



**THE BY-LAWS OF
PAKISTAN CANADA ASSOCIATION CALGARY
(AMENDED 2004)**



CHAPTER I NAME, REGISTERED OFFICE AND CORPORATE SEAL

- 1.1 The name of the Association shall be the "Pakistan Canada Association, Calgary" hereinafter referred to as the Association.
- 1.2 Registered Office: The Registered Office of the Association shall be located at #507-509 4656 Westwinds Drive, N.E., Calgary, Alberta T3J 3Z5.
- 1.3 Corporate Seal: The Corporate Seal of the Association shall remain in the Registered Office of the Association.
- 1.4 The signatures of the President and the General Secretary shall authenticate the use of seal of the Association.

CHAPTER II AIMS/ OBJECTIVES

- 2.1 To organize the Pakistani community in Calgary under representative Executive Committee.
- 2.2 To encourage the participation of the Pakistani community in social, cultural, inter-community and other programs.
- 2.3 To safeguard the social, cultural and religious values of the Pakistani community.
- 2.4 To safeguard the rights and interests of the Pakistani community in Calgary.

FILED
AUG 19 2004
Registrar of Corporations
Province of Alberta

REGISTERED
AUG 19 2004
Corporate Registry

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- 2.5 To promote understanding and good relationships between Pakistani community and other communities and/or associations in Canada, within framework and integrity of the Association.
- 2.6 To act as the representative of Pakistanis residing in Calgary and to work for the betterment of the Pakistani community.
- 2.7 To preserve and promote Pakistan's heritage language and literature into Canadian National languages.
- 2.8 To preserve ideology of Pakistan and ethnic heritage.

CHAPTER III

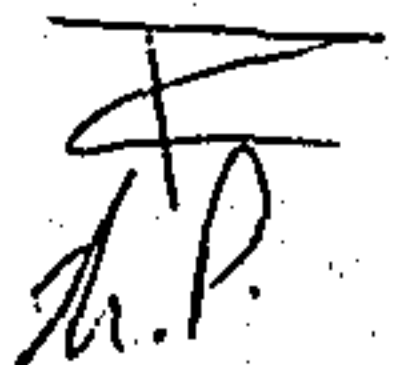
MEMBERSHIP

- 3.1 Members: ALL Canadian citizens and landed immigrants of Pakistani origin and their families and/or descendants residing in the city and suburbs of Calgary are eligible for membership, lifetime membership, student and senior citizen membership.
- 3.2 Any person interested in participating in the activities of the Association, but who does not meet the above membership requirement, may hold Associate membership and Honourary membership at the discretion of the Executive Committee.
- 3.3 Application for membership shall be made on a prescribed membership form.
- 3.4 Membership Dues: Members shall pay annual membership dues or one time life membership as determined under the Regulation of the By-laws of the Association.
- 3.5 Resignation: Any member may resign from membership by submitting in writing to that effect to the Executive Committee.
- 3.6 Suspension and Expulsion: The Executive Committee may suspend for a determined period or expel any member who contravened any requirements of these By-laws, or whose behavior and/or activities are judged to be prejudicial or detrimental to the Association. The decision of the Executive Committee shall be subject to final approval by the general body by a simple majority vote (50% + 1).

CHAPTER IV

EXECUTIVE COMMITTEE

- 4.1 The affairs of the Association shall be conducted by the Executive Committee, which shall be elected by the members of the Association. The Executive Committee may be referred herein as the Board.



- 4.2 A candidate for any office of the Board shall be a member of the Association for a minimum period of twelve (12) consecutive months preceding nomination date.
- 4.3 Term: The Board shall hold office for a period of two (2) fiscal years or, except dissolution of the Board, until such a time that a new Board takes office.
- 4.4 The Board shall consist of the following officers whose services shall not be remunerated. These officers shall be:

President	Joint Secretary
Vice President	Treasure
General Secretary	

Directors:

- Public Relations Director
- Social Director
- Youth and Sport Director

The Past President shall be an ex-official member of the Board with voting rights. If the Past President is unable to do ex-official duties, the Board may choose any other member of the past Board to be an ex-official member who will be a voting member.

