

SASKATOON MALAYALI ASSOCIATION

SASKATOON, SK, CANADA

(A Registered Cultural Non-profit Association)

By-Laws

**PASSED BY MEMEBERS AT THE SPECIAL RESOLUTION DURING THE GENERAL
BODY MEETING HELD ON (Please insert the first AGM of the association)**

Table of Contents

- 1. Article I- Name of the Corporation3
- 2. Article II – Definitions.....3
- 3. Article III– Objectives3
- 4. Article IV– Location and Association’s Activities.....4
- 5. Article V - Membership and Voting Rights4
- 6. Article VI- Officers of the Executive Committee (EC).....5
- 7. Article VII- Duties of Officers7
 - 7.1. President7
 - 7.2. Vice-President.....8
 - 7.3. General Secretary.....8
 - 7.4. Treasurer8
 - 7.5. Social Secretary9
 - 7.6. Sports Secretary9
 - 7.7. Public Relations Officer (PRO)9
 - 7.8. Members-at-Large9
 - 7.9. Youth Member.....9
 - 7.10. Past President.....10
- 8. Article VIII- Election of Officers10
- 9. Article IX- General Meetings10
- 10. Article X- Standing Committee11
- 11. Article XI- Audit.....12
- 12. Article XII- Custody and Use of Seal.....12
- 13. Article XIII- Dissolution and Disposition of Property12
- 14. Article XIV- By-law Review.....12
- 15. Article XV- Use of Fund13
- 16. Article XVI- Amendments13

1. Article I- Name of the Corporation

- 1.1. The name of the organization is Saskatoon Malayali ASSOCIATION Inc. (hereinafter [SMA])
- 1.2. SMA shall be governed by the terms of this document, hereinafter referred to as the By-Laws.

2. Article II – Definitions

- 2.1. **Association** - shall mean “Saskatoon Malayali ASSOCIATION”, a not-for profit organization under The Non-profit Corporations Act.
- 2.2. **Corporation**- may be substituted for “Association” in the by-laws.
- 2.3. **Executive** - shall mean the Executive Committee of the Association.
- 2.4. **Officer(s)** - shall mean member(s) of the Executive Committee of the Association
- 2.5. **Ordinary resolution** - shall mean a resolution passed by a majority of the votes cast by the members.
- 2.6. **Special resolution** - means a resolution passed by a majority of not less than two-thirds (2/3) of the votes cast by the members.
- 2.7. **Member**- means a member in good standing.

3. Article III – Objectives

- 3.1. The overarching purpose of the association is community development in Saskatoon by promoting cultural, educational and social activities of the people of Kerala ancestry, known as Malayalees. The following are considered inevitable in achieving the purpose.
 - 3.1.1. To promote communal harmony and to foster understanding between Malayalees and other cultures in Saskatoon.
 - 3.1.2. To promote, develop and enrich the cultural and social life of the members of the Association and of the community.
 - 3.1.3. To preserve, maintain, promote, foster and encourage the cultural identity and traditions of Malayalees in Saskatoon.
 - 3.1.4. To promote and educate the Kerala native language “Malayalam”, Malayalam literature and literary traditions.
 - 3.1.5. To organise activities of educational value and to support education of children, youth and adults.
 - 3.1.6. To invite artists to perform in Saskatoon, if required, under the auspices of the association.
 - 3.1.7. To provide support for the care of children, aged and disabled
 - 3.1.8. To organise and promote sports & recreational activities in Saskatoon.
 - 3.1.9. To provide health and hygiene awareness.
 - 3.1.10. To collectively celebrate social and religious festivals which are traditionally celebrated by Malayalees in their native land, Kerala.

- 3.1.11. To represent the Saskatoon Malayalee Community in order to safeguard and promote their interests while dealing with members of the public, business organisations, and government agencies.
- 3.1.12. To assist Malayalees in all possible ways, especially in times of difficulties, misfortune and the like and also to alleviate poverty in the wider community of Saskatoon
- 3.1.13. To assist new migrants from Kerala with advice, guidance, and help, in their effort to settle down in Saskatoon

4. Article IV– Location and Association’s Activities.

- 4.1. The location of the office shall be decided by the Board of Directors. To carry out its objectives, the Association may:
 - 4.1.1. Purchase, take in exchange, lease, hire, construct, build or otherwise acquire any land, building, furniture and equipment to fulfil its objectives.
 - 4.1.2. Devote all funds of the Association for the furtherance its objectives including any charitable purpose as deemed necessary by the Association.
 - 4.1.3. Engage such persons as may be required to properly carry out the objectives of the Association.
 - 4.1.4. Carry out all other activities as may be deemed necessary or conducive to the attainment of the Association’s objectives.

