

## STATUTE

### §1 NAME, SEAT, FISCAL YEAR

1. The Association shall be called the “ALLIANCE OF CAMEROONIANS”; in French, “ALLIANCE DES CAMEROUNAIS” and abbreviated ALCA.
2. The working languages of the Association shall be English and French.
3. The seat of the Association shall be in Brampton.
4. The fiscal year of the Association shall run from 1<sup>st</sup> November to 31<sup>st</sup> October of the following year.

### §2 OBJECTIVES

1. The objectives of the Association shall be to:
  - i Promote and preserve the Cameroonian culture;
  - ii Assist members in need based on the availability of resources;
  - iii Provide a forum for information exchange;
  - iv Promote a safe and healthy environment for the children of the community;
  - v Encourage good relationships between members;
  - vi Foster recreational activities within the community;
  - vii Support humanitarian initiatives aimed at improving living conditions in Cameroon;
  - viii Promote leadership in the community;
  - ix Sensitise the public to human right infringement issues affecting the African community.

### §3 NATURE OF THE ASSOCIATION

1. The Association shall be a not-for-profit corporation.
2. The Association shall pursue aims that are non-profit-making.
3. The Association, which shall not take part in activities aimed at self-enrichment, shall be philanthropic and shall not target any profits. The means of the Association may only be used for statutory aims. Members shall not be entitled to any allowance or gifts from the funds of the Association. No one shall be favoured through expenditures that shall not correspond to the aims of the Association or through compensation that shall prove to be relatively too high.
4. No one shall, by error or design use the name of the Association for profit-making purposes.

### §4 FINANCES

#### **4.1 Resources of the Association:**

- a) Membership dues
- b) Organisation of cultural and recreational activities;
- c) Meetings;
- d) Solidarity fund;
- e) Gifts and legacies.

#### **4.2 Procedures:**

1. The Association’s funds shall come from dues paid by active members (as defined in § 6), gifts from honorary members and benefactors, other resources as outlined in §4.1, and from any other legal source, which shall be determined by the Executive.
2. The amount to be paid as dues shall be proposed by the Executive, based on the budget, and approved by the General Assembly.

3. Dues shall be non-refundable.
4. Under certain circumstances, the Executive may propose to the General Assembly to waive (in part or totally) the annual payment of membership dues for individual members or for the entire membership.
5. The liquid assets of the Association shall be deposited in a bank account operated in the name of the Association.
6. The President and the Treasurer shall collectively have power of signature in the event of any bank transaction.
7. Withdrawal of funds shall only be by either withdrawal slips or cheques.
8. Withdrawal slips and cheques issued by the Association must be endorsed by both authorised members of the Executive.
9. All transactions shall be clearly elaborated and backed by justifying documents.

## **§5 MEMBERSHIP**

### **5.1 Active Membership**

1. Membership to the Association shall be open to Cameroonians as well as to other persons who think well of Cameroon.
2. Any persons as outlined in subsection 1 above, who shall abide by this statute, have attained the age of eighteen (18) years and have applied in writing to the Secretary of the Association for membership, shall become active members.
3. An active member who shall
  - i be in full compliance with this statute, any rule, resolution, act voted or adopted by the General Assembly;
  - ii participate in the activities of the Association;
  - iii pay in full the stipulated dues and
  - iv have at least forty percent (40%) of meeting attendance (in a fiscal year); shall be considered a member in good standing with the Association.
4. Only active members in good standing with the Association shall be eligible to vote and be elected.

### **5.2 Honorary Membership**

1. An honorary member shall either be a physical or moral person that shall have made substantial contributions to the course of the Association.
2. Such a member shall be proposed by the Executive and accepted by the General Assembly.
3. Honorary members shall neither vote nor be eligible for elective positions. Honorary membership shall be lifetime distinction, unless such a member violates the regulation(s) of the Association.

## **§6 LOSS OF MEMBERSHIP**

1. Membership shall be lost in the event of death, expulsion or withdrawal from the Association.
2. Any member who shall grossly violate the interests of the Association shall be liable to expulsion from it. The General Assembly shall decide on the expulsion with a majority of the valid votes handed in. The reasons for the decision shall be communicated in writing to the person concerned. Before the decision is taken, the member shall be given an opportunity to defend him/herself either orally or in writing.

3. Any member may withdraw from membership in the Association by giving written notice to the Secretary of the Association. Any paid dues or any other donations made by the withdrawing member shall not be refunded.
4. The honorary membership shall be lost in the event of death or through deprivation.

