NEWFOUNDLAND AND LABRADOR MALAYALEE ASSOCIATION INC.
(NALMA)

BY-LAWS

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Newfoundland And Labrador Malayalee Association Inc.

BY-LAWS

1. NAME

The name of the Association shall be Newfoundland And Labrador Malayalee Association Inc. (NALMA), from now on also referred to as the Association.

2. MAILING ADDRESS

The mailing address of the Association shall be the President's house address until an office is acquired or rented permanently.

3. AIMS & OBJECTIVES

3.1 The Association shall be a registered Non-profit organization. The Association shall be administered without the purpose of financial gain for its members. Other accretions to the organization shall be used only in promoting its objectives.

3.2 To promote and preserve understanding and appreciation of the history, culture, the Malayalam language, and traditions of Kerala, among the members of the Association and their children, as well as other Canadian residents.

3.3 To provide suitable opportunities and forums for its members to participate in the practice of cultural traditions of Kerala, to broaden their experiences and to develop their unique talents and interests in recreational, educational, literary, cultural, and other activities.

3.4 To encourage and enable the children of the members of the Association to express and develop their potential for leadership in artistic, athletic, educational, and other fields of endeavor, consistent with their cultural heritage and ancestral ties.

3.5 To interact and cooperate with other similarly interested organizations and the broader community for mutual benefit, support, and encouragement.

3.6 To develop and encourage cooperation and goodwill among its members.

3.7 To promote and undertake charitable causes in conjunction with other "Qualified Donors" (e.g., Canadian Red Cross) based on necessity. A "Qualified Donor" should be approved in a special General body meeting.

3.8 To facilitate any charity needs like fund raising, or food donation requested by a member upon successful verification and approval by the NALMA executive board.

3.9 To expand opportunities for social and multicultural activities.

3.10 To provide a "Community Centre" for the benefit of the Community either by purchase or through rent/lease.

3.11 To acquire lands by purchase or otherwise, erect, or otherwise provide a building or buildings for social, cultural, and other community purposes.

3.12 To educate the Community about the Kerala Culture (Language, Arts, History, Tradition and so on.).

3.13 The operation of the society is to be chiefly carried out in the Province of Newfoundland & Labrador.

3.14 To collaborate with other organizations, institutions, businesses, service providers, Non-profits etc. for the welfare of the community members.

4. FISCAL YEAR

4.1 The fiscal year of the Association shall be the calendar year (January 01 to December 31).

4.2 Operating year of the NALMA executive board shall be (Oct 01 to Sept 30)

5. MEMBERSHIPS

5.1. MEMBERSHIP CRITERIA:

5.1.1. Any person of 18 years and older who resides in Newfoundland & Labrador and subscribes to the aims and objectives of the Association shall be eligible to become a member of the Association with all rights and privileges including the right to vote and stand for election on application and payment of prescribed fees.

5.1.2. The NALMA Board of Directors has the right to accept or reject a membership application.

5.2. CATEGORIES OF MEMBERSHIP:

5.2.1. Individual Annual Membership - $ 15per year.

5.2.2. Family Annual Membership (Including children under 18 yrs.) - $35 per year (two voting members)

5.2.3. Parents or siblings(single) of the members who're dependent on the members shall enjoy the membership benefits except voting privileges.

5.2.3.1. Who's a dependent? – Financially dependent on the members for their basic needs.

5.2.4. The Association reserves the right to change the Membership fees as and when deemed necessary but limited to once per operational year. Any change in membership fee shall be implemented before the renewal date and membership drive.

5.2.5. Honorary Membership – No fees.

5.2.5.1. Senior Citizens (>60yrs) who were living in the province of NL for over 10yrs and is a well-wisher of NALMA shall be offered Honorary membership as per Board of Directors discretion.

5.2.5.2. Any member shall nominate a person to the board of directors who satisfies the conditions under section 5.2.5.1 for an honorary membership.

5.2.6. Long term Members - A long-term member is the one who possesses over 5years of membership in good standing and may have been part of the executive board from yesteryears. Membership fees will be as outlined in the above sections.

5.3. WITHDRAWAL OF MEMBERSHIP

5.3.1. Any member who may withdraw or resign from the Association by a written notice addressed to the Secretary of the Association and NALMA Board shall take the suitable decision to accept or reject such requests.

5.3.2. Such withdrawal or resignation by a member shall not qualify for a refund of any fee or dues paid to the Association.

5.4. COLLECTION OF MEMBERSHIP FEES

5.4.1. Membership fees shall be payable to the Treasurer of NALMA on or before

December 31 of each year to become a good-standing member for the following year.

5.4.2. To become an eligible voting member of the succeeding year, the membership fees must be paid on or before December 31 of each year

5.4.3. Membership renewal and new membership collection for the succeeding fiscal year shall commence on November 1 of each year.

5.5. MEMBERSHIP LIST

5.5.1. The Secretary of the Association shall prepare and publish a membership list of the Association by March 1st of every year. This list shall be the official voter's list for the election.

5.5.2. The membership list published by the Secretary shall also be known as the Association's official list of members in good standing.

