

Constitution and By-Laws of the Hamilton Kerala Samajam Incorporated

(Updated with alterations made till May 2010)

1.0 NAME

The name of the organisation will be Hamilton Kerala Samajam Incorporated; which will be herein referred to as “the Samajam”

2.0 REGISTERED OFFICE

The Registered Office of the Samajam shall be in such place in Hamilton, as the Executive Committee shall decide from time to time. The Registrar of Incorporated Societies shall be promptly notified of any and all changes in the location of the Registered Office.

3.0 OBJECTIVES

The overarching purpose of the Samajam is community development in Hamilton by promoting cultural, educational and social activities of the people of Kerala ancestry, known as Malayalees. The following are considered inevitable in achieving the purpose.

- 3.1 To promote communal harmony and to foster understanding between Malayalees and other cultures in New Zealand.**
- 3.2 To preserve, maintain, promote, foster and encourage the cultural identity and traditions of Malayalees in New Zealand.**
- 3.3 To promote and educate the Kerala native language “Malayalam”, Malayalam literature and literary traditions in New Zealand.**
- 3.4 To organise activities of educational value and to support education of children, youth and adults.**
- 3.5 To invite artists to perform in Hamilton & other places in New Zealand, if required, under the auspices of the Samajam.**
- 3.6 To provide support for the care of children, aged and disabled.**
- 3.7 To organise and promote sports & recreational activities in Hamilton
- 3.8 To provide health and hygiene awareness
- 3.9 To collectively celebrate social and religious festivals which are traditionally celebrated by Malayalees in their native land, Kerala.

- 3.10 To represent the Hamilton Malayalee Community in order to safeguard and promote their interests while dealing with members of the public, business organisations, and government agencies.
- 3.11 To assist Malayalees in all possible ways, especially in times of difficulties, misfortune and the like and also to alleviate poverty in the wider community of Hamilton.**
- 3.12 To assist new migrants with advice, guidance, and help, in their effort to settle down in New Zealand.**

4.0 POWERS

The Samajam will have the following powers:

- 4.1 To use its funds as the Executive Committee thinks necessary or proper in payment of its costs and expenses.
- 4.2 To purchase, take on, lease or in exchange or hire or otherwise, acquire any real or personal property and any rights or privileges which the Executive committee thinks necessary or proper for the purpose of attaining the objects of the Samajam and to sell, exchange, let, bail or lease , with or without option of purchase or in any other manner, dispose of such property, rights or privileges.
- 4.3 To borrow or raise money from time to time with or without security and upon such terms as to priority or otherwise as the Executive Committee thinks fit.
- 4.4 To carry on any business and to do all things as may from time to time be necessary or desirable to give effect to and attain the objects of the Samajam.

5.0 MEMBERSHIP

- 5.1 Any person who is 18years (eighteen) and above and who can claim a heritage in Malayalee culture and/or an ancestor with Malayalam as mother tongue is eligible to become a member by application and payment of prescribed fees.
- 5.1.1 Any person who is below 18 years (eighteen) and who is a child or grandchild of a current member of the Samajam shall be a member without a formal application to the Samajam. Such membership shall cease to exist when the membership of the respective parent/grandparent ceases..
- 5.1.2 Such member (sub-clause 5.1.1) has no voting power
- 5.1.3 Such member (sub-clause 5.1.1) when attains 18 years shall have to follow the application procedure that is in practice at the time to become a member of the Samajam, otherwise his/her membership is invalid.
- 5.1.4 Any person below 18 years is eligible to become a member by application and payment of prescribed fees. Such applicants should provide a letter of consent from his/ her parent/ guardian along with the application. Such members will have no voting power until they turn 18years old.

