

# **CONSTITUTION OF SOUTHDALE RESIDENTS GROUP**

## **1. NAME**

The name of the organization shall be the SOUTHDALE RESIDENTS GROUP, hereafter referred to as the Group.

## **2. MISSION STATEMENT**

The Southdale Residents Group represents its members' interest in the continuous improvement and maintenance of the Southdale neighbourhood of the City of Winnipeg. The neighbourhood's borders are the Seine River to the West, Fermor Avenue to the North, Lagimodiere Boulevard to the East, and Abinajii Mikanah (formerly Bishop Grandin Boulevard) to the South.

## **3. OBJECTIVES**

The objectives of the Group are:

1. To maintain a high level of awareness regarding activities by the City and commercial property developers affecting the development, maintenance, and improvement of land within and adjacent to the Southdale neighbourhood.
2. To represent the members in discussions with the City and commercial property developers regarding development, maintenance, and improvement of land;
3. To report to its members on issues related to the maintenance of the neighbourhood;
4. To seek the efficient, economical and environmentally sound development of the neighbourhood;
5. To seek the fair and equitable provision of physical and social amenities within the neighbourhood;
6. To ensure the equitable, efficient, and economical operations of the Group as a not-for-profit corporation.
7. Provide a conduit for municipal, provincial and federal government agencies for possible funding and grant opportunities.

#### 4. MEMBERS

There shall be two classes of membership in the Group: Individual Resident/Household Membership and Business Members.

2. **Resident/Household membership** shall be open to any person who has reached the age of 18 years and is a current resident of the Southdale neighbourhood. Each person holding a valid Resident Membership may vote on any resolution put to the membership at an Annual General Meeting. Households with more than 2 valid residents can apply for household membership.

3. **Business membership** shall be open to any business located in the Southdale neighbourhood. Each business membership may cast one vote on any resolution put to the membership at the Annual General Meeting.

#### 5. BOARD OF DIRECTORS

The affairs of the Group shall be managed by a Board of Directors. The Directors shall be current Members of the Group.

1. **Election of Directors.** The members, Resident and Business, shall elect the Board of Directors at an Annual General Meeting.

2. **Terms.** Subject to the provisions of The Corporations Act (the Act), the Directors shall have a term of two years, serving until their successors are either elected or they themselves are re-elected.

3. **Nominations and Election.**

a) The Ad hoc Nominating Committee struck by the Board of Directors shall ascertain what members may be suitable and willing to serve as candidates for Directors of the Group and shall post the names of the persons as nominees at the Annual General Meeting.

b) In addition to the nominations proposed by the Ad hoc Nominating Committee, any member may nominate a member at any time up until the vote is called.

c) The election of Directors shall be by vote.

4. **Acclamations**

If only one member is nominated for a position as a Director, that member shall assume the position by acclamation.

## **5. Vacancies**

The office of a Director shall be vacated;

- a) If, by notice in writing to the Secretary, the Director resigns his/her office and such resignation, if not effective immediately, becomes effective in accordance with the terms of the notice;
- b) If a resolution to remove a Director is passed by two-thirds of the votes of the Directors;
- c) On death;

The Directors may appoint a replacement to fill such a vacancy until the next Annual General meeting.

## **6. RENUMERATION**

Directors shall serve without remuneration and no Director shall receive, directly or indirectly, any profit from their position as such, provided that a Director may be paid such reasonable expenses incurred by the Director with the prior approval of the Board of Directors in the performance of their duties.

## **7. DISSOLUTION**

On dissolution of the Group as provided for in the Act, and after payment of all debts and liabilities, the remaining assets of the Group shall be distributed to one or more organizations similar to the Group's mission statement, as determined by the Directors.

## **8. AMENDMENT OF CONSTITUTION**

The constitution of the Group may be amended by a two-thirds vote of the members present at an Annual General Meeting or Special General Meeting. Proposals to amend the constitution shall be submitted in writing to the Chairperson fourteen (14) days prior to the Annual General

Meeting, or Special General Meeting. Such proposals shall be distributed to all members of the Group no less than seven days prior to the Annual General Meeting or Special General Meeting.

## **9. NOT FOR PROFIT**

The affairs of the Group shall be carried out without purpose of gain for its members and any profits or accreditations to the Group shall be used for promoting its purpose and objectives.

Approved, the 21st Day of February, 2024

Chair: \_\_\_\_\_

Secretary: \_\_\_\_\_