5.5.3. Membership in good standing may be required to benefit the programs and services offered and events organized by the association.

5.6. NALMA ZONAL CHAPTERS

5.6.1. There shall be Zonal chapters of NALMA guided by one or more directors from the zone who shall be representing NALMA executive board on the chair's behalf.

5.6.2. Zonal directors are to be elected according to the NALMA bylaw.

5.6.3. Directors to take part in executive board meetings in person/electronically.

5.6.4. Zonal chapters shall abide by NALMA bylaw and are entitled to use NALMA logo and office address for official communications.

6. GOVERNANCE

6.1. ELECTION

6.1.1. 6.1.1Between the annual elections, all executive powers of the Association consistent with these By-Laws shall be vested in the Board of Directors.

6.1.2. The following members of the Board of Directors shall be elected annually.

- The President
- The Vice-President
- The Secretary
- Joint Secretary -1

- Joint Secretary -2
- The Treasurer
- Joint Treasurer
- Six Directors (Additional directors shall be added as per Zonal requirements)
- The Past President (Non- Elected in the current year)

6.1.3. While electing the board members, efforts shall be taken to include 50% of Board of Directors from women.

6.1.4. Efforts shall be taken to include representatives from out St. Johns Metro area and students in Board of Directors.

6.1.5. The general body of the association shall be the final authority to reduce/expand the size of the Board of Directors.

6.2. VOTING METHODS.

6.2.1. Voting shall be conducted by secret ballot or through secured online methods.

6.3. TAKING CHARGES

6.3.1. All newly elected Directors of the Association shall take office on October 1st after their election.

6.4. OATH TO THE OFFICE.

6.4.1. The oath of the office shall be administered to all Directors immediately before taking office by one of the Past Presidents of the Association.

6.5. THE ELECTION COMMITTEE

6.5.1. The Board of Directors shall appoint a committee of three (3) people from the membership in good standing, to conduct an election for the following year. Here in after the committee shall be called the "Election Committee”.

6.5.2. The Board of Directors shall designate one of the members as Chairperson of the Election Committee.

6.5.3. No members of the Board shall be permitted to be a member of the Election

Committee during the calendar year in which they serve as a member of the Board of Directors of the Association.

6.5.4. The Election Committee members shall not be eligible to stand for Election to the Board of Directors for the year in which the election is conducted.

6.5.5. The Secretary shall send the names of the election committee members and the nomination form to the registered members of the Association.

6.5.6. The Secretary shall also inform the registered members that the nominations for the positions on the Board of Directors for the following calendar year shall be submitted to the Chairperson of the Election Committee.

6.5.7. All the above activities and the Election Committee formation should be completed by the month of July every year.

6.6. THE RESPONSIBILITIES OF ELECTION COMMITTEE

6.6.1. Prepare and/or modify the nomination forms if required.

6.6.2. The Chairperson of the Election Committee shall be responsible for arranging as many meetings as necessary to carry out the assignments entrusted to them by the Board of Directors.

6.6.3. The Chairperson of the Election Committee shall acknowledge in writing to the nominees that the nomination forms have been received and the election shall be conducted as per section 6.9 & 6.10.

6.6.4. Members of the Association shall have the right to file written complainants in the form of grievance if they have any concerns pertaining to the nomination. This written grievance shall be filed with the Chairperson of the Election Committee.

6.6.5. The Election Committee shall hear all grievances submitted to them as stipulated in 6.6.4 and settle them before publishing the list of the candidates for election.

6.6.6. The decision of the Election Committee shall be final and binding in all grievances pertaining to the nomination and the election.

6.6.7. Any candidate shall withdraw their candidacy by a written request to the Election Committee seven (7) calendar days before the election.

6.6.8. The Chairperson of the Election Committee shall prepare a list of candidates with names and positions and publish this list to the Members one month before the end of the current term.

6.6.9. This list shall be published for the members in good standing.

6.6.10. Refer section 5.5.1 on members who are eligible to vote and contest in election.

6.6.11. Prepare ballot papers or secured online voting methods as required if there are multiple nominations for a position.

6.6.12. Any grievances about the election shall be submitted to the Chairperson of the Election Committee within seven (7) calendar days of the Election Day in email or writing.

6.6.13. The Election Committee shall hear the grievances and render decisions within 15 calendar days of the Election Day. This decision shall be final and binding.

6.6.14. The Chairperson of the Election Committee shall submit a written report to the President of the Association after all formalities of the election process are over, but before the dissolution of the election committee. The President shall present this report to the Board of Directors for discussion and disposition of power.

6.6.15. The report should be submitted to the president at least 5-days before the dissolution of the election committee and commencement of the new executive board.

6.6.16. The Election Committee shall be dissolved within thirty (30) calendar days of the Annual Election.

6.7. THE PROCESS OF ELECTION

6.7.1. The Secretary of the Association shall publish a membership (Voter's list) for the election as stipulated in section 5.5.1.

