

New Brunswick African Association (NBAA)

Constitution

The

Articles of Association

United We Stand

Fredericton, New Brunswick

August 24, 2002

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Article I: Name, Address and Definitions

Section 1. The name of this organization shall be: “New Brunswick African Association (NBAA)” The full name of the Association, wherever appropriate or necessary, shall be abbreviated as “NBAA”.

Section 2. For the purposes of these Articles of Association the following words shall be defined as follows:

(1). The “Constitution” shall mean the Articles of the Association of the New Brunswick African Association.

(2). The “Association” shall mean the New Brunswick African Association.

(3). The “Executive Council” shall mean as defined in Article VII (2).

(4). The “Standing Criteria for Membership” shall mean as defined in Article IV (8).

(5). The “Members Code of Conduct” shall mean as defined in Article IV (9).

Section 3. The principal registered office of the Association will be in Fredericton, the County of York in the province of New Brunswick, Canada. The postal address of the Association shall be proposed by the Executive Council in office and approved by an annual general meeting (AGM) by a simple majority secret voting.

Article II: Mission

The mission of the Association is to promote a sustainable system of socio-cultural and socio-economic integration amongst Africans and the other Canadians for the harmonious living and enrichment of community life. This arises as a result of the following:

Some Canadians and many other non-African nationals do not know much about Africa, its cultural diversity and values. Many African immigrants tend to have challenges in fully integrating in the community.

Article III: Goal, Objectives and Functions

Section 1: The New Brunswick African Association (NBAA) is a non-governmental organization, non-political, non-religious and non-profit organization established under the laws of the Province of New Brunswick.

Section 2: The main goal of the Association is to promote and strengthen cooperation amongst resident Africans, immigrants of African descent, other Canadians and other nationalities.

Section3: The specific objectives of the Association are:

(1). To foster friendship and co-operation among resident Africans, people of African descent living in Canada, other Canadians and other nationalities.

(2). To provide a forum for sharing socio-cultural experiences from different African countries and further dissemination of these to the other Canadians and the Community.

(3). To act as an organ for promoting African culture and tradition and to sensitize the Canadian community through periodic lectures and seminars on African issues (e.g. African awareness days, etc.)

(4). To act as a focal point for local community associations in the provision of up to date information on African culture and traditions.

(5). To provide support and a sense of community to Africans in New Brunswick.

(6). To liaise with similar community associations in Atlantic Canada, municipal, provincial and federal agencies on all issues of benefit to the Association members pursuant to these Articles.

(7). Identify available opportunities for the achievement of the objectives, and work cooperatively in addressing problems hindering the advancement of Africans both in the Diaspora and on the African continent.

Section 4. **Functions of the Association:** In order to achieve the Association objectives the following shall be among the key functions:

- (1). Prepare programs, meetings and organize get together functions for Association members
- (2). Promote, create, increase and enhance awareness of African culture through intellectual and social activities, e.g., through organizing seminars, workshops, providing community outreach and education activities that advance knowledge on Africa, etc.
- (3). Facilitate the integration into the wider Canadian community of Africans immigrants, and people of African descent living in New Brunswick by working closely with provincial, federal institutions and other organizations involved with new immigrants or newcomers of African descent in New Brunswick.
- (4). Assist new comers to adapt to the community.
- (5). Encourage broad based participation in cultural, social and creative activities of other societies and organizations at the local, provincial and national levels.
- (6). Develop an active participation and involvement in community, industry and government policy processes, activities or programs in the spirit of service and contribution.

Section 5. The mission statement, goals, objectives and functions of the Association can be amended by a two-thirds (2/3) majority vote in a dully-constituted annual general meeting (AGM) as stated in Article X Section 4.

Article IV: Membership

Section 1. Membership of the Association shall be of three categories:

1. Class I Active Members,
2. Class II Active Members,
3. Honorary Members.

Section 2. Active Members shall pay annual membership dues as stipulated in Article IX.

Class I Active Membership of Association shall be open to people of all African origin and African descent and members of their family.

