

**FRIENDS OF LONG ISLAND CAMP
(F.O.L.I.C.)**

CHARTER

FRIENDS OF LONG ISLAND CAMP CHARTER

This Charter establishes the Friends of Long Island Camp (FOLIC) and provides for the future development and use of the R.C.M.P. Long Island Camp (the Camp), 415 Nicolls Island Road, Manotick, Ontario.

1. NAME OF THE Corporation

- a. The name of the Corporation shall be the "Friends of Long Island Camp", hereinafter called the Corporation.

2. FISCAL YEAR

- a. The fiscal year of the Corporation shall be January 1 to December 31.

3. MEMBERSHIP

- a. Qualifications and conditions for Membership in the Corporation shall be determined by the Executive Committee and documented in FOLIC policy. Each "full member" hereinafter called member shall be entitled to one vote. The term "member" within this document does not refer to associate members or "family members" of a full member. Where multiple full members exist within a single family membership they are entitled to one vote per membership. Should two or more full members in a family unit wish to each have a vote they must each obtain a membership in the corporation.
- b. Honorary Life Membership may be granted by the Executive to:
 - i. any member or ex-member of the Corporation, or
 - ii. any person who, in the opinion of the Executive is deserving of this honour, has been involved with the Camp prior to the establishment of the Corporation.
 - iii. any non member of the Corporation who, in the opinion of the Executive, provides stellar service over a long period of time to the Corporation and is deserving of this honour.

- c. Honorary Life Members shall not be required to meet the conditions of membership and shall enjoy all Corporation privileges including the right to vote at any Corporation meeting.

4. OFFICERS OF THE Corporation

- a. The Officers of the Corporation (Officers) shall consist of the President, Vice President, Secretary and Treasurer and shall be members of the Executive Committee.
- b. The Officers of the Corporation, other than treasurer, shall be elected from within its membership.
- c. The Treasurer shall be appointed by the Executive Committee and shall be a voting member of the Executive Committee.

5. DUTIES OF OFFICERS of the CORPORATION

- a. The President shall be the chief executive officer of the Corporation and shall, when available, preside as chairperson at all meetings of the Executive Committee, AGM's or Special meetings and shall perform all duties incidental to this office and without limiting the generality thereof, the President shall:
 - i. be an ex-officio member of any and all Standing Committees;
 - ii. represent the Corporation at all meetings and other functions requiring such representation; and
 - iii. have the power to delegate, to another Officer of the Corporation, any of these powers or duties.
- b. The Vice President, in the absence of the President, may exercise all the powers and discharge all the duties of the President.
- c. The Secretary shall:
 - i. maintain Minutes of all meetings concerning the Corporation;
 - ii. ensure all notices are given in accordance with this Charter;
 - iii. ensure all books, reports, correspondence and other records, other than

financial records maintained by the Treasurer, are properly kept and filed;

- iv. maintain a list of names and addresses of all members of the Corporation;
and
- v. perform all duties incidental to the office of Secretary and such other duties as may be assigned by the Executive.

In the absence of the Secretary the Executive may authorize one of its members to perform the duties of Secretary.

d. The Treasurer shall:

- i. act as custodian of all financial records, documents and records of value having reference to the business of the office;
- ii. collect any fees and other monies due the Corporation and depositing same in the financial institution(s) used by the Corporation;
- iii. pay accounts and make disbursements from Corporation funds in accordance with directions of the Executive;
- iv. maintain books and records in accordance with generally accepted accounting practices and principles and as prescribed by government regulations;
- v. submit at meetings of the Executive Committee a statement showing receipts and disbursements and such other information relative to the financial position of the Corporation as the Executive Committee may from time to time require;
- vi. ensure that a detailed audited report of the financial statements of the Corporation is available at the meeting of the Executive Committee preceding the AGM; and
- vii. perform all duties incidental to the office of the Treasurer and such other duties as may be assigned from time to time by the Executive.