6.7.2. Board of directors shall declare the Election Day.

6.7.3. There shall be no Membership meeting specifically for annual election, and no nominations shall be accepted on the Election Day.

6.7.4. Polling shall be conducted at a designated polling station or by secured online voting methods, as decided by the board of Directors.

6.7.5. Proxy voting and mail balloting are not permitted.

6.7.6. No canvassing on the premises during the annual Election Day shall be permitted.

6.7.7. The Chairperson of the Election Committee shall be responsible for counting the ballots and declaring the winners after the election is conducted.

6.8. ELIGIBILITY FOR THE BOARD OF DIRECTORS

6.8.1. Association members who are in good standing as per section 5.5.1 are eligible to stand for election to fill the Board of Directors position excluding key positions.

6.8.2. Key positions of the board of directors like President, Secretary and Treasurer must be occupied by members who are in good standing for a minimum of two consecutive years or has occupied any positions in the board of directors in the previous years.

6.8.3. Association members who have lost the position in the Board of Directors due to insufficient attendance or misconduct as stipulated in the section 7.1.7, shall not be eligible for re-election to any Board of Director's position for one year from the time they lost their position.

6.8.4. Association members, who are disciplined by the Board of Directors, as per the procedures stipulated in section 17, shall not be eligible for re-election to any Board of Director's position for three consecutive years from the time of such decision.

6.8.5. The annual election shall take place at every Onam (In August or September).

7. DUTIES & RESPONSIBILITIES

7.1. EXECUTIVE BOARD

7.1.1. The Executive Board (or Board of Directors) shall be responsible for the day-to-day operation of the Association and shall represent, liaise, and deal with other public or private bodies on behalf of the Association.

7.1.2. The Board of Directors shall be responsible for planning and executing the resolutions and activities approved by the Membership of the Association.

7.1.3. The Board of Directors shall be responsible for enforcing the By-Laws of the

Association.

7.1.4. The Board of Directors shall have the power to appoint, dismiss and replace ad-hoc committees, and subcommittees, as and when the Board of Directors deems it necessary to do so for the betterment and smooth running of the Association.

7.1.5. The Board of Directors shall meet a minimum once in a month, at the call of the President or the written requests of the majority of the Board of Directors. Seven (7) calendar days prior notice shall be given for such meetings.

7.1.6. The President may call an emergency meeting of the Board of Directors in a short notice.

7.1.7. A Board Member who fails to attend three (3) consecutive meetings in a year without just cause or without proper reasoning or written justification shall lose his/ her position in the Board of Directors.

7.1.8. A show cause notice must be issued by the Secretary on behalf of the board of directors to the concerned board members.

7.1.9. A minimum of half (50%) of the members of the Board of Directors shall constitute the quorum for any board meetings.

7.1.10. If a quorum is not present at a duly called board of directors meeting, it shall be adjourned by the President to a new date, place and time and shall notify the board of directors. The reconvened session shall proceed to transact the business of the Board with the same agenda even if the requirement of a quorum as stipulated in section 7.1.9 is not met.

7.1.11. The Board of Directors shall have the right to appoint an eligible member in good standing to fill any vacant position. Such an appointed member shall hold the office only for the remainder of the term.

7.1.12. The Board of Directors shall obtain prior approval from the Membership to act upon any major decisions, which have cost implications and are above the limit approved by the Board of Directors.

7.1.13. The Board of Directors shall be responsible for appointing Accountant’s or Auditors to perform audit of all accounts of the Association.

7.1.14. The accountant shall be invoked from outside or trusted members with auditing experience shall be invited as Auditor’s as per board’s approval.

7.2. PRESIDENT

7.2.1. The President shall be the head of the Association and its official spokesperson.

7.2.2. He/ she shall decide the date and location of all meetings and shall also preside over all Board of Directors, Annual General Meeting (AGM), and Special General Meeting (SGM) meetings of the Association.

7.2.3. He/ she shall present a report to the Annual General Membership Meeting regarding his/ her activities during the past year as the President of Association.

7.2.4. He/ she shall submit in writing to the Annual General Membership meeting such recommendations as the Board of Directors deem necessary for the continuing execution of the aims and objectives of the Association.

7.2.5. He/ she, if invited, shall represent the Association at any function or meetings organized by any outside agencies and groups.

7.2.6. Call the Board of Directors meetings at least once a month as stipulated in section 7.1.5.

7.2.7. Perform such other duties as directed by the Membership / Board of Directors.

7.2.8. He/ she shall ensure that the Board of Directors carries out the directives and policies established by the Membership meetings.

7.2.9. He/she/they shall be one of the signing authorities of all accounts.

7.2.10. He/she/they shall be a non-voting (ex-officio) member of all committees when he is present.

7.3. VICE PRESIDENT

7.3.1. The VP shall act at the request of or in the absence of the President.

7.3.2. He/she/they shall assume the office of the Presidency in the event of the resignation or incapacity of the President of the Association.

7.3.3. He/she/they shall be responsible for tasks assigned to him/her by the Board of Directors and the President.

7.3.4. It is the responsibility of the VP to maintain records of all the resolutions passed, and decisions taken by the Membership and the Board of Directors.

