



CONSTITUTION OF THE VEMBADI OLD GIRLS' ASSOCIATION

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This constitution was amended on July 19, 2022, with consolidation of the document previously registered with the Ministry of Government and Consumer Services of Ontario on May 14, 2019, under the provisions of the Ontario Corporations Act.

ARTICLE 01 NAME

- i. This constitution shall be called the constitution of " VEMBADI OLD GIRLS' ASSOCIATION".
- ii. The name of the Association shall be called " VEMBADI OLD GIRLS' ASSOCIATION" (VOGA - Canada).
- iii. VOGA - Canada was incorporated under the laws of Ontario, as a Not-for-Profit Corporation, on May 14, 2019.
- iv. Definitions:
 - (i) Directors : President, Secretary and Treasurer.
 - (ii) Executive Committee / Office Bearers : Comprises of President, Vice President, Secretary, Assistant Secretary, Treasurer, Assistant Treasurer, Internal Auditor and sixteen (16) committee members. Office Bearers as refereed in ONCA refers to the Executive Committee
 - (iii) Management Committee : VOGA – Canada appointed Directors

ARTICLE 02 OFFICE AND ADDRESS

Unless the Board of Directors of the Association, set up and functioning by and under Article 9 of this constitution, decides otherwise, the address of the association shall be the address of the President or Secretary, at which address the office of the association shall be. All files and minutes books records and other documents of the association shall generally be kept at this address.

ARTICLE 03 OBJECTIVES

VOGA - Canada is a voluntary association of the past pupils/ former staff of Vembadi Girls' High School (VGHS), Jaffna, Sri Lanka, residing in Canada and in the USA.

- i. Sustaining and promoting the love and loyalty of its members towards their alma mater;
- ii. Perpetuating and propagating the ideas of the alma mater among members and their progeny;
- iii. Fostering good will, co-operation and friendship among its members and their families through social activities and celebration of literary and cultural events;
- iv. Inviting and gathering former students of Vembadi Girls' High School in Jaffna, Sri Lanka to share their rich experiences for the benefit and progress of current students;
- v. Sharing valuable advice of alumni members for the overall development and improvement of the alma mater;



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- vi. arranging seminars, debates, workshops, and cultural and social programs;
- vii. providing support and educational programs to current student in need;
- viii. disseminating useful or valuable information to members and students by publishing periodical magazines or bulletins and maintaining a website;
- ix. involving members in the overall development of the alma mater and this association;

and such other complementary purposes not inconsistent with these objects

ARTICLE 04 MEMBERS

Section 4.1

The membership of the Association shall consist of any of the three categories who support the vision, mission and values and should be in good standing.

- i. Voting Members
 - Annual members
 - Life members
- ii. Non-Voting Members

Section 4.2

- i. The number of each category of membership shall be unlimited.
- ii. Membership shall be applied on a prescribed form and shall be approved by one of the Board of Directors.
- iii. Members shall not violate the constitution.

ARTICLE 05 SUBSCRIPTION

- i. Life Members shall pay a onetime payment of CAD100.
- ii. Every Annual Member shall pay a one-year term subscription of CAD 10. Annual Membership is valid from January 1st to December 31st midnight.
- iii. If an annual member subscribes for ten consecutive years, at the beginning of the 10th year she is deemed to have attained Life membership with the association.
- iv. All new members may enroll at any time, but members enrolling on Annual General Meeting (AGM) day shall not be eligible to vote on the same day of enrollment as a member, whether at the AGM or any other special meeting.

ARTICLE 06 RIGHTS, PRIVILEGES AND OBLIGATIONS:

- i. All members who have voting rights are eligible to hold office in the Association in Canada.
- ii. Except members identified in Section 4.1 (ii), all other members shall have the right to vote at general meetings of the Association.
- iii. Members shall be present at the meeting to exercise their voting right.



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- iv. It shall be the responsibility of every member to notify the change of e-mail address and phone number to the Secretary. Notices sent to the last known e-mail address shall be deemed to be valid.

ARTICLE 07 EXECUTIVE COMMITTEE AND BOARD OF DIRECTORS:

Any voting members who have been in good standing with VOGA Canada and have served in the Executive Committee for at least two (2) consecutive years are eligible to be elected to the office of the President, Secretary or Treasurer.

