

SRI LANKA ASSOCIATION

OF

**CAMBRIDGE, GUELPH, KITCHENER &
WATERLOO**

BY LAWS

**ADOPTED ON FEBRUARY 16, 2008
Revised April 25 2010**

**SRI LANKA ASSOCIATION OF
CAMBRIDGE, GUELPH, KITCHENER & WATERLOO
(SLACGKW)
BY LAWS**

ADOPTED AT A SPECIAL GENERAL MEETING ON FEBRUARY 16, 2008

And Revised April 25 2010

ARTICLE 1 – NAME

“Sri Lanka Association of Cambridge, Guelph, Kitchener and Waterloo” here in after referred to as “The Association”.

ARTICLE – 2 – OBJECTIVES

The objectives of The Association are:

1. uniting the residents of Waterloo Region and Wellington County in Ontario who are of Sri Lankan Origin;
2. preserving and perpetuating the traditions of Sri Lanka;
3. sponsoring literary, musical, and other educational and cultural events, festivals, pageants and conventions for the promotion of people of Sri Lankan descent;
4. promoting interests of members and mutual aid and assistance whenever necessary;
5. establishing and maintaining a centre for cultural activities for Canadians of Sri Lankan descent in the Waterloo Region and Wellington County in Ontario;
6. to provide education, counseling and other support services for immigrants, refugees and the unemployed, including language instruction, employment training, job search programs, translation services and information programs on Canadian Culture and life;

ARTICLE – 3 – AFFILIATIONS

When considered beneficial to the members, The Association may seek affiliation with other organizations having similar objectives, with the approval of its membership.

ARTICLE – 4 - MEMBERSHIP

- I. **Full membership** is open to persons of Sri Lankan origin and their descendents living in the Waterloo Region and the Wellington County, over 16 years of age, who consent to uphold the objectives of the Association.
- II. **Associate membership** is open to persons of Sri Lankan origin and their descendents who do not meet the criteria for full membership, but consent to uphold the objectives of The Association.
- III. The Annual membership fee Shall be as approved by the Members at the Annual General Meeting, on the recommendation by the Board of Directors
- IV. Members in good standing are those admitted to membership and who have paid their membership fee for the current period by the day of the Annual General Meeting or any other meeting where a vote is to be taken.
- V. **Enrolling members:** A completed membership application in a form designed by the Board of Directors shall be forwarded to the secretary direct or through a member of the Board of Directors, together with the prescribed annual membership fee. Memberships become effective after the application is approved by the Board of Directors. Before any negative decision is made, The Board of Directors shall provide an opportunity to the applicant to be heard.
- VI. **Resigning from Membership:** A Member may resign from Membership at any given time, by giving written notice to the Secretary or the President.
- VII. **Expulsion of Members:** Board of Directors has the authority to expel members. Whenever a Member's conduct is deemed to be contrary to the objectives of The Association, the Board of Directors shall request such Member to explain and or justify his / her actions in writing within a reasonable time. If the Member does not reply within the given time frame, or if the explanation is not satisfactory in the view of the Board of Directors, it may suspend the Membership of such member pending a decision of the Membership. The Board of Directors shall convene an ordinary / special meeting of the Members and give notice of a motion to expel the member / members with a copy to the Member / members to be expelled at least two weeks prior to the date of the meeting. If the motion is carried, the expulsion shall become effective immediately. However, 25% of the Members should have exercised their vote at the meeting or by proxy or by telephone / fax or e-mail.

ARTICLE – 5 – VOTING RIGHTS

- i. A Full Member of the Association who is in good standing shall be entitled to one vote.

- ii. Associate Members shall not carry the right to vote.

