

## **Articles of Incorporation**

And

## **Bylaws**

Updated:-October 10,-2018

Enacted by Association: November 9th, 2010

## **REVISION HISTORY**

Revision	Description	Date Revised
1.	Incorporation Date	November 9, 2010
2	Updated whole document for grammar and clarity	October 10, 2012
3	Updated board positions as approved at AGM	October 2016
4	Inserted new HVCA Logo throughout the document Inserted revisions history page Removed Bylaw 10 Dissolution from Table of Contents and Bylaws Articles 1 – 8	October 10, 2018
	Changed format to be consistent throughout this section. Article 3 - Class of membership 3.01 Changed Regular Membership to Resident Membership Added Non-Resident to Associate Membership for clarity. Indicated Associate Member can hold office, vote and must be 18 years of age or older.	
	<ul> <li>Article 5 - Number of Directors</li> <li>Changed minimum number from three (3) to five (5).</li> <li>Article 6 – Type of Corporation</li> <li>Standardized format of Non-profit Corporation to be consistent throughout the document.</li> </ul>	
	Article 7 – Activities of the Corporation Incorporated our mission and vision into the description of the activities of the Corporation. 7.02 Listed activities and partnerships of HVCA in bullet format.	
	Article 8 – Dissolution of the Corporation Added two new statements so board members know they must do everything they can to have a viable community association. Changed numbering throughout this section as a result. 8.03 a. standardizing format of words Non-profit Corporation	
	Corporation. 8.03 b. Capitalized Income Tax Act 8.03 c. Changed municipality to City of Saskatoon for clarity. 8.05 Included wording to clearly outline the	
	requirements for a meeting which would dissolve the community association. Quorum must be present and dissolution motion must be approved by 2/3 majority.	
	<ul> <li>8.06 Reworded statement to clarify steps for disbursement of the association's assets in the event of dissolution.</li> <li>8.07 Reworded statement to include an advertisement in the Star Phoenix and three</li> </ul>	
	newsletters to ensure Hampton Village residents were notified of the pending dissolution of the	

community association.	
Bylaw 1 Community Boundaries	
Inserted map of community for visual guide.	
1.03 Social Media Presence	
Added website and Facebook contact information	
Bylaw 2 Membership	
2.01 a & b ensured wording in Bylaw was consistent	
with wording in the Membership Article	
2.02 Changed fiscal year to July 1 – June 30 from September 1 – August 31. Added memberships will	
be renewed annually.	
2.03 inserted (or electronic membership profiles)	
now that we have online registration.	
2.07 Removed this statement as it is not a feasible	
practice. It said: Priority enrollment in Association	
programs may be given to Resident HVCA members	
over Associate (Non-resident) members and	
members of other community associations.	
3.13 moved to be in 3.05 position, changing	
remaining numbering in this section.	
Bylaw 3 – Board of Directors	
Changed the title of the Membership Coordinator to	
Online Registration / Membership Coordinator.	
Former 3.08 Board roles is now included as	
Appendix 1.	
3.13 moved to position 3.06 and other bullets	
renumbered accordingly.	
Bylaw 4 – Powers of the Board of Directors	
4.01 c. We reworded this statement, so board members would know why they might need to ask a	
board member to step down from their position.	
4.01 d. Added Five (5) days' notice shall be provided	
to the board.	
Bylaw 5 – Meetings	
5.01/ 5.03/ 5.05/ 5.06 Organized meeting information	
according to types of meetings and clarified proper	
meeting protocols.	
Bylaw 7 – Elections	
Chart was changed to reflect the changes from the	
2017 AGM and the current change to the	
membership coordinator due to the implementation	
of online registration.	
Bylaw 8 – Financial Activity	
8.04 The fiscal year was changed to be July 1 to	
June 30	
Bylaw 11 – Dissolution	
This bylaw was removed as it was a duplication of Article 8.	
Appendix 1	
Is now a detailed description of the roles and	
responsibilities of each board position.	
Appendix 2	
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	Was the previous Appendix 1	
	Communication Policy.	
	At the Organization Folicy.	
	At the September 12, 2018 Board meeting the board	
	approved a change in the advertising prices.	
	<sup>1</sup> ⁄ <sub>2</sub> page ad will change from \$75.00 to \$100.00	
	Full page ad will change from $$100.00 \text{ to } $200.00$	
	Full page ad will change from \$100.00 to \$200.00	
	The business card size and 1/4 page advertisements	
	will not change. These fees have been adjusted to	
	reflect current market costs.	

Articles of Incorporation

- Article 1 Name of Corporation
- Article 2 Registered Office
- Article 3 Class of Membership
- Article 4 Right to Transfer Membership Interests
- Article 5 Number of Directors
- Article 6 Type of Corporation
- Article 7 Activities of Corporation
- Article 8 Dissolution of Corporation

Bylaws:

Preamble

- Bylaw 1 Boundaries
- Bylaw 2 Membership
- Bylaw 3 Board of Directors
- Bylaw 4 Powers of the Board of Directors
- Bylaw 5 Meetings
- Bylaw 6 Voting
- Bylaw 7 Elections
- Bylaw 8 Financial Affairs
- Bylaw 9 Pledging of Credit
- Bylaw 10 Amendments

Policies and Procedures

## **ARTICLES OF INCORPORATION**

## ARTICLE 1 – Name of Corporation:

The name of the organization shall be: "Hampton Village Community Association Inc.", hereinafter called "The Association" or "HVCA".

## **ARTICLE 2– Registered Office**

2.01 3130 Laurier Drive Saskatoon, Saskatchewan S7L 5J7

#### ARTICLE 3– Class of membership

- 3.01 There shall be two (2) classes of membership
  - a. Resident
  - b. Associate (Non-Resident)
- 3.02 Resident membership shall be open to any individual, family or household whose principle residence, resides within the boundaries of the Association and upon payment of any required fees.
- 3.03 Resident membership status may be granted to any individual, family or household outside of the Association boundaries upon a majority vote of the Board and payment of any required fee.
- 3.04 A Resident member has the right to vote and be elected as a director.
- 3.05 Associate membership (Non-Resident) may be granted to any individual, family or household upon a majority vote of the Board and payment of any required fee.

