

THE GUYANA OTTAWA CULTURAL ASSOCIATION INC.

CONSTITUTION AND BY-LAWS

(Revised: June 2018)

ARTICLE I

THE ORGANIZATION

The name of the organization shall be **The Guyana Ottawa Cultural Association, Inc. (GOCA)**, hereinafter referred to as "The Association", which shall be located in the Regional Municipality of Ottawa-Carleton, in the Province of Ontario.

ARTICLE II

OBJECTIVES

1. 1. The Association shall be a non-profit/non-partisan organization with the following objectives:
 - a. a. To share knowledge, information and experience of our Guyanese heritage, traditions and customs;
 - b. b. To provide a medium for the exchange of ideas, experience and knowledge among the members of The Association and the wider community;
 - c. c. To undertake social, educational, cultural and recreational, activities for the benefit of members of The Association and wider Guyanese community;
 - d. d. To work with other organizations and to assist, where and when possible, groups in need, as identified by The Association.

ARTICLE III

MEMBERSHIP

Preamble

There shall be four (4) classes of membership:

- General
- Associate
- Honorary
- Life Time

- a. a. **General**
- b. This class of membership is open to persons of Guyanese ancestry, and their spouse(s) as well as their children. General members have the right to vote.
- c.
- d. b. **Associate**
- e. **This class of membership** is open to anyone of any nationality and, who shall have all the same obligations and privileges as that of a General Member, except the right to vote or hold office in The Association. Associates are required to pay half the amount of dues paid by a general member.
- f.
- c. **Honorary**
- This class of membership may be conferred upon any individual by the Executive Board (as defined in Article V) and, is exempt from paying annual fees to The Association. An Honorary Member shall have the same obligations and privileges as that of a General Member, except the right to vote or hold office in The Association.
- d. **Life Time**
- This class of membership may be conferred upon any member who has exhibited continuous support of and interest in the Guyana Ottawa Cultural Association Inc. The selection of candidates for Life Time Membership shall be made at the discretion of the Executive Board and, shall be limited to a maximum of three (3) persons per Association year. The names of the nominees for Life Time Membership must be submitted to the membership, at a General Meeting, for approval by a simple majority vote of members present at the General Membership Meeting. Upon approval, Life Time Members will be accorded all the rights, privileges and responsibilities of those as a Member but shall not be required to pay any annual dues.

A member in good standing has: (a) fully paid up his/her membership dues; (b) has consistently acted in good faith and in conformity with The Association's ideals and objectives; and, (c) has not created or caused to create disharmony among individual(s) members and/or the Executive Board.

2. Application for Membership

- a. Every new applicant for Membership shall submit to the Secretary or Treasurer, a completed Membership Form along with his/her Membership Fee, as established by the Executive Board.
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- b. All applications shall be reviewed and approved by the Executive Board prior to confirmation of membership.
- 3. **Membership Fees**
- Shall be established in accordance with The Association's Financial Standing and reviewed at each Annual General Meeting (AGM).

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- Fees shall be divided into two (2) categories:
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 - (a) Single Adult Age 18 and over;
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 - (b) Family: Parents and Children age 18 and under.
- **4. The Association Year**
The Association's Year will encompass the period 1 June to 31 May

5. Membership Resignations, Renewals and Lapsed

- a. A member in good standing may terminate his/her membership of The Association, at any time, in writing.
- b. An individual who has terminated his/her membership may re-apply for membership after three (3) months from the date of their written termination but must be sponsored by two (2) members in Good Standing and be approved by the Executive Board.
- c. Approved re-instatement as a member also requires full payment of all outstanding membership fees.
- d. A Member whose annual fees are not current is considered by the Executive Board to be a lapsed member or a member not in Good Standing and, shall be notified of their lapsed membership, in writing by the Secretary.

ARTICLE IV

**ELECTED OFFICERS AND
COMMITTEE CHAIRPERSONS**

Preamble

The Executive shall be made up of the following Elected Officers:

- A. A. The President
- B. B. The Vice-President
- C. C. The Secretary
- D. D. The Assistant Secretary
- E. E. The Treasurer
- F. F. The Assistant Treasurer

Elected Officers shall serve no more than two (2) consecutive terms (four years) in the position for which they are elected but may, if nominated, run for a different position on the Executive. All nominees for the Executive and complementary Board shall be a permanent resident of Canada or a Canadian Citizen.

A.

Committee Chairpersons

The President, in consultation with members of the Executive, shall appoint all Chairpersons of Standing Committees and all ***ad hoc*** Committees. The Chairpersons of the Standing Committees and members of the Executive shall be known as the Executive Board. The Chairperson(s) of the Standing Committee(s) shall serve a maximum of four (4) years and may be reappointed at the discretion of the Executive. Chairpersons of ***ad hoc*** Committees shall serve for the duration of the Committee's mandated task.