4.5 **DUTIES**

PRESIDENT: The President shall exercise, under the direction of the Board, a general supervision over the affairs of the Association and shall preside over all matters of the Board. Shall have signing authority in all matters except where this responsibility is delegated to other members of the Board, Committee members and/or employees of the Association by the resolution of the Board.

VICE PRESIDENT: The Vice President shall assist the President in the performance of his duties and shall carry out his duties as assigned to him by the President or by the Board. In the absence of the President, the Vice President shall have and exercise all the rights and powers of the President.

GENERAL SECETARY: The General Secretary shall call the meetings of the Board and the General Membership upon the instruction of either the President or any five (5) Board members, including himself/herself. Shall keep the minutes of all the proceedings of all the meetings and shall

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ensure that all books, reports, certificates and other documents and records required by law are properly kept and filed. Shall be the custodian of the Seal of the Association and of all records belonging to the Association. Shall be responsible for maintaining the membership record and for issuing membership cards. Shall safeguard against unauthorized use of the records and/or documents of the Association. Shall provide the auditors with all records and information as are when required or requested.

JOINT SECRETARY: The Joint Secretary shall assist the General Secretary in the performance of his/her duties and shall act in his/her place during the General Secretary's absence.

TREASURER: The Treasurer shall keep all the accounts of the Association in good order to oversee the collection of dues and other revenues of the Association and their timely deposit in the bank accounts of the Association.

- Shall be responsible for issuing the receipts for all payments received. Shall keep all records of all disbursements.
- Shall prepare the financial statements at mid-year, end of fiscal year and also when instructed by the Board.
- Shall make arrangements of the audit of books and accounts and shall provide all necessary assistance and information as required for audits.
- Shall provide to the members the annual Financial Statement with the Notice of the Annual and Biennial General Meeting.

PUBLIC RELATIONS DIRECTOR: The Public Relations Director shall be responsible for developing and promoting the objectives of the Association, with particular emphasis on the general areas of intercommunity relations, social justice, equality and civil liberties.

SOCIAL DIRECTOR: The Social Director shall be responsible for arranging the social and cultural functions and programs of the Association as approved by the Board. The Social Director shall also assume duties of 2.3, 2.7 and 2.8.

YOUTH AND SPORTS DIRECTOR: The Youth and Sports Director shall be responsible for organizing youth and planning the activities in social and cultural areas. Shall organize sports and athletic activities.

INTERNAL AUDITOR: An Internal Auditor will be nominated by the Election Committee at the time of the General Elections who shall be approved by simple majority (50% +1) of the members present. Internal Auditor will be a member of the Association, but will not be a member of the Board.



CHAPTER V POWER AND AUTHORITY OF THE BOARD

- 5.1 The Board shall have full power to direct affairs of the Association, duly respecting the By-laws and integrity of the Association.
- 5.2 The Board shall appoint, from amongst the members of the Association, different committees to assist in the planning and administration of the affairs and activities of the Association.
- 5.3 The Board shall be the custodian of all property and/or belongings of the Association.
- 5.4 All properties and/or belongings of the Association, including all records of documents shall remain in the registered office of the Association and may not be removed there from without the prior authorization of the Board.
- 5.5 The Board shall represent the Association in National Federation of Pakistani Canadians and elect Delegates to N.F.P.C.'s conventions/conferences.
- 5.6 They shall have the power to elect/select special project committees.

CHAPTER VI MEETINGS OF THE BOARD

- 6.1 The meetings of the Board shall be held once every month.
- 6.2 Meetings for the Board shall be called by order of the President or by any five (5) Board members on the seven (7) days notice to each Director. However, Board meetings may be held any time without the seven (7) days notice upon the waiver of such notice by majority of the Directors.
- 6.3 **WAIVER OF NOTICE:** Meetings of the Board may be held without the seven (7) day prior notice provided that all Board members are given at least twenty four (24) hours notice of a Board meeting which is subsequently convened by the required quorum of Directors who shall sign a written waiver of notice of the time, place, and purpose of such a meeting.
- 6.4 **QUORUM:** Any five (5) Board members present in person shall constitute quorum at all meetings of the Board.
- 6.5 **CHAIRPERSON:** The President or, in his absence, the Vice President shall chair the meetings and shall exercise the deciding vote in the event of a tie vote. In the simultaneous absence of the President and Vice President, Board meetings may be constituted by the remaining five (5) Board members who shall appoint a chairperson from among themselves to conduct that particular Board meeting.