- a. Any voting member who has been in good standing with VOGA Canada and have served in the Executive Committee for at least for two(2) consecutive years are eligible to be elected to the office of the President, Secretary and Treasurer.
- b. Any voting member who has been in good standing with VOGA Canada shall be eligible to hold the any office in the Executive office other than the President, Secretary and Treasurer in the Executive Committee.

Section 7.1

The following shall be elected at every Annual General Meeting

- i. President
- ii. Vice President
- iii. Secretary
- iv. Assistant Secretary
- v. Treasurer
- vi. Assistant Treasurer
- vii. Internal Auditor
- viii. 16 committee members

Section 7.2

Executive Committee:

- i. The executive committee of the Association, referred to hereinafter as the executive committee, shall be vested with the entire executive authority of the Association.
- ii. It shall consist of the president, vice president, secretary, assistant secretary, treasurer, assistant treasurer, Internal Auditor and the sixteen (16) members elected at every Annual General Meeting.
- iii. President, Secretary, and the Treasurer shall become the Directors by virtue of their positions.
- iv. Not more than two (2) members from the same class/year can form part of the



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executive committee unless it is unavoidable.

- v. Immediate Past two Presidents shall be appointed as an "Ex-Officio" to facilitate the transition between the outgoing and newly elected committees. If the any one past President is not available, committee shall function with one "Ex-Officio".

Section 7.3

The Board of Directors shall consist of the following three (3) Office Bearers:

- i. President
- ii. Secretary
- iii. Treasurer

The Board of Directors should be citizens of Canada

ARTICLE 08 EXECUTIVE COMMITTEE – TENURE OF OFFICE, SELECTION, OBLIGATIONS AND VACANCIES BETWEEN ANNUAL GENERAL MEETINGS

Section 8.1 ELIGIBILITY

- i. All voting members in good standing are eligible to hold office. If no objection is raised, all applicants will be accepted as members in good standing. A person in good standing is regarded as having complied with all their explicit obligations, while not being subject to any form of sanction, suspension, or disciplinary censure.
- ii. The Board of Directors shall be elected by the voting members at each AGM, for a one-year term and they shall be voting members of good standing at the time of election.
- iii. A minimum of two consecutive years of service in the executive committee is required to be eligible to be elected to the office of the President, Secretary or Treasurer.
- iv. The following Office Bearers, President, Secretary and Treasurer are eligible for re- election but shall not hold the same office for more than two consecutive terms.
- v. No member shall be eligible to be elected as executive committee of the association for a period of more than five (5) consecutive years, except that no member shall be eligible to be elected as the President, Secretary or Treasurer for a period of more than two (2) consecutive years, this shall not be applicable for the Ex-Officio.



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Section 8.2 NOMINATIONS

- i. Nomination for the President, Secretary and the Treasurer shall be filed with the Secretary by e-mail or in person at least one (1) week prior to the date of AGM. The above nomination shall be acknowledged and informed to the board of directors immediately by the Secretary.
- ii. Above nominations should satisfy the eligibility as per Sec 8.1 and should be applied in a prescribed form (Appendix D).
- iii. For all other positions, a floor nomination (open nomination) shall be accepted at the AGM.
- iv. Any Executive committee members shall not be a part of any other old student associations in an Executive position simultaneously.
- v. Any voting member who stands for election, except President, Secretary, and the Treasurer, in her absence will be required to have furnished her consent and willingness by sending an email to the Secretary 24 hours prior to the election.

Section 8.3 ELECTIONS

- i. Twenty-three (23) executive members shall be elected as per article 07.
- ii. If the current President or Secretary or the Treasurer is seeking election, Ex-Officeo shall act as the pro-term chairperson to conduct the proceedings of the election at the AGM.
- iii. In the event of more than one Nominee for any position, election shall be conducted by show of hand / Ballot in person / Electronic voting.
- iv. In the absence of a nominee for the President, Secretary, and the Treasurer due to unforeseen circumstances the election shall proceed by show of hand / casting Ballot in person / Electronic voting.