Standing Committees

- A. The Education and Cultural Committee
- B. The Entertainment Committee

ARTICLE V

THE EXECUTIVE BOARD

- **1. The Composition of The Executive Board**
The Executive Board shall comprise of the aforementioned Elected Officers and The Chairpersons of Standing Committees. To ensure institutional knowledge of The Association is maintained, the immediate Past President of The Association may be invited to Executive Board meetings when certain matters requiring his/her input are being discussed.
- **2. Responsibilities of the Executive Board - Regular Business**
The Executive Board shall conduct all the regular and extra-ordinary business of The Association as stipulated in this Constitution.
- **3. Executive Board Meetings**
The Executive Board shall convene their meetings at least once every month and, at a time, date and place as determined by the President.
- **4. Quorum**
Executive Board meetings shall not proceed if there are less than four (4) members present.

The Outgoing Executive Board

Prior to the elections of a new Executive, The Treasurer of The Association shall ensure that

all financial obligations have been met and, that all accounts are in order. This accountability shall be in the form of a written Final Report, including **current Bank Statements** which have been verified by The President of The Association. It is also the responsibility of the outgoing Executive Board to ensure that all/any financial obligations, queries have been resolved in a manner that allows for a full accounting to the Membership and without encumbrances to the incoming Executive Board.

6. Transition

Within three (3) weeks of the election of the new Executive and the installation of the new Executive Board, there shall be a meeting of the members of the out-going and incoming Executive Board. At that time, all Association records and files, including accounts ledgers and Bank Statements shall be handed over to the new President of the Association. As part of this transition, the out-going Treasurer shall present the incoming Executive with an original copy of the most recent Bank Statement.

ARTICLE VI

RESPONSIBILITIES OF ELECTED OFFICERS

• **1. The President**

The President Shall:

- Preside over all meetings of the Association, that is, Executive Board meetings; General Membership Meetings; and, any other Special Meetings that may be convened.
- - b. In consultation with the Executive, appoint all Chairpersons of all Association Committees
 - c. With the approval of the Executive, make interim appointments as required, to the Executive Board, Standing and/or an *ad hoc* Committees.
 - d. Be the co-signatory on all financial documents as well as any other documents pertaining to the official business of The Association.
 - e. Convene special meetings as required.
 - f. Be an Ex-officio Member on all Association Committees.
 - g. Liaise with other community groups, organizations, and associations

a. **2. The Vice-President**

The Vice-President Shall:

- a. a. In the absence of the President, assume the responsibilities of the President of The Association.
- b. b. Assume the responsibilities of The President of the Association, should the position of

President become vacant and, until such time as a new President is elected.

c. c. Immediately notify the Executive Board, in writing, if he/she is no longer able to fulfil the responsibilities of The President of The Association. Upon receipt of such notification the Executive Board shall elect a President ad interim until such time as a General Elections or By- Elections is called for the purpose of electing a new President.

d. d. Liaise with other community groups, organizations and associations as well as be the lead for Special Projects, as required.

e. e. Utilize various media organizations and other sister organizations to promote the activities, programmes, goals and objectives of the Association.

f. f. Promote the interest of The Association and share ideas with other groups in the Community.

g. g. Work closely with the Entertainment, Education and Cultural Committees to promote the programmes and activities of The Association to the wider community.

h. h. Liaise with person identified as the Webmaster for The Association's Website to ensure effective service and promotion of The Association's activities.

i.

a. 3. **The Secretary**

The Secretary Shall:

a. a. Be responsible for recording the minutes of all Board and Membership Meetings and for their distribution to board members and/or members of the association at least two weeks prior to the next meeting;

b. b. Be responsible for the distribution of association correspondence to the appropriate person(s), so as to ensure that all association matters are dealt with in a timely manner.

c. c. Have unimpeded access to the Association's mail and mailbox so as to ensure the prompt distribution of all correspondence pertinent to The Association's mandate.

d. d. Ensure that the Membership List is current and, that said list includes current addresses, phone numbers and email addresses where applicable.

e. e. Inform the general membership of all Association meetings, special events and other Association business as instructed by the Executive Board, no later than two weeks prior to the meeting or event (if time permits).

f. f. Be responsible for informing the Assistant Secretary, in a timely manner, that he/she is unable to attend meeting(s) or to fulfil their responsibilities as they pertain to the business of The Association, so that the Assistant Secretary can assume role functions.

a. 4. **The Assistant Secretary**

The Assistant Secretary Shall:

a. a. Assist the Secretary in the execution of his/her responsibilities and other functions as required.