6. THE EXECUTIVE COMMITTEE (EXECUTIVE)

- a. The affairs of the Corporation shall be managed by an Executive Committee consisting of a minimum of six (6) to a maximum of (14) members, duly elected by the membership or in the case of a vacancy appointed by the Officers of the Corporation until the next election.
- b. Included in 6.a. above, shall be the Officers of the Corporation, the Camp Manager, Directors of Committees and a position known as the RCMP Liaison Member, an ex officio member, whose incumbent may, but need not be, a member of the Corporation and is not entitled to vote in Corporation matters.
- c. Directors, elected by the membership, shall be the Chairpersons of the Standing Committees established by the Executive Committee. One Director shall chair each committee and be responsible for the activities of his(her) committee.
- d. Additional Executive Members:
 - i. Notwithstanding the preceding paragraphs of this section, the Executive may appoint additional members from time to time, as deemed necessary.
- e. Members of the Executive shall attempt to ensure that all areas of Camp activities are represented on the Executive.
- f. The term of office for each member of the Executive shall be for two (2) years, with the President and Secretary along with half of the remaining Executive (Directors) elected on even years and the Vice President along with the other half of the Executive on odd years. Re-election is permissible.
- g. A person shall cease to be a member of the Executive upon the occurrence of any of the following:
 - i. his or her resignation;
 - ii. death or other disability;
 - iii. removal from office by a majority of votes for Corporation members casting a vote at a General or a Special meeting of members called for that purpose; or
 - iv. termination of Corporation membership.
 - v. in respect of the above the RCMP Liaison Member serves the Corporation and ceases to be a member of the executive at the pleasure of the RCMP.

- h. A quorum of the Executive remaining in office may fill any vacancy on the Executive with a duly qualified member and such replacement shall hold office until a successor has been duly elected.
- i. Regular meetings of the Executive Committee shall be held at such place and at such time and upon such notice as the Executive or offices of the Corporation may decide from time to time.
- j. Special meetings of the Executive Committee may be held at any time and at any place.
- k. The President shall be bound to call a Special meeting of the Executive Committee upon the request in writing of at least one-third (1/3) of the Executive members and, if the President should fail to do so within fifteen (15) days from receiving such request, any two (2) Executive members may convene a special meeting of the Executive.
- l. Unless otherwise specified, Motions arising out of any meeting shall be decided by majority vote. In the event of an equality of votes, the Chairperson of the meeting will cast the deciding vote.
- m. Fifty (50) percent of the members of the Executive shall constitute a quorum at all Executive meetings.
- n. Elections:
 - I. The Executive shall appoint a nominating committee of three (3) Corporation members to put forward nominations for election to the Executive, such nominations shall be exclusive of the treasurer.
 - ii. The nominating committee shall nominate a complete slate of Executive members including directors whose terms of election have expired. Such a slate of Executive members may include those nominated for a consecutive term.
 - iii. Nominations shall be in writing and shall be presented to the Secretary at least (30) calendar days in advance of an Annual General Meeting (AGM). The Secretary shall post the nominations (in the manner most appropriate) at least (21) days before the AGM.
 - iv. Any member may put forth additional nominations at the Annual General meeting (AGM). These nominations must be in writing, signed by the nominator and the seconder, and the nominee must indicate either in person or in writing a willingness to serve, if elected.

7. COMPENSATION OF OFFICERS AND EXECUTIVE MEMBERS

- a. The President, Vice President , Secretary and the Treasurer may receive honorariums or compensation as recommended by the Executive Committee and with the concurrence of the membership by a majority vote at a AGM or other meeting called for that purpose.

8. REIMBURSEMENT OF Corporation MEMBERS

- a. Every Corporation member who incurs on behalf of the Corporation an expense authorized by a meeting of the general membership or by the Executive, shall be reimbursed from Corporation funds.

9. MEETINGS OF MEMBERS OF THE Corporation

- a. There shall be a general meeting (AGM) each year held at the discretion of the Executive, which meeting shall:
 - i. receive the annual report of the Executive;
 - ii. elect the Executive for the new fiscal year;
 - iii. receive, review and adopt the financial statements of the Corporation for the period last ended, and the Auditor's report thereof;
 - iv. appoint an Auditor; and
 - v. conduct such other business as may properly come before the meeting.
- b. Notice of the AGM shall be distributed and/or posted in places and locations as determined by the Executive at least fifteen (15) days before the meeting.
- c. Special Meetings of the Corporation may be called by the President:
 - i. upon five (5) days notice in the manner approved by the Executive;
 - ii. upon the request in writing of a minimum of fifteen (15) members of the Corporation, such notice to shall state the business to be transacted and to be left with any member of the Executive. Within five (5) days of receiving such request, the President shall call a Special Meeting to transact the business stated in the request.

