

**Community Links
Constitution and Bylaws**
~~Revised Amendments~~ May 2019
~~For Approval at Approved at~~ 2019 AGM

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Section 1. Name of Organization

The official registered name of the organization is Community Links Association; for general purposes the organization is commonly referred to as Community Links.

Section 2. General Purpose

Community Links is a province wide organization that promotes healthy communities and quality of life for Nova Scotia seniors through community development and volunteer action. We celebrate the diversity within our senior population and advocate for equality, equity and cultural inclusivity in all of our efforts. Community Links' is affiliated with the National Pensioners Federation.

Section 3. Goals

1. Knowledge Exchange: Raise awareness of ageing well issues and resources through communication, information exchange, and promotion
2. Capacity Building: Build skills, resources and partnerships to increase engagement of seniors in their communities.
3. Advocacy: Encourage policy development and increase public awareness of ageing related issues.

Section 4. Location

The activities of Community Links are generally located within the province of Nova Scotia and focus on rural communities.

Section 5. Provincial Office

The provincial office of Community Links is located at 5516 Spring Garden Road, Halifax, Nova Scotia B3J 1G6. The mailing address is P.O. Box ~~36129 29103~~, Halifax, NS ~~B3J 39 B3L 4T8~~. These addresses will be updated after each Annual Meeting if required.

Section 6. Membership

- I. Membership is held by ~~member~~ organizations or by individuals who have an interest in supporting healthy aging in Nova Scotia. ~~members aged 55+.~~
- ~~II. Membership shall primarily be senior and senior serving organizations and older adults aged 55+~~
- ~~III.~~II. Representatives of member organizations may be staff or volunteers over the age of 18 years.

Section 7. Governance

- I. The governing body of Community Links will be a Board of 8-10 Directors which will include 2 representatives from each the following areas in the province: 1. WESTERN: Lunenburg, Queens, Shelburne, Yarmouth, Digby, Annapolis, Kings 2.; NORTHERN: Cumberland, Colchester- East Hants; Pictou; 3, EASTERN. Antigonish, Guysborough, Richmond; Inverness, Victoria Cape Breton- 4. CENTRAL HRM-West Hants. Any additional Board members will be recruited as Directors at Large dependent on skills and interests, regardless of location.
- II.
 - a. The Officers: President, Vice -President, ~~and~~ Secretary and - Treasurer
 - b. ~~4- 6 5-6~~ other Directors, and the immediate Past-President

Board members will serve for a three year term, and are eligible for re-election for another three year term to a maximum of six years. Should a board member serve as president in their 6th year, then that director may serve as immediate past-president for one additional year.

- III. The responsibilities of the Board of Directors include the following:
 - a. to govern Community Links, with ~~particular~~ responsibility for financial accountability.
 - b. to set policy for the organization.
 - c. to help achieve the goals and objectives of Community Links

- d. to share their experiences in developing successful programs for and by seniors with other communities.
 - e. to help develop strategies to reach organizations which might wish to share information.
 - f. to encourage organizations and individuals to join Community Links.
 - g. to devise, carry out and consider the results of regular reviews and evaluations of Community Links.
 - h. to recognize the role of Community Links to encourage cooperative learning and action through a community development approach with local decision making fully respected.
 - i. to annually review the goals and objectives of Community Links.
 - j. ~~To~~ hire, monitor, support and annually appraise the performance of the Executive Director
- IV. The Board of Directors may fill any vacancy by appointment until the next Annual Meeting
- V. Ad hoc and/or permanent committees may be authorized by the Board of Directors, or by the membership at the Annual General Meeting, to perform certain responsibilities to advance the Board's Agenda.

Section 8. Officers

- I. The Officers of the Board of Directors of Community Links shall be the President, Vice-President, Secretary ~~and~~ Treasurer and the immediate Past-President.
- II. The officers shall be elected at an Annual General Meeting of Community Links from the ~~nine~~ elected Board members. ~~They~~ shall serve a term of one year and are eligible for re-election for a maximum of two additional terms in that position. Vacancies should be filled by appointment of the Board.
- III. The President shall:
 - a. ensure the Board complies consistently with Board policies for governance and those regulations legitimately imposed on it from outside the organization.
 - b. when present, preside at all meetings of the Board of Directors and the general membership.
 - c. represent the Board and its positions or policies to the community, government, and others.
 - d. ensure that arrangements are made to hold the Annual General Meeting, and
 - e. be an ex-officio member of all Board committees.

- f. serve on the National Pensioners Federation and ~~the Group of IX,~~ the Seniors' Advisory Council to the Nova Scotia Government or appoint a delegate to that position.

IV. The Vice President shall:

- a. perform the duties of the President in his/her absence or upon a vacancy in that position, until the next Annual General Meeting.