ARTICLE 09 MANAGEMENT

- i. A management committee consisting of the President, the Secretary, and the Treasurer shall run the day-to-day operations of the Association.
- ii. The affairs of the Association shall be administered collectively by the members of the Board of Directors and the Executive Committee.
- iii. The management committee shall be empowered to form sub-committees comprising of members from the executive committee and members of the association to assist in functions and projects. The subcommittee Chairman who shall be a member of the Executive Committee shall communicate and seek approval from the Executive Committee in all matters and decisions taken by the sub-committee.
- iv. The members of the Board of Directors, the Executive Committee and the members of the Association are required to maintain highest level of integrity and professionalism when dealing with VOGA matters. When there is a dispute, the President shall call for a voting on the issue.
- v. The name of the three office bearers shall be filed on the Annual Return to



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Ministry of Government and Consumer Services, Ontario.

Section 9.1 BOARD MEETING

- i. The Board of Directors shall meet at such times as may be necessary and at least once in two months.
- ii. A Board meeting shall be called by the secretary at her own instance or at the request of the President or of the three (3) members of the Board of Directors.

Section 9.2 FUNCTIONS OF THE EXECUTIVE COMMITTEE

- i. Any office bearer or member of the executive committee shall, once elected, hold the office till the next Annual General Meeting, unless the member resigns or otherwise relinquishes, her office or membership of the Executive Committee or fail to honor her obligations as stated in 9.2 ii and 9.2 iv, as the case may be.
- ii. Any committee member who is absent for two (2) consecutive meetings of the Executive Committee shall cease to hold office after the last meeting except when she obtains prior permission from the Secretary to be absent for a valid reason or the Secretary shall follow-up. The Executive Committee shall confirm this not later than at the next committee meeting and inform her in writing to that effect. The Executive Committee shall elect an any eligible member to fill any such vacancy by a majority vote .
- iii. Any Executive Committee member who acts contrary to the provisions of the constitution or against the interests of the Association shall have her conduct inquired into by the Committee after she is given the opportunity to explain her conduct. If found guilty Committee may remove her from the Committee by a majority vote of the Executive Committee. The members' concern shall be informed in writing of the decision.
- iv. If any of the posts in 7.1 i to vi or any position in the executive committee falls vacant between Annual General Meeting, the Directors elect a member of the Association to fill each such vacancy until the next Annual General Meeting.
- v. All change in executive committee should be notified to all VOGA members via email within five (5) days.

Section 9.3 RESIGNATION FROM THE BOARD OF DIRECTORS

- i. A member of the Board of Directors may resign from the committee by giving written notice to the Secretary.
- ii. The resignation takes effect On-the day and at the time the notice is received and accepted by the Board of Directors or If a later day is stated in the notice - the later day.
- iii. The vacancy that arises from any resignation in the Board of Directors shall be filled by the Board of Directors from among the members of the Executive



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committee until the next AGM.

ARTICLE 10 EXECUTIVE COMMITTEE & EX-OFFICIO - FUNCTIONS

i. President

The President shall preside at General Meetings and Executive Committee Meetings. She shall generally steer the activities of the Association and Executive Committee.

ii. Vice President

In the absence of the President the Vice President shall perform the functions of the President. The Vice President shall also perform all such duties and exercise such powers as the executive committee may prescribe.

iii. Secretary

- (i) The Secretary shall be generally responsible for all organizational and secretarial work of the association acting under the directions of the Executive Committee.
- (ii) The Secretary of the Association elected and functioning as, herein after provided for by 7 III shall maintain an up-to-date register of all the members of the association of all categories
- (iii) The Secretary shall maintain an up-to-date register of all members' contact information including telephone numbers and email addresses.

iv. Assistant Secretary

The Assistant Secretary shall be entitled to function as the Secretary with the concurrence of the Secretary or President if the Secretary is, for any reason, is unable to perform the duties. She shall also perform all such duties and exercise such powers as the executive committee may prescribe.

v. The Treasurer

- (i) The Treasurer shall be responsible for all financial transactions of the Association.
- (ii) The financial transactions of the Associations shall be through and / or with the Treasurer. The Treasurer shall maintain a cashbook, which shall show at any time all cash and cheque receipts and payments that reflect the cash and bank balance at such time, in accordance with the generally accepted accounting principles.
- (iii) The Treasurer shall submit, at each Executive Committee Meeting, a complete account of the financial transactions of the previous event pertaining to the Association.
- (iv) The Treasurer shall report to the Executive Committee, at each of its meeting, the balances in the accounts of the Association as at last day of the withdrawals from and credits to each of the account from such day to the day of the meeting.