#### ARTICLE 4 – Right to Transfer Membership Interests

4.01 None

## **ARTICLE 5 – Number of Directors**

5.01 Minimum of 5 and maximum of 20

#### ARTICLE 6 – Type of Corporation

6.01 The corporation is a Saskatchewan Non-profit Corporation (Charitable).

#### ARTICLE 7 – Activities of the Corporation

7.01 The HVCA has the power to carry on its activities in furtherance of the recreational, educational and social well-being of the residents of the Hampton Village neighborhood in the City of Saskatoon. Activities shall enhance and protect the quality of life in the Hampton Village neighbourhood by:

- a. promoting a sense of community
- b. providing opportunities for public input on community initiatives and issues.
- 7.02 HVCA shall promote, develop and organize educational, recreational and social programs, facilities and sites by:
  - a. Working in cooperation with the City of Saskatoon, Community Services Department
  - b. Working in conjunction with other organizations and agencies
  - c. Raising funds for carrying out and furthering the HVCA's objectives
  - d. Working in cooperation with the Saskatoon Public School District and the Greater Saskatoon Catholic School District
  - e. Working in liaison with the City Ward councilor.

## ARTICLE 8 – Dissolution of the Corporation

- 8.01 If the Community Association Governing Board concludes that it can no longer function as a viable organization then dissolution may be considered.
- 8.02 This action should be implemented only after it has been identified that no future purpose for the Association's existence can be identified
- 8.03 Upon dissolution or the liquidation of the corporation, all the remaining assets of the corporation after payment of all debts and liabilities shall be donated to;
  - a. A charitable Non-profit Corporation
  - b. A registered charity within the meaning of the Income Tax Act (Canada)
  - c. The City of Saskatoon
  - d. The Government of Canada or a Government of any Province or an agency of any of those governments or
  - e. Any combination of the bodies described in clauses A to D
- 8.04 Any motion towards dissolution must meet the requirements in accordance with the Saskatchewan Non-profit Corporations Act.
- 8.05 Any motion which would authorize dissolution of the Association must be approved at a General or Special Membership Meeting where quorum is present and must be approved by 2/3 majority of eligible voters present before it can be implemented.
- 8.06 In the event that dissolution is approved, a panel of at least three (3) trustees must be appointed to oversee the wind up of all outstanding financial affairs of the Association in accordance with the following guidelines:
  - a. The trustees shall take all steps legally necessary to ensure repayment of any outstanding debts for which the Association may be accountable.
  - b. Assets such as sports equipment acquired with major financial assistance from another organization shall have right of first refusal if it is still in existence

8.07 Any motion for dissolution requires at least ninety (90) days' notice, publication in at least three (3) newsletters and/or an advertisement in the Star Phoenix.

## **ASSOCIATION BYLAWS**

## **Preamble**

Unless the context otherwise requires, words importing the singular include the plural and vice versa, and words importing the masculine gender include the feminine. In all cases the Association tried to be gender neutral.

In the event of any dispute as to the meaning of any bylaw or resolution heretofore or hereinafter passed, the interpretation of the Board of Directors shall be final, subject to review at Annual General Meetings.

## **Bylaw 1 - COMMUNITY BOUNDARIES**

1.01 The Hampton Village community shall include all the area that lies within these boundaries:

In the City of Saskatoon, Saskatchewan:

Bounded on the north, by the south side of Claypool Drive from Hargraves Cres to McClocklin Road, on the west by McCallum Way and Hargraves Cres between 37<sup>th</sup> Street and Claypool Drive; Bounded on the east by Richardson and McClocklin Roads between 37<sup>th</sup> Street West and Claypool Drive. On the south by McClocklin Road including Block 2315 of 37<sup>th</sup> Street West between McCallum Way and Richardson Road



1.02 The mailing address of the Association shall be: PO Box 30048 Westview RPO 1624 – 33 Street W Saskatoon, SK. S7L 7M6 1.03 Online presence through: Website -- <u>saskhvca.com/</u> and Facebook-- facebook.com/hamptonvillage

## **BYLAW 2 - MEMBERSHIP**

- 2.01 Rights of Members
  - a. Resident Members are:
    - entitled to vote at all meetings of members.
    - eligible to be elected to the Board of Directors.
    - able to participate in programming and activities offered by HVCA.
  - b. Associate Members (Non-resident) are:
    - entitled to vote at all meetings of members.
    - are eligible to be elected to the Board of Directors.
    - can participate in programming and activities offered by HVCA.
    - Must be 18 years of age or older.
- 2.02 Membership fees shall be set annually at the Annual General Meeting. Membership fees will be valid from July 1 to June 30 and renewed annually.
- 2.03 Membership cards (or electronic membership profiles) will be issued. annually, upon payment of fee.
- 2.05 A member is not liable in an individual capacity for any debt or liability of the Association.
- 2.06 The Association honors current valid memberships from other Community Associations.

## **BYLAW 3 - BOARD OF DIRECTORS**

3.01 The Business of the Association shall be managed by the Board of Directors duly elected for a two-year term from the membership of the Association and shall consist of not less than 5 or more than 20 directors. Director positions are listed below.

Even Years	Odd years
President	Vice President
Treasurer	Secretary
Indoor Coordinator, Adult	Online Program / Membership
	Coordinator
Allocations Coordinator	Indoor Coordinator, Child and Youth
Communication Coordinator	Rink Coordinator
Kinder Soccer Coordinator	Youth Soccer Coordinator
	Indoor Coordinator, Daytime
Member at Large (4) positions 1,3,5,7	Member at Large (3) positions 2,4,6

- 3.02 A Director is required to be a member of the corporation.
- 3.03 No Director shall be a salaried employee of the corporation.
- 3.04 All Board terms shall be for two years and may be a shared position, equaling one vote.

- 3.05 A member may hold only **<u>one (1) position</u>** as a Director.
- 3.06 Half of the sitting Board plus one shall constitute a quorum for meetings of the Board.
- 3.07 No Director shall receive any remuneration for acting as such. However, a Director shall be reimbursed for their expenses incurred on behalf of the Association. A Director may be indemnified for their expenses incurred on behalf of the Association as a Director.
- 3.08 Directors will:
  - Meet a minimum of six times annually.
  - Meet on regular meeting dates, which will be established annually.
  - The regular schedule of meeting dates shall constitute notification.
  - Hold their meetings in Saskatoon.
- 3.09 Duties of the Board of Directors are described in Appendix 1.
- 3.10 The members of the Board shall perform such other duties as may be assigned from time to time.
- 3.11 Meetings of the Board may be held at any time upon reasonable notice at the call of the President.
- 3.12 Meetings of the Executive may be held from time to time upon notice by the President
- 3.13 Any member with signing authority of Association accounts must be bondable.