V. The ~~Secretary~~-Treasurer's duties shall include insuring that:

- a. an accurate record is kept of all financial transactions.
- b. an annual financial report is prepared.
- c. appropriate banking procedures are in place for the maintenance and care of all funds and securities for Community Links.
- d. regular, clear financial reports are provided to the Board members.

~~d.~~VI. The Secretary's duties shall include insuring that:

- e-a. minutes of all meetings of the Board of Directors and Annual General Meetings are recorded as well as action lists of what things need to be done, by whom and when.
- f-b. notice of meetings and relevant information are circulated.
- g-c. correspondence is looked after.
- h-d. a record of members, contact people, addresses and phone numbers is kept
- i-e. annual reports are submitted to Revenue Canada to maintain the charitable status of Community Links, and
- j-f. annual requirements are met in accordance with our registration under the Nova Scotia *Societies Act*.

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Treasurer and secretarial responsibilities may be shared with other Board members or staff at the discretion of the Board of Directors.

Section 9. Meetings

I. Membership Meetings

- a. Meetings shall be presided over by the President or Vice-President. If both are absent, another member of the Board of Directors will preside.
- b. Decisions will be made either through discussion and consensus or voting shall be carried out by verbal consent. Ratification of a motion requires a majority vote. A formal vote may be requested by any member representative. Each member organization is restricted to a maximum of two voting delegates per meeting.

Individual members have one vote per meeting. Individual members who also belong to a member group shall vote either as individuals, or as one of two delegates representing a member group-not both. In the case of a tie the President or Presiding Officer shall cast the deciding vote.

- c. Extraordinary and special meetings may be called by the Officers of Community Links or the representatives of at least six different member organizations or individual members.
- d. On all matters of procedure not provided for in these bylaws, Roberts Rules of Order shall apply.

II. Board of Directors's Meetings

- a. At least four regular meetings of the Board of Directors shall be set by the Board of Directors each year.
- b. Reasonable notice of Board meetings should be sent out.
- c. The quorum for a meeting of the Board of Directors shall be half of current members plus one.

III. Annual General Meetings

- a. must be held within three months of the end of our fiscal year (before the end of June)
- b. have at least 10 days notice.
- c. should provide minutes of last annual meeting, annual report, financial reports, report of auditor, committee reports, election of Board of Directors including Officers, appointment of auditor and committees, budget and planning for next year and regional reports.
- d. require ~~15~~ eight ~~different members~~ organizations or individual members for a quorum.
- e. can make amendments to the constitution and bylaws with consent of at least three-quarters of those present; proposed amendments to the bylaws shall be circulated 30 days in advance to all members.
- f. may consider a resolution offered without notice by any member or member organization at the Annual General Meeting if unanimous consent is given by the members present;
- g. shall include a report when elections are required from the Nominating Committee, chaired by the Past President (or Board designate, if this person is not available), one other Board member and one or two other members who are not on the current Board of Directors. Members, so much as possible, should represent the districts for which elections are required. The committee shall meet in person or by telephone as required to fulfill their role diligently.

Section 10. Finances

- I. The organization shall normally designate four signing officers: The President, ~~Secretary-Treasurer~~Secretary, Treasurer and, Executive Director ~~and one other staff member. Two signatures are required on a~~All cheques or electronic payments are to be authorized by two signing officers.
- II. Two signatures are required for all expenditures, leases and contracts.
- III. The banking institution of choice will be that which offers convenience and the best banking rates.
- IV. The fiscal year runs from April 1st to March 31st.
- V. Investments may be made by the Executive Director with the advice of the ~~Secretary~~-Treasurer at a low risk, secure level of investment.
- VI. Provision shall be made for an annual audit (or financial review by a CA Firm) of the financial status of Community Links.

Section 11. No Purpose of Gain

- I. The purpose of Community Links shall be carried out without purpose of gain for its members, and any profit or other accretions shall be used to pursue its goals and objectives.
- II. When available, Community Links funds can be used to pay reasonable out of pocket expenses for Board members and member representatives within the guidelines set up by the Board of Directors.

Section 12. Wind-up Clause

On the winding-up or dissolution of Community Links, funds or assets remaining after all the debts have been paid shall be transferred in the following manner:

All assets shall be transferred to a registered non-profit organization with a purpose similar to that of Community Links, or if this cannot be done, to another charitable organization recognized by Revenue Canada as qualified under the provisions of the Income Tax Act of Canada. It is recognized that Community Links as a registered charity may only gift its funds or assets (including equipment and furniture) to "qualified donees" as defined in paragraph 149.1 (1) (h) of the Income Tax Act both during the lifetime of the charity and upon its ~~disolution, resolution.~~

Revised ~~June 2017~~ June 2019

President, Mary Maclellan

Secretary-Treasurer, Ruby McDorman