

CONSTITUTION OF THE ARMENIAN CULTURAL FOUNDATION OF OTTAWA

**Approved at the Armenian Cultural Association of Ottawa AGM
on September 26, 2003**

ARTICLE 1: Name and Scope

The name of the Foundation shall be the Armenian Cultural Foundation of Ottawa, henceforth called the Foundation. This Foundation shall be non-profit, and without purpose of gain for its members. Any accretions to the organization shall be used in promoting its objects. The Armenian Cultural Association of Ottawa will be the charitable organization under the umbrella the Foundation.

ARTICLE 2: Objectives

The objects of the Foundation shall be:

- (1) To promote Armenian culture and heritage through educational, social, artistic and related activities, both within the Foundation and through the Armenian Cultural Association of Ottawa and with the general public
- (2) To assist through the Armenian Cultural Association of Ottawa, members of the Armenian community, especially new immigrants in their difficulties with language and local customs, and hence aid their integration into Canadian society.

ARTICLE 3: Membership

Membership shall be open to any resident of the National Capital Region of Canada who subscribes to the objectives of the Foundation. Any due member of the Armenian Cultural Association of Ottawa is de-facto member of the Foundation.

ARTICLE 4: Admission and Membership Dues

- (1) Application for membership shall be submitted on a prescribed form to the Executive Committee of the Foundation.
- (2) Membership dues shall be set by the General Assembly of the Armenian Cultural Foundation of Ottawa upon the proposal of the Executive Committee.
- (3) Only members who have paid their dues may vote and/or hold office.
- (4) The Foundation will gain most of its income from ticket sales in Foundation activities such as the annual Christmas ball to raise funds for the Armenian Cultural Association of Ottawa.

ARTICLE 5: Executive Committee

(1) The Executive Committee shall consist of a minimum of three officers: President, Secretary and Treasurer or of five officers: President, Vice-President, Secretary, Treasurer and Advisor. These positions will be shared with the Armenian Cultural Association of Ottawa.

(2) A quorum shall consist of three officers, one of whom shall be the President or Vice-President.

(3) All decisions of the Executive Committee shall be by a simple majority of its members.

(4) The President of this Foundation will not serve as President of any other Armenian Foundation during the term of his office.

ARTICLE 6: Election of Officers

(1) The Executive Committee shall be elected at the Annual General Meeting by the Foundation members. The President shall be elected by a separate vote; the four officers shall be elected by another vote, but no designation of offices will be made at the time of the election. The elected members shall assume their offices after consultation with the President. Election shall be by simple majority.

(2) Candidates for the Executive Committee will be nominated by a nominating committee. Nomination from the floor may also be made at the time of the elections. Any member is eligible for office, but the President must have a working knowledge of the Armenian language. The total number of candidates for election should be at least seven.

(3) The term of office for the President shall be two years, and for the other officers it shall be one year. The President shall not serve more than two consecutive terms in that capacity, but the other officers shall be eligible for reelection each year.

(4) If the office of President falls vacant before completion of term, then the Vice-President shall fill that position. If one of the other positions falls vacant, then the President shall invite the candidate who had the maximum number of votes in the list of candidates to fill the remaining portion of the term. If three or more positions fall vacant before completion of term, then a new Executive Committee shall be elected.

(5) The nominating committee shall be composed of the immediate past President, who shall act as Chairman, and such other members in good standing as he sees fit to appoint. The nominating committee shall submit its slate of nominations in writing to the Secretary not later than thirty (30) days before the date fixed for the Annual Meeting.

ARTICLE 7: Duties of the Executive Committee

(1) The Executive Committee shall be responsible for the organization of activities, and for providing leadership in implementing the objectives of the Foundation.

(2) The Executive Committee may delegate duties to willing members of the Foundation or to the Armenian Cultural Association of Ottawa in order to fulfill its objectives.

(3) Meetings of the Executive Committee shall be held on a regular basis at a place and date determined by the officers.

(4) The duties of the President shall include:

(a) Chair all meetings of the Executive Committee.

(b) Prepare an Agenda prior to all meetings.