CHAPTER VII DECISIONS OF THE BOARD

7.1 To be valid, all decisions of the Board must be adopted by resolution duly reflecting the wishes of the majority of the quorum present.

CHAPTER VIII VACANIES IN THE BOARD:

8.1 If the office of a member of the Board shall become vacant by the reason of Death, Resignation, Disqualification, or otherwise, the vacancy shall be filled by the Board with 2/3 majority in the subsequent meeting.

8.2 A Board member shall be deemed to have abandoned or otherwise left his position upon: Failure to attend three (3) consecutive Board meetings without valid or acceptable reason presented to the Board

8.3 All resignations shall be considered for approval by the Board at its earliest meeting.

CHAPTER IX DESOLUTION OF THE BOARD

9.1 If during the life of a Board, five (5) or more Board members resign, vacate or otherwise abandon their positions, whereby the quorum of subsequent meetings in a month cannot be maintained, the Board shall stand dissolved immediately.

9.2 In the event the Board fails to call the Biennial General Elections as required in these By-laws, it shall stand dissolved.

9.3 In case of dissolution of the Board, the Internal Auditor of the Association shall assume overall ad hoc powers and shall call a Special General Meeting of the Association within a period of thirty (30) days from the date of the dissolution of the Board to consider election of a new Board.

CHAPTER X COMMITTEES

10.1 The Board shall be assisted in the planning and administration of the affairs of the Association by committees which shall be appointed by the Board.

10.2 Members of the Committees shall hold offices until such time that they resign or are replaced/dissolved by the Board.

10.3 A member of the Committees shall be deemed to have abandoned his position upon failure to attend three (3) consecutive meetings and/or work sessions without valid reason.

10.4 In the event of a vacancy in any Committee, a replacerer shall be appointed within thirty (30) days.

- 10.5 The Committee shall consist of a Chairman and two (2) members.
- 10.6 Shall be responsible to the Board and shall hold regular meetings and prepare periodic reports on their activities for submission to the Board.
- 10.7 Each Committee shall include a designated Director who shall act as a liaison between that Committee and the Board (hereinafter referred to as "Liaison Director").

CHAPTER XI INDEMNICATION OF THE DIRECTORS, COMMITTEE MEMBERS AND INTERNAL AUDITOR

- 11.1 Each of the officers of the Association, their heirs, ayant droits, as well as their patrimony are guaranteed and indemnified at all times through the funds of the Association against:

All costs, charges and expenses of any nature whatsoever that the said officers may have incurred in connection with any action, lawsuit or proceedings taken, begun or continued against their relative to any action, lawsuit, commission, business or other things accomplished made or permitted by him in the execution of their office which are not the result of his gross negligence.

CHAPTER XII CHAPTER XII GENERAL ELECTIONS

- 12.1 The Biennial General Elections of the Association for the Executive Committee shall be held with the Annual General Body meeting or Special Election meeting within twenty one (21) days of the Annual General Body meeting. The time, date and place of the election shall be determined by the Executive Committee. Each member shall be notified by mail of the election twenty one (21) days before the election date.
- 12.2 Each candidate for the Board shall be nominated by one member and seconded by one other member in writing according to the terms stipulated in the Regulations.
- 12.3 A candidate receiving the highest number of votes shall be declared elected to that office.
- 12.4 Balloting shall be conducted by a secret ballot and shall not be allowed in absentia.
- 12.5 Members who have paid their dues by December 31 of the year preceding the General Elections shall be eligible to vote and nominate.
- 12.6 Associate members shall not vote, nor contest in the elections of the Association.

- 12.7 Members eighteen (18) years of age and over may vote provided they meet all other requirements of these By-laws.
- 12.8 Nomination form for elections shall be submitted to the Election Committee duly completed and signed by the candidate at least fifteen (15) days prior to the date of the Biennial General Meeting. Candidates may withdraw their nomination on a prescribed form no later than seven (7) days prior to the date of the Biennial General Meeting.
- 12.9 A Board member may be elected for a maximum of two (2) consecutive terms for the same office.
- 12.10 Elected candidates shall be sworn in by the existing Election Committee.

