



EQUATORIAN SOUTH SUDANESE COMMUNITY ASSOCIATION OF CANADA CONSTITUTION

TABLE OF CONTENT

I. PREAMBLE -----	1
II. DEFINITIONS-----	1
III. MISSION STATEMENT -----	2
ARTICLE 1: SUPREMACY OF THE CONSTITUTION -----	2
ARTICLE 2: NAME OF THE COMMUNITY -----	3
ARTICLE 3: COMMUNITY SEAL, HEAD OFFICE AND BRANCHES -----	3
ARTICLE 4: MEMBERSHIP -----	3
ARTICLE 5: RIGHTS OF MEMBERSHIPS -----	4
ARTICLE 6: DISCIPLINE AND GRIEVANCE -----	5
ARTICLE 7: STRUCTURE OF THE COMMUNITY-----	5
ARTICLE 8: DUTIES OF BODIES WITHIN ESSCA-Canada -----	6
ARTICLE 9: REMOVAL / SUSPENSION FROM OFFICE -----	10
ARTICLE 10: MEETINGS-----	10
ARTICLE 11: COMMITTEES-----	12
ARTICLE 12: AUDITORS-----	12
ARTICLE 13: FISCAL YEAR -----	12
ARTICLE 14: ESSCA-CANADA FINANCE AND RESOURCES-----	13
ARTICLE 15: INDEMNITIES TO EXECUTIVE BODY MEMBERS -----	13
ARTICLE 16: ELECTIONS-----	13
ARTICLE 17: EXECUTION OF DOCUMENTS -----	15
ARTICLE 18: MINUTES OF EXECUTIVE BODY & ANNUAL REPORT -----	15
ARTICLE 19: AMENDMENT OF THE CONSTITUTION-----	15
ARTICLE 20: BOOKS AND RECORDS -----	16
ARTICLE 21: RULES AND REGULATIONS -----	16
ARTICLE 22: DISSOLUTION OF ESSCA-CANADA-----	16
ARTICLE 23: AMENDMENTS -----	16
ARTICLE 24: OATH OF OFFICE -----	17

I. PREAMBLE

Conscious of our common heritage, cultural values and interests;
Cognizant of adjustment problems, challenges and difficulties, which we as Equatorians in Canada face;
Aware of the fact that our strength lies in our unity;
Convinced of the need for a forum to express, articulate and realize our ideals, goals and solidarity; we, the members of the Equatorial South Sudanese Community of Canada, hereby resolve to form an umbrella organization to achieve these objectives by means of the collective efforts of all members.

II. DEFINITIONS

In this constitution, unless otherwise specified, the following words and expression shall bear the meanings assigned to them:

ESSCA-Canada – refers to Equatorial South Sudanese Community Association of Canada hereafter referred to as the community /association /organization.

General Assembly - refers to all registered members in session and it is the highest policy making organ of ESSCA-Canada /community/ association /organization.

Secretariat / Executive - refers to the administrative or executive branch of the association/community/organization. The composition and duties of which appear under *Article 10* of this constitution.

Quorum - or the gathering of the minimal number of members of an organization to conduct business is defined as 10% of registered members for general and 2/3 for either the executive or board of directors.

Member – is defined as any registered member of ESSCA-Canada.

Majority – is defined as 50% plus 1% unless specified otherwise.

Equatoria – refers to the Greater Equatoria Region comprised of the current three (Eastern, Central and Western) Equatoria States in South Sudan.

Equatorian – refers to an indigenous of the Greater Equatoria Region.

III. MISSION STATEMENT

To empower and foster unity among Equatorian South Sudanese in Canada, provide educational, cultural and social support to our members, network to create economic opportunities and strong voice for advocacy as well as to celebrate and recognize our youth.

Vision

To be the best and influential community-based organization for Equatorians and South Sudanese in Canada, where our diverse members live in harmony, united, strong, and thriving.

Values

Respect: we demonstrate self-respect and treat each other respectfully;

Transparency: we are transparent, accountable and result-oriented in all our operations, and our decision making process and handling of public resources will be transparent;

Accountability: we are accountable for what we do and say; and

Diversity: we recognize and respect the diversity in individuals and communities and strive to bring out the best in one another, and we value diversity by creating an inclusive environment that welcomes, celebrates, promotes and nurtures Equatorians cultural heritage.