5. Article V - Membership and Voting Rights

- 5.1. The membership shall be open to any adult over the age of eighteen hailing from or associated with the linguistic state of Kerala, India currently a resident of Saskatchewan. Membership will also be open to any adult over the age of eighteen, currently a resident of Saskatchewan, who is the spouse, son or daughter of someone who is hailing from or associated with the linguistic state of Kerala, India. Membership can also be granted to any resident of Saskatchewan who is interested to learn and is willing to be part of the Kerala heritage.
- 5.2. The membership shall be classified as single, family, visitor and business class.
 - 5.2.1. Single membership shall be granted to any individual, including students over the age of eighteen, not associated with a family. An individual member has one (1) vote and can be elected as officers.
 - 5.2.2. The family membership consists of husband and/or wife or common-law partner and includes children under the age of eighteen. Family members shall have two (2) votes; one for each spouse and either spouse or both can be elected as officers.
 - 5.2.3. To qualify for visitor membership, one must be residing in Saskatchewan and shall show one’s interest in Kerala Malayali heritage. The visitor members will not have voting rights.
 - 5.2.4. Business Class Membership: This applies to any business (proprietorship or corporation) that is legally registered in any province in Canada, regardless of

whether the business is operating in Saskatoon or not; and has paid its annual membership fee subject to the approval of the executive committee. The business class will have no voting rights.

- 5.3. A member in good standing shall be one without arrears on their membership dues at the time of participation in any activities of the SMA. Only member in good standing and his/her immediate family will be eligible for membership benefits.
- 5.4. The Board of Directors may disapprove the membership of any individual whose objectives and activities are opposed to or not in harmony with the purpose of the Saskatoon Malayali Association.
- 5.5. Any attempt, by any class of membership, to introduce any motion that directly or indirectly deviates from the currently approved mandate of the Saskatoon Malayali association will not be tolerated. Further, such members, regardless of their membership class, shall have their membership reviewed for possible termination by the board, whose decision shall be final.
- 5.6. A suspended or expelled member will not be considered as a member in good standing.
- 5.7. The annual dues shall be decided by the Board of Directors. The membership year is defined as the 12 months starting on October 1st of a calendar year through September 30th of the next calendar year.
- 5.8. By becoming a SMA member by paying the membership dues annually, it is implied that the member agrees to SMA by-laws. A copy of the by-law will be available on SMA website and also by writing to the Secretary, SMA.
- 5.9. Membership due once paid is not refundable either fully or partially. Any member may withdraw from the Association at any time by giving notice to the General Secretary of the Association. Members whose dues fall in arrears for more than two months shall be deemed to have ceased being members.

6. Article VI- Officers of the Executive Committee (EC)

- 6.1. The officers of the Association comprising the Executive Committee shall consist of the following:
 - a) President
 - b) Vice-President
 - c) General Secretary
 - d) Treasurer
 - e) Social Secretary
 - f) Sports Secretary
 - g) Public Relations Officer
 - h) Member/s-at-Large
 - i) Youth Member/s
- 6.2. The Association may vary the number of Members-at-Large from a minimum of two (2) to a maximum of five (5) at any annual meeting at which an election of officers