7.3.5. He/she/they shall be informed in all matters about the activities of the Association.

7.3.6. He/she/they shall be one of the three (3) signing authorities of all accounts.

7.3.7. He/she/they shall perform other duties as assigned by the President and the Board of Directors.

7.4. SECRETARY

7.4.1. The Secretary shall keep an up-to-date record of all the members of the Association with their addresses and shall send notices of all the meetings.

7.4.2. The Secretary shall provide all information and notifications as per the By-Laws of the Association.

7.4.3. The Secretary shall share the membership list with any member of the Association upon written request.

7.4.4. He/she/they shall try to attend all the meetings and take accurate minutes of all proceedings and to be saved in files or electronically.

7.4.5. He/she/they shall present the minutes for discussion and approval in the following board of directors meeting.

7.4.6. He/she/they shall prepare and publish the Membership list of the Association as stipulated in section 5.5.1.

7.4.7. The Secretary shall present a written report of his/her activities during his/her term of office to the Annual Membership meeting.

7.4.8. The Secretary shall be the custodian of all the records and documents of the Association.

7.4.9. He/she/they shall perform other duties as assigned by the President and the Board of Directors.

7.4.10. He/she/they shall prepare the organizational chart or tree and publish it on the social media platforms and to be shared with members.

7.4.11. He/she/they shall prepare the association calendar for the governance year in accordance with the executive board with tentative dates for events and grant applications, insurance renewals, rental renewals etc.

7.5. TREASURER

7.5.1. The Treasurer shall be responsible for proposing a budget for the smooth functioning of the Association at the first Annual Membership meeting of the calendar year.

7.5.2. He/she/they shall prepare a financial report every six (6) months, and this report shall be presented to the Board of Directors at the first meeting following those six months.

7.5.3. He/she/they shall collect the annual dues from members.

7.5.4. He/she/they shall be responsible for all transactions and proper accounting for the funds of the Association. He/she/they shall keep such books as are necessary for appropriate accounting and shall render detailed accounts and statements from financial institutions to the Board of Directors as and when requested.

7.5.5. He/she/they shall issue proper receipts and shall be responsible for depositing funds received in the Association's relevant financial institutions.

7.5.6. He/she/they shall disburse funds of the Association duly payable and as directed by the Board of Directors.

7.5.7. Such disbursements as per section 7.5.6 shall bear the signatures of the President or the Vice-President and the Treasure

7.5.8. He/she/they shall be responsible for getting all accounts of the Association audited by a professional accountant appointed by the Board of Directors.

7.5.9. The audit shall be carried out in the Q4 (4^{th} quarter) of every financial year.

7.5.10. He/she/they shall circulate audited financial statements to the general Membership for discussion and disposition at the Annual General Meeting (AGM).

7.5.11. He/she/they shall include building accounts in his/her annual financial statements in a separate heading, which shall be submitted to him/ her by the Director of finance of the building committee.

7.5.12. He/she/they shall be one of the three signing authorities of all accounts of NALMA.

7.5.13. He/she/they shall perform other duties as assigned by the President and the Board of Directors.

7.6. DIRECTORS

7.6.1. He/she/they shall perform other duties as assigned by the President and the

Board of Directors.

7.6.2. Directors shall be responsible for creating sub-committees and getting approval from the executive board before every event as required.

7.6.3. They shall be responsible for conducting and coordinating weekly gatherings, sports activities, fund raising etc.

7.7. JOINT SECRETARY

7.7.1. He/she/they shall act at the request of the President and/or in the absence of Secretary.

7.7.2. He/she/they shall perform other duties as assigned by the President and the Board of Directors.

7.8. JOINT TREASURER

7.8.1. He/she/they shall act at the request of the President and/or in the absence of Treasurer.

7.8.2. He/she/they shall perform other duties as assigned by the President and the Board of Directors.

7.9. ADVISORY COMMITTEE (Non-Elected)

7.9.1. The Executive board shall form an advisory committee not greater than five (5) long-term members (Refer section 5.2.6) every year once they commence the office.

7.9.2. He/she/they shall act at the request of the President and/or the executive board whenever they require any guidance or suggestions from the advisory committee.

7.9.3. He/she/they shall be providing solutions or suggestions based on community interests considering the community as a whole and shall ensure that the core values and vision of NALMA is considered in their responses.

7.9.4. Any communications between the advisory committee and the board should be either documented physically or electronically.

7.9.5. The Advisory committee and Secretary should keep a copy of the questions and suggestions received.

7.9.6. The Executive board has the right to assess the solutions or suggestions put forwarded by the advisory committee and it will be the board’s decision on whether to proceed with the directions provided.

7.9.7. The board may provide a written/electronic justification when an advisory committee suggestion is rejected.

8. MEMBERSHIP MEETING AND OTHER MEETINGS

8.1. The Membership of the Association shall consist of all members who are on the list of the Association's members in good standing.

8.2. Only Members in good standing may participate in any discussion of the meeting.

8.3. 15% of the members in the Membership List shall constitute a quorum at any Annual/Special General Meeting.