## **BYLAW 4 - POWERS OF THE BOARD OF DIRECTORS**

- 4.01 The Board shall have the power to do all things necessary for the successful operation of the organization, and without restricting the generality of the foregoing, be empowered to:
  - a. Administer the funds of the Association, including approval of all fundraising projects, in such manner and for such purposes as it may decide are beneficial to the well-being and advance of the objectives of the Association.
  - b. Decide to commence any new form of activity considered desirable and likewise to discontinue any form of activity being conducted under the auspices of the Association.
  - c. Expel any member from the Association for infraction of the Articles, Bylaws of the Association or Roles and Responsibilities of a Board member.
  - d. Suspend any member from the Board who fails to properly carry out their duties without having given a satisfactory explanation.
  - e. Accept any resignation and appoint any member of the Association to fill any vacancy occurring on the Board until the next Annual General Meeting at which time an election will be held to complete the balance of the term. Prior to nominating an Association member to fill a vacancy by appointment, five (5) days' notice shall be provided to the Board.

- f. Ensure that the objectives of the Association be carried out and that the Association is operated on a non-political and non-sectarian basis. The objectives of the Association shall be carried on without monetary gain to individual members and any profits or other accumulations shall be used in promoting its objectives.
- g. Notwithstanding any other provisions of the Articles of Incorporation, Bylaws, Policies and Procedures, the Board may appoint committees, either standing or temporary, and prescribe their duties, powers and duration thereof.
- h. Make such rules and regulations regarding the use of Association facilities, equipment, supplies, and activities as they may deem necessary.
- 4.02 All Directors are entitled to one vote. The meeting chair will hold their vote in case of the need to break a tie vote.
- 4.03 Any member of the Board who shall, for any reason, cease to hold office shall turn over to the Board all documents, electronic records (e.g. Data bases, usernames, passwords), keys, books, funds, and Association property within 14 days. Outgoing Board members shall endeavor to ensure a smooth transition for any change in Board membership.
- 4.05 There must be Board approval on all non-budgeted expenditures over \$ 100.00.

## **BYLAW 5- MEETINGS**

- 5.01 For business transacted at any Board or Membership Meeting to be valid, the meeting must be duly convened, and quorum must be present.
- 5.02 Quorum at any General or Special Meetings of the Association is deemed to be not less than 50% plus one of the sitting Board of Directors and one or more HVCA members personally present.

## Meetings of the Board of Directors

- 5.03 Board of Directors Meetings
  - a. In addition to the AGM, the Board of Directors shall hold a minimum of six (6) meetings each year.
  - b. Board of Directors meetings (General Business) shall be open to general attendance, however only Board members may present motions and vote.
  - c. All business transacted at meetings, necessary to the day to day operation of the Association, is deemed to be general business.
  - d. All Board members shall be notified of every meeting in writing, or electronic means or otherwise with at least five (5) days' notice.
  - e. The Board at any meeting may decide to hold further regular meetings by adopting a resolution stating the day; hour and place of the regular meeting and no further notice of those meetings shall be required.
  - f. A Board member may waive notice of a meeting by his or her attendance at a meeting or, if not in attendance by stating so by letter, telephone or otherwise.
  - g. The president or their designate shall preside at meetings of the Association, the meetings of the executive, any Special Meetings that may be called, and the AGM.

## 5.04 Wherever practical the order of business of the Board of Directors shall be:

- a. Call to order and adoption of Agenda
- b. Minutes of the last meeting
- c. Matters arising from the minutes
- d. Correspondence
- e. President's Report
- f. Financial Report (Treasurer)
- g. Community Consultant (City of Saskatoon)
- h. Directors and Coordinators Reports
- i. Committee Reports (if different from Coordinators)
- j. Old Business
- k. New Business
- I. Next meeting,
- m. Adjournment

#### **Membership Meetings**

#### 5.05 Annual General Meetings

- a. There shall be one (1) Annual General Meeting (AGM) of the Association in each calendar year to be held by the end of the month of October.
- b. Election of the Board of Directors shall take place at the Annual General Meeting.
- c. The AGM is open to association members in good standing and all residents within the Association's designated boundaries.
- d. The order of business for the Annual General Meeting shall be as follows:
  - 1. Notice of the meeting
  - 2. Minutes of the previous Annual General Meeting to be read and adopted
  - 3. Business arising from minutes of previous Annual General Meeting
  - 4. Correspondence
  - 5. Reports of the Coordinators and Committees
  - 6. New Business
  - 7. Election of Officers
  - 8. Adjournment
- e. Notice of the time and place of the Annual General or Special meetings must be given in accordance with the Corporations Act, by personal delivery and/or any electronic media. This notice must be given not less than fifteen (15) days or more than 50 days before the date of the said meeting.

## 5.06 Special Meetings

Special Meetings of the Association shall be held in the following circumstances:

- a. when deemed advisable by the Board of Directors.
- b. When requested in writing by not less than five percent (5%) of the HVCA members.
  - i. Those petitioning for the meeting shall be responsible for the costs of publicity and all other costs, including those incurred by the Association in the preparing and dealing with the meeting.

- c. Special meetings will be scheduled without undue delay. The meeting notice shall be published not less than fifteen (15) days and not more than fifty (50) days after receiving the request. The notice may take the form as a notice in the Association newsletter, and/or electronic media.
- d. All notices of Special Meetings shall state specifically the business proposed to be discussed at such meeting and no other business shall be transacted

## **BYLAW 6 - VOTING**

- 6.01 Every member in good standing, eighteen (18) years of age or over is entitled to one vote.
- 6.02 There shall be no voting by proxy.
- 6.03 The business of the Association shall be by majority vote of voting members present at meetings, as indicated by a show of hands except for:
  - a. The Chairperson of the meeting shall cast their vote last, to avoid a deadlock; the chairperson shall have the tie-breaking vote.
  - b. Under special circumstances, approval of a specific resolution may be approved via electronic media, however at the next Board meeting; said motion shall be entered in the minutes as a motion noting votes for and against.
  - c. Amendments to the constitution, must be passed by at least two-thirds (2/3) majority of those members present.
  - d. Voting shall be by secret ballot when requested by any one member of the association.