b. b. In the absence of the Secretary, perform all the responsibilities of Secretary.

c. c. Upon notification by the Secretary that he/she is no longer able to fulfil his/her responsibilities, the Assistant Secretary shall assume those functions until such time as a General Election or By-Election is called for the purpose of electing a new Secretary.

a. **5. The Treasurer**

The Treasurer Shall:

- a. a. Be responsible for the maintenance of The Association's Bank Account(finances) and, for ensuring the timely deposit of all funds received on behalf of The Association.
- b. b. Ensure that an effective accounting system and overall financial controls are in place.
- c. c. Prepare all statements to accurately reflect the Association's financial status, including a separate accounting for cash receipts from the Chairpersons of Committees responsible for hosting of particular events and/or activities.
- d. d. Prepare quarterly and end of year financial reports for submission to the Membership and Executive Board at General Meetings and/or as required by the Executive Board.
- e. e. Upon the approval of the Executive Board, co-sign all contracts with the President.
- f. f. Be responsible for issuing receipts for Membership Dues
- g. g. Be responsible for collecting and issuing receipts for monies from fund raising events.

a. **6. The Assistant Treasurer**

The Assistant Treasurer Shall:

- a. a. Assist the Treasurer in the execution of his/her responsibilities and as required.
- b. b. In the absence of The Treasurer perform all the responsibilities of the Treasurer.
- c. c. Upon notification by the Treasurer that he/she is no longer able to fulfil his/her duties, assume those functions until such time as a General Elections or By-Elections is called for the purpose of electing a new Secretary.

a. **7. Cheque Signing Authority**

In order of their priority, the following Members of the Executive Board shall sign cheques on behalf of the Association:

- a. a. The President and Treasurer; or
- b. b. The President and the Secretary; or
- c. c. The Treasurer and the Secretary.

Article VII

Responsibilities of Committee Chairpersons

The Entertainment Committee shall be responsible for planning and executing social and fundraising activities for the Association primarily, as well as occasionally for charitable organizations identified by the Association

The Education and Cultural Committee shall be responsible for planning and executing cultural activities for the membership of the Association and the wider Guyanese community

- **1. The Chairpersons of the Entertainment as well as the Education and Cultural Committee Shall, in conjunction with Committee Members:**

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- a) Prepare an annual plan for fund raising and any other activities for presentation to the Executive Board for approval before undertaking any such activities.
- b) Prepare, in consultation with the Treasurer, an estimate of all costs related to all fund raising and/or other activity and submit same to the Executive Board for approval before undertaking any such activities
- c) Upon approval of the annual plan by the Executive Board, both Committees must work closely with each other in the execution of approved plans and projects.
- d) Establish and maintain close contact with other cultural, educational and entertainment groups within the wider Community with a view to exploring opportunities that will enable cross-cultural and shared entertainment activities especially as they relate to the Caribbean heritage.
- e) Be the main link between the Association and other cultural and entertainment organizations involved in the promotion of their cultural and entertainment activities.
- f) Provide a full accounting (receivable/payable) for all events and activities carried out by the Committees on behalf of the Association no later than fourteen (14) days after the event.
- g) Prepare a written report, for presentation to the Membership at The Association's bi-annual meetings, detailing all activities and programmes undertaken to date by the Committees.
- h) Be responsible for establishing and maintaining relationships with other community groups so as to ensure no conflict of interests, dates and/or events.

a.

ARTICLE VIII **MEETINGS**

PREAMBLE

For the purpose of this section, The Association's Year shall be deemed to be 01 June to 31 May

The Executive Board shall convene one (1) Annual General Meeting (AGM) and two (2) General Meetings (GM) as follows:

- a. a. The Annual General Meeting (AGM) shall be convened in June of each year.
- b. b. The General Meetings shall be convened in **March and September** of each year.
- c. c. The elections of the Executive Board shall take place every two (2) years at the conclusion of the Annual General Meeting (AGM) in June.

a. **1. Notification of Meetings:**

- a. a. The Secretary of the Executive Board shall be responsible for notifying the Association's Membership of the Annual General Meeting, thirty (30) days in advance of the June date.
- b. b. The Secretary of the Executive Board shall be responsible for notifying the Association's Membership of the General Meetings fourteen (14) days in advance of the March and September General Meetings.

a. **2. Special Meetings:**

The President of The Association may convene, at short notice, Special Meetings to address urgent and/or specific matters, OR, upon the written request of fifty (50) per cent of the paid up Membership to address issues of specific concern to the Membership. The Secretary of the Executive Board shall be responsible for notifying the Membership of these meetings.

a. **3. Meetings of the Executive Board**

The President shall convene the first Executive meeting no later than thirty (30) days after the elections and thereafter, once per month on a date designated by the President and in consultation with the Executive Board. Further, the President shall notify the General Membership of these meeting dates.

a. **4. The Quorum**

For the purposes of conducting The Association's business, the Quorum for Executive Board meetings shall be no less than four(4) of the elected members, whereas the Quorum for the Annual General Meeting (AGM) and the General Meetings (GM) shall be no less than twenty-five (25%) per cent of the paid up Membership.