## **§7 ORGANS**

The organs of the Association shall be the Executive and the General Assembly.

### **7.1 The Executive**

1. The Executive shall comprise:
  - i the President
  - ii the Vice-President,
  - iii the Secretary General,
  - iv the Assistant Secretary General and
  - v the Treasurer.
2. The General Assembly shall elect the President for a period of two (2) years. The President shall in turn appoint members of the Executive, who shall be approved by the General Assembly. The members of the Executive shall render account to the President. The Executive shall remain in office until a new President is elected.
3. The Executive shall take decisions in meetings convened by the President. Where he/she is unavoidably absent, Executive meetings shall be convened and chaired by the Vice-President. The agenda of each meeting shall be made known at the time of convening. The convenor shall respect a three-day notice. This time limit shall not be binding in case of an emergency.
4. A quorum shall be attained if at least three members of the Executive are present. A proposal shall be adopted by a majority of the valid votes cast. In case of a tie, the President shall make efforts to create a consensus among members. If the deadlock persists, the President shall make the final decision. The Executive may adopt, by writing, any proposal supported by all its members.
5. The Executive shall be responsible for the affairs of the Association that are not explicitly assigned to the General Assembly. The main functions of the Executive shall include:
  - i Preparing an action plan (including a budget), which shall be presented to the General Assembly in the first meeting after its election.
  - ii Organising and convening meetings of the General Assembly, as well as drawing up their agenda.
  - iii Implementing decisions taken by the General Assembly.
  - iv Compiling and presenting an annual report to the General Assembly at the end of each fiscal year.
6. The President may be re-elected once. However, any President who has been re-elected once shall only be eligible for future Executives after one regular mandate.

#### **7.1.1 Functions of the Executive**

The President shall:

- i represent the Association in all civil and judicial matters;
- ii convene and chair every meeting;
- iii preside over Executive meetings and have a casting vote in case of a deadlock;
- iv countersign all minutes of meetings;
- v countersign all negotiable instruments upon approval by the General Assembly;

- vi be directly responsible for the proper functioning of the Association and shall render account to the General Assembly of his/her activities at the end of the fiscal year;
- vii in case of resignation, present a report on his/her mandate to the General Assembly, which shall elect a replacement.
- viii appoint other members of the Executive as per Subparagraph 7.1, Article 2.
- ix have the authority to withdraw his/her confidence from any member of the Executive; in which case, the said member shall no longer belong to the Executive.

#### The Vice-President

The Vice-President shall perform all the functions of the President in the absence of the latter. He/she shall, in close collaboration with the President:

- i co-ordinate social, cultural and recreational activities;
- ii co-ordinate all acts of solidarity of the Association;
- iii gather, compile, update and make available information on matters that may be of interest to members, for example education, business, etc.

#### The Secretariat (Secretary General / Assistant Secretary General)

The Secretary General shall manage the Secretariat and shall be assisted by an Assistant Secretary General. They shall:

- i be secretaries during all meetings;
- ii be responsible for writing and signing minutes;
- iii dispatch written documents (invitations, minutes of meetings, etc.);
- iv update attendance list;
- v record attendance of active members;
- vi update address list;
- vii enroll new members;
- viii perform any other duties, which the President may assign to them.

#### The Treasurer shall:

- i be in charge of the property of the Association;
- ii receive and deposit any money paid to the Association into the bank account of the Association referred to in §4 above;
- iii countersign all negotiable instruments;
- iv on a regular basis, update the General Assembly on membership dues and other contributions;
- v submit a financial report to the General Assembly after every major event;
- vi present a quarterly financial report to the General Assembly and shall, at the auditor's request, submit copies of all accounting documents to the Auditor;
- vii perform any other duties as may be assigned by the President

### **§7.2 The General Assembly**

The General Assembly shall be the supreme organ of the Association.

1. Every active member in good standing with the Association shall be entitled to one vote in the General Assembly.
2. The General Assembly shall be convened once every month. It shall be convened by the Executive respecting at least a one-week notification period (date of postage). The invitations shall carry the agenda of the meeting. Any member may, in writing to the Executive, file in a

supplement to the agenda. The President shall announce the supplement at the beginning of the meeting. When necessary, an extra-ordinary meeting shall be convened.