## **BYLAW 7 – ELECTIONS**

- 7.01 The nominating committee shall be coordinated and chaired by the Vice President.
- 7.02 The committee shall fully recognize the need for comprising a well-balanced slate of Directors.
- 7.03 The proposed slate of candidates shall be put forward by the Nominating Committee at the Annual General Meeting for elections and any additional nominees shall be received from the floor.
- 7.04 The Current Board of Directors is comprised of the Following:

Even Years	Odd years
President	Vice President
Treasurer	Secretary
Indoor Coordinator, Adult	Indoor Coordinator Child and Youth
Communication Coordinator	Rink Coordinator
Kinder Soccer Coordinator	Youth Soccer Coordinator
	Online Registration/Membership
	Coordinator
Member at Large (4) positions 1,3,5,7	Member at Large, (3) positions 2,4,6
Allocations Coordinator	Indoor Coordinator, Daytime

7.05 Not more than half of the Board should retire annually. A member may hold the same office for consecutive terms.

## BYLAW 8 – FINANCIAL ACTIVITY

- 8.01 All fees, revenue and grants payable to the Association shall be kept in an account kept in the name of the Association at such a bank as the Board may determine and all financial obligations incurred by the Board in the name of the Association shall be paid there from.
- 8.02 All cheques, drafts, and other negotiable, or non-negotiable instruments shall be sufficiently signed with two signatures, one of which must be President or Treasurer.
  - a. Signing Authority shall be given to the President, Treasurer and one Director named by the executive by resolution.
  - b. The annual financial statement shall be prepared within two months of the Association year end, and the directors shall meet to approve the financial statements and shall evidence their approval by the signature of the Treasurer and the President.

c. copy (hard or electronic) of financial statements shall be available to each member in good standing upon request.

d. A yearly written report of the reviewed financial activities of the Association shall be presented each year to the Information Services Corporation (ISC).

e) A monthly, written financial statement shall be presented at each meeting of the Board of Directors.

- 8.03 All property of the Association shall be the responsibility of the Board and the Board shall ensure a correct inventory of property is kept.
- 8.04 The fiscal year of the Association shall be July 1 to June 30.
- 8.05 The Board shall, appoint a qualified person under the Saskatchewan Non-profit Corporation Act, who is not a member or relative of any Board member, to review the Association Annual Financial Statement. It shall be the duty of this person to conduct a review or audit of the financial statement
- 8.06 The Financial Audit/Review, shall be approved by the Board and submitted to the membership at the AGM.
- 8.07 In exceptional circumstances, members of the Board of Directors may spend up to \$100.00 without prior approval and then submit receipts for reimbursement to the Treasurer. This is not meant to circumvent proper budgeting processes.
- 8.08 Purchases over \$1000 will be required to obtain 3 quotes and the quotes will be provided to the board of directors for approval prior to the purchasing. The Board by motion may waive this requirement in exceptional circumstances.
- 8.09 Purchases over \$2500.00 must be taken to the general membership for approval.
- 8.10 No Director may make expenses which would result in the liquid assets of the Association being less than \$3000.00
- 8.11 Capital Requirements are defined as net assets. Capital assets received for designated purposes must be used for the purpose outlined in the project taking place and funding instructions. There shall be a list of all capital assets accounted for each year in the Annual Financial Statement.

## **BYLAW 9 PLEDGING OF CREDIT**

9.01 Notwithstanding any other provision of the Governance Documents, no section or sections of this document shall be deemed to empower or enable the Board, or any Director, Member, or Members of the Association to pledge the credit of the Association or to enter into any contract or agreement on behalf of the Association, until such commitment has been specifically authorized by resolution at a Special Meeting.

## **BYLAW 10 - AMENDMENTS**

- 10.01 Proposed amendments to this constitution must be in writing and presented to the Secretary not less than twenty (20) days prior to the Annual General or Special Meeting of the Association. Full details of the proposed amendments must be made available to the community.
- 10.02 Such amendments must be by two-thirds (2/3) of the vote cast and secret ballot if requested by one (1) or more members.



# Appendix 1

## Appendix 1

Table 1 HVCA Director Positions, Term Expiry and Anticipated Time Commitment

Board Position	Renewal Year	Commitment Estimate
President	Even	Intense
Vice President	Odd	Light
Secretary	Odd	Moderate
Treasurer	Even	Moderate - Intense
Indoor Coordinator- Adult	Even	Moderate - Intense
Indoor Coordinator- Child and Youth	Odd	Moderate - Intense
Indoor Coordinator- Daytime	Odd	Moderate - Intense
Allocations Coordinator	Even	Moderate - Intense
Kinder Soccer Coordinator	Even	Moderate - Intense
Youth Soccer Coordinator	Odd	Moderate - Intense
Communication Coordinator	Even	Moderate - Intense
Online Registration / Membership Coordinator	Odd	Moderate - Intense
Rink Coordinator	Odd	Moderate - Intense
Member at Large (4 positions) positions 1,3,5,7,	Even	Light
Member at Large (3 positions) positions 2,4,6	Odd	Light

## Table 2. Estimated Time Commitment Categories

Time Commitment Category	Estimated hours per year for category
Light	20 - 40
Moderate	40 -80
Intense	80 – 200+



## **Board Member Roles and Responsibilities**

This roles and responsibility document is provided as a resource to volunteers who are elected, appointed and/or serving as Board Members for the Hampton Village Community Association. Roles are defined as per those identified in the Hampton Village Community Association Inc. Bylaws enacted November 10, 2009.

Board positions, Term expiry dates, and estimated time commitments are summarized in Table 1.

Included in Appendix 1 are details of each board position, role responsibilities, time commitment estimates, and skills that may be beneficial for the position.

**Roles and Responsibilities** have been developed through consultations with the City of Saskatoon Community Consultant, publicly available role definitions and roles currently performed by Hampton Village Community Board Members.

**Time Commitments** are based upon existing board member experience in the various positions as well as available external information. Time commitments will vary depending on the time of year, available facilities, number of programs and activities delivered each year. Time commitments are only a general guide.

The HVCA is a working board, meaning each board member assists, as they are able, with all activities offered in Hampton Village in addition to fulfilling their role on the board. All Board positions, regardless of responsibility, are voting positions per the HVCA Bylaws.

**Skills that are listed.** All positions are voluntary, however certain skill sets are beneficial for each position.



The Board of Directors is collectively accountable to the members, community, funders, and other stakeholders. As a Board, they are accountable for the Association's perfomance in relation to its mandate and effective stewardship of financial and human resources.