- takes place. The Association will have two youth members elected during the election at the annual general body meeting.
- 6.3. An officer must be a member of the Association.
 - 6.4. All officers shall be elected for a term of two years and all officers shall retire from office at the annual general body meeting. The retiring officers shall hold office until their successors are elected, and until the conclusion of the meeting at which they retire. A retiring officer shall be eligible for re- election subject to Article 6.5.
 - 6.5. Term Limitations- No officer shall hold the same office consecutively for more than three (3) terms. The President and Vice-president shall not hold the office consecutively for more than two (2) terms.
 - 6.6. Meeting Attendance- The term of office of any officer excepting that of the past president, shall become vacated if the officer fails to attend without notice two successive regularly scheduled meetings of the Executive, unless the Executive adopts a resolution excusing nonattendance.
 - 6.7. Removal of Officers- The Association may, by passing an ordinary resolution at a general body meeting of its members, remove any officer or officers from the Executive Committee.
 - 6.8. Board Vacancies- Any vacancy in the membership of the Executive occurring during its term may be filled through an appointment by the Executive Committee. The appointee shall hold office for the remainder of that term. [Note: Corporations Branch must be informed within 15 days of this appointment].
 - 6.9. Signing Officers- The signing officers for financial transactions shall be any two of the following three:
 - a) Treasurer,
 - b) President,
 - c) Vice-President
 - 6.10. Board Remuneration- No officer shall receive any remuneration for services rendered to the Association.
 - 6.11. Board Liability- Association shall insure its officers against any issues or liabilities arising from their duties and responsibilities for the Association during their official term.
 - 6.12. Ex-officio Board Member- The past president of the Association shall be an ex-officio member of the Executive Committee.
 - 6.13. Board Direction- The members in a general body meeting may give direction(s) to the Executive Committee.
 - 6.14. Co-opted Executive Members- The Executive may co- opt not more than two (2) additional members into its committee. The co-opted members may participate in discussions at meetings, but may not vote.
 - 6.15. Calling Board Meetings- Executive meetings shall be called by the General Secretary. The General Secretary shall also call such a meeting when requested to do so by:
 - a) President, or
 - b) Three (3) members of the Executive.

- 6.16. Notice of Meetings-
- 6.16.1. All members of the Executive shall receive forty-eight (48) hours' notice of all meetings of the Executive in such manner and form as the Executive may agree upon from time to time.
- 6.16.2. Meetings may also be called on shorter notice with the consent of not less than 75 percent of the members of the Executive.
- 6.17. Quorum- The quorum for the transaction of any business of the Executive shall be a simple majority of the officers constituting the Executive in a given term.
- 6.18. Member Attendance at Executive Meetings- Any member of the Association may attend Executive meetings provided the member gives forty-eight (48) hours advance notice to the General Secretary and with prior approval of the Executive Committee.
- 6.19. Meetings in Camera- The Executive shall reserve the right to meet in-camera at any time.
- 6.20. Resolutions- A resolution signed by 75 percent of all Executive members shall be valid and effective as if it had been passed at an Executive meeting duly called and constituted.

7. Article VII- Duties of Officers

7.1.President

The President shall:

- 7.1.1. Be the spokesperson of the Association.
- 7.1.2. Preside at all general body meetings of the Association and at all meetings of the Executive.
- 7.1.3. Cast the deciding vote when a tie vote is recorded but shall not otherwise vote.
- 7.1.4. Be an ex-officio member of all committees and have the right to vote in all committee meetings.
- 7.1.5. Be responsible for the implementation of policies adopted at a general body meeting.
- 7.1.6. Be responsible for convening all general body and executive meetings.
- 7.1.7. Oversee the observance of the by-laws of the Association.
- 7.1.8. Represent or delegate a member to represent the Association before any group or organization. Such a delegated appointment shall lapse unless ratified by the executive in their next meeting.
- 7.1.9. The president, in consultation with the Executive Committee, may reassign any duties.

7.2.Vice-President

The Vice-president shall:

- 7.2.1. Perform duties of the President when the President is absent or unable to act.
- 7.2.2. Be responsible for carrying out the overall publicity of the Association as directed by the president or EC.

7.3.General Secretary

The General Secretary shall:

- 7.3.1. Record and keep the minutes of all general body meetings of the Association and of all meetings of the Executive Committee. These minutes shall be available to any member on request.
- 7.3.2. Prepare and issue notices of the above meetings indicating the date, time, place and agenda upon instruction from the president or Executive Committee.
- 7.3.3. Keep the records of the Association and carry on the correspondence for the Association.
- 7.3.4. Be responsible for the distribution of the minutes of meetings to the EC members.
- 7.3.5. Perform such other duties as may from time to time be assigned by the General Body or the Executive.
- 7.3.6. Ensure that all decisions reached by the Executive involving commitment of the Association funds above the budget are communicated through the minutes of the general meetings to the membership.
- 7.3.7. General Secretary will be responsible for presenting the annual report at the AGM

