

MET COLLEGE OF GUYANA ALUMNI ASSOCIATION

(TORONTO-CANADA CHAPTER) INC

CONSTITUTION

ARTICLE 1 NAME

1. a. The name of the organization shall be the **MET College of Guyana Alumni Association (Canada)** hereinafter referred to as the Association.

ARTICLE 2 ASSOCIATION STATUS

2. a. **MET College of Guyana Alumni Association (Canada)** is incorporated under the laws of Ontario, Canada, as a not for profit, organization.

ARTICLE 3 HEAD OFFICE

3. a. The Association's Headquarters shall be as directed by the Board of Directors from time to time in the Province of Ontario. The address of the Association shall be the mailing address of the Association President or as directed by the Board of Directors from time to time.

ARTICLE 4 SEAL

4. a. The Seal, an impression of which is stamped on the By-Laws, shall be the Seal of the Association.
- b. The Secretary shall provide for the safe custody of the seal, which shall only be used by the authority of the Board of Directors or a committee authorized by the Board of Directors and every instrument to which the seal shall be affixed shall be signed by a member of the Board and shall be countersigned by the secretary or by a second Member of the Board or by some other person appointed by the Board of Directors for the purpose.

ARTICLE 5

MISSION STATEMENT / OBJECTIVES

5.1 MISSION STATEMENT

The purpose of the Association shall be to foster a spirit of loyalty, unity and fraternity among the graduates, former students, and staff of the Muslim Education Trust College of Guyana, to use its influence, expertise, and resources for the benefit of all members and to support charitable causes that reflect the profile of its members.

5.2 OBJECTIVES

The objectives of the Association shall be:

- a. To bring together alumni as well as former members of the academic and non-academic staff of the Muslim Education Trust College of Guyana, hereinafter referred to as “**the College**” and their families and friends, to organize social and fund-raising activities for the benefit of the Association and any charitable and humanitarian purposes connected therewith.
- b. To provide a forum for discussion and action regarding ways and means of promoting the best interests of the Association.
- c. To promote educational, recreational and philanthropic activities for the benefit and enjoyment of all members of the Association, their spouses, family and friends.
- d. To interface with, support and promote other similar Muslim Education Trust College of Guyana Associations.
- e. To strive for excellence in thought, word and deed, causing harm to no one, endeavouring to bring happiness to everyone.

ARTICLE 6.

MEMBERSHIP

6. a. Membership in the Association is open to all alumni, former members of the academic and non-academic staff, their families, and friends of the College, (hereinafter referred to as members), who subscribe to the aims and objectives of the Association, and are prepared to be governed by the By-Laws, Rules and Regulations of this Association.

- b. Any person who meets the requirements of 6a., and pays an annual non returnable membership fee shall be eligible for membership of the association
- c. The membership categories of the Association shall be as follows:

[Full Member and Associate Member]

- i. **FULL MEMBER:** All privileges and benefits of membership in the Association shall be available to alumni, academic and non-academic staff, including eligibility to cast one (1) vote at all meetings of members of the Association, and to be a member of any committee of the Association.
- ii a **ASSOCIATE MEMBER:** Families and friends of alumni, academic and non-academic staff may become Associate Members. All privileges of membership in the Association shall be available except the right to vote at any meeting of the Association or to be a member of the Board of Directors of the Association – though they may serve on Sub-committees which may be formed by the Association at large or the Board of Directors.
- ii b. Any person who meets the requirements of Article 6c iia may be admitted on the approval of the Board of Directors through sponsorship in writing by two (2) members of the Association, at least one of whom must be an alumnus or former member of the academic or non-academic staff.
- ii c. Associate members shall be considered eligible for full membership after three (3) consecutive years.

ARTICLE 7 MEMBERSHIP RIGHTS AND PRIVILEGES

- 7. a. The rights and privileges of members in this Association shall be safeguarded in accordance with the provision of these By-Laws.
- b. Members in good standing shall have the right to participate in the activities and functions of this Association in accordance with the provision of these By-Laws.

