



Chartered Professional  
Accountants of Ontario

# ASSOCIATION CHARTER

Revised: October 2023

# CHARTERED PROFESSIONAL ACCOUNTANTS OF ONTARIO ASSOCIATION CHARTER

## Preamble

According to the By-law<sup>1</sup> of the Chartered Professional Accountants of Ontario ("CPA Ontario"), the Council may permit CPA Ontario members to organize local Associations. CPA Ontario Associations may not speak or act on behalf of CPA Ontario without the express authority of the Council. Further, Associations may be dissolved at any time by the Council.

## Organization

- Incorporation is not permitted. Associations must be unincorporated Associations without share capital.
- CPA Ontario shall assign its members to each Association; Associations shall not have "members" but shall be made up of "participants".
- Participants are automatically assigned by CPA Ontario to their local Association based on their residential address per CPA Ontario records. Participants can only be assigned to one Association. In the event of a participant moving, the participant will be re-assigned to a new Association based on their new residential address once per year by CPA Ontario.
- The fiscal year for each Association shall end on March 31.
- Associations shall follow the following naming convention: "[Region Name] CPA Ontario Association".

## Governance

- Each Association shall be governed by a governing committee of volunteers (the "Governing Committee") comprised of a President, Vice President, Treasurer and Secretary who are each elected from among the Association's participants. An individual volunteer on the Governing Committee may hold more than one office, provided that the offices of President and Vice President are held by separate volunteers. All volunteers on the Governing Committee shall be designated CPA Ontario members. The recommended size of the Governing Committee shall be determined by resolution of the Association participants but shall be an odd number of volunteers no less than three (3) and no more than eleven (11).
- According to the By-law<sup>2</sup> the eligibility requirements of volunteers serving on the Governing Committee shall be the same as the eligibility requirements for CPA Ontario members of Council. The Governing Committee may delegate other committees to fulfil elements of their mandate. Members of these separate committees do not have to be designated CPA Ontario members (students may join).
- Not less than two-thirds of the Governing Committee will constitute quorum at any meeting of the committee.

<sup>1</sup> By-law, s. 3.19

<sup>2</sup> By-law, s. 3.3

- The term for each Association elected volunteer shall be a maximum of three (3) years, but such terms will be staggered to ensure continuity of leadership. A volunteer may not serve on the Governing Committee for more than a total of nine (9) years.
- Associations shall constitute a Nominating Committee and may constitute various other committees to accomplish its purposes.
- No elected volunteer or other Association participant performing any services for the Association shall be compensated in connection with their role and will not enter into an employee-employer relationship with the Association.
- The Governing Committee (or equivalent) existing as at the date this Charter becomes effective may continue for no longer than one (1) year before a new election process is required to take place. At the first such election the terms of elected volunteers shall be staggered so that the term(s) of between one (1) and one-third of the elected volunteer(s) shall expire in one (1) year, the term(s) of between one (1) and one-third of the elected volunteer(s) shall expire in two (2) years, and the term(s) of the remaining elected volunteer(s) shall expire in three (3) years.

## Purposes

- The primary purpose of an Association is:
  - *Ambassadors* – to be ambassadors for CPA Ontario and the profession.
  - *Networking opportunities* – arrange networking opportunities for participants to meet and interact with others to exchange information and develop contacts, especially to further their careers.
  - *Social events* – provide social events to provide opportunities for participants to connect and enjoy time out with fellow participants and other members of CPA Ontario – without necessarily having business as its primary purpose.
  - *Volunteer opportunities* - for Tax Preparation Assistance Program – this includes facilitating opportunities to participate in a collaborative effort to support a disadvantaged community within Ontario that needs tax filing support.
  - *Recognition and welcome events* - recognize new participants of CPA Ontario assigned to the Association and CFE passers events.
  - *Professional development* – provide PD programs for local Association participants and opportunities that support participants in achieving their annual CPD requirements, with a view to engaging a high level of professional participation and engendering a spirit of pride of membership in CPA Ontario. CPA Ontario reserves the right to review registrations for PD events and programs to ensure participants are adhering to Association boundaries.

