

*Grey County Woodlot Association*  
*Constitution*  
*Revised April 2009*

The Grey County Woodlot Association is a not-for-profit organization administered by a volunteer Board of Directors, elected annually by the members. It is a chapter of the Ontario Woodlot Association and has representation on its Board.

**Definitions:**

For the purposes of this constitution, the Ontario Woodlot Association shall be herein referred to as the "OWA".

For the purposes of this constitution, the Grey County Woodlot Association shall be herein referred to as the "Association". For the purposes of this constitution, an "Association member" is an OWA member in good standing.

**Goal:**

*To encourage the improvement and sustainable management of forests in Grey County.*

**Strategy:**

*Assist members in achieving their woodlot objectives through tours, workshops, conferences, newsletters, other communications and lobbying activities.*

**I. Objectives**

- I.1. Promote sustainable forest management by increasing awareness of the forest's inherent social, economic and environmental values.
- I.2. Provide technical advice about forest management.
- I.3. Assist members in marketing and utilizing forest products.
- I.4. Enhance member's enjoyment of their woodlots through nature appreciation and recreational activities.
- I.5. Serve as a voice for the membership with respect to legislation, taxation and regulations as they affect forest property and business interests.

**II. Membership**

- II.1. Membership shall be open to persons or organizations who actively support the objectives of the OWA and the Association.
- II.2. Membership shall be taken out in the name of an individual, family, organization, corporation or business. However, there shall be only one vote per paid-up membership.
- II.3. Members in good standing shall be eligible to hold office, be entitled to nominate, or have the right to vote at any meeting of the Association.

- II.4. Any member failing to pay the required annual membership dues within 90 days of the due date shall cease to be a member in good standing.
- II.5. It shall be the responsibility of the member to advise the OWA of any changes of address.
- II.6. Any member whose membership has lapsed or has been terminated in any manner shall forfeit all interest and property belonging to the Association and all rights and privileges extended by the Association.
- II.7. A membership list shall be maintained by the OWA and a copy retained by a member of the Association designated by the Board of Directors.

### **III. Dues**

- III.1. Membership fees are established by the OWA and shall be paid annually to the OWA by September 15<sup>th</sup>.

### **IV. Board of Directors**

- IV.1. The governing body of this Association shall be known as the Board of Directors and shall include up to 15 members.
- IV.2. The Board of Directors shall be elected at the Annual General Meeting.
- IV.3. The Executive members of the Board shall consist of the President, Vice-president, Secretary, and Treasurer and shall be decided at the first board meeting following the annual meeting. The offices of Secretary and Treasurer may be combined.
- IV.4. No person shall hold any office on the Board of Directors for more than two consecutive terms except, if it is deemed by the Board of Directors to be in the best interest of the Association.
- IV.5. A quorum shall consist of six members of the Board of Directors. Either the President or Vice-president must be in attendance to chair the meeting.
- IV.6. Any motion will be carried by a simple majority vote. The president will only vote in the event of a tie.
- IV.7. Any vacancy occurring on the Board may be filled by another member appointed by the Board. The member selected shall hold office for the balance of the vacating Director's term.

### **V. Election of Board of Directors**

- V.1. The Nominating Committee will prepare a list of nominees. The membership shall be advised of this list of nominees at a meeting or by direct mailing no later than 30 days prior to the Annual General Meeting.

- V.2. Additional nominations will be accepted, in writing, at least 10 days prior to the Annual General Meeting. These nominations must have the signature of two (2) sponsors and the nominee.
- V.3. The Annual General Meeting will be run in accordance with Robert's Rules of Order.

## **VI. Nominating Committee**

- VI.1. A nominating Committee will be selected by the Board of Directors.

## **VII. Duties of the Board of Directors**

- VII.1. The President shall preside at all meetings and carry out other duties incident to the office.
- VII.2. The Vice -president shall act in the absence of the President.
- VII.3. The Secretary shall record the minutes of all meetings, conduct any correspondence requested by the Board and properly file all records and communications pertaining to the operation of the Association.
- VII.4. The Treasurer shall be responsible for all financial affairs of the Association including depositing money received, payment of accounts, and maintaining accurate records. The Treasurer will regularly update the Board on the financial information. The Treasurer will maintain an account in the name of the Association in a chartered bank or trust company.
- VII.5. All cheques and other financial instruments shall be signed by at least two of the following Directors: President, Vice-president, Secretary, and Treasurer.
- VII.6. A yearly financial statement of the Association will be tabled by the Board of Directors and within 60 days of the Association's annual general meeting, a copy shall be forward to the OWA.

## **VIII. Sub-Committees and Task Forces**

- VIII.1. The Board of Directors may establish Ad Hoc Committees or Task Forces with specific mandates and defined lengths of existence.
- VIII.2. All such Committees will be chaired by a designated Board member who will report to the Board about Committee activities.

## **IX. Meetings**

- IX.1. The Board of Directors shall meet no less than twice annually.

- IX.1.1. There shall be at least one membership meeting annually. The date and location are to be determined by the Board of Directors.
- IX.2. At the Annual General Meeting reports will be given by the President on the previous years' activities and any issues which are of concern by the Board, and by the Treasurer on the financial position of the Association including a full written outline of cash flow and current financial resources.
- IX.3. The agenda of the Annual General Meeting should provide an opportunity for members to state opinions and ask questions.
- IX.4. A quorum for the Annual General Meeting shall be a quorum of the Board of Directors plus all other members present.
- IX.5. A Special Meeting of the membership may be called at any time by the Board of Directors for a specific matter. A notice of such a meeting including the purpose of the meeting must be mailed to members at least 15 days prior to the meeting date.

**X. Fiscal Year**

- X.1. The fiscal year of the Association is the calendar year.

**XI. Changes to the Constitution**

- XI.1. Changes to this Constitution may be made only at an Annual General Meeting or at a Special Meeting.
- XI.2. Changes require two-thirds majority of the members in attendance.
- XI.3. Any member may recommend changes to the Constitution to the Board of Directors. Recommendations must be made in writing at least 30 days before the Annual General Meeting. Recommendations for changes will be brought to the Annual General Meeting for consideration by the membership.