- (c) Appoint Sub-Committees, on the advice of the Executive committee.
 - (d) Represent the Foundation on formal occasions.
- (5) The Vice-President shall assist the President in all his functions, replace him in his absence, and take over his duties in case of his resignation or impeachment.
- (6) The duties of the Secretary shall include:
- (a) Taking minutes of all meetings and documenting them officially. All minutes must be approved by the Executive Committee and signed by the President and the Secretary.
 - (b) Conduct all necessary correspondence of the Foundation on the advice of the Executive Committee.
 - (c) Prepare an annual report, approved by the Executive Committee, of all activities for presentation to the members at large at the General Meeting.
 - (d) The minutes of the Foundation will be kept separately from the minutes of the executive meetings of the Armenian Cultural Association of Ottawa.
- (7) The duties of the Treasurer shall include:
- (a) Collect all dues and issue membership cards.
 - (b) Preparing an annual financial report, approved by the Executive Committee, of all the monetary aspects of the Foundation for presentation to the members at large at the General Meeting.
 - (c) Preparing monthly reports, stating all incomes and expenses, supported by appropriate references.
 - (d) The book keeping and accounts of the Foundation will be kept separate from the books and accounts of the Armenian Cultural Association of Ottawa
- (8) The Advisor shall assist any or all of the officers of the Executive Committee, and help them in performing their duties satisfactorily.

ARTICLE 8: Affiliation

- (a) The Foundation shall be non-partisan and non-denominational. The Executive Committee can, however, call upon the services of other groups in order to fulfill its objectives.
- (b) A special relation exists with the Armenian Cultural Association of Ottawa where the executives and members are common but the minutes, bookkeeping and the accounts are kept separate.

ARTICLE 9: General Meetings

- (1) The General Meeting shall be held not later than October 10th but in conjunction with the general meeting of the Armenian Cultural Association of Ottawa at which time the order of business shall be:
- (a) Examine and approve reports of the Executive Committee.
 - (b) Examine and approve the accounts.

(c) Election of:

1. President
2. Executive Committee
3. Two Auditors

(2) There shall be at least one other general meeting each year at which time Foundation affairs will be discussed.

(3) A quorum shall consist of one third of the paid membership. After a call for a General Meeting and in the case of a lack of quorum, a second meeting shall be called in which case all members present shall constitute a quorum.

(4) Votes shall be passed by a simple majority. All members eighteen (18) years of age and over may vote.

(5) One third of the membership may submit a written petition to the Executive Committee to call a general Meeting, and may call one themselves if the Executive Committee does not respond within two weeks.

(6) The fiscal year shall begin on October 1st and end on September 30th.

ARTICLE 10: Amendments

(1) The Constitution and By-Laws may be amended by the General Assembly by a vote of two thirds of membership, provided the proposed amendment has been submitted in writing to the membership at least fifteen (15) days prior to the meeting

ARTICLE 11: Accounting

At the end of each fiscal year, all accounts from the previous year shall be audited by two auditors (Elected by the General Assembly of the previous year). The auditors before presentation to the General Assembly should approve the financial report that will be submitted to the General Assembly for approval.

ARTICLE 12: Impeachment

Any member of the Executive Committee may be impeached through the following means:

(1) A written petition signed by two thirds of all the voting members.

(2) Any three officers of the Executive Committee may file a written petition to the members announcing a special meeting for impeachment.

ARTICLE 13: By-Laws

By-Laws or Internal Regulations will set down, as need be, conditions and procedures for the implementation of the present Constitution and the realization of the objectives of the Foundation.

The Executive Committee will present its proposals for By-Laws or Internal Regulations to the General Assembly for approval.

ARTICLE 14: Dissolution

In the event of dissolution or winding up of the Foundation, all its remaining assets, after payment of liabilities, shall be distributed to the following:

- (1) Thirty five percent to the "Armenian Apostolic Church Sourp Hagop" 3401 Olivar Asselin, Montreal.
- (2) Thirty five percent to the "St. Gregory the Illuminator Church" 615 Stuart St., Montreal.
- (3) Fifteen percent to the "Armenian Catholic Church" of Montreal.
- (4) Fifteen percent to the "Armenian Evangelical Church", 8120 Chateaubriand St., Montreal.

This Constitution Cancels and Supersedes all others.