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- (v) The Treasurer shall submit at the Annual General Meeting an Annual Statement of Accounts, duly audited by the Auditor elected as provided for in Section 14 of this Constitution and approved by the Executive Committee.
- (vi) The Treasurer shall submit an annual financial statement to the Executive Committee Meeting for a review and approval, at least three weeks prior to the Annual General Meeting.
- (vii) The cash book shall be balanced at the end of every Month by the treasurer or the assistant treasurer with the concurrence of the treasurer. The cashbook balance shall be reconciled if deemed necessary by the Treasurer, the balances indicated by the statements pertaining to the current savings, deposits, or other accounts of the association with banks or any other financial institution.

vi. Assistant Treasurer

- (i) The Assistant Treasurer shall help the Treasurer in the discharge of her functions.
- (ii) The Assistant Treasurer is entitled to function as the Treasurer with the concurrence of the treasurer or the President if the Treasurer is, for any reason unable to perform her duties. He or She shall also perform all such duties and exercise such powers as the executive committee may prescribe.

vii. Ex-Officio

Ex-Officio shall advise the executive committee and the association, whenever they feel necessary, and generally, guide and assist the activities of the Association and the Executive Committee.

ARTICLE 11 THE EXECUTIVE COMMITTEE – POWERS AND FUCTIONS

Section 11.1

- i. The Executive Committee shall bear the sole responsibility of all the executive powers of the Association.
- ii. The Executive Committee is vested with the sole responsibility of the Executive Powers of the Association. Executive Committee shall meet at least once a month. If for any unforeseen reasons that the meeting is not held during the month, all measures should be taken to hold the meeting the following month.
- iii. The quorum for Executive Committee meetings shall be twelve (12)



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members of which at least two shall be the President or Vice-President, and the Secretary or Assistant Secretary of the Association. The President shall preside at all meetings, and in her absence the Vice-President will preside.

Section 11.2

- i. The Executive Committee may from time to time set up subcommittee, each with a chairman and a convener, and as many members as shall be deemed necessary by the executive committee and charged with the performances of a specific function or functions, and / or a task or tasks.
- ii. Either the President, Secretary or Treasurer shall be the Chair of all such committees.
- iii. Each such subcommittee shall have, subject to being accountable and answerable to the Executive Committee, full executive authority for the performances and fulfillment of the function / functions and / or task entrusted to it.
- iv. Each subcommittee shall at every executive committee meeting, report to the executive committee, the progress made by it, the commitments made by it, and expenses incurred by it, in the performances or fulfillment of the function or functions and / or task or tasks entrusted to it, and also about other matters pertaining to and/or arising, out of such function or functions and / or task or tasks, all of which are relevant to the period between the current Executive Committee Meeting and the next executive committee meeting as deemed by the executive committee.
- v. The report shall be made by the Chairman of the relevant Sub Committee, or in her absence, by the Convener, or if both the Chairman and the Convener are absent, by a member of the subcommittee authorized by the Chairman or the Sub Committee.
- vi. The meetings of each subcommittee shall be summoned by its Convener at the instance, or with the acquiescence or consent or concurrence of its Chairman.
- vii. Any subcommittee requiring vested special powers and length of functionality for more than one year, is subject to approval of maximum of 5 years at a General Meeting.



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ARTICLE 12 FUNDS, FINANCIAL TRANSACTIONS AND FINANCIAL ADMINISTRATION AND FINANCIAL POWERS