Class II Active Membership of the Association shall be open to people from all races and ethnic backgrounds who are genuinely interested in supporting the goals and objectives of the Association as stipulated in Articles II and III, and who indicate and maintain their desire to join the Association.

Honorary Members – See Section 4.

Section 3. Procedures for joining the Association, as Active Members shall be as follows:

(a). Any person as defined in Section 2 shall become a member of the Association upon registration and payment of the annual dues.

(b). Annual membership dues shall be set differently for family and single members. The amount shall be set by the Executive Council as stipulated in these Articles, and ratified by a simple majority vote in a subsequent annual general meeting (AGM).

(c). An application for membership for a person who was previously a member of the Association and had lost his/her membership as a result of termination by the Executive Council as stipulated in Article VI, Section 2, or by misconduct is subject to review and approval by the Executive Council. A decision by the Executive Council refusing admission to membership by such an applicant shall be in writing and final and no further appeals shall be allowed.

Section 4. Honorary Members: The Executive Council may, from time to time, recommend any person to be conferred Honorary Membership under the provisions of these Articles as follows:

(a). Any person, whether eligible for active membership or otherwise, who has made a significant contribution to the Association or community at large may be elected an honorary member of the Association for a period of one year or more years.

(b). Honorary members may not pay dues but shall be entitled to all privileges of membership in the Association with the exception of voting and holding office. However, donations are welcome.

Section 5. The recommendation by the Executive Council of honorary members of the Association shall be approved by majority vote at a duly-constituted general meeting of the Association.

Section 6. An active member of the Association shall meet membership requirements as outlined in this constitution and shall be entitled to all privileges of the Association. The Executive Council of the Association shall periodically review the status of each member.

Section 7. Every two years the incoming Executive Council shall adopt Standing Criteria membership conduct and requirements for all members and prospective members of the Association.

Section 8: Subject to any subsequent amendments as stipulated in Section 7, the Standing Criteria for Membership shall include:

- (a). Payment of all Association annual dues;
- (b). Regular attendance at meetings and participation in sponsored activities;
- (c). Fulfillment of Members Code of Conduct and any other requirements as set forth by the Association in good spirit with the Constitution of the Association.

Section 9: **Members Code of Conduct:** Subject to any subsequent amendments as stipulated in these Articles, all members of the Association are required to abide by a standard of conduct and good behaviour in the community such that:

- (a). A member shall not misuse the name, emblem, insignia, office or property of the Association for private or personal matters without a prior authorization from the Executive Council.
- (b). A member of the Association shall conduct himself/herself in good behaviour, in accordance with all the laws and regulations of the land.
- (c). In keeping with the African Traditional Way of conflict resolution, a member of the Association shall refrain from taking part in, causing or participating in any form of violence, verbal, physical, armed or unarmed, etc.
- (d). A member of the Association shall conduct himself/herself in such a manner that demonstrates respect for African values, African heritage, and African Culture. A member of the Association shall not communicate, circulate, publish or disseminate information that abuses, denigrates or belittles in any way the respect for African values, African heritage, and African Culture.

Article V: Rights and Obligations of Members

Section 1. All Active Members shall have the right to:

- (1). Take pride in Africa and attend all meetings.
- (2). Request and obtain information from the Association about matters concerning the Association.
- (3). Have access to such facilities as shall have been acquired by the Association.
- (4). Elect officers of the Association; however, only Class I Active Members are eligible for office in the Executive Council.
- (5). Provide support to members within reasonable limits of the Association.

Section 2. All members shall have the duty to:

- (1). Pay their financial obligations towards the promptly.
- (2). Abide by and uphold Members Code of Conduct as Stipulated in Article IV (9).
- (3). Participate, volunteer and get involved in committees, task forces, and carry out functions of the as directed by the Executive Council.
- (4). Provide necessary information requested by the Executive Council of the promptly.
- (5). Attend all meetings duly convened by the Executive Council of the.
- (6). Undertake assignment that may be requested by the Executive Council of the, an elected sub-committee, or task force.
- (7). Collaborate and work harmoniously with all members of the in fulfillment of its functions, goals and aspirations.