7.4.Treasurer

The Treasurer shall:

- 7.4.1. Be responsible for keeping accurate and complete records of all financial transactions of the Association.
- 7.4.2. Be responsible for receiving and depositing all funds of the Association.
- 7.4.3. Prepare and submit such financial statements as the Executive or the general body may require from time to time.
- 7.4.4. Have the accounts of the Association audited prior to every annual meeting by auditors appointed by the Executive and present the audited statement to the annual meeting of the Association.
- 7.4.5. Keep a roster of all members of the Association.
- 7.4.6. Prepare an estimate (for the coming year) of the receipts and expenses in the form of a budget in consultation with the Executive within thirty (30) days of the election of the Executive.
- 7.4.7. Be responsible for monitoring and reporting at each Executive Committee meeting that the expenses of the Association are in accordance with the budget.

7.5.Social Secretary

The Social Secretary shall:

- 7.5.1. Be responsible for organizing social, and cultural activities of the Association.
- 7.5.2. Be a member of the related Standing Committees.
- 7.5.3.

7.6.Sports Secretary

The sports secretary shall:

- 7.6.1. Attend all meetings of the Executive and carry out duties as may be assigned to them by the Executive over and above to the following
- 7.6.2. Be responsible for organizing all sports related activities of the Association
- 7.6.3. Be a member of the social and cultural activity subcommittee of the Association to ensure that the conduct of the social and cultural activities are done with utmost sportsman spirit.

7.7.Public Relations Officer (PRO)

7.7.1 The PRO shall attend all meetings of the executive and carry out duties as may be assigned to them by the executive over and above to the following primary responsibilities

7.7.2 The PRO shall act as the person in charge of doing all public relations activities assigned by the executive in consultation with the president.

7.8 Members-at-Large

7.8.1 Attend all meetings of the Executive and carry out duties as may be assigned to them by the Executive.

7.9 Youth Member

7.9.1 Attend all meetings of the Executive and carry out duties as may be assigned to them by the Executive.

7.9.2 Youth members shall organize activities for the youth and children throughout the term.

7.9.3 Youth members may help the Social and Sports secretary in organizing cultural and sports programs.

7.10 Past President

The Past President may:

- 1.1.1. Subject to mutual agreement, the Past President shall discharge any duties assigned by the Executive.
- 1.1.2. The Past President shall have the right to vote in meetings of the Executive.

8. Article VIII- Election of Officers

8.1. Annual General Meeting Date

- 8.1.1. The election of officers for a new term of officer's term shall be held in the AGM in the month of September of the year at which the current committee's term is over. The date, time and venue shall be decided by the Executive Committee and the election shall be called by the General Secretary.
- 8.1.2. The members shall be given fourteen (14) days notice of the proposed election date
- 8.1.3. Newly elected officers shall commence work with the existing officers upon being elected and will officially assume their respective responsibilities within 30 days after the election, at which time the current officers will step down from their respective positions.

8.2. Nominations

- 8.2.1. The Executive shall appoint a Nominating Committee (NC) in consultation with the past President (returning officer) who will chair the NC, and it shall be the duty of the Nominating Committee to propose a list of officers to the general meeting.
 - a) Nominations shall also be accepted from the floor of the general meeting provided the member is presented in the AGM.
 - b) Members of the NC should be members of the Association
 - c) The members in Nominating Committee cannot be elected to the official positions.
- 8.2.2. Nomination, duly seconded by a member and accepted by the nominee shall be required. However, if the nominee cannot attend the meeting, the reason(s) for the absence of the nominee shall be presented before the general body in the meeting.

9. Article IX- General Meetings

- 9.1. The Annual General Body (AGM) meeting of the Association shall be held in the month of September of each year, on a date, time and place to be fixed by the Executive.
- 9.2. Fourteen (14) days' notice of all general meetings and a copy of the agenda for the meeting shall be communicated to the members.
- 9.3. Any general meeting of the Association shall be called by the General Secretary, who shall also call such a meeting:
 - a) at the request of the President; or
 - b) upon written request from ten percent (10%) of the members.

9.4. The quorum necessary for a general meeting shall be ten percent (10%) of its total membership

9.5. Voting

9.5.1. Voting shall be by secret ballot in the case of the elections of officers.

9.5.2. Ordinary or special resolutions shall be voted upon by a show of hands unless at least three (3) members request a secret ballot.