- i. The Directors shall not
 - (i) Borrow money on the credit of VOGA-Canada.
 - (ii) Issue, re-issue, sell or pledge debt obligations of the association
 - (iii) Give a guarantee on behalf of the corporation to secure performance of an obligation of any person; and
 - (iv) Mortgage, pledge or otherwise create a security interest in all or any property of the corporation, owned or subsequently acquired, to secure any obligation of the corporation.
- ii. The funds of the association shall be administered by the executive committee, exclusively and solely through the Treasurer.
- iii. The Treasurer shall be entirely, exclusively, and solely responsible, accountable, and answerable to the Executive Committee for all the financial transactions of the Association.
- iv. All financial transactions of the association shall be exclusively through and / or with the Treasurer.
- v. All bank accounts of the association and all the financial investments of the association shall be administered by the Treasurer subject to the direction and control of the Executive Committee.
- vi. Once receipts are deposited into the current account of the Association, the Executive Committee may direct the Treasurer to transfer any part or the whole of the receipts, to any other savings or fixed deposits account, or, to invest any part of the whole of the receipts in any manner determined, or approved, by the committee.
- vii. Any withdrawals from any GIC or investment referred to (iv) and (vi) above other than for the purpose of reinvestment can be made only with the concurrence of not less than the two thirds of the members present and voting at an Annual General Meeting or at a Special General Meeting, provided one month's notice shall have been given of the resolution relating to such withdrawals. Provided however other matters, of which constitutionally adequate notice has been given to the members, also may be discussed and/or determined at the same General Meeting.
- viii. The Treasurer shall, unless otherwise directed by the Executive Committee, maintain a e-Cash Book, which shall show at any time all cash, cheques receipts, e-transfer and payments up to such time and reflect the e-cash book and bank balance at such time.



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- ix. The e-cash book (excel form or any other electronic form) shall be balanced at the end of every month by the Treasurer or the Assistant Treasurer with the concurrence of the treasurer.
- x. The e-cash book balance can be reconciled, if reconciliation is necessary, by the Treasurer, with the balances indicated by the statements pertaining to the current, savings, deposit or other accounts of the association with banks or any other financial institution.
- xi. Subcommittees may be elected by the Association or the Executive Committee to be in charge of any specific project or projects and the funds in respect of the project or projects.
- xii. Any such subcommittee shall handle the funds in respect of those specific project or projects to be in charge of which it has been elected, in the manner it considers appropriate.
- xiii. Such a sub- committee shall be empowered to decide on the procedure for handling the funds pertaining to the project or projects in charge of which it is, and for making deposit into or withdrawals from any of the accounts referred to in the proceeding clauses and to name the members under those deposits and withdrawals have to be made.
- xiv. Any such subcommittee shall continue to function until the specific project or projects in charge to which it has been setup is complete.
- xv. Any vacancy in the subcommittee occurring by the resignation of a member, or any other reason, shall be filled by the subcommittee itself.
- xvi. The subcommittee shall have the power to co-opt other members to it as it considers necessary.
- xvii. Such a subcommittee shall report to the executive committee from time to time and, in any case, at least of the project or projects in charge of which it is.
- xviii. Any subcommittee functioning in charge of any project at the time of adoption of this constitution shall be deemed to be a subcommittee elected under Article 13, Section vii, of this constitution.
- xix. Powers of this section viz. Article 11, Section VII, and shall function until such time as the project it had been elected to be in charge is completed.
- xx. The provisions of this Section, viz. Article 11, Section VII of this constitution will apply notwithstanding anything to the contrary in any other Article, Section, Subsection or Clause of this constitution.



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ARTICLE 13 FINANCIAL REVIEW

- i. The financial year of the Association shall be the Calendar Year, namely 1st January to 31st December, each year
- ii. Quarterly Financial Statement of the association shall be prepared by the Treasurer and shall be available to the Executive committee.
- iii. Yearly Financial Statement of the association shall be prepared by the Treasurer and shall be submitted for Audit Engagement or Review Engagement or Compilation Engagement by the auditor/accountant as applicable.
- iv. VOGA - Canada shall elect to have a Review Engagement, unless otherwise
 - (i) An Audit is mandatory under the relevant statutes governing the Not-for-Profit corporations or
 - (ii) 2/3 of the members presented at an AGM or Special Meeting pass a Special resolution to have an Audit Engagement.
- v. An Auditor /Accountant shall be appointed at the AGM to conduct an Audit or Review Engagement or a Compilation Engagement, as applicable, and who shall be permitted to conduct an Audit or Review Engagement or Compilation Engagement of the association under the Public Accounting Act, 2004.
- vi. Executive Committee have the option to dispense with a public accountant and elect to have a Compilation Engagement, if
 - (i) An Audit or Review Engagement is not mandatory for VOGA under the relevant statutes governing the Not-for-Profit corporations and
 - (ii) 2/3 of the members presented at an AGM pass a resolution to have a Compilation Engagement and
 - (iii) The Financial information presented is strictly for members only and not to be shared with any other third parties.