While there are specific roles for each Director the shared roles are listed below. Board Members are responsible for acting in the best long-term interest of the Community Association and the community.

Each Member of the Borad is expected to carry out their governance role:

- 1. Prepare for and participate in board meetings.
- 2. Listen to others' point of view, advocate their own, identify common interests and alternatives, and be open to compromise.
- 3. Support governance decisions once made.
- 4. Participate in the review of the Associations's mission and objectives and in the development of a strategic plan.
- 5. Help the Board to monitor the performance of the Association in relation to its mission, objectives, core values and reputation.
- 6. Abide by the articles, by-laws, code of conduct, conflict of interest and other policies that apply to the Board.
- 7. Participate in the approval of the annual budget and monitor financial performance of the Associaiton in relation to it.
- 8. Help establish, review and monitor operational policies.
- 9. Identify prospective Board Members and possibly help recruit them.
- 10. Attend and participate in the Annual General Meeting.
- 11. Keep informed about community issues relevant to the mission and objectives of the Association.

Each Board member is asked to support the activities of the Community Association:

- 1. Assist with Program Registration each fall and spring, as able.
- 2. Deliver the newsletter, if necessary
- 3. Help with at least one Sepcial Event each year.
- 4. Supervise Public Skate Time at the rink, twice a year.
- 5. Assist with rink maintenance, as able.

Board Members are ambassadors for the Association.

#### Recommended Skill Set...

For all Board Members:

- Pride of the neighbourhood, and knowledge of the community
- Commitment to the Association's mandate and strategic directions
- A commitment of time
- Openness to learning



## President

**Role:** Overall leader and primary respresntative of HVCA. Directs and coordinates the activities of HVCA; promoting HVCA's goals through program delivery, activities and communications.

## **Responsiblities:**

- 1. Coordinate and prepare for monthly Executive meetings.
- 2. Preside at board meetings of the Executive and at the HVCA Annual General Meeting, chairing all meetings according to parliamentary procedures (Robert's Rules of Order)
- 3. Ensure all meetings run smoothly and quickly in a positive and respectful atmosphere.
- **4.** Appoint a member of the Executive to act in his/her capacity in the absence of the President and Vice President.
- 5. Attend committee meetings and various community activities as required.
- 6. Be an ex-officio member of all committees.
- **7.** Be bondable and act as a signatory on documents and cheques drawn on Association funds, as required in the conduct of HVCA affairs.
- 8. Ensure all Executive are given training in their duties and responsiblities.
- **9.** Field general inquiries from membership or direct inquiries to the appropriate Board member.
- **10.** Ensure all Executive carry out their assigned responsiblities and duties.
- **11.** Provide suggestions to problems encountered by the Exectuive.
- **12.** Act on behalf of HVCA in matters pertaining to various levels of government, outside agencies, the City of Saskatoon, and at public functions.

## Time Commitment: Intense

Commitment	Communication	Leadership
Management	Delegation	Coordination
Public Relations	Engagement	Safety
Consensus Building	Problem Solving	Decision Making
Public Speaking	Conflict Resolution	



## **Vice President**

#### Role:

Assist the President in the overall leadership of the Association. Provide community leadership in the absence of the president and coordinate committee and subcommittees as required by the Board.

## **Responsiblities:**

- 1. Chair meetings in the absence of the President.
- 2. In the absence of the President, he/she will act on behalf of the President and perform the duties of the President.
- 3. May act on any committee or subcommittee.
- 4. Be bondable and act as a signatory on documents and cheques drawn on the Association funds as required.
- 5. Create a nomination committee a minimum of ninety days prior to the AGM to develop a nomination list for board positions per HVCA Bylaws (2018).
- 6. Provide treasurer with expense reports in the required format and in a timely manner.

## Time Commitment: Light

Commitment	Communication	Leadership
Management	Coordination	Decision Making
Public Relations	Engagement	Adaptability
Diplomacy		



## Secretary

Role: Record all proceedings of the Community Association.

## **Responsibilities:**

- 1. Record and preserve Minutes of all Board Meetings, as well as all Membership Meetings (including the Annual General Meeting and Special Meetings, if any)
- 2. Assist the President in preparations for Meetings, including:
  - a. Circulate draft Minutes prior to the Meeting
  - b. Draft an Agenda for the President's review
  - c. Make copies of handouts, as necessary
  - d. Ensure the meeting space is booked, and take care of all other meeting logistics
- 3. Be sufficiently familiar with legal documents (articles, by-laws, policies, etc.) to note applicability during meetings
- 4. Maintain records:
  - a. Maintain a current and complete contact list of Board Members, including mailing addresses and start/end dates of service
  - b. Maintain a current e-mail distribution list for the Board
  - c. Maintain a current list of key contacts for the Association
  - d. Ensure the Information Services Corporation (ISC) 'Corporate Registry' is accurate by filing *Notices of Change in Directors* no more than 15 days after a change occurs and filing the *Annual Return* annually
  - e. Keep the Organizational Binder up-to-date, ensuring all important documents and correspondence are kept on file
  - f. Ensure the Association's key documents are retained and destroyed as per the records retention guidelines
- 5. Keep the Organizational Calendar up-to-date
- 6. Draft, verify and distribute a listing of monthly meeting dates for the year
- 7. Work collaboratively with the other Officers (i.e. President, Vice-Pres and Treasurer)
- 8. Advise and assist the Board as well as individual Board Members in matters related to sound administrative practices
- 9. Other duties as required or assigned

## Time Commitment: Moderate

Organization	Attention to detail	Communication
Teamwork	Computer literacy	Minute Taking



#### Treasurer

Role: Responsible for the overall financial matters of HVCA.

## **Responsibilities:**

- 1. Present a monthly, written financial statement along with official bank statements.
- 2. Assist at registration nights, membership blitz and community functions.
- 3. Maintain the financial record of HVCA in accordance with general accounting practices.
- 4. Coordinate the preparation and presentation of the annual budget for HVCA.
- 5 Prepare and deposit all cash and cheques.

6. Prepare and pay all payables. Original documentation or reasonable facismile must be received and kept for seven (7) years.

7. Prepare all floats required for registration events and activities. Balance all monies received from HVCA registration and events.

8. Work with other Executive members as required to prepare all grant application forms and submit to Community Development, City of Saskatoon.