Article VI: Suspension and Termination of Membership

- Section 1. A person may cease to be a member of the Association by tendering written notice to the Executive Council. Every such notice shall, unless otherwise expressed, be deemed to take effect from the first day following investigation by an *ad hoc* committee. There will be no refund of contributions made.
- Section 2. The Executive Council may terminate a member from the Association if the member fails in any of the following and pursuant to Sections 3 through 8:
- (a). Failure to pay membership dues as stipulated in Article VI Section 3.
 - (b). Upon demonstrating unwillingness to attend meetings, participating in activities and carry out duties of the Association as provided in Article V.
 - (c). If found in breach of the Members Code of Conduct as stipulated in Article IV Section 9.
- Section 3. Any active member who is one hundred and twenty (120) days or more in arrears in the payment of annual dues shall, at the direction of the Executive Council, be suspended and so notified in writing by the Secretary. Any suspended member, upon payment of arrears within thirty (30) days of the aforesaid written notice may be reinstated. In the event the member is not reinstated within thirty (30) days of the aforesaid written notice, the member may be removed from membership as prescribed in these Articles.
- Section 4. In the event of any suspended member being removed from membership, as prescribed in Section 3, he/she shall be so notified in writing by the secretary. Thereafter, the member may be reinstated as provided for in Article IV, Section 3(c).
- Section 5. The Executive Council shall periodically assess the personal involvement and meeting attendance of each member. Any member who, without prior notice to the Executive Council, fails to meet the standard of attendance and participation set forth by the Executive Council shall be referred to the *ad hoc* committee for investigation and disciplinary actions.
- Section 6. Any member who is found in breach of the Members Code of Conduct as defined in Article IV Section 9, or whose conduct may impugn or reflect unfavorably on the good

name of the Association will be referred to the *ad hoc* disciplinary committee for investigation. The *ad hoc* committee will pass its recommendations to the Executive Council for implementation. Such a member may be terminated and removed from membership. In the event the *ad hoc* committee recommends removal, a written notice of removal from membership shall be communicated to the members in breach, and shall be co-signed by two members of the Executive Council. Any member who has been so removed shall be banned from the Association activities or functions, and shall lose all rights and privileges of Association membership. A member removed under this section, may apply for reinstatement after a period of six (6) months from the date of written notice of removal and upon demonstrating in a written application that his/her conduct has improved. The reinstatement of such a member shall be reviewed by the Executive Council and recommended for approval by simple majority vote (secret ballots) in a subsequent Annual General Meeting.

***Note to reviewers:** *We recommend the Executive Council consider using talk mail to notify members of meetings and events. This is because talk mail is more accessible than e-mail.*

Section 7. Any person whose membership in the Association has ceased in any manner shall forfeit all interest in any funds, assets or other property belonging to the Association, and the right to use the Association name, emblem, or other insignia.

Article VII: Elected Officers, Executive Council and Duties

Section 1. The day-to-day management and administration of the Association shall be carried out by an Executive Council. The Executive Council shall consist of the six elected officers of the Association, the immediate Past - President, and up to two appointed or co-opted ex-officials. The elected officers shall be a President, a Vice President, a Secretary, a Treasurer, a Director of Activities and a Director of Youth. If need be, at the discretion of the Executive Council, a single person may serve as Secretary-Treasurer; however, the Executive Council shall inform the members of the development as soon as possible. All officers shall be active members in good standing of the Association as stipulated in Article IV.

Section 2. Duties and responsibilities of the Executive Council shall include the following:

(1). The Executive Council shall be responsible for directing all activities of the Association and delivery of any other functions that the Annual General Meeting may delegate to it. Such functions shall include, but not be limited to:

a). Review of reports prepared by the Secretary for submission to the Annual General Meeting (AGM) or Extraordinary Annual General Meeting.

b). Create, adopt and recommend to the President for execution of policies and plans that will further the achievement of the objectives of the Association.

c). Provide co-ordination and direction of activities of the Association in general and provide leadership to various committees, subcommittees or task forces.

d). Initiate when necessary, the preparation or amendment of By-laws, Articles of Association, or the Constitution for adoption by the Annual General Meeting, and

e). Carry out all such other functions, which may enhance the realization of the goals and objectives of the Association.