8.4. The Annual General Meeting of the Association shall be convened at least once a year.

8.5. A Special General Meeting of the Membership shall be held when deemed necessary by the Board of Directors or shall be called at the written request of fifteen percent (15%) of the Membership of the Association indicating the reason for such a meeting. The President shall decide the time and date of such meeting, but in any event, shall be held within a period of fourteen (14) calendar days of receiving such notice. A Special meeting of the membership shall be called by written notice to the members by the Secretary upon the instruction from the President. Such note shall be sent a minimum of Five (5) calendar days before convening such meeting. A special meeting of the membership shall deal only with the matters for which it was called unless the members present agree by sixty-seven (67%) majority to consider other issues of an urgent nature.

8.6. Annual General Membership meeting as in section 8.4 shall be called by written notice to the members by the Secretary upon the instruction of the President. Such notice shall be sent a minimum of fourteen (14) calendar days before convening such meeting.

8.7. If a quorum is not present at a duly called meeting, it shall be adjourned by the President to a new date, place and time and shall notify all the members in good standing. The reconvened meeting shall proceed to transact the business of the Association even if the requirement of a quorum as stipulated in section 8.3 is not met.

9. INVENTORY, ACCOUNTS, AND INSPECTION OF BOOKS

9.1. The Association shall have an authenticated list of inventories. All the books, records, and other documents, every section, instrument, equipment, possession, or valuables of any kind must be accounted for and the President, Secretary, Treasurer, or any other assigned person shall be responsible for the items in their possession. The outgoing President, Secretary, and Treasurer shall handover such a list with therein to the new President, Secretary, and the Treasurer.

9.2. The outgoing signatories of the Association's accounts in banks and/or other financial institutions and all other signing authorities, shall transfer the signing authority to the newly elected signatories.

9.3. If any member wishes to inspect the current and immediate past yearbooks & records of NALMA, a minimum of 10 members in good standing may request to the President in writing with their intentions once in a calendar year.

9.4. The President shall arrange for the books and records to be inspected within 30 calendar days after receiving such a written request. The President shall decide a date, time, and place in consultation with the treasurer of such inspection.

9.5. The outgoing board should transfer all of the Association's CRA accounts and login, GST information and accesses and all other signing authorities to the newly elected signatories.

9.6. The outgoing board should transfer the company registration details to the newly elected signatories.

10. RULES OF CONDUCT

The procedure and Rules of Conduct governing all the meetings of the Association shall be the "Robert Rules of Order, current edition.”

11. AMENDMENT OF BYE-LAWS

11.1. The By-laws of the Association may be rescinded or amended by a Special Resolution at a meeting of the membership in conjunction with section 8.5 & 8.6.

11.2. Any amendment of the By-Laws of the Association shall be proposed in writing with the signatures of at least twenty (20) members of the Association to the Board of Directors.

11.3. Any amendment should be circulated at least fourteen (14) calendar days before the Membership meeting.

11.4. To carry out its objectives, the Association may borrow or raise or secure payment of money in any manner it deems fit. The following special resolution shall require a majority of 75% of votes cast at a duly called meeting.

11.5. The Board of Directors shall have the right to propose recommendations for by-law amendments subject to above clauses under Section 11

12. PAYMENT OF DIRECTORS

The Directors (the executive board members) shall not be paid for their duties and services.

13. LIMITATION OF LIABILITY

13.1. Any member or office bearer of the Association who acted as per the by-law in his or her capacity as a Board member shall not be liable for any debt or liability incurred by the Association.

13.2. The board shall renew liability insurance and other insurance annually as required.

14. DISPUTES RESOLVING

14.1. In case of a dispute, a membership Meeting shall be called as per Section Eight (8), and the decision made by a simple majority of the members present and voting shall be final and binding.

14.2. Any dispute or differences arising out of or in connection with the Board of Directors and the membership shall be determined by appointment of a Grievance Committee to be agreed between the parties, or failing agreement within fourteen (14) days, after either party has given to the other a written request to concur in the appointment of an arbitrator, by a Special General Membership (SGM) Meeting, duly constituted as per Section 8.

14.3. In the event of a severe difficulty arises to convene a Special General Membership meeting, a minimum of 10% of the membership shall have the right to appoint a grievance Committee whose decision shall be final and binding.

14.4. The appointment of such a committee shall be communicated to the President and the Secretary in writing with their contact information within three (3) days by a registered mail.

15. DISSOLUTION

15.1. The Association shall be dissolved by a special resolution adopted by 80% of the members in good standing, in a duly called Special General Body meeting.

15.2. In the event of dissolution of the Association, its remaining assets after payment of its liabilities shall be distributed to one or more registered charitable organizations in Alberta as decided by a Membership Meeting at the time of the dissolution.