If the President does not, within five (5) days of receiving the request, call a meeting, any member who signed the request may call the meeting in the manner prescribed above.

- d. Ten (10) or more members of the Corporation present shall constitute a quorum for the AGM or Special meetings.
- e. Each member of the Corporation in good standing shall be entitled to one (1) vote at the AGM or Special meetings.
- f. Each member of the corporation entitled to a “vote” may vote in person or by proxy by authorizing, in writing, another member of the corporation to exercise his or her voting privileges. Said authorization must be presented to the returning officer before polling is conducted.
- g. The AGM and Special Meetings shall be open, in addition to members of the Corporation, to all employees of the R.C.M.P., in a non voting capacity.
- h. Any issues left with the membership for comment during an AGM or Special Meeting shall, if not commented upon in writing within 14 days of that meeting, be deemed approved as presented.

10. COMMITTEES

- a. Standing Committees shall be formed as determined by the Executive Committee within the criteria of the Charter for the effective operation of the Corporation by establishing policies governing the activities of the Corporation. A Director, elected by the membership, shall chair each Standing Committee.
- b. The Executive Committee may appoint a Director of the Corporation to the position of Chairperson of any Committee which the Executive deems necessary to properly carry out the affairs of the Corporation.
- c. The Chairperson may appoint such members of the Corporation to the Committee as he or she deems necessary or desirable.
- d. The Chairperson shall report as required to the Executive Committee on matters coming within the respective Committee's terms of reference.
- e. Chairpersons or Committee members shall not incur any expenses on behalf of the Corporation, except in accordance with authority delegated by the Executive Committee.

- f. Terms of reference and duties of Committees shall be stipulated in policies and procedures.

11. APPOINTMENTS - AUTHORIZATION AND SELECTION

- a. The Officers of the Corporation shall authorize the appointment, on a voluntary basis or on a contract basis as deemed appropriate, of a Camp Manager. Such appointment shall be ratified by the Executive Committee
 - i. if the appointment is on a voluntary basis the Executive Committee may authorize an honorarium as deemed appropriate.
- b. The Executive Committee and the Camp Manager shall, when delegated by the Officers of the Corporation, select or appoint the incumbents for positions of maintenance, repair and upkeep and general day to day operations of the Camp. Such selection shall be approved by the Officers of the Corporation.
 - i. if on a voluntary basis, shall outline in writing, precisely the expectations, duties and responsibilities of the position which are not outlined in this Charter; or
 - ii. if on a contract basis, shall determine the compensation and terms of the contract, outlining precisely the expectations, duties and responsibilities of the position which are not outlined in this Charter.

12. EXECUTION OF DOCUMENTS

- a. Negotiable instruments such as cheques, notes and drafts shall be signed by at least two (2) Officers of the Corporation.
- b. Other securities such as assurances, investment certificates, debentures, bonds or other documents shall be signed by the President and by the Treasurer or such other person as may from time to time be designated by a Resolution of the Executive.
- c. Contracts, documents or any instruments in writing requiring the signature of the Corporation shall be signed by two (2) Officers, and, once signed, shall be binding upon the Corporation without any further authorization or formality.
- d. The Executive shall have the power by Resolution to appoint an Corporation member to sign, on behalf of the Corporation, contracts, documents and instruments in writing.

- e. One or more accounts in the name of the Corporation shall be opened and carried on with such Chartered Bank or Trust Company as the Executive may from time to time designate.

13. BORROWING AND BANKING

- a. Corporation members may from time to time authorize the Executive to:
 - i. borrow money upon the credit of the Corporation in such amounts and upon such terms as the Executive may deem expedient and determine;
 - ii. limit or increase the amount of money to be borrowed;
 - iii. issue, reissue, sell or pledge debt obligations of the Corporation upon such terms as the Executive may deem expedient and determine;
 - iv. mortgage, charge, hypothecate, pledge or otherwise create a security interest in all or any property of the Corporation owned or subsequently acquired to secure debt obligation of the Corporation and/or any liability of the Corporation.
- b. The Executive may from time to time authorize by Resolution such one or more members, Officers and employees of the Corporation and other persons, whether connected with the Corporation or not, to make arrangements with reference to the moneys borrowed or to be borrowed as aforesaid, and as to terms and conditions of the loan thereof, and as to the securities to be given therefor, with power to vary or modify such arrangements, terms and conditions and to give such additional security for the moneys borrowed for or remaining due by the Corporation as the Corporation members may authorize, and generally to manage, transact and settle the borrowing of money by the Corporation.
- c. The banking business of the Corporation, or any part thereof, shall be transacted with such bank, trust company or other firm carrying on a banking business as the Executive may designate, appoint or authorize from time to time by Resolution and all such banking business, or any part thereof, shall be transacted on the Corporation's behalf by such one or more Corporation members, Officers and employees of the Corporation and other persons whether connected with the Corporation or not as the Executive may designate, direct or authorize from time to time by Resolution to the extent therein provided, including, but without

