

SRI LANKAN ASSOCIATION OF REGINA INC.

By-Laws

A non-profit membership corporation

1. NAME

There is constituted hereby an organization incorporated as SRI LANKAN ASSOCIATION OF REGINA (SLAR).

2. INTERPRETATION

In this constitute and by-laws, the:

“**Address of the SLAR**” means the address of the secretary unless otherwise decided by the Board.

“**Association**” means the Sri Lankan Association of Regina (SLAR).

“**AGM**” means the Annual General Meeting.

“**Board**” means the Board of Directors.

“**Community**” people of Sri Lankan origin, descent or affiliation.

“**Director**” means a person occupying the position of the Board of SLAR.

“**Due Date**” means the first day of the SLAR Fiscal Year when annual membership fee falls due (April 1).

“**Fiscal Year**” means the period from April 1 to March 31 of following year.

“**Meeting**” means Board meeting, AGM, or Special Meeting.

“**Member**”, “**Members**” or “**Member in Good Standing**” means a person who paid the appropriate SLAR membership fee for the fiscal year and any other fees to the Association.

“**Regina**” means Regina and surrounding area.

“**Regina and Surrounding area**” mean the province of Saskatchewan.

“**Officer**” means Election Officer and/or Auditor.

3. PURPOSE AND OBJECTIVES

The purpose and objectives of the Association shall be to:

- 3.1. Create awareness of Sri Lankan culture, promote social, educational understandings amongst members of the Sri Lankan community (including descendants from Sri Lankan origin) and residents of Canada.
- 3.2. Organise *Community* events.
- 3.3. Organise fundraising activities including securing funds from the government for the benefit of the *Community*, charitable causes, and *Members* of the *Association*.
- 3.4. Offer support for recent immigrants from Sri Lanka to settle in Regina.
- 3.5. Act as the representative body of the Sri Lankan community in Regina and to participate in activities that are of interest to the *Community*.
- 3.6. Offer support *Members* to improve physical, mental, and social wellbeing.
- 3.7. Organise and offer assistance for educational activities such as teaching traditional languages of Sri Lanka.

- 3.8. Organise activities for the benefit of the greater community of Sri Lanka including but not limited to events of disaster and community despair.

4. MEMBERSHIP

- 4.1. The membership in SLAR shall be granted to any person who
 - 4.1.1. has a Sri Lankan origin/descent/affiliation OR admires Sri Lankan culture AND resides in *Regina*
 - 4.1.2. subscribes to the objectives of the *Association* and agrees to abide by its bylaws
 - 4.1.3. The membership term follows the *Fiscal Year* defined above
 - 4.1.4. The *Board* shall have the right to refuse membership to a person if he/she/they discredits the *Association* or its *Members*. The *Board* shall inform the decision and the reason. However, the decision of the Board shall be final
 - 4.1.5. A person becomes a member by submitting a printed or electronic application form and paying the applicable membership fee
 - 4.1.6. Membership shall terminate if membership fees are not paid within 90 days of the application
 - 4.1.7. SLAR shall not discriminate any member based on sexual orientation, age, race, gender, ethnicity, occupation, religion, or political affiliation.
- 4.2. Membership categories:
 - 4.2.1. Family membership shall be granted to two or more individuals of a family living in the same residence.
 - 4.2.2. Individual membership shall be granted to any person eighteen (18) years of age or older and does not qualify for family membership.
- 4.3. Privileges and rights:
 - 4.3.1. The Members eighteen (18) years of age or older and in good standing shall be entitled to vote on affairs of the Association at Annual General Meetings or Special Meetings of Members and for election of a Director or an Officer position.
 - 4.3.2. Each Individual membership is entitled to ONE vote and each Family membership is entitled to a maximum of TWO votes.
 - 4.3.3. Any member eighteen (18) years of age or older and in good standing may stand for nomination and be elected as a *Director* or an *Officer* of the *Board*, provided that he/she/they has/have been residing in Regina for at least one year prior to the nomination. See section 5.0 Board of Directors for more information.
 - 4.3.4. Only one (1) person from a Family Membership who satisfy above criteria may stand for nomination and be elected as a *Director* and/or *Officer* of the *Board* during the same fiscal year.
 - 4.3.5. Members shall volunteer to special committees of SLAR.
 - 4.3.6. Members shall not vote by proxy in an election or other determination being made at an AGM or Special Meeting.
 - 4.3.7. Member shall resign from the *Association* by submitting a resignation in writing to the Director Community Support which shall be effective upon acceptance thereof by the *Board*. Contributions, donations, and/or membership fees shall not be refunded.