16. EFFECTIVE DATE OF THE BYE-LAWS

16.1. The Bylaws and all its amendments shall come into effect immediately upon its adoption by the Membership Meetings.

17. DISCIPLINE

17.1. The Association shall be dissolved by a special resolution adopted by 80% of the members in good standing, in a duly called Special General Body Meeting. The Board of Directors shall have the authority to suspend, remove from office and/or - to recommend revoking the membership of any officer/ member who contravenes any provisions of the By-Laws or for the causes as listed in section 17.2.

17.2. Causes for Discipline

17.2.1. A member negligent in fulfilling his/ her roles and responsibilities as a Board Member of the Association.

17.2.2. Using abusive language or disturbing the peace of any meeting, in or around any meeting place of this Association.

17.2.3. Fraudulently receiving money due to this Association or misappropriating the funds of the Association.

17.2.4. Using the name of this Association for soliciting funds, advertising, and the like, of any kind, without the consent of the Board of Directors of the Association.

17.2.5. Furnishing privileged information of the Association to any person other than those entitled to have such information.

17.2.6. Deliberately interfering with an officer/ member of this Association in the discharge of his/ her duties.

17.2.7. Any other conduct prejudicial to the good order and welfare of the Association.

17.2.8. Failure to abide by the By-Laws adopted by the Membership of the Association.

17.3. The Grievance Committee shall be appointed by the board and shall consist of three senior members in good standing who are not members of the current board.

17.3.1. Causes for Discipline an Officer/member dealt with as provided in section 17.1 shall have the right to file a grievance against such decision to the Grievance Committee and the procedures for the disposition of such matters shall be in accordance with sections 17.4 to 17.9.

17.4. The Grievance Committee shall commence the hearing within 15 calendar days of receiving a grievance.

17.5. The Grievance Committee shall make its decision after hearing the grievance. The decision shall be conveyed to the griever and the Board of Directors within 15 calendar days of the hearing.

17.6. The decision of the Grievance Committee shall be final and binding except revoking the membership of a member/officer.

17.7. The recommendation, the findings, and the decisions of the Grievance Committee to revoke the membership of any member/officer, shall be submitted to the members of the Association with the rationale of such a decision in a meeting.

17.8. The Board of Directors shall decide the date and time of such a meeting outlined in Section 17.7. However, such a meeting, in any event, shall be called and the decision rendered within the next 45 calendar days.

17.9. The simple majority decision of the annual/special membership meeting is final and binding.

18. GENERAL

18.1. The Secretary shall be the custodian of the Stamp of the Association, which, when used shall be authenticated by the signature of the President or the Vice-

President.

18.2. The following interpretations shall apply in these By-Laws.

18.2.1. "May" to be construed as permissive.

18.2.2. "Shall" to be construed as imperative.

18.2.3. "He", "She" and “They” are to be treated as per their gender of choice.

19. BYLAW REVISION

The By-Laws of the Association shall be reviewed at least once in three years or whenever deems necessary.

20. EVENTS

20.1. A minimum of four (4) events may be planned every year.

20.1.1. Fall Meet/Greet or Thanksgiving Party

20.1.2. Christmas/New Year Celebration

20.1.3. Spring Get together – Easter/Vishu/Ramadan Celebration

20.1.4. Onam Celebration

20.1.5. In addition to this, Sports fest, food fest, cultural fest and art competitions should be encouraged.

20.1.6. Multicultural meet ups, Tax sessions, Weekly Gatherings to be promoted.

20.1.7. Out of St. John’s gatherings, trips, social gatherings, Hiking, Fishing, Picnic to be promoted.

21. MEDIA & SOCIAL MEDIA

21.1. Every effort should be made to encourage online and social content from members.

21.2. Videos of events to be published in social media platforms like YouTube and search for new arenas.

21.3. Try to maintain a good social presence in the community.

21.4. Also, maintain the privacy of members information and contents.

21.5. Media consent form provided in Appendix A to be used as required.

22. COPYRIGHTS

Any content published in social media platforms of NALMA shall be owned by NALMA and any revenue generated out of it shall be accounted to NALMA" s financials.

23. OATH OF OFFICE

The Oath shall be administered by the outgoing President.

"I _ _ _ _ _ _ _ having been elected as a Director of the Newfoundland And Labrador Malayalee Association Inc., solemnly declare that my term of office, I shall fulfill the duties of such Office and shall maintain and uphold the dignity of the Association and shall always keep confidential all matters concerning the affairs of this Association that are brought to my attention" .

24. PRIVACY & CONFIDENTILAITY

24.1. Privacy and confidentiality of information in the Newfoundland And Labrador Malayalee Association Inc. and its members are subjected to the applicable laws and regulations of Newfoundland provincial government and Federal government. Pls refer the relevant sections under PIPEDA and ATIPP for more information.

24.2. The use of NALMA Inc. members' personal and private information without prior consent from the executive board will invoke necessary disciplinary and/or legal actions under the applicable legislation.

24.3. NALMA Inc. asks for consent to collect, use or disclose client personal information, except in specific circumstances where collection, use or disclosure without consent is authorized or required by law. We may assume your consent in cases where you volunteer information for an obvious purpose.

24.4. We assume your consent to continue to use and, where applicable, disclose personal information that we have already collected, for the purpose for which the information was collected.