restricting the generality of the foregoing:

- i. the operation of the Corporation's accounts, the making, signing, drawing, accepting, endorsing, negotiating, lodging, depositing or transferring of any cheques, promissory notes, drafts, acceptance, bills of exchange and orders for payment of money;
- ii. the giving of receipts for and orders relating to any property of the Corporation;
- iii. the execution of any agreement relating to any such banking business and defining of any officer of such bank to do any act or thing on the Corporation's behalf to facilitate such banking business.

14. POLICIES AND PROCEDURES

- a. The Executive shall have the power to enact policies and procedures not inconsistent with the provisions of this Charter and from time to time vary or amend such policies and procedures relating to:
 - i. all activities to be carried out under the auspices of the Corporation;
 - ii. the use and rental of any or all Corporation facilities;
 - iii. the non-payment of accounts;
 - iv. the service of alcoholic beverages consistent with Ontario Provincial legislation governing the purchase, storage and sale of such beverages;
 - v. comments and complaints from the Corporation membership and the general public;
 - vi. the deportment of Corporation members and guests;
 - vii. the suspension of Corporation privileges;
 - viii. the termination of Corporation membership;
 - ix. the establishment of Standing Committees deemed necessary to carry out approved Corporation activities;
 - x. the reimbursement of Officers, Executive members and other Corporation

members for reasonable expenses incurred in the performance of approved Corporation activities;

- xi. the selection of representatives to other Corporations, firms or groups; and
 - xii. any other matter relating to the operation of the Corporation.
- b. The adoption or amendment of all policies and procedures shall be by a two-thirds (2/3) majority vote of members of the Executive Committee present and voting.

15. ROLES OF THE RESPECTIVE PARTIES

- a. The R.C.M.P. shall:
 - i. appoint the RCMP Liaison Member to the Corporation who shall represent the interests of the R.C.M.P. and be the spokesperson for the R.C.M.P. in all matters touching on the activities of the Corporation;
- b. The Corporation shall:
 - i. ensure that all roles and responsibilities accepted by the Corporation under this Charter or amendments thereto are carried out appropriately and according to agreed schedules;
 - ii. foster the objective that Long Island Camp will contribute to the Police/Community, Police/Police and Staff Relations program activities of the RCMP such as RCMP training, meetings, workshops, staff relations retreats, community based policing programs and to host RCMP-sponsored public relations events with groups such as Scouts Canada, Girl Guides, School groups, community service and Church groups as well as other government agencies, both locally, provincially and nationally, through continued expansion of access to the use of the facilities by other groups and the general public as determined appropriate;
 - iii. develop programs aimed at increased use of the entire facility for camping activities, daily use or evening gatherings to foster municipal, provincial or federal inter-departmental relations, inter-action with commercial and business organizations, churches, schools;
 - iv. pursue the concept of opening the facility to other police forces, either

locally or across Canada, during the summer and/or in the "off season" to promote police/police relations in a tangible way;

- v. assume all responsibility for the day to day operations of the Corporation,
- vi. foster arrangements for "payment in kind" where, in exchange for camping privileges, organizations may undertake to repair or maintain some of the Corporation facilities.
- vii. assume responsibility for personal liability and property damage

16. REPEAL OR AMENDMENT OF THIS CHARTER

- a. This Charter may be amended by Resolution enacted by a majority vote of the Executive and sanctioned by an affirmative vote of two-thirds (2/3) of the Corporation members present and voting at a meeting duly called for the purpose of considering the said Charter.

Signed this 31st day of December A.D. 2002 at the City of Ottawa, Ontario.

Original signed by: Gary Walkling

Original signed by: Dave Cochrane

President of the FOLIC

Vice President of the FOLIC