(2). The Executive Council shall meet at least once a month to plan, execute and review delivery of Association functions and activities. The Executive Council may propose and recommend rules and regulations appropriate for the conduct of its activities for approval by the Annual General Meeting.

(3). When any member of the Executive Council ceases to be a member for any reason before the expiration of his/her term of office, the Executive Council will appoint another person in his/her place subject to the appointment being ratified by the majority of Association members in a subsequent meeting of the Association.

(4). The person so appointed shall hold office for the remainder of the term of office of his/her predecessor.

(5). Members of the Executive Council shall faithfully serve the Association, deliver its functions, activities and participate in all scheduled meetings and other activities for, and on behalf of the Association. Any executive member who fails to attend three consecutive meetings of the Executive Council or functions of the Association without valid reasons and prior notice shall be asked to resign from office and a by-election held to replace him/her.

Section 3. The specific duties of the Elected Officers of the Association shall include the following:

(1). **The President:**

- a). Shall be the executive officer of the Association and shall preside over all meetings of the Association and the Executive Council. In the absence of the **President**, the **Vice President** will chair the meeting. In the event both the **President** and the **Vice President** are absent, a member of the Executive Council shall be delegated to chair the meeting.
- b). Shall create committees, subcommittees or task forces where necessary to deliver certain functions or activities of the Association, in consultation with the Executive Council.
- c). Shall be an ex-officio member of all committees and subcommittees.
- d). Shall be the spokesperson of the Association in any matter.
- e). Shall promote the growth of the Association within the community and outside the community, as the official representative of the Association.
- f). The **Outgoing President** shall make provisions for the transition of the new Executive Council Members prior to their inauguration.
- g). Shall perform other duties as usually pertains to the office of the **President**.
- h). Shall sign the Association cheques with the Treasurer and the Secretary.

(2). **The Vice President:**

- a). Shall be the second in command to the **President**.
- b). Shall chair a committee created to deliver the chief annual cultural event (e.g., “New Brunswick Africa Day”).
- c). Shall also perform other duties as usually pertains to the office, or as may be assigned by the President or the Executive Council.
- d). In the absence of the **President:**
 - i). Shall preside over all meetings of the Association and of the Executive Council.
 - ii). Shall be directly responsible to the president for all committee activities.
 - iii). Shall chair all such functions where the committee or subcommittee chairperson is absent.

(3). The Secretary:

- a). Shall record accurate minutes of the meetings; shall maintain the Association's permanent records and shall update all addresses.
- b). When so directed or with approval of the **President**, the Secretary shall be the official Association correspondent; shall communicate with other local, provincial, national or international institutions, organizations and news media.
- c). Shall order Association supplies.
- d). Shall publish the Association bulletin.
- e). Shall perform other duties as pertains to this office or as may be assigned by the **President** or the Executive Council.
- f) Shall co-sign the Association cheques with the **Treasurer** and the **President**.

***Note to reviewers:** *Media Policy Recommendation to the President. If need be the President and the Secretary need media training.*

(4). The Treasurer:

- a). Shall collect and disburse member dues.
- b). Shall prepare and adhere to an approved budget.
- c). Shall maintain accurate records; shall transact business through a bank account.
- d). Shall keep the Executive Council informed of financial strengths and weaknesses of the Association.
- e). Shall have the books audited.
- f). Shall file appropriate forms with Revenue Canada if necessary.
- g). Shall inform members of the Association financial status.
- h). Shall perform other duties as pertaining to the position of the **Treasurer** or as may be assigned by the **President** or the Executive Council.
- i). Shall sign the Association cheques with the **President** and the **Secretary**.

(5). In the event that one person serves as the **Secretary/Treasurer**, the **Secretary/Treasurer** shall perform all the duties of the **Secretary** and the **Treasurer** as defined in subsections (3) and (4) and other duties. The signature of the Secretary/Treasurer will count as one. However the **Secretary/Treasurer** shall sign the Association cheques with the **President and the Vice President**.

(6). The **Director of Activities**:

a). Shall interact with members.

b). Shall implement social activities and programs pursuant to the goals, objectives and functions stipulated in Article 3, Sections 2 and 3.