4.4. Membership fees

- 4.4.1. The membership fee entitles members to one year membership term in the *Association* from April 1 to March 31.
- 4.4.2. Membership fees are payable to the Director of Community Support and are due when the membership application is submitted.
- 4.4.3. Membership must be renewed annually by submitting a new application along with membership fee.
- 4.4.4. The *Board* may from time to time review the prevailing membership fees and propose increases. The *Board* shall not increase the fees for any class of membership by more than 20% from its existing level without the prior approval by a majority of the *Members* at a meeting.
- 4.4.5. Former SLAR members who wish to re-join the *Association* shall be required to pay current year's fees plus fees for the preceding years up to a maximum of 2 years.
- 4.4.6. There shall be no refund or pro-rating of membership fees under any circumstances.

5. BOARD OF DIRECTORS

5.1. Eligibility

- 5.1.1.a *Member* of the SLAR.
- 5.1.2. Member must have been residing in Regina for at least one year prior to the nomination. See section 4.3.3 for more details.
- 5.1.3. Elected by the *Members* at an AGM or a Special Meeting.
- 5.1.4. Nominees for the position of the President must have served at least one term on the Board (Except for the founding President).

5.2. Term of appointment

- 5.2.1. *Member* shall be appointed for a term of 1 year. A *Member* may contest for 2 more consecutive terms. *Member* must be elected to each term.
- 5.2.2. *Member* completing three consecutive terms will be eligible for re-appointment only after a two-year break of service.

5.3. Continuation

- 5.3.1. Immediate past president, if not re-elected as an officer or member of the Board, shall act for one (1) year as an ex-officer member of the *Board*. Immediate past president
 - 5.3.1.1. Does not have voting privilege
 - 5.3.1.2. Is not a member of the Board
 - 5.3.1.3. May be present during board meeting
 - 5.3.1.4. Is an advisor to the board

5.4. Board meetings

- 5.4.1. See section 8. BOARD MEETINGS.

5.5. Removal of a Director

- 5.5.1. A motion passed with a two third (2/3) majority at a *Board* meeting to remove a *director*.
- 5.5.2. The decision of the Board must be ratified by the membership at an AGM or Special Meeting with a simple majority.

5.6. Resignation of a Director

- 5.6.1. Director shall resign from the Board by writing to the Secretary and providing one month's prior notice.
- 5.6.2. The Director shall hand over any information/material/properties related to the Organization to the Secretary during the notice period.
- 5.6.3. The Director shall finalize all outstanding financial matters with the Treasurer or the President during the notice period.
- 5.6.4. Board may fill a vacant position by following section 13. ELECTION OF DIRECTORS AND VOTING PROCEDURE.

5.7. Mandate

- 5.7.1. The *Board* shall promote and undertake special activities in the interest of the *Association*. The *Board* shall form committees from members of the *Association* for these activities.

5.8. Disbursement of funds

- 5.8.1. Board must approve all payments over \$100.00.

5.9. The Board of Directors' positions

- President
- Secretary
- Treasurer
- Director Communications
- Director Fundraising and Events Planning
- Director Community Support
- Director of External Relations

5.10. Duties and responsibilities of the Board

5.10.1. President shall

- 5.10.1.1. have served at least one year on the Board (Except for the founding President).
- 5.10.1.2. Act as the spokesperson/representative for the Association.
- 5.10.1.3. Preside over all meetings and activities of the Association.
- 5.10.1.4. Cast tie breaker vote when required.
- 5.10.1.5. Serve as an ex-officio member of the following board.
- 5.10.1.6. Co-sign cheques with the Treasurer. May authorize payments up to \$100.00 without the approval of the Board.
- 5.10.1.7. Perform other duties as assigned by the Board.

