



Halton-Peel Community
APHASIA PROGRAMS

CONSTITUTION

of the

HALTON APHASIA CENTRE

Article 01. NAME

This organization, the Halton Aphasia Centre, shall also carry on business as Halton-Peel Community Aphasia Programs ("H-PCAP").

Article 02. PURPOSE

H-PCAP is a not-for-profit organization that provides supportive conversation group therapy for people with aphasia. The purpose of H-PCAP shall be to provide a community in which individuals with aphasia and other acquired communication disorders can connect for fellowship and rehabilitation.

Fellowship shall be understood to include any or all of:

1. engaging in supported conversations
2. connecting with peers
3. participating in community outings

Rehabilitation shall be understood to include any or all of:

1. supportive conversation groups
2. caregiver and/or client support groups
3. learning about aphasia and strategies to support conversation
4. assessments, screenings, therapy, and support provided by a Speech-Language Pathologist, Communicative Disorders Assistant, and/or a Social Worker

Article 03. MEMBERSHIP

Membership shall consist of survivors of stroke (and of other disorders having similar effects), members of their families, and such other persons as are interested in furthering the purpose of H-PCAP and whose application for membership have received the approval of the Membership Committee or the

Halton Aphasia Centre operating as Halton-Peel Community Aphasia Programs
Charitable Registration Number: #119232817 RR0001

Tel: 905-875-8474 Fax: 365-601-1690 www.h-pcap.com email: info@h-pcap.com



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Board of Directors.

Article 04. BOARD OF DIRECTORS

The property, business and activities of H-PCAP shall be managed by a Board of Directors of 5-15 members, consisting of:

President

Vice-President

Treasurer

Secretary

Up to eleven (11) Directors-at-large, including a cross-section of the community, with representation from, but not necessarily restricted to, such organizations as:

- Heart and Stroke Foundation of Ontario
- Halton Board of Education
- Halton Board of School Trustees
- Stroke Recovery Association
- Burlington Medical Association
- Halton Social Planning Council
- Halton and Peel hospitals
- Halton and Peel medical community
- Halton and Peel service clubs

Article 05. GUIDELINES FOR, AND DUTIES OF, DIRECTORS

- President
 - o shall be a Member of H-PCAP
 - o shall have overall responsibility for all activities of H-PCAP
 - o shall preside over all Membership and Board of Directors' meetings
 - o shall be an ex-officio member of all committees, and shall receive regular reports from each of them

Vice President

- o shall be a member of H-PCAP
- o shall work with the President in coordinating all activities of H-PCAP
- o shall represent the President whenever he/she is unavailable to be present
- o shall be considered for the position of President at the time

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of the next election of Directors

Treasurer

- o shall be a Member of H-PCAP
- o shall be responsible for receipt and disbursement of funds and for keeping records of all transactions in accordance with the standard accounting practices
- o shall be responsible for the preparation and presentation of a financial report to each annual meeting of the Membership, to each meeting of the Directors, and at such other times as required by the President
- o shall oversee the receipt of membership fees and donations
- o shall cause the Government charitable donations forms to be completed and filed
- o shall oversee the issuance of income tax receipts for donations
- o shall submit all records to the scrutiny of duly appointed auditors

Secretary

- o shall be a member of H-PCAP
- o shall notify Directors (as appropriate) of meetings as called by the President
- o shall prepare and distribute Agenda for meetings
- o shall record minutes of Directors' meetings (and distribute to Directors)
- o Shall be the custodian of the following records of the Halton Aphasia Centre:
 - A copy of the Constitution
 - Copies of all By-laws
 - Names, addresses and occupations (affiliations) of all persons who are, or have been Directors, and the dates when each became and ceased to be a Director

Directors-at-large

- o need not be members of H-PCAP
- o if not already members of H-PCAP at the time of their election, shall be ex-officio Members during their terms of



- their office and shall, during that time, have the same voting rights as regular Members
- o shall be sympathetic to the aims and purposes of H-PCAP and shall be prepared to offer to it the benefits of their time and experience

Duties incumbent upon all Directors include:

- establishing and regulating policies of H-PCAP
- determining standards and procedures
- ensuring adherence to all policies, standards and procedures

Article 06. ELECTION OF DIRECTORS

Nominations for election to the Board of Directors shall be in writing and must have the proper consent of the nominee, must bear the signatures of the nominator and must be in the hands of the Secretary by the date set by the Board of Directors.

At the time of election, secret written ballots must be provided for the election to all positions for which there is more than one candidate. The Chairperson of the meeting shall call for two volunteers to act as scrutineers. Their duties are to count the votes, to announce the winners, and to destroy all ballots.

All Directors shall be elected for a period of two years by Members at an annual meeting of the Members. The terms of the President, Treasurer and half the directors at large shall be up for election in even years. The terms of the Vice-President, Secretary and half the directors at large shall be up for election in odd years.

Vacancies occurring between elections shall be filled by a vote of the Board of Directors. Persons so appointed shall then hold office until the next election.

All Directors, including Directors-at-large, shall, upon reaching the end of their term of office, be eligible for immediate re-election.



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Article 07. MEETINGS

There shall be one annual meeting of the Membership, at which time the Membership shall elect those Directors whose terms of office have expired. The Secretary shall ensure that the Membership receive written notice of this meeting at least a month in advance.

A Membership meeting may be specially convened at any time for any purpose

(a) by the President or (b) by a Director who has the written support of a quorum of the Board of Directors or (c) by a Member who has the written support of Members numbering one more than the total number of Directors. The convenor shall ensure that the Membership receive written notice of such a meeting at least a month in advance.

The President may, at his/her discretion, call a meeting of the Directors at any time, giving at least 48 hours' notice. He/she shall, in any case, call such Directors/ meetings no less frequently than once in every quarter.

The agenda of the annual Membership meeting, of the annual Director's meeting and of the quarterly Director's meetings shall include a financial report by the Treasurer or his proxy.

Service of notice for meetings of the membership or the board of directors may be made by email to the last email address on file with H-PCAP for the recipient and such service shall be effective on the date the email is sent.

Article 08. QUORUM

A quorum for a meeting, whether quarterly or annual, of the Board of Directors shall consist of 51% of the total number of Directors. A quorum for a meeting of the members (unless a greater number of members are required by law to be present) shall consist of 10% of the members entitled to vote at the meeting.



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Article 09. AMENDMENTS

This Constitution, or any By-laws thereof, once ratified by the Membership, may be amended by a majority vote of the Membership at an annual meeting, or at a specially convened meeting of the Membership, provided that the proposed amendment has been submitted to the voting Membership at least thirty (30) days prior to the meeting.

Article 10. FISCAL YEAR/ AUDITOR

The fiscal year-end of the Halton Aphasia Centre shall be 31st of March.

The Auditor for the ensuing year shall be appointed by the Board of Directors and confirmed by the Membership at its annual meeting.

Article 11. LIQUIDATION OF ASSETS

In the event of the dissolution of H-PCAP, the Directors shall, after paying, or making provision for the paying of, all of the liabilities of the organization, transfer all of the assets of the organization to the Heart and Stroke Foundation of Ontario, Burlington Branch, assuming that it, at that time, qualifies as a registered charitable corporation in Canada, Otherwise, the transfer shall be to another registered charitable organization, to be selected by the Directors.

Article 12. EXECUTION OF DOCUMENTS

Signing authority for cheques and other documents shall reside in the President, the Vice-president, and the Treasurer. All payments or cheques over \$2,000 shall require the signature of two (2) persons authorized by the Board of Directors to have signing authority for H-PCAP.

Rev. 21-07-21