9. Prepare financial statements for presentation to the community at the AGM. Ensuring cash is counted by at least two people and the appropriate tally is signed by both.

10. Be bondable and act as a signatory on documents and cheques drawn on all Association funds as required in the conduct of Association affairs.

11. Review expense reports and issue expense cheques in a timely manner.

12. Prepare year-end report for presentation to the executive.

13. Keep the debit card and pin for the bank account secure.

14. Review and maintain Insurance policy along with another board member. The treasurer is responsible for it to be renewed annually and on time.

15. Prepare and present documentation in appropriate format for the annual review by an outside qualified professional.

16. Present Annual Reviewed Financial Statements at the AGM for acceptance.

17. Co-ordinate with the secreatary and other board members if necessary, to submit accepted Financial Statement and other necessary doucments to ICS, in order to maintain our corporate registry with the Province of Saskatchewan. The responsibility of that submission on time is that of the treasurer. Currently, a copy of the Financial Statements are due April 30 of each year following the December 31 Statements.

18 Co-ordinate with the secretary and other board members if necessary, to submit Annual Resolutions of Directors and Members and other necessary documents to ICS in order to maintain our corporate registry with the Province of Saskatchewan. The responsibility for the on time submission is that of the treasurer. Currently, a copy of the Resolutions are due September 30 of the year following the December 31<sup>st</sup> Statements. However; every endeavor should be made to have them filed with the Financial Statements on April 30.

19 Co-ordinate and prepare Community Association Annual Operating Grant, using the prescribed form. The due date of the form is currently April 30. The form must be given to the

current Community Consultant for processing. The responsibility of remitting that form on time is that of the treasurer.

## Time Commitment: Intense

Commitment	Communication	Coordination
Accounting	Organization/ Time Management	Decision Making
Attention to detail	Diplomacy	Budgeting



#### Indoor Coordinator- Adult

**Role:** Responsible for the planning, management and coordination of all programs for adults (18+). Note: There is overlaps with the Program Coordinator- Child and Youth and the Daytime Coordinator.

## **Responsiblities:**

- 1. On an annual basis provide to the Executive and annual budget and estimate for programs.
- 2. Provide immediate updates to the Communications and Website coordinators on changes to advertised programs.
- 3. Provides monthly updates to the Executive on enrolment, cancellations, problems, etc. of programs.
- 4. Coordinate and organizeprograms for adults (The City of Saskatoon is a resource).
- 5. Hire instructors. (The City of Saskatoon can assist with this).
- 6. Facilitate program space as required.
- 7. Complete all necessary sec urity checks for instructors following Community and City of Saskatoon Guidleines.
- 8. Responsible or purchase and maintenance of equipment and supplies used in programs.
- 9. Coordinate fall and winter program registrations.
- 10. Prepare program information for the community newsletter and submission to the City of Saskatoon Leisure Services for the Leisure Guide listing in the required time frame, length and detail.
- 11. Provide treasurer with expense reports in the required form and in a timely manner.
- 12. Prepare year-end report for presentation to the Executive and AGM

## Time Commitment: Moderate – Intense

Commitment	Communication	Programming
Leadership	Scheduling	Delegating
Budgeting	Administrative	Public Relations
Safety	Consesnsus Building	Team Building



#### Indoor Coordinator- Child and Youth

**Role:** Responsible for the planning, management and coordination of all programs for children and youth under the age of 18. Note: There is overlaps with the Adult Program Coordinator and the Daytime Coordinator.

#### **Responsiblities:**

- 1. On an annual basis provide to the Executive and annual budget and estimate for programs.
- 2. Provide immediate updates to the Communications and Website coordinators on changes to advertised programs.
- Provide monthly updates to the Executive on enrolment, cancellations, problems, etc. of programs.
- 4. Coordinate and organize programs for children and youth (The City of Saskatoon is a resource).
- 5. Hire instructors. (The City of Saskatoon can assist with this).
- 6. Facilitate program space as required.
- 7. Complete all necessary security checks for instructors following Community and City of Saskatoon Guidleines.
- 8. Responsible or purchase and maintenance of equipment and supplies used in programs.
- 9. Coordinate fall and winter program registrations.
- 10. Prepare program information for the community newsletter and submission to the City of Saskatoon Leisure Services for the Leisure Guide listing in the required time frame, length and detail.
- 11. Provide treasurer with expense reports in the required form and in a timely manner.
- 12. Prepare year-end report for presentation to the Executive and AGM

#### Time Commitment: Moderate – Intense

Commitment	Communication	Programming
Leadership	Scheduling	Delegating
Budgeting	Administrative	Public Relations
Safety	Consesnsus Building	Team Building



#### Indoor Coordinator- Daytime Programming

**Role:** Responsible for the planning, management and coordination of all daytime programs for adults (18+). Note: There is overlaps with the Program Coordinator- Child and Youth and the Daytime Coordinator.

#### **Responsiblities:**

- 1. On an annual basis provide to the Executive and annual budget and estimate for adult daytime programs.
- 2. Provide immediate updates to the Communications and Website coordinators on changes to advertised programs.
- 3. Provides monthly updates to the Executive on enrolment, cancellations, problems, etc. of programs.
- 4. Coordinate and organizeprograms for adult daytime programming (city of Saskatoon is a resource).
- 5. Hire instructors. (The City of Saskatoon can assist with this).
- 6. Facilitate program space as required.
- 7. Complete all necessary security checks for instructors following Community and City of Saskatoon Guidleines.
- 8. Responsible or purchase and maintenance of equipment and supplies used in adult daytime programs.
- 9. Coordinate fall and winter program registrations.
- 10. Prepare program information for the community newsletter and submission to the City of Saskatoon Leisure Services for the Leisure Guide listing in the required time frame, length and detail.
- 11. Provide treasurer with expense reports in the required form and in a timely manner.
- 12. Prepare year-end report for presentation to the Executive and AGM

#### Time Commitment: Moderate – Moderate

Commitment	Communication	Programming



#### Soccer and Kinder Soccer Coordinator-

**Role:** Organize and coordinate the soccer and kindersoccer programs for the Community Association in conjunction with spccer guidleines and regulaitons.