5.10.2. The Secretary shall

- 5.10.2.1. Perform the general administrative functions of the *Association*.
- 5.10.2.2. Maintain accurate records of meeting minutes.
- 5.10.2.3. Present minutes of prior meetings.
- 5.10.2.4. Prepare and circulate meeting notices to the *Members*.
- 5.10.2.5. Act as the custodian of records and the seal of the Association.
- 5.10.2.6. Secure Association records
- 5.10.2.7. Limit access to information to personnel authorised by the Board or the law/statute
- 5.10.2.8. Co-sign cheques in the absence of the President or the Treasurer.

- 5.10.2.9. Schedule meetings on the advice of the President.
 - 5.10.2.10. Perform other duties as assigned by the Board.
- 5.10.3. The Treasurer shall
- 5.10.3.1. Maintain accurate account of all the expenses of the *Association*.
 - 5.10.3.2. Receive membership fees from the Director of Community Support.
 - 5.10.3.3. Act as the custodian of all funds of the *Association*
 - 5.10.3.4. Prepare and present financial statement(s) at Board meetings
 - 5.10.3.5. Engage the Auditor to complete a financial audit of the Association prior to the AGM
 - 5.10.3.6. Cooperate with the Auditor conduct financial audit of the *Association*
 - 5.10.3.7. Co-sign cheques with the President or Secretary.
 - 5.10.3.8. Perform duties as mentioned in the section 9.0 FINANCIAL STATEMENT and section 10. BANKING AND FINCANCE.
 - 5.10.3.9. Perform other duties as assigned by the Board.
- 5.10.4. The Director of Communications shall
- 5.10.4.1. Handle social media.
 - 5.10.4.2. Support build and maintenance of the *Association's* website
 - 5.10.4.3. Support the Board with internal and external communications.
- 5.10.5. Director Fundraising and Events Planning shall
- 5.10.5.1. Initiate, promote, and conduct fundraising activities for the Association and other charitable works.
 - 5.10.5.2. Maintain an event calendar for the *Association*.
 - 5.10.5.3. Organize minimum of 3 events (such as Sinhala-Tamil new year, summer event, Eid, Christmas party, new year celebration)
 - 5.10.5.4. Create event organizing committees as required
 - 5.10.5.5. Present budgets for events for approval of the Board
 - 5.10.5.6. Present financial statements within 30 days after the conclusion of an event
 - 5.10.5.7. Ensure all funds raised for an event are given to the Treasurer at the end of such an event.
- 5.10.6. Director Community Support shall
- 5.10.6.1. Process applications for membership and renewal of membership.
 - 5.10.6.2. Collect membership fees.
 - 5.10.6.3. Keep an up-to-date record of all *Members* and their information.
 - 5.10.6.4. Ensure membership fees collected are given to the Treasurer with a list of members who paid the fees.
 - 5.10.6.5. Recircuit new Members to the Association.
 - 5.10.6.6. Welcome new Sri Lankans to Regina. Develop and maintain a system to help newcomers from Sri Lanka to Regina.
 - 5.10.6.7. Promote physical, mental and social well-being of members.
- 5.10.7. Director of External Relations shall
- 5.10.7.1. Promote the work of the *Association*.
 - 5.10.7.2. Prepare of briefs, press releases, and other related materials to the media/social media with the help of the Director of Communication.

5.10.7.3. Develop and maintain relationships with like-minded organizations.

6. AUDITOR

- 6.1. An Auditor shall be appointed from the *Members* at the AGM.
- 6.2. The Auditor shall **not** be a Director of the Board.
- 6.3. The Auditor shall be authorized to access financial records and backups to the financial records.
- 6.4. The Position shall be a volunteer unpaid position.
- 6.5. The Auditor shall
 - 6.5.1. Audit the accounts and books of the Association and committees annually.
 - 6.5.2. Review and present an opinion on the annual financial statement prepared by the Treasurer.
 - 6.5.3. Present audit findings at the Annual General Meeting or Special Meetings.

