

<u>Section</u>	<u>Changes</u>
1. NAME	None
2. OBJECTIVES	added 2.1 general description and 2.2 objectives revised for clarification of wording from original Changes to objectives must be submitted to the province as revisions to "Articles" under ONCA in order to comply with legislation, but are included also in the by-laws
3. AREAS OF OPERATION	Street Names Updated: Amanda, Kichi Zibi Mikan
4. MEMBERSHIP	Age of 14 changed to 18 years of age or older Changed "membership shall be per household" to "an individual" as ONCA allows only persons to be members Removed "if the household subscribes to the objectives of the Association", Replaced with address within CP or not, provided name and address, paid the fee, 18 years of age or older
5. RIGHT TO VOTE	Added Associate member "may enroll in activities and programs sponsored by the Association"
6.2 MEMBERSHIP FEES	Retained one year but deleted fiscal year and added start/end dates to be determined by Board
7. BOARD OF DIRECTORS	Changed "Executive" to "Board of Directors" in sections 7, 7.1 to 7.3
7.1 Composition	a) to d) Revised to reference duties required to operate according to the Community Plan e) added 1 vote per person but one person can hold more than one position f) added verbiage related to legislative requirement to appoint the undefined position of "chair" from amongst the directors, to appear under that title on the corporate paperwork and citation from ONCA
7.2 Duties	added fiduciary duties as stated in the legislation
a) accountable to members	added by providing information and/or soliciting input via the Association's Communications Committee
b) enable to receive funds	Changed "donations and benefits" to "funds", added "such as membership fees, municipal grants" Added association not incorporated as a charity so cannot issue income tax receipts for donations
d) to f)	Added to accord with ONCA (collective responsibility) and Community Plan
7.3 Board Meetings	
a) meeting frequency	Adapted from Hintonburg, 6 weeks on average but board can vote to change the schedule
c) quorum	Quorum amended as 50% of elected directors (not 3)
d) tie votes	Amended to Tie votes motion fails (removed to give chair additional vote)
e) voting by email	voting by email added; only allowed if directors affix electronic signature
f) added virtual and hybrid in addition to in person as allowed by legislation	
g) members attendance	at discretion of board; not automatically allowed by legislation, only if terms set in by-laws
h) in camera discussion	added, modified wording from Hintonburg CA

7.6 Term a) and b) modified b) wording from FCA c) Removal	Removed reference to limitation of terms served by president as the position has been eliminated ONCA does not limit the number of terms that can be served. term from AGM to next AGM (FCA), added re-election is permitted, no limitation on number of terms. Updated to ONCA rules: removal by majority vote of members at a special meeting called for that purpose
7.7 Nominations and Elections	Section added with revised self nomination process; c) retained the same wording for tie vote procedures
8 COMMITTEES	Deleted Nominating Committee as not current; added section from Hintonburg CA
9 MEETINGS	
9.1	June date deleted, added hybrid and virtual formats
9.3	Added how to obtain virtual link and alternative to door to door delivery in special circumstances by publication electronically or in other publications borrowed from Hintonburg
9.6	Tie vote motion fails, deleted extra vote by chair. Decided by majority vote unless special resolution
FISCAL MATTERS 10.1-10.3	Section updated, fiscal year, signatories description, added trust company, credit union, or Caisse Populaire in addition to Canadian chartered bank, added with deposit insurance
Added 10.4	All expenditures of the Association shall be authorized by the Board of Directors using approved procedures
Added 10.5	From FCA: non-profit, members and board members do not derive financial advantage The Association is categorized as a nonprofit corporation, that is not a public benefit corporation
11 AUDIT	Changed from appointment of auditor to Audit not required under ONCA so can pass extraordinary resolution to waive
12 BY-LAW AMENDMENTS	Revised to reflect ONCA and with some wording from FCA and Hintonburg
13 DISSOLUTION	Updated with reference and link to detailed ONCA Requirements
14 RECORD KEEPING	
	14.1 Section Added ONCA requirements include allowing virtual access (all CPCA records are virtual on the cloud)
	14.2 Link added regarding who can access records
	14.3 Section Added on Corporate Filings: Notice of Change, Annual Incorporation Report
15 CITY OF OTTAWA	Section Added required for CPIP Insurance : apolitical body, directors independent of each other

## INSURANCE REQUIREMENTS

16 DEEMED RESIGNATION	Added using Hintonburg CA and examples from CLEO ONCA Workshop lawyer
17 CONFLICT OF INTEREST	Added from Hintonburg CA- board member to recuse from vote if have conflict of interest
18 RESPECTING DIVERSITY	Clause adapted from Hintonburg; requirement of City insurance eligibility
19 RESPECTFUL COMMUNICATION	Clause added to emphasize a core element of business communication (simple code of conduct)