ARTICLE 8

MEMBERSHIP FEES

8. a. The annual dues applicable to each category of membership shall be determined by the Board of Directors.
- b. The annual dues shall be paid by all members in advance on or *before* the 1st day of January of each year. Any new member admitted to the Association between the 1st day of January and the last day of December of any fiscal year (as defined in Article 21a) shall pay the full amount of the annual dues for such year.
- c. The failure by any member to pay any dues within sixty (60) days of the date that such monies are due shall be sufficient cause for the Board of Directors to declare that such member is not in good standing.
- d. A delinquent member shall be returned to good standing when all outstanding dues are paid.
- e. Annual dues for Associate Members are limited to 50% of the annual dues determined for Full Members.
- f. Once a notice of a general meeting is given a member who is not in good standing even if he pays up in the interim will not be eligible to contest or hold office, or vote at that general meeting.

ARTICLE 9

ANNUAL GENERAL MEETING

9. a. The Annual General Meeting of the Association shall be held no later than 90 days after the fiscal year end.
- b. All members shall receive a minimum of fourteen (14) days notice of the date, time and location of the Annual General Meeting.
- c. Only members of the Association in good standing shall be entitled to vote or be elected as office bearers of the Association, subject to the provisions of Article 8f.
- d. Where at a meeting intended to be a General Meeting of any type, the prescribed number of members required to form a quorum is not present, the meeting shall be adjourned and reconvened within fourteen (14) days at a time and place to be communicated to the membership by the Secretary.

- e. Notice of the revised date, location and time shall be sent to members at least seven (7) days before the meeting. At this meeting, the business and the agenda shall be transacted notwithstanding the failure to assemble the stipulated quorum.
- f. The Order of Business at the Annual General Meeting shall be as outlined but not limited to the following:
 - i. Minutes of the previous Annual General Meeting and any Special General Meetings.
 - ii. President's Address
 - iii. Director's Reports
 - iv. Treasurer's Report
 - v. Adoption of the Statement of Accounts of the Association and report thereon submitted by the Association's auditor. Appointment of an auditor who may be re-appointed at the Annual General Meeting on recommendation of the Board of Directors and a majority vote of members.
 - vi. Consideration of notices of motions which must reach the Secretary no less than forty-eight (48) hours before the time appointed for the meeting
 - vii. Election of office bearers
 - viii. Any other business
 - ix. Adjournment

ARTICLE 10 SPECIAL GENERAL MEETING

- 10. a. A Special General Meeting may be called by the Board of Directors by its own motion.
- b. A special General Meeting shall be called within thirty (30) days following the receipt of a written request signed by no less than twenty-five (25%) of the membership of the Association.

- c. Notice of the date, time, location and business to be dealt with for any special General Meeting shall be made known to all members no less than fourteen (14) days prior to that meeting.
- d. Only the business for which a Special General Meeting has been called will be addressed.

ARTICLE 11 PRESIDING OFFICER

- 11. a. The President shall preside at all General Meetings of the Association, and in his/her absence, the Vice President shall take the chair. The absence of both officers shall require a simple majority vote of the members present to select another officer to take the chair.

ARTICLE 12 QUORUM

- 12. a. At the Annual General Meeting, thirty percent (**30%**) of the membership or twenty (20) members in good standing whichever is greater, shall constitute a quorum for the transaction of business. In the event of a tie at any meeting of members, the President or Chairperson of the meeting shall have the casting vote.
- b. At a meeting of the Board of Directors and any Standing Committee, a majority shall form a quorum.
- c. There shall be no transaction of any official business of this Association at any general meeting where the requisite quorum is lacking.

ARTICLE 13 VOTING

- 13. a. In order to exercise the right to vote in an election at the Annual General Meeting, Regular or Special Meetings, of the Association, a member must be in good standing and must have had membership for not less than three (3) months immediately prior to the scheduled election.
- b. Members in good standing may vote in person or by proxy duly authorized in writing. Proxies sent to the Secretary by mail, hand delivered, by facsimile and any other form as stipulated in the notice of the meeting may be accepted. Proxies must reach Secretary two (2) days prior to the meeting.