24.5. We ask a member or person's express consent for some purposes and may not be able to provide certain services if you are unwilling to provide consent to the collection, use or disclosure of certain personal information. Where express consent is needed, we will normally ask clients to provide their consent orally (in person, by telephone), or in writing (by signing a consent form).

25. CONFLICT OF INTEREST

25.1. Definition: A conflict of interest arises when a director, officer, committee member, or any person acting on behalf of NALMA has a personal, financial, or other interest that could improperly influence, or reasonably appear to influence, their judgment or decisions made in their NALMA role

25.2. Disclosure: Any person covered by this section who has, or believes they may have, a conflict of interest in relation to a matter before the Board, a committee, or the membership must disclose the nature of the conflict as soon as they become aware of it.[1] The disclosure must be made to the Chair of the meeting (or, if the Chair is in conflict, to the Secretary or another director designated to receive such disclosures).+

25.3. Participation restrictions: A person who has declared a conflict of interest must:

25.3.1 Not participate in any discussion related to the matter, unless the Board requires factual information from them.

25.3.2 Not attempt to influence the decision of others.

25.3.3 Abstain from voting on the matter.

25.3.4 The Chair may request that the person temporarily leave the meeting during discussion and decision on the conflicted matter, and the minutes shall reflect this.

25.4 Board determination: ** If there is uncertainty about whether a conflict of interest exists, the remaining non-conflicted Board members shall determine, by simple majority, whether a conflict exists and what restrictions, if any, will apply. That determination shall be recorded in the minutes.

25.5 Contracts and financial benefits: NALMA shall not enter into any contract or financial arrangement in which a director, officer, or their immediate family has a direct or indirect financial interest unless:

25.5.1 The nature and extent of the interest is fully disclosed to the Board in advance.

25,5,2 The conflicted person is removed from all related discussion and voting.

25,5,3 The Board is satisfied that the terms are fair, reasonable, and in the best interest of NALMA compared to available alternatives.

25.6 Ongoing obligations and record-keeping: Conflicts of interest are an ongoing responsibility and must be disclosed whenever they arise, not only at the start of a term. All disclosures, determinations, recusals, and related decisions must be documented in the minutes of the relevant meeting.25.7 Non-compliance: A director who breaches this clause may be removed from office without prior notice, as per the Association's bylaws and applicable laws.

25.7 Governing Law: This clause shall be governed by and construed in accordance with the laws of Newfoundland and Labrador Canada.

APPENDIX A

1. Media Consent Form (Reference Sample)

<u>Note:</u> Advised to be used when involved with third parties or people outside of the members. Not needed for people taking part in the NALMA community events, celebrations, or activities.

MEDIA RELEASE FORM

I, ______________________, grant permission to NALMA Inc.______________________, hereinafter known as the "Media" to use my image (photographs and/or video) for use in Media publications including:

(Check All That Apply)

❑ - Videos ❑ - Email Blasts ❑ - Recruiting Brochures ❑ - Newsletters ❑ - Magazines
❑ - General Publications ❑ - Website and/or Affiliates ❑ - Other: ________________

I hereby waive any right to inspect or approve the finished photographs or electronic matter that may be used in conjunction with them now or in the future, whether that use is known to me or unknown, and I waive any right to royalties or other compensation arising from or related to the use of the image.

Please **<u>initial</u>** the paragraph below which is applicable to your present situation:

_____ - I am 20 years of age or older and I am competent to contract in my own name. I have read this release before signing below, and I fully understand the contents, meaning and impact of this release. I understand that I am free to address any specific questions regarding this release by submitting those questions in writing prior to signing, and I agree that my failure to do so will be interpreted as a free and knowledgeable acceptance of the terms of this release.

_____ - I am the parent or legal guardian of the below named child. I have read this release before signing below, and I fully understand the contents, meaning and impact of this release. I understand that I am free to address any specific questions regarding this release by submitting those questions in writing prior to signing, and I agree that my failure to do so will be interpreted as a free and knowledgeable acceptance of the terms of this release.

Signature: ______________________________ Date: ______________________

Name (please print): ______________________________

Address: ______________________________

Signature of parent or legal guardian: ______________________________
(if under 20 years of age)

2. Election Nomination Form (Reference Sample)

Newfoundland and Labrador Malayalee Association

GENERAL ELECTION - NOMINATION FORM

Duly completed nomination form must reach the Election Committee Chairman Mr/Mrs. ______________________ through the following email ______________________ on or before ______________________. The election will be held on ______________________ between ______ am/pm. Please review the Association By-Law and registered members list to ensure eligibility before nominating.

I, Mr. / Mrs. __________________________ nominate the following individual(s) for the Board of Director(s) listed below.