(7). The **Director of Youth**:

a). Shall meet with the youth from time to time and organize youth activities.

b). Shall establish and actively maintain ties with the African Students Union (ASU) at the Universities and Colleges in New Brunswick as well as with the MCAF (Multicultural Association of Fredericton) and other ethno-cultural organizations.

Section 4. Any elected officer of the Association may be removed from office by a vote of two-thirds (2/3) majority of the active membership of the Association. If any officer is removed from office, the officer shall be notified in writing by the **Secretary** or the **President**.

Section 5. In the event that the position of the President becomes vacant, in any manner as prescribed in this Constitution, the Vice President shall become the Acting President. In the event of a vacancy in any elected position, there shall be an Extraordinary General Meeting for election to fill the vacant position within a short period of time.

Article VIII: Elections

Section 1. The fiscal year of the Association shall be the calendar year. The fiscal year shall also be used for all purposes of planning, budgeting, implementing Association activities and functions, etc.

- Section 2. Elections of officers shall be held once every two years at a regularly scheduled Annual General Meeting, normally held in the last meeting of the fiscal year. If an Annual General Meeting fails to convene or is unlikely to convene, an Extraordinary Annual General Meeting may be convened at any such time as is necessary to elect officers of the Association.
- Section 3. Subject to any subsequent amendments to this Constitution, any active member in good standing wishing to contest and be elected as an officer of the Association can nominate himself/herself or can be nominated by another member of the Association. A written nomination can be submitted to the Executive Council before a scheduled date for elections or by-elections. Nominations may also be made from the floor during an Annual General meeting or any such meeting convened for purposes of elections or by-elections. Normally at least two candidates shall be nominated and presented for voting for each position on the Executive Council. The chairperson of any such meeting (normally the **Outgoing President** or **Vice President**) shall conduct the elections, unless such person happens to be a nominee. In such a case, the **Past President** or **Past Vice President** shall be the chairperson for the purposes of the elections or by-elections.
- Section 4. Within seven days after the Annual General Meeting or any other such meeting convened for purposes of elections or by-elections, the **Outgoing President** of the Association shall promptly certify to the Secretary addresses, emails and telephone numbers of the newly Elected Officers of the Association. Such records of contacts for Elected Officers shall be maintained at the Association's office.
- Section 5. Elected Officers of the Association shall assume their official duties after the Outgoing Executive Council hands over, not later than fourteen (14) days after an election or by-election. Failure to assume duties without mitigating circumstances shall result in the officer elect being required to resign.
- Section 6. Subject to the provisions of Article VIII (7), the term of office of the Executive Council of the Association shall be two years. An Elected Officer may hold the same office to a maximum of two consecutive terms. The Elected Officer may seek nomination for another position on the Executive Council, or may seek nomination for the same position after two (2) years outside the Executive Council.

Section 7. In situations where the incumbent Executive Council has failed to deliver the goals and objectives of the Association, their term of office shall be ended before the normal expiration of the term of office. This shall be done through a signed petition by two thirds (2/3) of the Active Members. Pursuant to Article X (7), an election shall follow.

Article IX: Membership Dues and Other Revenues

Section 1: Membership dues to the Association shall be \$ 10.00 per single person per year and \$ 20.00 per family with children under 19 years old, per year. Upon presentation of proof that the person is a paid up member of ASU, the fee shall be \$5.00 per year.

Section 2. The standing rates of membership dues may be amended by the Executive Council subject to ratification by a simple majority vote in a subsequent Annual General Meeting. Any such voting shall be by secret ballot and simple majority of votes shall mean counting votes of all attending voting members in good standing who are not in the Executive Council.

Section 3. The Association shall solicit donations, contributions or other grants and support from individuals, government institutions, charity organizations, or industrial organizations in order to support the functions and activities of the Association.

Section 4. The Association may plan, organize and carry out community-wide, local or national fund-raising activities. Such activities may include but not be limited to food fairs, craft and art fairs, cultural nights, auctions, entry fees & door prizes, raffle draws, etc.

