



# PARKVALE COMMUNITY ASSOCIATION BYLAW

Adopted in 2002 - Amended in 2008 and 2010

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## ARTICLE 1

### NAME

The name of the association shall be Parkvale Community Association (PCA)

## ARTICLE 2

### MEMBERSHIP

1. Membership in the association is per individual.
2. The annual membership fee shall be determined by the members at the annual general meeting.
3. Any resident or landowner in Parkvale, being within the boundaries of Ross Street to the north, Waskasoo Creek to the east and south (including Parkvale Estates, Parkvale Downs and Parkvale Place), and 47<sup>th</sup> Avenue to the west, and being of the full age of 18 years, may become a member of the association upon payment of the fee.
4. Any member in arrears for fees shall thereafter be entitled to no membership privileges or powers in the association until reinstated. Any member on 2/3 vote of all members present, at a duly constituted meeting of the Association, may be expelled from membership, for any cause which the association may deem reasonable.
5. Any member in good standing shall have the right to vote at any general or special meeting of the association. Such votes must be made in person and not by proxy or otherwise.
6. Any member may resign their membership by communicating in writing to the secretary of the association.

## ARTICLE 3

### BOARD OF DIRECTORS AND MEETINGS

The Board of Directors shall:

1. have full control of the affairs of the Association;
2. be composed of not less than nine and no more than twelve members that include one appointed director from Parkvale Place, one from Parkvale Downs, one from Parkvale Estates and the remaining will be elected representatives from Parkvale at large;
3. be subject to the bylaws and directions given it by a majority vote at any meeting properly called and constituted;
4. fix the date, hour and place of meetings;
5. fill any vacancy occurring during the year;

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6. not incur any debt on behalf of the Association unless authorised by the Association by adoption of a motion to that effect;
7. not receive remuneration unless authorized at a board meeting and after notice for same has been given to members of the Association.

The Board of Directors may:

1. declare a vacancy on the board when a director has missed three consecutive meetings without just cause or has resigned from the office;
2. remove a director from office for any cause that the Association may deem reasonable upon a two third majority vote of all members present.

Board meetings shall:

1. be held at least once every three months;
2. be called by the Secretary upon the instructions of the President with notice by mail at least ten days, or by hand delivery, email or telephone of at least three days prior to the date of such meeting;
3. be called on the instructions of any two directors providing the request is made to the President in writing stating the business to be brought before such meeting;
4. meet quorum be 50% plus one without which any business transactions at such meeting shall be ratified at the next board meeting.

**ARTICLE 4**

**ELECTIONS AND TERMS OF OFFICE**

Directors shall:

1. be elected or appointed for two-year terms with half board members elected or appointed on even years and half on odd years;
2. assume their duties at the close off the meeting at which they are elected or appointed to the Board.

**ARTICLE 5**

**EXECUTIVE COMMITTEE**

The executive committee of the Association shall:

1. consist of a President, a Vice-President, a Secretary and/or a Treasurer. A member may hold the offices of Secretary and Treasurer at the same time.
2. be appointed by the Board of Directors following election of officers.

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**REMOVAL OF DIRECTOR OR OFFICER**

Any director or officer may be removed from the Board upon 2/3 majority vote at a special meeting for any cause that the PCA may deem reasonable.

**REMUNERATION OF DIRECTOR OR OFFICER**

Unless authorized at a Board Meeting, and after notice for same shall be given, no officer or member of the PCA shall receive any remuneration.

**BORROWING POWER**

For the purpose of carrying out its objectives, the PCA may borrow in such a manner as it sees fit. This power shall only be exercised with the sanction of a special resolution made at a special meeting.

**EXECUTIVE COMMITTEE'S DUTIES**

The President shall:

1. be the representative of the Association;
2. preside at all meeting of the Association and of the Board of Directors;
3. be ex-officio a member of all committees;
4. call a meeting in the month following the AGM to appoint an executive and standing committee chairpersons.

The Vice-President shall:

1. perform the duties of the president in the absence of or at the request of the President;
2. fill the unexpired term if a vacancy occurs in the office of President;
3. fulfill such other duties as may be assigned by the Association, the Board of Directors, or the President.

The Secretary shall:

1. attend all meetings of the Association and Board and shall record minutes of such meetings;
2. be custodian of all documents except financial records and documents;
3. conduct correspondence as directed by the association, the Board, or the President;
4. send notices of meeting.

The Treasurer shall:

1. receive all monies paid to the Association and be responsible for the deposit of monies in a chartered financial institution chosen by the board;
2. be custodian of all financial documents and records, and of all funds, disbursing them as directed by the Association;
3. administer the annual budget;
4. present a full account of receipts and disbursements to the board whenever requested;
5. present financial statements at each association meeting;

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6. present duly verified financial statements and a budget at the annual general meeting and submit a copy of same to the Secretary;
7. submit financial reports to government as required.

The Past President shall:

1. be invited to attend board meetings for the purpose of information sharing;
2. will not be eligible to vote at board meeting.

**ARTICLE 6**

**STANDING COMMITTEES**

The Standing Committees shall be:

1. Membership: keep a record of all the members of the association with their addresses and collect annual membership dues.
2. Finance: be composed of the Executive Committee and chaired by the Treasurer and will develop an Annual Budget for approval at the AGM.
3. Land-Use: review land use issues that come forward and make recommendations to the Board of Directors.
4. Nomination: be chaired by the most recent Past-President and submit a nomination slate to the Board of Directors for elections.
5. The Pioneer's Lodge: oversee the affairs of the Lodge including finances and human resources and acts as the main liaison with The City of Red Deer.

**ARTICLE 7**

**AUDITING**

1. The financial records shall be audited at least once each year by a qualified individual of the Association appointed by the members at the annual general meeting.
2. A complete and proper statement of the standing of the books for the previous year shall be submitted at the annual general meeting.
3. The fiscal year of the PCA in each year shall be January 1 to December 31.
4. The books and records of the Association may be inspected by any member at the annual general meeting or at any time upon giving reasonable notice to the officer having charge of same. Board members shall have access to such books and records at all times.

**ARTICLE 8**

**MEETINGS**

1. Meetings may be called at any time by the President by a notice in writing to the last known address of each member, delivered by hand, by mail or by e-mail at least seven days prior to the date of such meeting;

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2. A special meeting may be called by the President upon receipt of a petition signed by one-third of the membership, providing the petition states the reasons for calling such meeting; notice of meeting shall be in writing to the last known address of each member, delivered by hand, by mail or by e-mail at least seven days prior to the meeting;
3. An annual general meeting shall be held on or before October 31 in each year of which notice shall be given to all members in writing thirty days prior to the date of the meeting. The purpose of the annual general meeting shall be to elect officers, receive reports, receive verified financial statements and approve a budget for the upcoming year, and for any other business that may arise.
4. Fifteen members in good standing shall constitute a quorum at a general meeting and special meeting. If quorum is not met under these circumstances, the President shall call for a motion to declare that the membership present at the meeting constitutes quorum. If the motion does not carry, the meeting shall be rescheduled.

**ARTICLE 9**

**DISSOLUTION**

In the event of the dissolution of the Association, any remaining assets shall be donated to a charitable organization as determined by the Board of Directors.

**ARTICLE 10**

**BYLAW AMENDMENT**

Bylaws may be amended at an annual general meeting with a special resolution that receives three-quarter majority vote by the members present provided that any amendment has been sent in writing to all members of the Association at least fourteen days prior to the meeting at which the amendment will be considered.

**ARTICLE 11**

**SOCIETY SEAL**

The PCA will not adopt a society seal.