- 5.2 A person or persons having legal relationship with a person of Kerala ancestry is also eligible for membership, provided the latter is already a member of the Samajam.
- 5.2A A person born and/or brought up in Kerala and can communicate reasonably well in Malayalam language is also eligible for membership.
- 5.3 The applicant must reveal whether he/she is currently a member of another organisation that is nearly the same type that of the Samajam.
- 5.4 The Executive Committee has the right to accept / reject any membership application without disclosing the reasons.
- 5.5 The membership fee and the annual fee is set by majority decisions at the General Meeting at which the Executive Committee is elected.
- 5.6 Any person may resign membership of the Samajam by giving a written notice to the Secretary.
- 5.7 No refund will be made when a member withdraws or is expelled from membership.
- 5.8 In the event when the current subscription has not been paid, the membership will remain ceased at the end of three (3) months from the date of current subscription.
- 5.9 Expulsion of members

The procedure for expulsion of members will be as follows:

- i. Any member of the Samajam may make a complaint to the Executive Committee that the conduct of another member brought the Samajam into disrepute. Every such complaint will be in writing and addressed to the Secretary.
- ii. If the Executive Committee considers that there is sufficient substance in the complaint, it may request the member to offer a written and/or oral explanation of the member's conduct.
- iii. **If the Executive Committee, on verification, finds that the member needs to be expelled from Samajam, it should get the approval of a General Meeting before such expulsion. The decision of General Meeting will be final and binding to the member.**
- iv. An expelled member can reapply for membership of the Samajam after two (2) years from the date of expulsion. The re-admittance into the Samajam is solely at the discretion of the Executive Committee.

- 5.10** Any person who previously lost their membership in Samajam owing to subscription default, resignation or expulsion can only be re-admitted to Samajam membership with the approval of a General Meeting. However, the Executive Committee can decide to admit such persons as provisional members with no voting rights until a General Meeting is convened.

6.0 GENERAL MEETINGS

“General Meeting” refers to both Annual General meeting and Special General Meeting unless otherwise specified.

- 6.1** The quorum for a General Meeting of the Samajam shall be one-third (1/3) of its total membership or fifteen (15) members present in person. If the required quorum is not obtained the meeting shall be adjourned, with proper notice, to a later date. The quorum for an adjourned meeting will be the number of members present in person for that meeting.
- 6.2 At least fourteen (14) days written notification of each General meeting will be given to members through post or e-mail at the current postal/e-mail addresses for such members recorded in the register of members. It will be the responsibility of members to keep the office informed of their latest contact details.
- 6.3 The General Meeting will be chaired by the current President of the Samajam. In the absence of the President, the meeting will elect a person to chair the meeting from among the members present.
- 6.4 All questions will if possible be decided by consensus. However, where a consensus decision cannot be reached on a matter, the decision will, unless otherwise specified in this constitution, be made by a majority vote.
- 6.5 Eligibility to vote at the General Meetings of the Samajam will be restricted to members who are eighteen years of age or older.
- 6.6 A member who has not paid the current subscription is not eligible to vote.
- 6.7 Voting will be by a show of hands unless the members indicate an alternative preference.
- 6.8 If voting is tied, the Chairperson will have a casting vote.

7.0 ANNUAL GENERAL MEETING

- 7.1 The Annual General Meeting will be held annually during the months of April, May or June.
- 7.2 The Annual general Meeting will carry out the following business:

- 7.2.1 Receive the minutes of the previous Annual General Meeting and of any other General Meeting held since the last Annual General Meeting
- 7.2.2 Receive the Executive Committee's report of the Samajam over the last year.
- 7.2.3 Receive the Balance Sheet and Statement of Income and Expenditure for the past year and the budget for the current year.
- 7.2.4 Elect the officers and the Executive Committee.
- 7.2.5 Conduct any other business which may properly be brought before the meeting.

8.0 SPECIAL GENERAL MEETINGS

- 8.1 Special General Meetings may be called by the Executive Committee or by a written request made by not less than one-third (1/3) of the total eligible members, and delivered to the Secretary. Where the meeting has been called on the written request by the members, it shall be held within thirty (30) days of receiving the written request.
- 8.2 Special General Meetings may also be called at any time by the President on emergency purpose or by any member of the Executive Committee on a matter arising out of constitutional crisis due to the vacancy in the Executive Committee.
- 8.3 A Special General Meeting will only consider business related to the reason for which it is called, as notified to the members.