ARTICLE – 6 – BOARD OF DIRECTORS

- a) Composition of the Board of directors: the Board of Directors shall have thirteen Directors with voting rights. Number of Directors shall not be less than seven at any given time.
 - i. President
 - ii. Vice President – 1
 - iii. Vice President – 2
 - iv. Secretary
 - v. Assistant Secretary
 - vi. Treasurer
 - vii. Assistant Treasurer
 - viii. Immediate Past President
 - ix. Director
 - x. Director
 - xi. Director
 - xii. Director
 - xiii. Director
- b) **Election and expulsion of Board of Directors.** The Board of Directors shall be elected at the Annual General meeting of the Association and shall remain in office until their successors are elected at the next Annual General meeting, unless they resign or are removed from office. A motion to remove a Director shall be a substantive motion and shall be required to be adopted by two – thirds of the Members present at a Special General Meeting of The Association. The Director concerned shall be given an opportunity to be heard before such a motion is put to vote.
- c) **Resignations:** In case of any Officers or Directors resigning or vacating, the remaining directors shall take steps to fill such vacancies until the next Annual General Meeting. Resignation from the Secretary or the Treasurer are not valid until completed files if Secretary and audited accounts if Treasurer are submitted with the letter of resignation.
- d) **Vacation of post:** Any Officer or member of the Board of Directors not attending three consecutive Board meetings without giving a valid reason acceptable to the Board of Directors shall be considered as having voluntarily vacated his / her post. But he/she will still be held responsible to fulfill any financial obligations, if any, towards the Association.
- e) **Meetings of the Board of Directors** shall be convened by the Secretary or the President. President or the Secretary may seek the assistance of any other member of the Board of Directors to contact the Members.
- f) **The Agenda** for a meeting shall be prepared by the Secretary in consultation with the President and communicate to the Members of the Board of Directors prior to the date of the meeting.

- g) **Decisions of the Board of Directors** shall be by a simple majority.
- h) **Responsibilities of the Board of Directors:** The Board of Directors shall be responsible for preparing policies and activities for consideration of the Membership and implementing resolutions passed by the Membership. It shall be responsible for the general management of the affairs of The Association in keeping with the objectives in Article – 2.
- i) **The quorum:** The quorum for a Board of Directors meeting shall be five.

ARTICLE – 7 – RESPONSIBILITIES

- i. **President:** The President is responsible for the overall supervision of the affairs of The Association and shall ensure that all policies and actions adopted by the Members and the Board of Directors are properly implemented. The President shall chair all meetings of The Association and the Board of Directors unless a Chairperson pro-tem is elected from among its Members
- ii. **Vice Presidents:** Vice Presidents shall perform specific responsibilities assigned by the – President, Board of Directors or the Membership. They are responsible for membership promotion. Vice Presidents shall also perform the duties of the President in his / her absence or when he / she is unable to perform his / her responsibilities.
- iii. **Secretary:** The meetings of The Association and the Board of Directors shall be convened by the Secretary in consultation with the President. Secretary is responsible for the Preparation of the agenda and communicating it to the Members. He / she is responsible for convening a Board of Directors meeting when a written request is made by three of its Members, and a special meeting of The Association when a written request is made by ten Full Members. Secretary is responsible for writing minutes of all meetings including Board of Directors meetings, and maintaining separate files for The Association and The Board of Directors.
- iv. **Treasurer:** Treasurer shall be responsible for the care and custody of the funds and other financial assets and securities of the Association. He /she shall maintain proper books of accounts and submit quarterly reports on the finances to the Board of Directors, and further present an audited annual financial report to the members. He / she shall recommend ways and means and projects to the Board of Directors for enhancing the finances of the Association. He /she shall maintain a register of membership fees in order to establish members in good standing.
- v. **Director – Social Activities:** This member shall plan and take leadership in organizing social activities for the Membership including their families, in consultation and approval by the Board of Directors.
- vi. **Director - Sports:** This member shall plan and take leadership in organizing sports activities for the Membership including their families, in consultation and approval by the Board of Directors.

ARTICLE – 8 - AUDITOR

An Auditor shall be elected from among the members at the Annual General Meeting.