Article X: Meetings

Section 1. Apart from the Annual General Meeting (AGM), during the fiscal year the Association shall hold a regular meeting at least twice a year or as need be. The Executive Council should plan and hold Association activities as needed.

Section 2. The first meeting (following the election of the Annual General Meeting or Extraordinary General Meeting as stipulated in Article VIII (2)) shall be convened by the incoming Executive Council within two (2) months after the election date. During this meeting the Executive Council shall present a proposed Annual Program of Activities and a budget as stipulated in Article XII (2).

Section 3. Notice for such an Association meeting or activity shall be given to all Active Members and Honorary Members by means of telephone, fax, postal mail or email at least two weeks prior to the scheduled date of the meeting or function. A shorter notice for meeting, for example one week, may be given only in special circumstances approved by the Executive Council. In such special circumstances, notice of such meeting or event shall be delivered by telephone, email or fax only.

Section 4. Quorum at Meetings shall be as follows:

(1). The quorum for Annual General or Extraordinary Meetings shall be two-thirds of the Active Members of the Association and no business shall be transacted at such meetings unless there is a quorum.

(2). The quorum for Executive Council meetings shall be at least more than half of the number in the current Executive Council.

(3). If a quorum is not present within half an hour from the time appointed for holding the meeting, the meeting shall stand adjourned to the same hour and place the following week or as otherwise decided by the Executive Council and at that meeting, deliberations shall proceed without quorum considerations.

(4). The quorum for transactions in any regular meeting shall be at least one quarter (1/4) of the total active membership.

Section 5. Voting for the purposes of conducting the Association business shall be as follows:

(1). By secret ballot for all elections and issues of nomination, appointment and approvals.

(2). By show of hands shall be used only when the issue to be voted upon is considered not to be of a serious nature.

(3). The chairperson shall preside over all voting except on the occasion where he/she is standing for election or when the issue to be voted upon involves him/her personally. In such cases then the chairperson shall disqualify himself /herself and step down from the

chair. The meeting shall then elect an *ad hoc* chairperson who shall preside over that meeting only and relinquish this temporary position after the voting exercise.

(4). All members of the Executive Council, except the President, shall have voting privileges similar to those of the ordinary members.

(5). In any vote a member has only one voting right.

(6). In the Executive Council, voting may be by show of hands or by consensus.

(7). If at any voting (whether in the General Meeting or in the Executive Council) there is a tie, the chairperson shall cast the deciding vote.

Section 6. **The Annual General Meeting.** The Association will hold one ordinary Annual General Meeting (AGM) within the last 4 months of the fiscal year. The business of the AGM shall include but not be limited to:

(1). Receiving and adopting a report from the Secretary.

(2). Receiving and adopting a financial report from the Treasurer.

(3). Receiving and adopting reports from the Executive Council.

(4). Electing members of the Executive Council.

(5). Discussing and approving budget estimates for the subsequent year.

(6). Approving and confirming honorary members.

(7). Receiving and approving recommendations for any change to the constitution.

(8). Receiving and approving recommendations for reinstatement of members removed under Article VI Section 6.

Section 7. **Extraordinary General Meeting.** An Extraordinary General Meeting (EGM) may be convened under one or more of the following conditions:

(1) In situations of urgency where matters cannot wait until the scheduled date for an Annual General Meeting, the President or Vice-President of the Association in consultation with the Executive Council can convene an Extraordinary General Meeting.

(2) In matters where the Executive Council has failed to act or deliver on plans of significant nature to the Association, a signed petition of members can convene an Extraordinary General Meeting. Such a petition shall be sufficient if signed by two-thirds (2/3) of all the registered *bona fide* members of the Association.

(3) A signed petition of members can also convene an Extraordinary General Meeting to remove office bearers whose performance has not been satisfactory.

Article XI: Facilitation of Annual Programs & Activities

Section 1. Through the Executive Council, its various committees, and general membership, the Association shall work to implement relevant annual and occasional social activities and/or functions as mandated by the provisions of this constitution. The following is only an Example of the Annual Program of Activities:

(1). Children’s annual talent show.

(2). African Annual Arts, Fashion and/or Food Fair.