EXECUTIVE COMMITTEE

- 9.1 The Executive Committee shall be comprised of a President, Vice President, Secretary, Joint Secretary, Treasurer, and no less than two (2) ordinary members to a maximum of four (4) ordinary members.
 - 9.1.1 **If all the posts in the Executive Committee are not filled up in a General Meeting, the members elected at the General Meeting will constitute the Executive Committee and will perform the duties of the Office Bearers until such time the vacancies are filled up.**
- 9.2 Elected members of the Executive Committee will retire at each Annual General Meeting, but will be eligible for re-election at the same and subsequent meetings. Newly elected Executive Committee members will take office immediately upon their election.
- 9.3 Nominations for elected positions on the Executive Committee, including officer-bearers, may be by way of written nomination signed by a current member and endorsed with the consent of the nominee and given to the

Secretary at least seven (7) days before the day fixed for the Annual General Meeting. No nomination may be withdrawn after the date on which nominations close. If there are insufficient nominations to fill the vacant positions on the Executive Committee, oral nominations may be received at the Annual General Meeting, provided that no member will be elected who has not consented to being nominated.

- 9.3.1 In the event of a vacancy arising in the Executive Committee, the Committee shall have the power to co-opt a member to the Committee to fill such vacancy with the written consent of the member who is being co-opted. The Executive Committee should however get the approval of the General Meeting for any such co-options within three months of such co-option, failing which the co-opted member shall cease to be a member of the Executive Committee.
- 9.4 A member of the Samajam who also holds an office in a nearly the same type of organization as that of the Samajam will not be eligible for holding any position in the Executive Committee or in any sub-committee.
- 9.5 The procedure for Executive Committee meetings will be as follows:
 - 9.5.1 A quorum will be at least half of its members.
 - 9.5.2 If a member of the Executive Committee, including an office-bearer, does not attend three (3) consecutive meetings without leave of absence that member may, at the discretion and on decision of the Executive Committee, be removed from the Executive Committee.
 - 9.5.3 All questions will if possible be decided by consensus. In the event that a consensus cannot be reached then a decision will be made by a majority vote by show of hands.
 - 9.5.4 If the voting is tied, the Chairperson will exercise a casting vote.
 - 9.5.5 All meetings will be chaired by the President of the Samajam, and in her/his absence, by a person appointed by the Executive Committee.

The Executive Committee will meet at least four (4) times every year. Meetings may be held in person or by any other means of communicating as decided on by the Executive Committee from time to time. All members of the Executive Committee, including office-bearers, will be given at least (7) days notice of the meeting by the Secretary, verbally or in writing.

- 9.7. The Secretary will ensure that a minute book is maintained which is available to any member of the Samajam and which, for each meeting of the Executive Committee, records:
 - 9.7.1 the names of those present;

- 9.7.2 all decisions which are required by constitution or by law to be made by the Samajam; and
- 9.7.3 any other matters discussed at the meeting.

9.8 The Executive Committee will at all times be bound by the decisions of the members at General Meetings.

9.9 DUTIES OF THE OFFICE BEARERS

9.9.1 Duties of the President

- a) The President shall be the chief executive or leader of the Samajam and shall be responsible for the overall administration of the affairs of the Samajam.
- b) The President shall preside at and conduct all meetings.
- c) The President shall be impartial and shall make decisions without fear, favour or self-interest.
- d) The President shall endeavour to unite members, publicise the Samajam and ensure the objectives of this constitution.
- e) The President must consult with Executive Committee prior to making major decisions.

9.9.2 Duties of the Vice President

- a. The Vice President shall assist the President in carrying out his/her duties.
- b. In the absence of the President, the Vice President shall carry out the duties of the President.
- c. The Executive Committee may assign additional responsibilities to the Vice President from time to time.

9.9.3 Duties of the Secretary

- a) The Secretary shall act as a co-ordinator between the Samajam and its members and the outside world.
- b) The Secretary shall convene and arrange meetings after consultation with the President of the Samajam.
- c) The Secretary shall attend to all correspondence of the Samajam.
- d) The Common Seal, the letter head, the Minutes record and other records and registers of the Samajam shall be in the custody of the Secretary.
- e) The Secretary shall carry out the duties as decided by the Executive Committee from time to time.

- f) The Secretary shall record the minutes of all meetings of the Samajam.
- g) The Secretary shall prepare the Annual Report of the year's activities in consultation with the President to be presented at the AGM.

9.9.4 Duties of the Joint Secretary

- a) To assist the Secretary.
- b) In the absence of the Secretary assume the duties of the Secretary.
- c) Any other duties as may be delegated by the Executive Committee.