CHAPTER XIII ELECTION COMMITTEE

- 13.1 The Election Committee shall be appointed by the Executive Committee and consist of at least three (3) members of the Association.
- 13.2 Members of the Election Committee shall not be eligible for candidacy in the election conducted by them.
- 13.3 The Election Committee shall have the authority to approve or disapprove the eligibility of candidates and/or voters, within the provisions of the By-laws of the Association. The decision of the Election Committee in these matters shall be final.
- 13.4 The Election Committee shall hand over to the Board within a period of fifteen (15) days from the date of election all membership lists and/or possessions of the Association to the new Board, along with a brief report on the election and its results for record keeps.
- 13.5 The Election Committee shall have the authority to ask any person participating and/or voting in the election for proof of identification satisfactory to them.
- 13.6 Election Committee shall be provided by the Board at least five (5) days prior to the date of the Biennial General Meeting with a complete list of eligible voting members of the Association.

CHAPTER XIV GENERAL MEETINGS

- 14.1 **NUMBER**
There shall be at least two (2) general meetings of the Association in a term, namely the Annual General Meeting and the Biennial General Meeting.

14.2 BIENNIAL GENERAL MEETING

14.2.1 Biennial General Meeting shall be held at the end of the Board term, which is two (2) years. The time, date, and place of this meeting shall be determined by the Board. Each member of the Association shall be notified in writing by mail of this meeting at least twenty one (21) days prior to the date of the meeting. An agenda for this meeting shall be prepared by the Board. It shall include:

- A) Minutes of the last general meeting
- B) Finance Secretary's report
- C) President's report
- D) Discussion on the President's report and other related matters.
- E) Other Business
- F) Introduction of candidates contesting upcoming elections (the introduction to be supervised by the Election Committee)

14.2.2 In the event that the Biennial General Meeting has to be postponed and/or adjourned for any reason(s) prior to or during the meeting, the Board shall reconvene the postponed and/or adjourned Biennial General Meeting not later than forty five (45) days from the date of the postponement and/or adjournment to dispense with the business and/or unfinished business of the said Biennial General Meeting.

14.2.3 The Board shall stand dissolved at the end of the aforesaid period. The Internal Auditor shall then assume overall ad hoc power and call a General Meeting, appoint an Election Committee if needed, and dispense with the business of the said Biennial General Meeting within a further period of thirty (30) days.

14.3 ANNUAL GENERAL MEETING

This meeting shall be called prior to the end of the fiscal year. The Board shall report to the members of the Association on its activities to date. Other matters of interest may also be brought up for discussion. Members of the Association shall be notified of the meeting in writing by mail at least twenty one (21) days in advance. The agenda of this meeting shall include:

- A) Minutes of the last general meeting
- B) President's report
- C) General Secretary's report
- D) Financial Statements (unaudited)
- E) Any other business

14.4 SPECIAL GENERAL MEETING

14.4.1 This may be held at any time upon the call of the Board or the written request of at least twenty five (25) % of the total members of the Association. Notice of such meeting(s) shall be given to the members in writing by mail at least twenty one (21) days in advance. The notice of meeting shall specify the nature of the business to be transacted.

14.5 **QUORUM**

14.5.1 At all General Meetings of the Association a minimum of fifty (50) members or fifteen percent (15%) of the total members of the Association, whichever is lower shall constitute the quorum for the transaction of any business. However, in General Meetings which include vote of no confidence against any elected member(s) or promulgation, revocation, or amendment of the By-laws of the Association, the aforementioned quorum shall be by simple majority (50% + 1) of the total members of the Association and a resolution shall be carried by a vote of two third (2/3) of the quorum present.

14.6 **MINUTES**

14.6.1 The General Secretary of the Association shall keep the minutes of proceedings of all meetings and enter them in the Minute Book.

CHAPTER XV FISCAL YEAR, ACCOUNTS AND AUDIT

15.1 **FISCAL YEAR**

15.1.1 The fiscal year of the Association shall be twelve (12) months period starting April one (1) and ending March thirty one (31).