7. MEETINGS

- 7.1. Regular *Board* meetings of the *Association* shall be held at least quarterly on such dates and at such times and places at the discretion of the Board.
- 7.2. The AGM of the *Association* shall be held in the April or May (no later than 60 days after the end of the Fiscal Year) for each Fiscal Year, unless a postponement is deemed necessary due to unforeseen circumstances as a result of natural disasters, pandemics or other unpredictable reasons, on a date fixed by the Board, to review, discuss, and approve the affairs done by the Association in the previous year and elect a new board of directors.
- 7.3. Newly appointed Board shall meet within 14 days of the AGM
- 7.4. A special meeting of the members can be called by the Secretary on the advice of the Board or the President, when he/she/they considers it necessary or within 30 days of following a written request signed by at least one-third (1/3) of members.
- 7.5. Notice of all meetings shall be provided to members by e-mail and or social media by the Secretary at least 10 days prior to such a meeting.
- 7.6. The quorum for an AGM shall be one-eighth (1/8) of the total membership. If the quorum is not reached after the 45 minutes from the schedule time, the meeting will be rescheduled to be held within 14 days.
- 7.7. The AGM shall cover the following:
 - The meeting shall be called to order by the SLAR President.
 - Establish the quorum.
 - Adoption of minutes from previous AGM.
 - A report shall be presented detailing activities of the Board of Directors since the last AGM.
 - The Treasurer shall provide the Association's finances since the last AGM along with Auditor's report.
 - Appointment of the Elections Officer and the Auditor of the *Association*.
 - Elections and appointment of the Board the *Association*.
 - Consideration of other specific topic submitted by the members such as
 - Any special resolutions requiring approval by the membership, such as changes to the SLAR Constitution and By-laws.
 - Conflicts & Disagreements.

- Any other new business/ideas/topics.
- Meeting adjournment

8. BOARD MEETING

- 8.1. The Board shall meet at least three (4) times during the fiscal year.
- 8.2. Newly appointed Board shall meet within 14 days of the AGM
- 8.3. The Secretary and/or the President shall call such meetings ten (10) days prior to the date of the meeting.
- 8.4. Notice of meeting shall be communicated via electronic mail, phone, or text.
- 8.5. The quorum for a Board meeting shall be two thirds (2/3) of the Directors of the Board.
- 8.6. If a Board meeting has quorum but neither the President nor Secretary is in attending, those present Directors may elect a provisional chair to conduct the meeting.
- 8.7. Any Director failing to attend three (3) consecutive Board meetings without reasons acceptable to the Board will ipso facto cease to hold office.

9. FINANCIAL STATEMENT

- 9.1. The Treasurer shall prepare and distribute a financial statement including a balance sheet together with the report of the Auditor of the *Association* at the end of the Fiscal Year, before each AGM.

10. BANKING AND FINANCE

- 10.1. All funds shall be deposited by the Treasurer or the President in a Financial Institution recommended by the Board within ten (10) days of the receipt
- 10.2. All withdrawals and cheques will be co-signed by the Treasurer and the President. In the absence of either, Secretary shall be one of the two co-signers.
- 10.3. Withdrawals exceeding \$ 100 shall have the approval of the board.
- 10.4. All withdrawals shall be made in accordance with the goals and objectives of the Sri Lankan Association of Regina (SLAR).
- 10.5. The treasure shall maintain a petty cash fund not exceeding \$100(CAD).

11. AMENDMENTS OF THE CONSTITUTION AND BY-LAWS

- 11.1. A valid and sound amendment to the SLAR Constitution and By-laws of July 2022 shall be proposed in writing by any member(s) in good standing and they must be submitted to the Secretary not less than sixty (60) days before the AGM or special meeting at which they will be considered by the membership. The Secretary shall circulate such proposals to the members at least 10 days prior to the meeting.
- 11.2. A favourable vote of two thirds (2/3) of the Members present at a membership meeting shall be required for the adoption of an amendment.