ARTICLE – 9 – GENERAL MEMBERSHIP

General Membership shall retain all powers of The Association. It elects a Board of Directors to act on its behalf between two Annual General Meetings. Board of Directors is responsible and answerable to the Membership.

ARTICLE – 10 - MEETINGS

There shall be four categories of meetings:

- i. **General Meeting** – The Board of Directors may convene a General Meeting of the Association by giving not less than 7 days notice of time, place and the agenda. Ordinary business of The Association shall be conducted at such meetings.
- ii. **Emergency General Meeting:** The Board of Directors may convene an Emergency general Meeting of The Association by giving not less than forty eight (48) hours notice of the date, time, place and the agenda or the purpose of the meeting. Such a meeting shall be convened if the Board of Directors finds the need for urgent discussion of an issue.
- iii. **Special General Meeting:** The Board of Directors may convene a Special General Meeting of The Association giving not less than fourteen (14) days notice of the date, time, place and the agenda for the meeting. The purpose of such a meeting shall be to deliberate very important issues such as constitutional issues, conduct of a Member or a Director.
- iv. **Annual General Meeting:** The Board of Directors shall call the Annual general Meeting of The Association within Waterloo Region or Wellington County by giving not less than fourteen days notice of the date, time, place and the Agenda for the meeting. The Annual General Meeting shall be held either in April or May of each year.
- v. **The Agenda for Annual General Meetings Shall Consist Of :**
 - a) Minutes of the last A.G.M.
 - b) Audited accounts of The Association
 - c) Approval of membership fee
 - d) Annual Report of the President
 - e) Election of the Board of Directors and the Auditor
 - f) Address by the newly elected President
 - g) Motions from Members received before the mailing of the agenda

- vi. **The quorum** for all meetings shall be ten (10) members or twenty-five (25) % of the total membership, whichever is less.

ARTICLE - 11 – ELECTION OF THE BOARD OF DIRECTORS:

- i. Election of the Board of Directors of the Association shall be at the Annual General Meeting.
Board of Directors may call for written nominations in advance of the meeting at its discretion.
- ii. In the event of a contest, members may call for a secret ballot.
- iii. Only Full Members shall be eligible to be elected to the Board of Directors.

ARTICLE – 12 – OFFICERS OF THE ASSOCIATION:

President, Vice Presidents, Secretary and Treasurer shall be the Officers of the Association.

ARTICLE – 13 - COMMITTEES

- i. Standing Committees to be decided by the membership when necessary shall be elected at a meeting of the Membership.
- ii. Ad – hoc committees may be established by the Membership or the Board of Directors for a specific purpose.
- iii. Quorum for any committee shall be determined at the time of its creation.

ARTICLE – 14 – FINANCES

- i. The Financial Year of the Association shall be the calendar year.
- ii. Petty cash: The Board of Directors may authorize a petty cash float of an amount not exceeding fifty (50) dollars. All other funds shall be deposited in an account with a suitable Chartered bank.
- iii. Board of Directors shall have the authority to spend funds of The Association for its activities.
- iv. The financial records of The Association shall be audited by a member elected for the purpose at the Annual General Meeting.
- v. No officer of the Board of Directors or a member of a Standing or Ad-hoc Committee shall receive any remuneration for duties performed on behalf of the Association. They may be reimbursed for any reasonable expenses incurred while performing their duties.

ARTICLE – 15 – SIGNING OFFICERS

Cheques to disburse the funds of the Association shall bear the signature of two of the authorized officers. President, Secretary and the Treasurer are the authorized signing Officers.

ARTICLE – 16 – AMENDMENTS

This constitution may be amended by the adoption of a motion by a two – third majority of the Members present at the Annual General Meeting or a Special General Meeting of The association.

ARTICLE – 17 – RULES OF ORDER

Roberts Rules of Order shall govern The Association in all its procedural matters not contained in this constitution. All issues on which this constitution is silent shall be resolved by the Membership in a democratic manner.