- c. A simple majority of the eligible members shall be required in most situations to approve action(s) brought before the appropriate bodies of the Association. This provision shall be applicable in all situations except where otherwise required according to Robert's Rules of Order, revised edition.

ARTICLE 14 NOMINATIONS

- 14. a. Notice of the election meeting to be sent to the membership shall include an invitation for nominations.
- b. Approximately two (2) months prior to the scheduled election, the Nominating Committee shall be charged to convene for the purpose of receiving, selecting and screening all prospective candidates and submitting names of members who are eligible and suitable for each office.

ARTICLE 15 BOARD OF DIRECTORS

- 15. a. The business of the Association shall be conducted by a Board of Directors.
- b. The Board of Directors shall consist of the President, the Vice President, Secretary, Assistant Secretary, Treasurer, Assistant Treasurer Chairpersons of all three Standing Committees, and the Public Relations Officer and a Director at large.
- c. The Board of Directors shall be vested with full powers to oversee and approve the conduct of all day-to-day business of the Association.
- d. The President and the Secretary or any two (2) members of the Board of Directors shall together execute any contract or deed required to be executed by or on behalf of the Association when so authorized by the Membership.
- e. All cheques, drafts, etc shall be signed by the President or Vice President and the Treasurer or the Secretary.
- f. Any Director of the Board may be removed from office for cause whatsoever, by a two-thirds (2/3) majority of members voting including

- iii. plan, organize and direct such other activities as are consistent with the pursuit of the Association;
- iv. review the conduct of a member which is inimical to the interest of the Association and to take appropriate action in accordance with the constitution;
- v. initiate, constitute and administer a fund whose monies are to be held in trust for the Association and to have the Association recognized officially as a non-profit organization in accordance with existing legislation;
- vi. manage the affairs of the Association in areas not specifically mentioned or defined above and not repugnant to the purpose of the Association.

ARTICLE 20 EXAMINATION AND VERIFICATION OF ACCOUNTS

- 20. a. The accounts of the Association shall be examined annually, and the correctness of the Financial Statement ascertained.
- b. The examination and certification of the Association's accounts will be conducted by an auditor appointed at the Annual General Meeting.

ARTICLE 21 FISCAL YEAR

- 21. a. The fiscal year of the Association shall run from January 1 to December 31.

ARTICLE 22 AMENDMENTS

- 22. a. All proposed amendments to the constitution shall be forwarded in writing to the Board of Directors no later than thirty (30) days prior to the Annual General Meeting or Special General Meeting called for that purpose. Amendments may be proposed by the Directors or by members of the Association.
- b. Copies of proposed amendments to the constitution shall be made available to all members no less than thirty (30) days prior to the General Meeting at which they will be considered.

- c. Amendments to the constitution will require a two-thirds majority vote of voting members at the General Meeting.
- d. An amendment shall be deemed to be carried at which a quorum is present by the affirmative vote of a two-thirds (2/3) majority of the members present in person and voting, provided that the Board of Directors has previously considered the merits of the amendments.
- e. Amendments to the constitution will become effective immediately upon approval at either General Meeting unless otherwise stipulated.

ARTICLE 23 RULES OF ORDER

- 13. a. All meetings of the Association shall be conducted in accordance with Robert's Rules of Order in-so-far as they apply.