#### **Responsiblities:**

- 1. On an annual basis provide to the Executive and annual budget and estimate for programs.
- 2. Provide immediate updates to the Communications and Website coordinators on changes to advertised programs.
- 3. Provide monthly updates to the Executive on enrolment, cancellations, and other issues.
- 4. Coordinate and organize soccer registration and develop team lists.
- 5. Ensure there are sufficient coaches and that the coaches are aware of their duties.
- 6. Oversee team coaches and monitor programs to verify soccer program is running smoothly.
- 7. Be knowledgeable in, and keep coaches informed about league regulations.
- 8. Complete all necessary security checks for instructors following Community and City of Saskatoon Guidelines.
- 9. Register soccer teams with applicable City of Saskatoon Sports Associations.
- 10. Purchase and maintain equipment and supplies used to deliver the soccer programs.
- 11. Arrange for required fields and facilities to deliver the soccer program. Coordinate with Indoor Adult, Child and youth Coordinators to arragned required indoor space.
- 12. Distribute schedules and equipment to coaches.
- 13. Prepare program information for the community newsletter and submission to the City of Saskatoon Leisure Services for the Leisure Guide listing in the required time frame, length and detail.
- 14. Provide treasurer with expense reports in the required form and in a timely manner
- 15. Prepare year-end report for presentation to the Executive and AGM

## Time Commitment: Moderate – Intense

Commitment	Communication	Programming
Leadership	Scheduling	Delegating
Budgeting	Administrative	Publice Relations
Safety/ Security Checks	Consensus Building	Team Building



## **Communications Coordinator**

#### Role:

Prepare and coordinate the distriburtion of newsletters and other such communiques for the purpose of promoting the Community Association.

#### **Responsiblities:**

- 1. Prepare an annual budget progjection for all communication expenses, as well as, provide a year end report of expenses at the AGM.
- 2. Establish a newsletter preparation and distribution schedule, along with a list of anticiapted content for each newsletter issue.
- 3. Write and/or solicit articles from community members and other Board members.
- 4. Ensure all standards for the newsletter are met. Three newsletters per year (two hard copy, winter editon online only) Community logo to appear on front page; list board members and positions with contact information; publish the purpose and objectives of the community associaiton; keep a copy of each newsletter on file.
- 5. Solicit advertising from within/near the neighbourhood adhering to the HVCA advertising policy and rates as outlined in newsletter policy.
- 6. Coordinate the printing of the newsletter.
- 7. Determine distribution method that is both economical, efficient and thorough.
- 8. The community association must attempt to deliver newsletters to all neighbourhood households.
- 9. Work with the webmaster to post the newsletter and other announcements on the applicable platforms. (eg. website, Facebook)
- 10. Post announcements on community sign in a timely manner. Ensure sign is changed approximately every six weeks.
- 11. Purchase portable sign license at the end of April.
- 12. Purchase sandbags and other supplies to secure sign and the posted information.
- 13. Provide treasurer with expense reports in the required form and in a timely manner.
- 14. Prepare year-end report for presentation to the Executive and AGM.

## **Time Commitment: Intense**

Commitment	Communication	Attention to Detail
Creativity	Planning	Public Relations
Budgeting	Coordination	Community Knowledge
Computer Literacy	Writing	Editing
Advertising	Decision Making	



## **Online Registration/Membership Coordinator**

**Role**: Coordinate online registration. Ensure all program attendees have a valid community association membership. Maintain an accurate membership list..

#### Responsiblities:.

- 1. Type and maintain and accurate and up-to-date membership list, which will be kept in a secure location following all Personal Information Protection and Electronic Documents Act (**PIPEDA**).
- 2. Provide membership lists for program registrations.
- 3. Coordinate, organize and oversee the online registration process.
  - a. Work with the Communications Coordinator and the Webmaster to advertise and promote membership opportunities through available media as appropriate.
- 4. Attend all in person registration events to ensure all participants have a valid community association membership.
- 5. Prepare reconcilliation for each membership registration or event and turn it in to the Treasurer.
- 6. Maintain a confidential list of volunteers (Volunteer Registry). The Volunteer Registry will be updated on a regular basis. Provide a computerized list of volunteers to Board members as requested.
- 7. Encourage and oversee that Board members provide the Membership Coordinator with an up-to-date list of their volunteers and any changes.
- 8. Provide treasurer with expense reports in the required form and in a timely manner.
- 9. Prepare year-end report for presentation to the Executive and AGM

## Time Commitment: Intense

Commitment	Communication	Programming
Computer Literacy	Organization	Diplomacy



## **Rink Coordinator**

**Role:** Oversee the operation and maintenance of the outdoor rink on behalf of the Community Association.

## **Responsiblities:**

- 1. On an annual basis provide to the Executive an annual budget and estimate for programs.
- 2. Apply for all grants pertaining to the rinks with the assistance of the Community Consultant.
- 3. Maintain all records pertaining to the operation and maintenance of the rink.
- 4. Provide technical direction in regards to maintenance of the rink.
  - a. Organize rink flooding as required.
  - b. Organize snow removal teams as required.
  - c. Develop a list of rink volunteers.
  - d. Orient rink volunteers.
  - e. Celebrate the work of rink volunteers.
  - f. Ensure there are sufficient supplies such as shovels, brooms, fuel for snow blower, etc.
  - g. Ensure smooth operation of snow blower
  - h. Create or request assistance creating a supervised skating schedule.
  - i. Coordinate the advertisement of supervised skating times with Communications Coordinator
- 5. Report all rink matters to the Executive.
- 6. Provide recommendations to the board regarding future rink improvements and required maintenance.
- 7. Maintain rink in the summer by ensuring grass is cut and weeds are removed. Community Consultant can provide resources for refuse hauling.
- 8. Orgainze spring cleanup day at at the rink.
  - a. Paint shed door as required.
    - b. Check puck board.
- 9. Develop Community Association rink policy and provcedures manual.
- 10. Provide treasurer with expense reports in the required form and in a timely manner.
- 11. Prepare year-end report for presentation to the Executive and AGM

## Time Commitment: Moderate – intense in the winter season

Commitment	Communication	Grant Applications
Budgeting	Outdoor rink knowledge	Diplomacy
Organization	Scheduling rink maintenance & supervision	Public Relations
First Aid		



## **Allocations Coordinator**

Role: Facilitate bookings of fields and facilities for programs and events delivered by HVCA

## **Responsiblities:**

- 1. On an annual basis provide to the Executive an annual budget and estimate of rental space required for program delivery
- 2. Maintain all booking records.
- 3. Discuss the space requirements for all programs to be delivered each season with indoor adult, child, daytime and soccer coordinators.
- 4. Book required space using online booking tool.
- 5. Notify coordinators of any booking challenges or blackout dates.
- 6. Distribute online booking sheets to program coordinators on a regular basis.
- 7. Provide immediate updates regarding booking cancellations.
- 8. Prepare a year-end report for the Executive and the AGM regarding the number of bookings made and any issues that occurred...