ARTICLE 14 AUDITOR

The association shall, at each Annual General Meeting held as provided for in Article 13 of the constitution, appoint an Auditor, who shall audit the Accounts of the Association recording, or pertaining to, the funds, finances, or the financial transactions of the Association.

ARTICLE 15 ANNUAL GENERAL MEETING

- i. The Annual General Meetings shall be held every year either in-person or via video conferencing platform
- ii. Not less than two clear weeks' notice must be given of each such meeting by e-mail to the members. In addition, this notice shall be



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posted on the VOGA Canada website at least two weeks before the meeting.

- iii. The notice sent to every member, of the Annual General Meeting ,shall be accompanied by a copy of each of :
 - i. The audited statement of accounts for the year immediately preceding.
 - ii. The Secretary's report about the activities during the year immediately preceding of the Association of the executive committee, and of any subcommittee as may have been set up.
 - iii. Any resolution and/or resolutions and/or amendment or amendments to the constitution, which would be moved on behalf of the Executive Committee at the meeting.
- iv. Notices and the text or texts as the case may be, of any
 - i. Resolution or resolutions and/or
 - ii. Any amendment or amendments to the constitution a member wishes to move at the Annual General Meeting should be sent to reach the Secretary not later than eight (8) clear days prior to the day of the Annual General Meeting.
 - iii. The quorum for an Annual General Meeting shall be 50.
 - iv. The Annual General Meeting of the Association shall be held no later than thirteen (13) months following the immediately preceding one, failing which the meeting may be called by a requisition signed by at least thirty (30) members, giving due notice as required by the constitution, and shall be presided over by any member elected by majority vote at the meeting.

ARTICLE 16 SPECIAL GENERAL MEETINGS

- i. A Special General Meeting may be summoned either at the discretion of the Executive Committee, or on the written request of not less than twenty (20) members other than the members of the Executive Committee made to one of the Presidents, or the Secretary, or to the Executive Committee, to discuss and/or decide and/or resolve, any matter or matters as the Executive Committee or the requisitioning twenty members, as the case may be, think fit.
- ii. If and when not less than twenty members make a written request for the summoning of a Special General Meeting, such a request should be accompanied by a written statement of the matter or matters they wished to be discussed,



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and/or decided, and/or resolved at the meeting.

- iii. A special meeting shall be summoned to meet not later than three (3) weeks from the date of the General Meeting, or, of the requisitioning of the Special General Meeting by no less than twenty (20) members, as the case may be.
- iv. Notice of the Special General Meeting.
 - i. Seven (7) day notice shall be given to the members of a Special General Meeting.
 - ii. The notice of a Special General Meeting shall indicate the matter or matters to be discussed, and/or decided and/or resolved, at the Special General Meeting.
 - iii. No matter, other than that, or those, which a Special General Meeting has been summoned to discuss and/or decide, and/or resolve, shall be discussed, and/or decided, and/or resolved, at the Special General Meeting.

ARTICLE 17 AMENDMENTS TO THE CONSTITUTION

- i. Any amendment or amendments to this constitution or any of its Article or Sections or Clauses can be effected only at a General Meeting.
- ii. Every such amendment referred to in 16.i shall be specific resolution.
- iii. Notice and the text of every such resolution referred to in 16 ii. shall accompany the notice summoning the General Meeting at which it would be taken up for adaptation.
- iv. (i) A resolution to amend and/or repeal any Article and/or any Section and/or any Subsection and/or any clause of this constitution and/or to add any Article and/or any Section and/or any Subsection and/or any clause, may be taken up for consideration and/or adaptation at a General Meeting, notwithstanding anything in 16. III., even if no prior notice has been given of such resolution, provided that the members present at the meeting consent so to take up the resolution for consideration and/or adoption.
- v. The consent of the majority of the members presents and voting at the meeting shall be deemed to be the consent of the members present at the meeting.
- vi. The consent of the members present at a meeting shall be ascertained by vote if



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there is any dissent.