(3). New Brunswick African Day (a comprehensive cultural full-day event held annually involving a large number of the public and the community at large).

(4). Youth Retreats, Couple Retreats, and Singles Retreats (quarterly or bi-monthly).

(5). African Sports Team (various sports round the year).

Section 2. The Annual Program of Activities and Budget shall be adopted by simple majority vote of all members in attendance and shall be subject to quorum requirements as prescribed in Article X (4).

Article XII: Accounts And Audit

Section 1. The Executive Council shall maintain proper records of accounts in respect of:

(1). All sums of money received and expended by the Association.

(a). All sales and purchases of the Association.

(b). Assets and liabilities of the Association.

(2). "Records of accounts" shall mean such records as are necessary to give a true and fair view of the state of the Association affairs and sufficient to fully explain its transactions.

(3). The records of accounts shall be kept at the registered office of the Association.

(4). An up to date record of the balance sheet (including every document required by law to be appended there to) together with a copy of the auditor's report which are to be presented at the Annual General Meeting.

Section 2. The Executive Council shall create and operate a chequable bank account on behalf of and for purposes of carrying financial operations of the Association. Such bank account shall be maintained at a local banking institution approved by the Executive Council. The signing authority for the bank cheques shall require three signatures of the current Elected Officers of the Association. The President, the Treasurer and the Secretary shall serve as signatories for the Association's bank account cheques, and other financial instruments. In the absence of the President, the Vice President shall act as signatory.

Section 3. At the Annual General Meeting, the outgoing Executive Council shall table names of three nominees from which one will be elected to be the auditor of the Association's Books of Accounts. The election shall be by simple majority vote. If necessary more nominees can be added from the floor.

Section 4. Audit period and procedures: Within 30 days after the end of each fiscal year the auditor shall make an audit of the Association's books of accounts. The Treasurer is bound by the Constitution to fully disclose all records, data, information, receipts, books, journals where electronic or otherwise to the auditor in an expedient manner to allow him/her to complete his/her audit. The auditor's report shall be tabled by the incoming Executive Council in the first meeting stipulated in Article X (2) prior to presenting the proposed Annual Program of Activities and Budget.

Article XIII: Incorporation

Section 1. Subject to provincial or national law, the Association may incorporate as a non-profit corporation subject to the approval of the 2/3rd of the active membership in good standing at a duly-constituted meeting. The Association shall agree, as a condition prior to incorporation that it will, as an incorporated body, abide by the Constitution.

Article XIV: Amendments

Section 1. This Constitution shall be reviewed as need arises to maintain consistency and relevancy to the goals and aspirations of the active membership. This Constitution shall be amended by a two-thirds majority vote of active members of the Association at the Annual General Meeting or Extraordinary Annual General Meeting called for that purpose subject to provisions of Section 2.

Section 2. **Amendment procedure:** In all cases, notice for any amendment shall be served to each member of the Annual General Meeting at least twenty-one days before the date fixed for the meeting. All such amendments must be consistent with the laws of the Provincial and Federal governments.

Article XV: Disposition of Funds in Case of Inactivation

Section 1. Should the Association become dissolved or inactivated, all the assets and property of the Association, including balance of funds after settlement of outstanding debts and liabilities of the Association shall be turned over to the African Students Union at the University of New Brunswick. If at such a time the African Students Union is not functioning, the assets and funds of the Association may be donated to a charity working with refugees in Africa or in support of peaceful activities related to international development in Africa.

Revision History

Adopted: -----, 2012

Amended: 1.

Amended: 2.

Amended: 3.

Certificate of Secretary

The undersigned, being the Secretary of the Association, hereby certifies that this Constitution was duly ratified by the members of New Brunswick African Association as signed on the _____ day of _____, 2012.

Secretary:

Name (please print) Signature

Certificate of Steering Committee/Executive Council

The members of Interim Steering Committee or the Executive Council hereby acknowledge and testify to the acceptance of this Constitution by signing their names below:

Name Signature

Member:

Member:

Member:

Member:

Member:

Member:

(The originals of this document shall be kept by Secretary of the Association.)

New Brunswick African Association