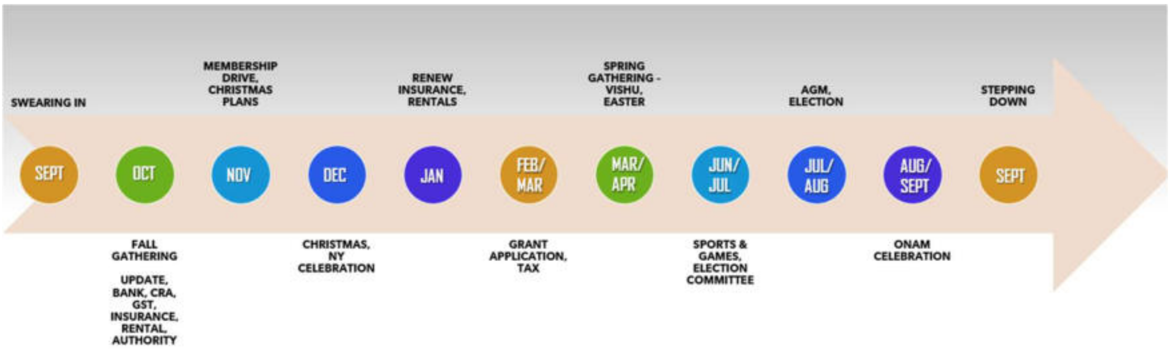
Board of Directors	**Name of the Nominee (Candidate)**
President	
Vice President	
Secretary	
Joint Secretary 1	
Joint Secretary 2	
Treasurer	
Joint Treasurer	
Director 1	
Director 2	
Director 3	
Director 4	
Director 5	
Director 6	

RULES FOR NEWFOUNDLAND AND LABRADOR MALAYALEE ASSOCIATION GENERAL ELECTION

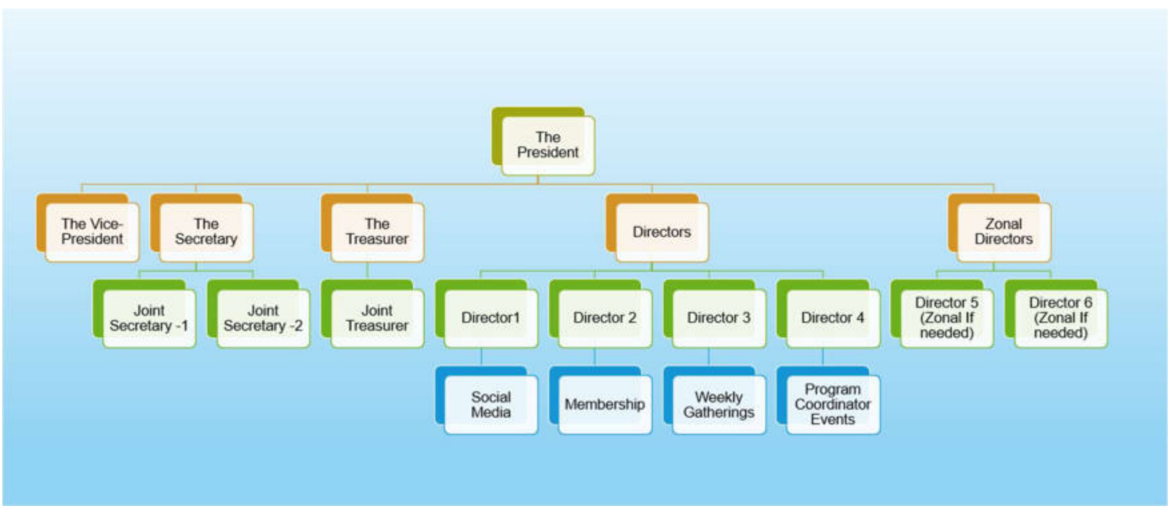
1. Newfound and Labrador Malayalee Association election for the year ____ is scheduled for __________ through electronic/ballot _______________ between _______ am/pm.
2. The deadline for nominations is by __________________.
3. Election Committee will review nominations and publish the list of nominations by ______________
4. Election will be held in accordance with the Association By-Laws. It is the individual member's responsibility to review the Associations By-Law and registered members list before making nominations. Refer section 6 and subsections of NALMA By Law.

APPENDIX B

1. Sample Calendar



2. Sample Organizational Chart



APPENDIX C – SGM PRIVACY DISCLAIMER

Disclaimer:

NALMA Inc is committed to upholding the principles of privacy and data protection as per Canadian laws. We remind all members that the use of member contact information obtained through our organization's social media platforms without explicit consent and approval from NALMA Inc may result in a breach of privacy and could lead to legal action.

Additionally, pls note that any vandalism or misbehavior in the events conducted by NALMA Inc will invite legal implications. Also, we request all group members to be respectful to others and any instances of harassment or misbehavior will invoke instant removal from the group followed by further actions as per the board's decision.

ADDENDUM A – NALMA Inc. Volunteer Program

Please refer the "ADDENDUM A – NALMA Inc. Volunteer Program" for the forms and guidelines pertaining to the volunteer opportunities offered by NALMA Inc.

REFERENCES

1. PIPEDA Act - https://laws-lois.justice.gc.ca/eng/acts/p-8.6/
2. Newfoundland Government Privacy Protection Guidelines ATIPP - https://www.gov.nl.ca/atipp/privacyprotection/

END