determined at the annual general meeting.

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