3. At any time, one-third (1/3) of active members in good standing with the Association may ask the Executive, in writing, to convene a meeting with a particular agenda. However, should the Executive fail to comply with their request within four (4) weeks, these members shall convene the meeting.
4. The President shall preside over the meeting and, in his absence the Vice-President. In absence of the latter, the following Executive members shall chair the meeting with decreasing order of preference:
  - Secretary General,
  - Assistant Secretary General,
  - Treasurer.

In case no Executive member is present, the General Assembly shall choose a chairperson for the meeting.

5. A quorum shall be attained if at least one third of the active members in good standing with the Association are present. In case of no quorum, the Executive shall be obliged to convene a second meeting with the same agenda within four (4) weeks. If a quorum is still not attained, the active members present shall hold a regular meeting in which the decisions taken shall be binding for the entire Association. This shall be clearly stated in the invitations. However, two thirds of the members (as defined in §5.1, subsection 3) must be present if either the President shall be voted into or out of office or if any changes shall be made in the statute.
6. The General Assembly shall take decisions based generally on a simple majority of the valid votes cast. Abstentions shall be considered invalid.

A change in the statute shall only be effected through a three-quarter (3/4) majority of the votes cast.
7. The candidate who shall obtain more than half of the valid votes cast shall win elections. In case none of the candidates gets more than half of the valid votes cast, a second ballot shall take place between the two candidates with the highest number of votes. If this ends in a tie again, a new campaign shall be opened for both candidates. Voting shall be by secret ballot.
8. Decisions taken during the meetings shall be contained in the minutes, which shall be signed by both the secretary and chairperson of the meeting.
9. The General Assembly shall have the right to dismiss any member of the Executive. This shall require an attendance by two-thirds (2/3) of the members (as defined in §5.1, subsection 3) and three-quarters (3/4) of the votes cast. It shall also approve members nominated by the President to fill vacant positions in case of resignation, dismissal, death or any other similar cause. However, should the dismissed Executive member be the President, the Executive shall be dissolved and an Electoral Committee shall be set up. The elections shall be held within a reasonable period of time as determined by the General Assembly.

#### **7.2.1 The Auditor**

The Auditor shall be elected by the General Assembly for a two-year term. He shall:

- i be independent of the Executive;
- ii audit the Association's property;
- iii do every auditing, which shall be at least four (4) times during a fiscal year;
- iv according to the circumstances, especially following the organisation of an activity, audit the revenues and expenditures for such an activity within two (2) weeks after the end of the activity;
- v render account of all his activities to the General Assembly.

### **7.2.2 The Advisory Council**

- 1) The advisory council shall be a standing committee of the General Assembly, and shall.
  - i act as a neutral and impartial body responsible for constructively resolving contradictions, conflicts and tensions for the good of the Association
  - ii in the absence of the Executive, ensure proper winding up of the Association in case of its dissolution.
  - iii serve as a caretaker body upon dissolution of the Executive until a new Executive is formed.
  - iv report to the General Assembly
- 2) Any active member in good standing, who is not presently a member of the Executive, shall become member of the Advisory Council upon approval by the General Assembly.
  - i Approval shall be by secret vote. The first three candidates with the highest number of votes cast shall be members of the Advisory Council, and the candidate with the majority of votes cast shall become the Chairperson of the Council.
  - ii In case of a tie, there shall be a rerun on the position tied, involving only the candidates affected by the tie; as long as the tie involves the first three positions.
  - iii The term of office shall be equal to the term of the Executive plus one year.

## **\$8 WINDING-UP OF THE ASSOCIATION**

1. The General Assembly may decide the dissolution of the Association by secret vote. At least 90% of the membership in good standing with the Association must be in favour of such a decision.
2. Upon dissolution of the Association, any remaining assets, after settlement of its debts and liabilities, shall be distributed to charitable organisations as determined by the General Assembly.

## **\$9 CHANGES TO THE STATUTE**

1. The statute may only be amended by the General Assembly, at the written request of any active member in good standing with the Association.
2. Any proposal for amendment shall be forwarded to the Executive, which shall have the obligation to include it in the agenda, no later than the second General Assembly meeting after the proposal was received.
3. The General Assembly shall hold a preliminary hearing on the proposal to gain an understanding of its purpose. The originator of the proposal shall make a brief presentation to the General Assembly, after which the General Assembly shall decide on whether or not to hold a full debate on the proposal. The decision-making mode shall be determined by the General Assembly.
4. The proposal shall only be adopted if favoured by three-quarters (3/4) of the votes cast. Voting shall be secret.

ADOPTED IN BRAMPTON, ONTARIO THIS 4<sup>TH</sup> DAY OF MAY 2002