#### Time Commitment: Moderate

Commitment	Communicaiton	Flexibility
Diplomacy	Computer skills	



#### Member at Large

**Role:** This position is a voting member of the Board of Directors with no specific responsibilities unless assigned on an ad-hoc basis. This is a great board entry position to learn about the operations of the Board and Community Associations.

#### **Responsibilities:**

- 1. Assist with special projects as required and as time permits.
- 2. Be willing to get involved and learn new things.
- 3. Have a positive attitude.

## Time Commitment: Light

Commitment	Communication	Flexibility
Passion for the Community	Local Community knowledge	Positive Attitude



# **APPENDIX 2**



## Appendix 2 Policies and Procedures

- 1. Cost as a Barrier (Attached)
- 2. Personal Information Protection and Electronic Documents Act (Attached)
- 3. Communication Policy (Attached)

Hampton Villase	POLICIES & PROCEDURES TITLE: COST AS A BARRIER POLICY
Hampton Village	DATE REVISED:
Community Association	DATE EFFECTIVE: January 2011

## Purpose

The Community Association (herein called the "Association") in conjunction with the City of Saskatoon offers Cost as a Barrier financial assistance to ensure everyone who wants to participate in a program can, despite financial hardships.

## Policy

Cost as Barrier is available as a full or partial subsidy. There is a limit of one (1) program per session per adult or child. Cost as a Barrier does not include memberships which must be purchased. All inquiries are kept confidential.

## Procedures

Information on the cost as a barrier policy will be distributed immediately prior to the fall and winter registrations via the community newsletter and/or Social media or other media formats as deemed necessary.

The request for financial support will be reviewed by the appointed individuals designated by the Association Board of Directors and recommendations and/or decision is made at that time. Through this initiative, the community association will fund one program per family or child, per session.

Financial support will be considered for families whose annual income is at or below the Low Income Cut Off (LICO) level as set by the Federal Government.

Families will still be required to purchase a Community Membership.

This policy will be reviewed annually.

## Suggested Advertisement:

Hampton Village Community Association Cost as a Barrier (CAAB) Policy The HVCA in conjunction with the City of Saskatoon offers Cost as a Barrier financial assistance in an effort to ensure everyone who wants to participate in a program can, despite financial hardships. Please note there is a limit of one (1) program per session per adult or child. CAAB does not include Association memberships which must be purchased. Cost as a Barrier is available as a full or partial subsidy. To apply, please contact us at: \_\_\_\_\_\_. All inquiries are kept confidential

Hampton Villase	POLICIES & PROCEDURES TITLE: Personal Information Protection and Electronic Documents Act (PIPEDA Privacy Legislation).
Hampton Village	DATE REVISED:
Community Association	DATE EFFECTIVE: October 17, 2011

We respect the need for privacy and have created and implemented the policies and procedures required by organizations to ensure issues are addressed. This document is to ensure our compliance under the privacy requirements of PIPEDA (Personal Information Protection & Electronic Documents Act) (Privacy Legislation).

## Sharing of Information

The Association will share only pertinent information with coaches, and parents to meet the requirements of program registration.

Personal information is shared with the Membership Director of the Board of the Association, and the program leaders as dictated by their program participants.

## **Association Principles**

- **Consent** we require your knowledge and expressed or implied consent for the collection, use or sharing of your personal information.
- Access upon request, we will give you access to your personal information collected by the Association.
- **Safeguards** we will protect your personal information through appropriate storage, policies, and safeguards.
- **Purposes** we will always provide the purposes for which your personal information is to be used or disclosed.
- Limits we will limit the collection of your personal information to the purposes outlined to you.
- **Retention** we will retain your personal information only as long as necessary to fulfill identified purposes.

By enrolling your child or yourself in Association's programs; You are hereby giving consent to the collection, use and disclosure of personal information as needed.

Hampton Village	POLICIES & PROCEDURES TITLE: Communication & Advertising
Hampton Village	DATE REVISED:
Community Association	DATE EFFECTIVE: January 2012

The Hampton Village Community Association (Herein called the Association or HVCA) accepts both paid and unpaid advertising to be included within their communications materials.

## Purpose

To provide guidelines for the Communications Coordinator and Association Executive regarding advertising Association information via a communication medium such as but not limited to, newsletters, website and social media.

#### Policy

Advertising Costs

1. Advertising costs for the Association Newsletter are outlined as follows:

	Present Ad Cost
Business Cards	\$25
1/4 Page	\$50
1/2 Page	\$100
Full Page	\$200

- 2. The Association Newsletter will include advertisements to a maximum size of up to 75% of content pages.
- 3. The Association may feature advertisements on the Association webpage or social media in a specially and clearly designated space which does not obscure content.
- 4. Advertising cost for the Association webpage or social media will be market-based or negotiated between the advertising party and the Association.
- 5. When it is determined that a change in advertising costs is required, a notification will be sent out to all present advertisers outlining the change including the distribution numbers and reason for the change.
- 6. Neighbourhood Schools, the City of Saskatoon and not-for-profit organizations may, at the discretion of the editor, be exempt from cost for their advertising as they provide the community with their resources such as the use of their facilities.
- 7. Advertising opportunities will be open to all parties except for those outlined below.

## **Political & Ethical Advertising**

1. The Association will not support the inclusion of political advertising for civil, provincial or federal electoral campaigns.

- 2. Following an election, the Association may publish information in the Association newsletter or social media which identifies the recently elected City councillor and contact information as requested.
- 3. A link to the appropriate email, website or social media of a local political representative may be included on the Association website or social media.
- 4. The Association will not support the inclusion of advertising which may be considered prejudicial or overly controversial.
- 5. The Association reserves the right to refuse any material submitted to the Association.

#### Procedures

All advertisements submitted must be approved by the Communication Coordinator.

If the Communication Coordinator is unsure of any advertising submission, they may take the item to the Board of Directors (BOD) for review to determine a final decision regarding inclusion within the newsletter, website or social media.

In the case of disputes between the Communication coordinator and potential advertisers, the Board of Directors will provide the final decision on any submission.