9.9.5 Duties of the Treasurer

- a) The Treasurer shall have charge of all financial matters concerning the Samajam.
- b) The Treasurer shall make disbursements as directed by the Executive Committee.
- c) The Treasurer shall keep the proper and accurate record of all financial transaction and shall report the same at each meeting.
- d) The Treasurer shall prepare the financial report for auditing.
- e) The Treasurer shall issue receipt for all income and shall present all accounts for approval by the Executive Committee in each meetings.

9.10 A minute of the meeting will be invalid unless it is verified and endorsed by the President.

10.0 INCOME, BENEFIT OR ADVANTAGE TO BE APPLIED TO OBJECTIVES

10.1 Any income, benefit, or advantage will be applied to the objectives of the Samajam.

10.2 No member of the Samajam or any person associated with a member shall participate in or materially influence any decision made by the Samajam in respect of any payment to or on behalf of that member or associated person of any income, benefit or advantage whatsoever. Any such income paid shall be reasonable and relative to that which would be paid in an arm's length transaction (being the open market value).

- 10.3 The provision and effect of this clause (10.0) shall not be removed from this constitution and shall be implied into any document replacing this constitution.

11.0 POWER TO DELEGATE

- 11.1 The Executive Committee may from time to time appoint any committee and may delegate any of its powers and duties to any such committee or to any member. The committee or member may with confirmation by the Secretary/President, exercise or perform the delegated powers or duties in the same way and with the same effect as the Executive Committee could itself have done.
- 11.2 Any committee or member to whom the Samajam has delegated powers or duties will be bound by the charitable terms of the Samajam and any terms or conditions of the delegation set by the Executive Committee.
- 11.3 The Samajam will be able to revoke such delegation at will, and no such delegation will prevent the exercise of any power or the performance of any duty by the Executive Committee.
- 11.4 A member of the Samajam who also holds the membership in a nearly the same type of organization as that of the Samajam shall not be delegated any powers or duties.

12.0 FINANCIAL ARRANGEMENTS

- 12.1 The financial year of the Society will be from 1 April to 31 March the following year.
- 12.2 All funds of the Samajam shall be deposited in an account in the name of the Samajam in a bank without delay. All monetary transactions shall be made in the name of the Samajam.
- 12.3 The President, Secretary, and Treasurer will have the authority to sign all cheques as well as all slips issued for drawing funds, which shall be signed jointly by the Treasurer and the President or the Secretary.
- 12.4 The Executive Committee shall periodically review the dispensation of funds at the Executive Committee meetings.
- 12.5 The income and expenditure accounts of the Samajam shall be meticulously maintained by the Treasurer and shall be subject to yearly audit. The Auditor need not be a member of the Samajam.
- 12.6 The Secretary or Treasurer shall have the power to implement the proposed activities within the approved budget. Extra budgetary requirements shall be approved by the Executive Committee.

13.0 COMMON SEAL

- 13.1 The Common Seal of the Samajam shall be in the custody and control of the Secretary.
- 13.2 When required, the Common Seal will be affixed to any document following a resolution of the Executive Committee/General Meeting and will be signed by the President/Treasurer and one other member of the Executive Committee.

14.0 INDEMNITY

No Officer or member of the Executive Committee shall be liable for the acts or defaults of any other Officer or member of the Executive Committee or any loss caused thereby, unless caused by their wilful default or by their wilful acquiescence.

15.0 ALTERATION OF RULES

The rules of the Samajam may only be amended in any way by a two-third (2/3) majority of eligible members personally present at any General Meeting, provided that no addition to or alteration of the objects clause (Section 3), the pecuniary profit clause (Section 10), the activities limited to New Zealand clause (section 16), or the winding up clause (Section 17) will be approved without the prior consent of the Department of Inland Revenue.

16.0 ACTIVITIES LIMITED TO NEW ZEALAND

The activities of the Samajam will be limited to New Zealand.

17.0 DISPOSITION OF SURPLUS ASSETS

In the event of dissolution of the Samajam, the surplus assets shall be distributed to charitable organisations with similar objectives or activities.

Signed:-

Jeevan Mathews
(President)

Shine Antony
(Secretary)

Jacob James
(Treasurer)