**ARTICLES 24 PROTECTION OF MEMBERS OF THE
BOARD OF DIRECTORS**

- 24. a. No Director of the Association shall be liable for the acts, receipts, neglects or defaults of any other Director of the Board or for the joining in any receipt or other act for conformity or for any loss, damage or expense happening to the Association through the insufficiency or deficiency of any security in or upon which any of the monies of the Association shall be invested or for any loss or damage arising from the bankruptcy, insolvency or tortuous act of any person with whom any of the monies, securities or effects of the Association shall be deposited or for any loss, damage or misfortune whatever shall happen in the execution of the duties of his/her office or in relation thereto unless the same are occasioned by his/her own willful neglect or default, provided that nothing herein shall relieve any executive member of any liability imposed upon him by law.
- b. To the maximum extent permitted by law, the Association shall indemnify and save harmless every Director of the Association who acts or has acted at the Association's request as a Director of a body corporate of which this Association is or was a creditor and their respective heirs and legal representatives against all costs, charges and expenses including any amount paid to settle an action to satisfy a judgement reasonably incurred by him/her in respect of any civil, criminal or administrative action or proceeding to which he/she is made a party by reason of being or having been an executive member or such body corporate.

ARTICLES 25

PROHIBITION OF ACTIVITIES

25. a. the Association is inter-denominational, inter-racial and non-political and all activities of the Association must reflect these principles.
The Association is therefore prohibited from engaging in any activity designed to influence or assist in the election of public office of any person anywhere and is also prohibited from supporting the campaigns of other political activities of any person or group anywhere.

ARTICLE 26

DISSOLUTION OF THE ASSOCIATION

26. a. The Association may be dissolved by a two-thirds (2/3) majority of members in good standing.
- b. Upon dissolution of the Association, all the indebtedness shall be paid by the direction of the Board of Directors. Remaining assets may be dispersed as approved by two-third (2/3) majority of members in good standing.

ARTICLE 27

DUTIES OF EXECUTIVES

27. a. **President**
- i. the President shall:
- (1) preside at all meetings of the Board of Directors and of the general membership;
 - (2) have the power and duty to execute the policies of the Association as defined by the By-Laws and Constitution/Articles;
 - (3) may co-sign disbursement vouchers and cheques to be drawn against the Association's representative on all contracts and other written obligations to which the Association becomes a party;
 - (4) preserve order and decorum during the conduct of all meetings;

- (5) be an ex-officio member of all committees.
- (6) be responsible for all communications with other organizations, other chapters of the Association, and all external contacts. This is in addition to the President's general responsibility and authority for the good conduct of all matters pertaining to the Association.

b. Vice-President

- i. the Vice-President shall assist the President in carrying out the responsibilities of the Presidency;
- ii. shall assume the duties of the President in cases of temporary absence or incapacitation of the President.
- iii. shall succeed the President and hold the office for the unexpired term in the event the President shall resign or is unable for any reason to finish the regular term of office; and
- iv. shall co-ordinate the activities of the standing committees.

c. Secretary

- i. shall keep accurate and concise minutes of all meetings of the Board of Directors and general membership;
- ii. shall ensure that follow-up actions are taken on decisions reached and shall report at the next meeting;
- iii. shall be custodian of all reports and corporate seal of the Association; shall conduct correspondence of the Association as directed by the President and/or Vice President including sending out all notices of the meetings to the general membership;
- iv. shall maintain a current master mailing list comprising the general membership, organizations and patrons;
- v. shall keep a duplicate copy of all important correspondence sent out by the Association; and

- vi. may co-sign cheques to be drawn against the Association's funds when approved.

d. **Treasurer**

- i. the Treasurer shall have care and custody of the funds of the Association;
- ii. shall accept and issue receipts for all monies of the Association received by him/her;
- iii. shall deposit all monies received in the name of the Association in such bank(s) that shall be designated by the Association.
- iv. shall prepare and sign all cheques to be drawn against Association's funds when approved;
- v. shall keep accurate, detailed account of all receipts and disbursements in a treasurer's Ledger;
- vi. shall keep all bank records and passbooks of the Association and submit them to the Board of Directors and other approved authorities when directed by the president at any meeting of the Board and the general membership meetings;
- vii. shall prepare with the assistance of a Finance Committee, a budget for the ensuing year to be presented to the Board of Directors for consideration and ratification.

e. **Standing Committee**

The following shall be Standing Committees of the Association:

- i. Planning and Events Committee
- ii. Fundraising Committee
- iii. Finance Committee

The Chairpersons of these committees shall be elected as per article 16 and shall have the authority to co-opt other members of the Association to serve on these committees.

