

## Woodpark Community Association Inc. By-Law Amendments

WCA is submitting two proposed amendments to its by-laws for approval at the Annual General Meeting of May 27, 2020.

### BY-LAW AMENDMENT #1

#### PURPOSE:

The western boundary of the Woodpark Community Association is being clarified and extended to include properties between Edgeworth Ave. and the Sir John A. Macdonald Parkway.

The current wording is:

#### ARTICLE 2 - BOUNDARIES

The Woodpark Community is that area bounded in the east by the centre line of Woodroffe Avenue, in the west by the most westerly property line of Edgeworth Avenue residences, in the south by the median of Carling Avenue and in the north by the centre line of Richmond Road.

The proposed revised wording is:

#### ARTICLE 2 - BOUNDARIES

The Woodpark Community is that area bounded in the east by the centre line of Woodroffe Avenue; in the west by the Sir John A. Macdonald Parkway; in the south by the median of Carling Avenue, and in the north by the centre line of Richmond Road.

### BY-LAW AMENDMENT #2

#### PURPOSE:

The by-laws are being amended to incorporate a Code of Conduct as an Appendix to the by-laws for the guidance of Board Members. This Code is based on the recommendations of the Federation of Citizens' Associations.

The current wording is:

#### ARTICLE 8 - DUTIES OF OFFICERS AND DIRECTORS

g) An Officer or other Director who does not attend three (3) successive Directors' meetings, without due cause, shall be removed from office. Any Director may be removed from office for just reason by a majority vote of the other Directors.

The proposed revised wording is:

#### ARTICLE 8 - DUTIES OF OFFICERS AND DIRECTORS

g) An Officer or other Director is expected to abide by the Code of Conduct specified in the attached Appendix. Any Officer or Director who does not attend three (3) successive Directors' meetings, without due cause, shall be removed from office. Any Director may be removed from office for just reason by a majority vote of the other Directors.

## **BOARD CODE OF CONDUCT**

1. I will act honestly, ethically and with integrity, at all times.
2. I will exercise care and due diligence; and I will act reasonably, prudently and in good faith, in the performance of my duties.
3. I will make every effort to attend all Board/Executive meetings and will arrive prepared to conduct the business at hand. If unable to attend, I will notify the Chair, in advance.
4. I will conduct myself in a respectful manner when dealing with others, and will encourage collegial relations among board members and general members of the Association.
5. I will approach all Board/Executive issues with an open mind, by listening to and considering the different points of view expressed by others.
6. I will not knowingly make erroneous or defamatory statements about the Association or any board/executive member or general member.
7. I will uphold the Association's by-laws and policies. I will abide by decisions and positions taken by the Board.
8. I will keep confidential all information specifically determined, by motion, to be confidential. When I am uncertain as to whether something is a matter of confidence, I will seek determination by the Board/Executive.
9. I will always act in the best interest of the Association. I will place the interests of the Association ahead of my personal interests and I will immediately declare any conflicts of interest which arise.
10. If I do not abide by this code, or if I find myself in a situation where my continued presence on the Board would cause embarrassment to the Association or would undermine member confidence, I will tender my resignation.