Article IX
Conduct of Elections

Preamble

An Elections Committee of three (3) individuals shall be convened for the purpose of conducting The Association's elections for a new Executive and, will be responsible for all tasks related to the elections; distribution of ballots, counting of ballots; verifying spoiled and/or invalid ballots; verifying Proxy Votes; declaring the winners in each category, and the destruction of all ballots once winners have been officially announced. The Committee shall also file an official report with the incoming Executive Board whose responsibility is to ensure they are kept on The Association's official records.

- A. 1. Candidates: To run for office on the Executive, a candidate must be a fully paid up member, who is a Canadian Citizen or permanent resident.
- B. 2. Nominations: Prospective candidates may be nominated and seconded by members at the time of the Annual General Meeting (AGM) that was convened for the specific purpose of electing a New Executive. In instances where a prospective candidate is unable to be present at the AGM for the Nominations process the Elections Committee must be provided with written/signed consent by such prospective candidates.
- C. 3. Ballots: Voting shall be by secret ballot and each paid up member shall have one vote each.

ARTICLE (X)

THE FINANCIAL YEAR AND AUDIT PROCEDURES

- A. A. The Financial Year of the Association shall be 1 June to 31 May. Consequently, the last date for membership dues shall be the last day of May of each year.

~~A. B.~~—Independent Assessment of The Association's year end financial records will be carried out by an Auditor and this internal review shall be executed no later than three months after May 31.

ARTICLE (XI)
DISCIPLINE

Article XI

Discipline

Disciplinary action shall be taken where charges of dishonesty have been brought against a member of the Executive Board or a Member or, in instances where Members of the Executive Board and/or a member have been found to be working against the principles and objectives of The Association, and when these actions are deemed to be detrimental to the successful operation of the Association. Embezzlement and/or misuse of the Association's funds by any member will be punishable by immediate removal from office and/or suspension from the Association, once a clear case has been

established.

All members are expected to behave towards other Members of The Association with courtesy, respect and act in good faith. Members are duty bound to not commit any act, which the Executive Board deems to be a discredit to The Association or, is incompatible with the objectives of The Association. As well, all members are expected to uphold the Constitution of The Association.

All charges against any member must be made in writing, signed by five (5) other members of the Association who are in Good Standing and submitted to the Executive Board in a timely manner.

The member or members, against whom any charge(s) has/have been levelled, shall have the right to be present at any meeting convened by the Executive Board to address the matter.

Should the charges be upheld, the Executive Board by a majority of three - fourths vote may either **(a)** suspend or **(b)** expel the member(s) from The Association. In exceptional and significant circumstances, for example: the decision to expel a Member, the Executive may convene a Special Meeting for the sole purpose of receiving input from the broader Membership.

In the case of any Executive Board member, disciplinary action could be taken against the office holder where a clear case has been established that the member has been a poor performer, conducted himself or herself in an unethical manner (i.e. not respecting the values of the Association as laid out in this Constitution) and exhibited continuous poor attendance at meetings. Evidence in this regard has to be clearly documented and presented at a Special or General Meeting of the Association. A two-thirds majority vote of those attending the meeting is required for removal from office and fifty percent for any other alternative action.

Special investigative teams can be set up to investigate, report and recommend disciplinary actions. And when necessary, Special General meetings can be called by either the President or the membership or the Board to deal with all matters of discipline.

ARTICLE (XII) **Amendments to By-Laws**

The By-Laws of The Association may be amended and/or revised by an affirmative vote by a majority of Members present at any General Meeting and, said amendments and/or revisions must be delivered to the Members in Good Standing at least fourteen (14) days prior to the General Meeting.

ARTICLE (XIII)

Dissolution of The Guyana Ottawa Cultural Association Inc.

Were it to be determined that the Guyana Ottawa Cultural Association Inc. should be dissolved, The Executive Board, on behalf of The Association, must settle all outstanding debts, prepare a final Financial Statement in support of this action, so as to enable the proper determination for the disbursement of any residual funds to a suitable non-profit organization either in Guyana or Canada. These final actions must be verified by an Independent Person/Auditor and the appropriate Federal and Provincial government agencies must be advised accordingly, in writing.

Amended: June 2018

Revision Committee:

Dennis Waithe
Ryan Reis
Diandra Singh
Wally Boxhill