## Relationship Management

- CPA Ontario shall designate a member of its staff (the “Relationship Manager”) to be the relationship manager to each Association to serve as the primary point of contact and resource on events planning activities and budgets, as well as associated communications with volunteers.
- The Association President will act as the designated primary point of contact with CPA Ontario unless otherwise delegated to another Association Governing Committee member. If such is the case, CPA Ontario must be notified of this delegate and their coordinates.
- The Association Presidents will meet annually together with CPA Ontario to share best practices, enjoy the benefits of cross-learning and network with each other. At this annual meeting, CPA Ontario and the Association Presidents will share event plans for professional development for the coming fiscal year. Collaboratively, adjustments to event plans may be made with a view to ensuring they will be successfully delivered to the participants and to confirm that adequate support (as may be requested) will be provided by CPA Ontario.

## Communication to Participants

- Associations must comply with the applicable corporate policies of CPA Ontario, including without limitation, the Privacy Policy, and Canada’s Anti-Spam Legislation (“CASL”) Policy & Guidelines. This includes communication vehicles such as websites and social media content. In order to ensure compliance with applicable privacy and CASL legislation, as well as related CPA Ontario policies and guidelines, all Association level communications to their participants must be approved in advance and executed by the Marketing department of CPA Ontario and not the individual Associations. Failure to comply may result in dissolution of the Association by Council.
- Associations will not have direct access to member lists of CPA Ontario and should not attempt to develop or maintain their own email participant lists. Association participants included in social media group (i.e. LinkedIn group) could be an alternative option.
- Associations will not speak to media as a representative of CPA Ontario unless given written permission by CPA Ontario.

## Finances

- The monies of the Association shall be kept in bank accounts determined by the Governing Committee.
- Association bank accounts shall be opened under name “[Region Name] CPA Ontario Association”.
- Bank accounts must have online banking functionality.
- The Treasurer of each Association will manage the bank account(s) of the Association.
- All cheques shall be signed by two members of the Governing Committee (President, Vice President, Treasurer, Secretary). When able the bookkeeping function of the Treasurer shall be

separate from the duties of cheque signing. The Treasurer should only sign cheques if no other party is available.

- Evidence of the Association's authorized signing authorities provided to the Association's bank(s) shall also be provided to CPA Ontario within five (5) business days of any update to them. A minimum of three (3) Governing Committee volunteers shall be designated signing authorities with the bank.
- CPA Ontario shall have the right to audit the annual financial statement of the Association at any time.
- The Association's preliminary annual budget, together with its annual events plan, must be presented at the annual meeting of the Association Presidents and CPA Ontario.
- Participant contributions to the Association budget must be voluntary and shall not be a condition of status as a participant. Any type of periodic participant or member fee is prohibited.
- Associations will fund their events through event fees to be paid by the Association participants, ensuring that events with PD hours meet the minimum price and other conditions set by CPA Ontario. The Governing Committee, in consultation with CPA Ontario, shall determine the events to be held by the Association. Each event may be operated at a small surplus or a loss; however, it is expected that the Associations will arrive at a breakeven for the fiscal year.
- The budget of each Association should be managed by the Governing Committee to net to breakeven at the end of each fiscal year. Associations may carry a maximum unused aggregate balance of \$10,000 in its bank accounts from one fiscal year to the next.
- If the Association has a bank account balance in excess of \$10,000 at the end of the fiscal year, the overage must be spent within 2 months of the fiscal year end to reach the maximum \$10,000 balance. The excess funds must be spent on initiatives that will benefit the Association participants (i.e. member networking events, scholarships).
- An Association may request a grant from CPA Ontario to assist with funding its events and activities, which will be made available at the sole discretion of CPA Ontario.