12. ELECTION OFFICER

- 12.1. An independent Election Officer shall be appointed from the *Members* at the *AGM* or *Special Meeting*.
- 12.2. Election office must have voting privileges. See section 4.3 Privileges and rights.

- 12.3. The Election Officer shall **not** be a Director of the Board.
- 12.4. The Election Officer shall **not** be authorized to vote during selection of the Board except to break a tie. See section 13.4.13.
- 12.5. The Election Officer shall conduct elections as outlined in section 13.4 Election Procedure
- 12.6. The Election Officer's term is limited to the AGM or Special meeting he/she/they was appointed for

13. ELECTION OF DIRECTORS AND VOTING PROCEDURE

- 13.1. Election of Directors
 - 13.1.1. A Board of Directors shall be elected by the *Members* at AGM from the nominations received before the AGM or Special Meeting.
 - 13.1.2. In the event of a vacancy (i.e. no nominations received), Board of Directors shall be elected from the Members at the AGM or Special Meeting.
- 13.2. Voting eligibility
 - 13.2.1. Follow by-laws in section 4.3. Privileges and rights
- 13.3. Nominations
 - 13.3.1. The nomination shall be called for 30 days before the AGM (except for the inaugural AGM).
 - 13.3.2. Nomination shall be received by the secretary up to 3 days before the AGM.
 - 13.3.3. The nominations shall be signed by the nominee.
- 13.4. Election procedure
 - 13.4.1. Secretary shall hand over the nominations received before the AGM or Special Meeting to the Election Officer.
 - 13.4.2. Secretary shall disqualify any nominations fail to comply with requirements stated in section 5.1. Eligibility.
 - 13.4.3. Election Officer shall announce the nominations received before the AGM or Special Meeting
 - 13.4.4. Election Officer shall verify the presence of each nominee at the AGM or Special Meeting
 - 13.4.5. Elections Officer shall call for proposals for positions for which no nominations has been received. Members may propose and second nominees. Each nomination should be debated and voted by the Membership.
 - 13.4.6. Nominees shall be elected by a simple majority.
 - 13.4.7. Successful nominees must complete nomination form during the AGM
 - 13.4.8. In the event of receiving the required number of eligible nominations, Election officer shall recommend the President adopt the motion to elect the nominees to the Board via unanimous consent.
 - 13.4.9. In the event of receiving nominations more than the required number for the board of directors, an election shall be held by the Election Officer
 - 13.4.10. Election Officer shall ensure availability of appropriate ballot papers
 - 13.4.11. Election of the members shall be decided by counting the numbers of votes marked against each candidate.

- 13.4.12. In the event of a tie, the Election officer shall be given right to exercise his or her voting right to decide the winning candidate/s.

14. PROTECTION AND INDEMNITY OF ASSOCIATION'S MEMBERS & OFFICERS

- 14.1. Any member of SLAR shall NOT be liable for any losses or debt of the *Association* or liability of the Association.
- 14.2. The *Association* shall indemnify each Board member against all costs or charges that result from the work done for the *Association*.
- 14.3. The *Association* does not protect any Board members for his/her acts of fraud, dishonesty, or of bad faith.

15. DISCIPLINARY ACTION

- 15.1. All Members and Directors shall abide by the Constitution and By-Laws of the Association
- 15.2. A Member may be expelled for wilful violation of the Association's Constitution and By-laws, after disciplinary action conducted by the Board.
- 15.3. A motion passed with a two third (2/3) majority at a Board meeting to remove a director.
- 15.4. A motion passed with a simple majority at a Board meeting to remove a member.
- 15.5. The decision of the Board must be ratified by the membership at an AGM or Special Meeting with a simple majority.

16. DISSOLUTION

- 16.1. The dissolution of the Association including its properties and assets shall be accomplished directly by the Members according to The Non-profit Corporations Act of 1995.
- 16.2. Surplus assets shall be donated to a similar organization or charity after payment of all debts and liabilities of the Association.
- 16.3. Notice of dissolution of the Association shall be circulated amongst the membership at least 30 days prior and passed at an AGM or at a Special Meeting duly summoned for that purpose but such resolutions must be passed by a majority of at least two-thirds (2/3) of the votes cast.