10. Article X- Standing Committee

There shall be a Standing Committee (SC) for arrangement of food for the events, cultural, social media and communications to be appointed at AGM by the Executive.

10.1. Food Committee.

10.1.1. The food committee will be nominated at the AGM for a term of two years. Chair person for the committee shall also be decided at the AGM.

10.1.2. The Committee shall be responsible for all aspects of the Association participation and shall be accountable to EC.

10.2. Arts and Cultural Activities Committee.

10.2.1. The Executive Committee shall appoint a Standing Committee for the Association's Cultural Activities within 15 days of its taking office.

10.2.2. The Chair person of this committee will be the Social Secretary.

- a) The Chairperson and other members of the Committee shall be members of the Association.
- b) The Committee shall consist of at least 4-members including the chair of the committee.

10.2.3. The Committee shall be responsible for all aspects of the Cultural Activities and be accountable to the Executive Committee of the Association.

10.2.4. The Committee shall have freedom to function in its day-to-day operation, but it must follow policies and directions as laid out by the Executive.

10.2.5. In accordance with the main objectives of the Association as described in Article 3 of the By-laws, the Executive shall lay down a broad policy and directions providing guidelines to the Committee.

10.3. Social Media/Communications Committee

10.3.1. The Executive Committee shall appoint a Standing Committee for the Association's Social Media Communications within 15 days of its taking office.

10.3.2. The composition and the chairperson of this standing committee shall be decided by the Executive.

- a) The Chairperson and other members of this Committee shall be members of the Association.
 - b) The Committee shall consist of at least 4-members including the chair of the committee.
- 10.3.3. The Committee shall be responsible for all aspects of the Social Media and Communications and be accountable to the Executive Committee of the Association.
- 10.3.4. The Committee shall have freedom to function in its day-to-day operation, but it must follow policies and directions as laid out by the Executive.
- 10.3.5. In accordance with the main objectives of the Association as described in Article 2 of the By-laws, the Executive shall lay down a broad policy and directions providing guidelines to the Committee.

11. Article XI- Audit

The books of the Association may be audited / reviewed annually by an independent public auditor at the discretion of the AGM.

12. Article XII- Custody and Use of Seal

- 12.1. The seal of the Association shall consist of a circular rubber stamp with the name of the Association on its outer edge and the word “SEAL” in the centre.
- 12.2. The seal of the Association shall be in the custody of the General Secretary or such other person as may be designated by the Executive. All papers or documents required to be sealed on behalf of the Association shall be sealed in the presence of the President and of the General Secretary, or of such other person or persons as may be designated by the Executive.

13. Article XIII- Dissolution and Disposition of Property

- 13.1. Dissolution: -A motion to consider dissolution of SMA may be petitioned to the President by not less than two-thirds of the members in good standing. The President shall circulate the petition to all members in good standing within thirty days of the receipt of the petition. The motion for dissolution shall require, for passing, the affirmative vote of three quarters of the members in good standing.
- 13.2. In the event of dissolution of the Association, its property shall, after payment of all liabilities, be donated to such charitable, benevolent or educational purposes as may be decided by the Association during a general meeting.

14. Article XIV- By-law Review

The Executive shall appoint a special committee, every five (5) years after the adoption of these by-laws, to examine the by-laws of the Association. This should be done in accordance with the current objectives and activities of the Association.

15. Article XV- Use of Fund

The executive committee is responsible for the prudent usage of association's funds for its operating needs. Any usage of funds for special projects shall be submitted at a general body for approval.

16. Article XVI- Amendments

By-laws of the Association may be rescinded, altered or added to by a special resolution passed in an annual general meeting of the members. Any member of the Association can propose an amendment to the by-laws by submitting it to the Executive Committee. The request of amendment shall be reviewed by the EC and circulated to all members along with the notice of general body meeting. The notice for such a general body meeting together with the proposed resolution shall be mailed to all members at least fourteen (14) days prior to the meeting. Amendments are to be listed in serial order with the date of the amendment in the list of amendments below the article 16

By-Law Amendments

Amendment #1 : Adding two more members to the executive namely sports secretary and the public relation officer. This amendment has been unanimously approved by the AGM held on September 25, 2022.