15.2 **ACCOUNTS**

15.2.1 The Board shall cause true accounts to be kept of the sums of money received and disbursed by the Association and the matters respect of which such receipts and expenditures take place and of the assets, credits and liabilities of the Association.

15.2.2 All deposits shall be made by the Treasurer or any other member of the Board as delegated.

15.2.3 All withdrawals shall be made by the joint signatures of the Treasurer and any one of the two following officers of the Association: A) The President, B) The General Secretary, in the absence of the Treasurer for any extended period [TWENTY ONE (21) days or more], the Board may designate another Board member.

15.2.4 The Association shall not have borrowing power for the purpose of carrying out its objectives.

15.3 **AUDIT**

15.3.1 The Annual Audit of the Association's financial accounts and related financial records and documents shall be conducted by the auditors. Auditors shall be members of the Association.

CHAPTER XVI LANGUAGE

16.1 The official languages of the Association shall be English and Urdu. However, all records of the Association shall be maintained in either official languages of Canada.

CHAPTER XVII CODE OF ETHICS

17.1 A set of general principles which are incumbent upon all members of the Association including, but not limited to, Directors, Auditors, Committee Members and Employees.

17.2 **DIRECTORS, AUDITORS, COMMITTEE MEMBERS AND EMPLOYEES**

17.2.1 Shall not concurrently hold any office or position in or be associated with any other group and/or organization which may be in conflict with the objectives and/or interests of the Association.

17.2.2 Shall perform his duties diligently in due conformity with these By-laws, observing and upholding at all times the principles of objectivity and the larger interests of the Association.

17.2.3 Shall at all times respect and preserve the integrity and confidentiality of all information, documents and/or other records of the Association against an unauthorized use of the same.

17.2.4 Shall accept and be fully accountable for the responsibilities of his position, shall display reasonable judgement, care and availability in the performance of his duties, and shall abide by the decisions incumbent upon him.

17.3 **MEMBERS**

17.3.1 Shall accept and affirm at all times the objectives and the integrity of the Association.

17.3.2 Shall not engage or participate in any activity, association or group which may be prejudicial to the interest, integrity, or dignity of the Association.

17.3.3 Shall accept and abide by the decisions of the Board of Directors, and the Committees, duly appointed under the term of these By-laws.

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(Note: The members of the Board/Executive Committee/The Directors of the Board all mean the same elected members of the Executive. All male pronouns shall apply to female pronouns.)

CHAPTER XVIII DECLARATIONS

The President, Vice President, General Secretary, or any other officer or person appointed by the Board is authorized to appear and respond to court actions, including third party actions in which the Association is named. The above named parties are also authorized, in the name of the Association, to make demands against any debtor of the Association, including participation in bankruptcy or other creditor proceedings against such debtors.

CHAPTER XIX PROMULGATION REVOCATION AND MODIFICATION OF BY-LAWS

Over and above the present By-laws, the Board may from time to time promulgate other By-laws concerning the management of the affairs of the Association and may as well from time to time repeal or modify the present By-laws or any such other By-laws provided that every such promulgation, repeal or amendment is carried by a vote of at least three fourth (3/4) of the quorum present which shall consist of at least fifty one percent (51%) of the total members of the Association. Each member of the Association shall be notified in writing by mail of the meeting in which the promulgation, repeal or amendment will be discussed and voted upon at least, sixty (60) days before the date of the said meeting.

CHAPTER XX REGULATION OF THE BY-LAWS OF THE ASSOCIATION

- 20.1 It is expressly provided for in these By-laws that the Board shall, at its discretion, adopt a set of binding interpretation rules known as the "Regulations of the By-laws of the Association" (also referred to as the "Regulations" in the By-laws).
- 20.2 These Regulations shall consist of regulatory details pertaining to the interpretation of specific articles of the By-laws.
- 20.3 The Regulations shall, at all times, remains subject to the By-laws and shall have no validity of their own independent from the By-laws.
- 20.4 The Board may from time to time promulgate new rules, repeal, and/or modify other regulations provided such amendments are carried by the Board by a vote of 2/3 majority.