- vii. Any amendment to the constitution to be considered as adopted should be accepted by no less than two thirds of the members present and voting at the General Meeting at which the considered for adoption.
- viii. Any resolution to repeal any Article and/or any Section and/or any Subsection and/or any Clause of the constitution; as well as any resolution to add to this constitution any such Article or Articles and/or Section or Sections and/or Subsection or Subsections sand/or Clause or Clauses, shall be considered a resolution to amend the Constitution.
- ix. The entire constitution may be repealed and replaced by a new Constitution by one resolution provided, however, the new constitution is adopted Article by Article, Section by Section and Clause by Clause and provided that the entire constitution shall not be repealed even with consent of not less than two thirds of the members present at voting at the General Meeting at which the resolution for such repeal is considered unless it is at the same time replaced by a new constitution.

ARTICLE 18 FOR THE PROTECTION OF COMMITTEE MEMBERS

- (i) **Liability:** The President, every member and officer of the Association and their heirs, executors, administrators, and estate and effects, respectively, shall at all times be indemnified and saved harmless out of the funds of the Association and the school from and against all damages, loss, costs, charges and expenses whatsoever which they sustain or incur in or about any action, suit or proceeding which is brought, commenced or prosecuted against them for or in respect of any act, deed, matter or thing whatsoever made, done or permitted by them in or about execution of their duties, all except in respect of any act, deed, matter or thing with respect to which they are held to be guilty of willful neglect or default.
- (ii) **Conflict of Interest:** No members of a Committee shall participate in any discussion or vote on any matter in which they or a member of their immediate family has potential conflict of interest due to having material economic involvement regarding the matter being discussed. When such a situation presents itself, the member must announce their potential conflict and be excused from the meeting until discussion is over on the matter involved. The chair of the meeting is expected to make inquiry if such conflict appears to exist, and the Member has not made it known.

ARTICLE 19 DISSOLUTION OF THE CORPORATION

Upon the dissolution of the Corporation and after payments of all debits and liabilities, its remaining assets shall be distributed or disposed as per discretion of the association.



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ARTICLE 20 NUMERATION

In the constitution, Arabic numerals are used to number the Articles. Capital. Roman numerals are used to number the Sections. Small Roman numerals are used to number the Subsections, small English alphabet used to number the Clauses.

ARTICLE 21

This Constitution shall be the only Constitution of the Vembadi Old Girls' Association (Ontario), Canada unless and until such time as it is repealed and replaced by another Constitution as provided in Article 16 (iv).

Amended on July 19, 2022 at the AGM held via Zoom .

ARTICLE 22 EFFECTIVE DATE

**DRAFT CONSTITUTION ADOPTED AT THE ANNUAL GENERAL MEETING HELD VIA ZOOM,
week of the day, July 19, 2022**

Subject to matters requiring a special resolution of the members, this constitution shall be effective when made by the board.

CERTIFIED to be a constitution of the VOGA CANADA Canada, on the 19th day of July, 2022.

The final constitution shall be bounded by applicable Ontario Legislations.



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Appendix A

VOGA CANADA Nomination Form or Board of Directors

Elections Nominations close at time _____ m. on _____, Date _____

Please ensure that this form is submitted to the Secretary of the VOGA CANADA Canada by e-mail with a signed scanned copy this form attached, Canada Post Mail or in person on or before the closing time and closing date.

I (please print your name) _____
do hereby agree to stand as a candidate for election to fill the Position of -----
----- elected by the VOGA CANADA Canada , on the Board of Directors and
declare that I meet the eligibility requirements set out on Article 8 of VOGA CANADA Canada
Constitution.

My contact information is:

Address _____ City _____

_____ Province _____ Postal _____

Home Phone _____ Mobile Phone _____

E-mail _____

(Signature of candidate)

(Date: mm/dd/year)



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Appendix B

To connect Vembadians to VOGA Canada and to each other supporting the vision, mission, and values

MEMBERSHIP INFORMATION

(Respond to appropriate questions and that you choose to answer only)

Date Applied :

Enroll me as : Life Member-CAD100 : Yes/No Annual Member-CAD 10: Yes/No

Annual Member shall pay a one-year term subscription of CAD 10. Annual Membership is valid from January 1st to December 31st midnight (Details in Page 3)

Introduced by:

