

## **DECA Constitution (Revised February 2021)**

### **Section I – Defining DECA**

#### *Mission*

1. The Danforth East Community Association (DECA) mission is to build a stronger, more vibrant, safe and walkable community, and to empower residents of our neighbourhood through community involvement.

#### *Borders*

2. DECA's borders are Main Street (east), Lumsden/Mortimer (north), Monarch Park, (west) and the train tracks (south).

#### *Guiding Principles*

- We are non-partisan;
- We are inclusive and respectful of our diverse communities;
- We strive to make our community safe;
- We make efforts to participate in planning that affects this community;
- We encourage revitalization that reflects the values of the neighbourhood;
- We will be a responsive, credible and representative voice for the community;
- We work to protect the natural beauty of the neighbourhood; and,
- We will facilitate the dissemination of important information to the community.

### **Section II – Membership**

1. Any person or family who lives or works within the DECA borders may become a member of DECA if they pay the set membership fee. Members who are at least 18 years of age can vote at our Annual General Meeting and may sit on the DECA Board.
2. Any member can seek election to the Board at the Annual General Meeting, subject to the restrictions set out below.

### **Section III – Board**

#### *General*

1. Board members must be members of DECA who are in good standing.
2. Board members are elected for one-year terms. Board members will be elected in accordance with DECA's Board Member Nomination and Election policies.

3. The Board shall include an elected Chair and Treasurer. A Co-Chair, Vice-Chair and/or Secretary may also be elected. All of these positions require at least one year prior experience on the DECA Board. Chairs and Co-Chairs will also be invited to serve in a Past President role following their term as Chair or Co-Chair.
4. The Board may appoint additional positions by majority vote at any Board meeting during the year. Any new appointments to the Board will be communicated via DECA's website.
5. The Board shall also include Members-at-Large. The total number of Board members must be at least eight (8), and not more than twelve (12).
6. Each Board member shall complete at least an average of five hours per month of DECA-related work over the course of the year.
7. During the course of the year, the Board can pass motions to determine any additional rules for itself for that year. These rules cannot in any way conflict with this Constitution. Where the Constitution is silent on an issue, the Board has jurisdiction. Motions that are passed will be communicated via DECA's website.

### Meetings

1. The Board shall meet a minimum of four (4) times a year.
2. A quorum at a Board meeting is reached when at least 1/3 of Board members are present and voting.
3. Motions must have a minimum of 2/3 of votes in order to carry, including abstentions.
4. Minutes shall be taken at every meeting. Attendance, motion details, presentations, and discussion highlights will be recorded. Minutes from the previous meeting should be distributed to Board members before each meeting and acceptance of the previous minutes should be the first order of business at each meeting. Board meeting minutes are also available to DECA members upon request.
5. All Board meetings are open to DECA members. Non-members may be invited by consensus of the Board.
6. The schedule of Board meetings shall be determined at the beginning of the year, and all Board members shall be given notice of the schedule. Reasonable notice shall be provided to all regarding any changes to the pre-determined schedule. The schedule of DECA Board meetings will be posted on DECA's website.
7. The Board may hold in-camera meetings as needed in addition to the minimum four (4) meetings open to DECA members.

### Interim Board Changes

1. Where a vacancy occurs on the Board during the year, the Board can appoint an interim replacement. Where possible, the Board should provide an opportunity for DECA members to seek appointment.

2. A Board member (including the Chair) can be asked to resign, but such action requires support by a vote of 3/4 of the Board and can occur for any of the following reasons:
  - a. missing three consecutive Board meetings without explanation;
  - b. demonstrating a lack of interest in completing required volunteer hours;
  - c. having or appearing to have a conflict of interest with the objectives of the DECA; and/or
  - d. any behaviour or actions that are disrespectful, offensive or inappropriate, or otherwise disruptive to any Board or DECA member(s) or not in keeping with DECA's mission and objectives.
3. For further clarification, a conflict of interest could include: financially benefitting from volunteer role (directly or indirectly); using volunteer role to advance a political agenda; and/or not disclosing relevant business interests/dealings to the Board.
4. Board members must disclose potential conflict of interest to the Chair or Co-Chairs and may be asked to abstain from activities (e.g., discussions, votes, events) to avoid any conflict or appearance of conflict.
5. A Board member can voluntarily resign at any time to Chair in writing, including by e-mail.

#### **Section IV - Annual General Meetings**

1. An Annual General Meeting (AGM) will be held once a year. The meeting will take place in the first quarter of every year and may take place in-person, virtually or some combination of the two.
2. The business to be conducted at each annual general meeting will include:
  - a. Report of the Board and committees on the work completed during the previous year
  - b. Report on revenues received, expenses incurred and DECA's financial position at the end of the previous year;
  - c. Election of Board Members, and
  - d. Such other business deemed proper.
3. The AGM will be advertised on DECA's website
4. Quorum for DECA members at the AGM will be double the number of Board members present.
5. There will be no voting by proxy at the AGM.

#### **Section V – Constitution**

1. The Constitution may be amended at an AGM or by a Board motion after notice of the proposed change is posted in advance on DECA's website.

2. Notice of an amendment must be provided at least 21 days before the meeting to discuss or vote on the proposed amendment.
3. A majority of two-thirds of voting DECA members in attendance of the meeting is required to change the constitution.

## **Section VI – Records, Finances and Fees**

1. All official records shall be held by the Treasurer and Chair (or Co-Chairs)
2. The Treasurer shall provide financial reports to the Board at meetings, at least on a quarterly basis. The Board can vote to require any additional reports by the Treasurer during their term.
3. All financial transactions shall be held at a registered financial institution in the Danforth East area. The withdrawal of funds from this account shall require the simultaneous authority of two Board Members, either the Chair (or Co-Chair or Vice-Chair) and the Treasurer.
4. The affairs of DECA shall be conducted in keeping with DECA's goals and principles and shall not be for the financial gain of its members or any related persons.
5. Money raised by DECA will be used solely for DECA and associated activities. Any donations made on behalf of DECA require full Board approval and clear terms and conditions for the donation prior to any donations being made.
6. In the event of the dissolution of DECA, the accumulated assets of DECA shall be designated for the beautification of the community.
7. Expenses totalling \$500 or more for a project or event must be approved by a majority vote of the Board.
8. Expenses totalling between \$100 and up to \$499 for a project or event must be approved in advance by at least two signing officers, either the Chair (or Co-Chair or Vice-Chair) and the Treasurer. Any signing officer can choose refer the decision for full Board approval at their discretion.
9. Expenses under \$100 can be approved in advance by one Board member.
10. A Board member cannot approve their own expenses.

## **Section VII - Social Media and Promotion Guidelines**

1. All social media posts done on behalf of DECA will reflect DECA's guiding principles and be consistent with DECA's Social Media and Promotion Policy.

## **Section VIII - Committees**

1. The Board may establish committees as it deems necessary to support DECA's goals and guiding principles.

2. Each DECA Committee will have at least one Board Member to act as a liaison with the Board.