The Planning and Events and Fundraising Committees will be responsible for planning, organizing and administering events and activities as agreed upon by the Board of Directors.

The Finance Committee will be responsible for the preparation of the Association's annual Budget in consultation with the other Standing Committees and the Treasurer. A draft budget is to be presented to the Board of Directors at its meeting immediately prior to the Annual General Meeting. A revised budget is to be presented to the Board at the Annual General Meeting.

The Finance Committee will recommend the appointment of the Association's Auditor to the Board of Directors.

ARTICLE 28 ASSOCIATION FUNDS

28. a. Authorized Signatures

- i. the funds of the Association shall be kept in bank(s) approved by the Association and two (2) signatures will always be necessary for withdrawals or disbursements. The approved signatures are those of the President, or Vice President, along with the Treasurer or Secretary with the President's or Vice President's signature always being one of the signatories.
- ii. all disbursements of funds must be approved and shall be supported by third party invoices.

ARTICLE 29 DISCIPLINARY ACTION(S)

29. a. Failure to Attend Meetings

- i. Any officer who fails to attend three (3) consecutive Board meetings and/or three (3) consecutive General Meetings, without submitting advanced proper notification to the President and/or the Secretary may be considered for removal from office.

b. Other Causes

- i. any executive/member who acts in violation of these By-Laws will be considered for removal from office.

- ii. removal from office shall be for cause. The Board of Directors shall determine the appropriate action;
 - iii. if such action leads to the removal from office, a Special General Meeting shall be scheduled and the majority of Directors must be present to vote, plus a majority vote of eligible members;
- c. Any officer or member who endeavours to create a dissension among the membership or who works against the interest and harmony of the Association, or supports or becomes a member of any organization which is antagonistic to the principles and purposes of the Association may be subject to consequent disciplinary action(s). In addition, such action(s) may be taken whenever it is substantiated to the satisfaction of the Board of Directors that a member or officer has been using or is attempting to use the Association, its name or its programs and resources for:
 - i. the benefit or detriment of any political candidate, politician, or a political party;
 - ii. personal gain or for the benefit of personal friends or relatives contrary to the aims and objectives of these By-Laws;
 - iii. misappropriation or is involved in any misappropriation of Association fund and/or its assets;
 - iv. any other purpose not specifically consistent with these By-Laws or without prior written consent of the Board of Directors for any matter which may prove in any way to be embarrassing or detrimental to the Association.
- d. Member should be notified of any charges against him or her and afford an opportunity to make representation. When any disciplinary action(s) is taken against a member, the member shall have the opportunity to appeal the decision at a Special Hearing Committee within thirty (30) days of the action(s) being taken by the Association. Failure of the member to appear at the hearing shall be sufficient for the action(s) to be confirmed.
- e. A member who is dissatisfied with the view taken by the Special Hearing Committee, shall have the right to appeal for a hearing before the Board of Directors.

ARTICLE 30

TERMS USED

30. a. Feminine or neuter pronouns shall be substituted for those of masculine form and the plural shall be substituted for the singular number in any place wherein the context may require such substitution or substitutions.
- b. The following can be considered to be incorporated in the articles.

- i. **ARTICLE XII – PARLIAMENTARY PRACTICES**

Except as otherwise specifically provided in this constitution, all questions of order or procedure with respect to any meeting or action of this Association, its Board of Directors or any committee appointed shall be determined in accordance with Robert's Rules of Orders as revised from time to time.

ARTICLE 31

NOTICES

31. a. A notice may be given by the Association to any Director or member either personally or by sending it by mail to him/her or to his/her last known address, if any, within Ontario supplied by him/her to the Association for the giving of notice to him/her. Where a notice is sent by mail, service of the notice shall be deemed to be effected by properly addressing, prepaying and mailing a letter containing the notice, and to have been effected in the case of a notice of a meeting at the expiration of 48 hours after the letter containing the same is mailed, and in any other case at the time at which the letter would be delivered in the ordinary course of mail.