Amount Paid : Paid Date : Amount Due:

Payment Method:

Cash Cheque e-transfer

Etransfer email address - vembadiogacanada@gmail.com

Personal Information :

Table with 4 columns: Title, First Name, Last Name, Nee Name

Table with 4 columns: Birth Year, Category - Student / Teacher, Year Joined / Left, Positions Held - Year

Contact / Mailing Information :

Table with 3 columns: Contact Phone Number, Alternative Phone Number, Email Address

Table with 1 column: Mailing Address

Stay Connected :

If you would like to receive information / news from VOGA Canada, please notify and provide your email address in the selection below:

Yes would like email notification / No email notification required

Sponsorship: Please contact me if sponsorship is required for VOGA events

Current Information (to apply skills and experience in VOGA)



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Current Position or Profession :

Interested Area (music, sports, journalism, etc):

Area of Work (job related) :

Terms and Conditions for the VOGA Canada members:

- VOGA membership will be strictly granted to past students /alumni of Vembadi Girls' High School.
- If you choose to register as an annual member, you will be asked to renew your membership each year with the fee of \$10.00
- At any point ,an annual member can opt to become a life member with the fee of \$100.00.
- The membership pin will be issued solely to a single member only and no-one else cannot receive it on their-behalf
- In the event of a lost pin you can opt to replace the pin at a cost of \$50.00 CAD.
- Reproducing the pin in any capacity is strictly forbidden.
- Lending the pin to other individuals is strictly prohibited
- Members of VOGA are expected to abide by the constitution and contribute to a respectful environment. Failure to do so will resolve your membership being revoked and you may be asked to return your membership pin.

Signature:

Date:

Membership Payment (Office use only)	
Cheque / etransfer / Cash:	
Payment confirmation:	
PIN issue Date:	



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MEMBERS – Annual Members / Life Members

- iv. The number of each category of membership shall be unlimited.
- v. Membership shall be applied on a prescribed form and shall be approved by Board of Directors.
- vi. Members shall not violate the constitution.
- vii. Members should be in good standing with the association

SUBSCRIPTION

- v. Life Members shall pay a onetime payment of CAD100
- vi. Every Annual Member shall pay a one-year term subscription of CAD 10. Annual Membership is valid from January 1st to December 31st midnight.
- vii. If an annual member subscribes for ten continuous years, at the beginning of the 10th year she is deemed to have attained Life membership with the association
- viii. All new members shall enroll any time, but members enrolling on Annual General Meeting (AGM) day will not be eligible to vote on that AGM as per Section 4.2

RIGHTS, PRIVILEGES AND OBLIGATIONS:

- v. All members who have voting rights are eligible to hold office in the Association in Canada.
- vi. Members shall have the right to vote at general meetings of the Association.
- vii. Members shall be present at the meeting to exercise their voting right.
- viii. It shall be the responsibility of every member to notify the change of e-mail address to the Secretary. Notices sent to the last known e-mail address shall be deemed to be valid.



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Appendix C

Financial Review

To: Management and Members of

On the basis of information provided by management ofI have compiled the Statement of Financial Position of as at December 31, xxxx, and the Statement of Operations for the year then ended. Management is responsible for the accompanying financial information, including the accuracy and completeness of the underlying information used to compile it and the selection of the basis of accounting. My responsibility is to assist management in presenting financial information in the form of financial statements.

I did not perform an audit engagement or a review engagement, nor was I required to perform procedures to verify the accuracy or completeness of the information provided by management. Accordingly, I do not express an audit opinion or a review conclusion or provide any form of assurance on the financial information.

The financial statements are prepared **strictly for internal use only**. Other third party readers are cautioned that the financial information may not be appropriate for their purposes.



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Appendix D



Vembadi Old Girls' Association

Committee Nomination Form for Year

Full Name :

Phone Number : Email Address :

Current Position in the Committee :

Number of years in the previous committees :

Preferred Position in the Next Committee :

Why I or my nominee would be a good candidate for the position listed above :

.....
.....
.....
.....

Please check here if you have nominated someone other than yourself

<input type="checkbox"/>	I hereby acknowledge the person I have nominated has consented to serve in this position for year
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*Thank you for your continued support of the VOGA Canada
You will be contacted by the Secretary beforemeeting*