Objectives

- To foster unity and fraternity among Equatorians in Canada;
- To encourage education and entrepreneurship to reduce poverty in the community;
- To preserve promote and raise awareness about our culture and heritage; and
- To aid and facilitate the resettlement and integration of new South Sudanese Immigrants in Canada.

ARTICLE 1: SUPREMACY OF THE CONSTITUTION

The order articulated in this constitution shall be the source of guidance for the running of ESSCA-Canada, and it shall be the operational framework of ESSCA-Canada subject to the laws of Canada. All members of ESSCA-Canada shall receive no remuneration for

serving as such, but are entitled to reimbursements of reasonable expenses incurred in the exercise of their duty.

ARTICLE 2: NAME OF THE COMMUNITY

Unless otherwise provided, the name of the community shall be “Equatorial South Sudanese Community Association of Canada” herein referred to interchangeably by its acronym as ESSCA-Canada or community or association or organization.

ARTICLE 3: COMMUNITY SEAL, HEAD OFFICE AND BRANCHES

- (A) The logo as depicted on the title page of this document shall be the seal of ESSCA-Canada and it shall be used on letter heads for all official communications. The meaning of the seal:
 - I. Annuli: represents the unbreakable bond, love and optimism of the Equatorial people.
 - II. The three stars represent the current states of Eastern, Central and Western Equatoria.
 - III. The red bars and red map of Equatoria pays homage to our adopted homeland of Canada.
 - IV. The motto “*Together we stand*” reaffirms our unity, strength and brotherhood/sisterhood.
- (B) Until changed in accordance with the board of directors’ majority decision, the initial Head Office of ESSCA-Canada shall be in the City of Regina, in the Province of Saskatchewan.
- (C) The Community may also have branch offices at other locations, within Canada outside the Province of Saskatchewan, where it is qualified to do business, as its business may require and as the board of directors may from time to time designate by a resolution.
- (D) Pursuant to Article 3C, cities/provinces in Canada can form local/provincial branches if they have the requisite number of members. These bodies will be affiliated with ESSCA-Canada and will represent it at the local/provincial level.

ARTICLE 4: MEMBERSHIP

There shall be two category of membership: Full and Associate members. Rights and duties of members shall be:

- (A) Membership in ESSCA-Canada shall be limited to persons interested in furthering the objectives of the community and shall consist of Equatorians age

18 and above or individuals whose applications for admission are approved by the executive body of ESSCA-Canada;

- (B) There shall be a non-refundable registration fee (\$ 20.00) paid once at registration and non-refundable monthly subscription fee (\$ 5.00), or as determined by the executive body of ESSCA-Canada in consultation with the general assembly from time to time;
- (C) All members shall respect each other and other communities from South Sudan and Canada;
- (D) All members are encouraged to contribute their ideas to the well-being of the community. However, destructive and divisive ideas in the community shall not be tolerated;
- (E) Transparency and commitment shall be expected from all members of ESSCA-Canada;
- (F) Members shall pay their subscription fees and any other levies required of them regularly and on time; and
- (G) This constitution shall become binding on a member when he/she affix their signature to the membership form of the association.

ARTICLE 5: RIGHTS OF MEMBERSHIPS

5.1 FULL MEMBERSHIP

Registered full members of ESSCA-Canada shall:

- (A) Have the right to vote.
- (B) Contest and be elected to any position within the community, provided that the candidate meet and satisfy all requirements of ESSCA-Canada including but not limited to *Article 4*.
- (C) Have access to any information, services, and privileges of ESSCA-Canada.
- (D) Be born to parents of the tribes of Equatoria.

5.2 ASSOCIATE MEMBERSHIP

- (A) Associate members shall be members of this group if he/she subscribes to the aims and objectives of the group as outlined in *Article 4*.
- (B) Associate membership shall be open to anyone who is interested in helping the group to achieve its aims and objectives and is willing to abide by the rules of ESSCA-Canada
- (C) Associate members shall have no voting rights in the matters of business of the group or electoral processes except in matters pertaining to delegated

responsibilities with committees or sub-committees within a defined term of reference by the group leadership.

- (D) Associate members serve in a consultation capacity if and when called upon.

ARTICLE 6: DISCIPLINE AND GRIEVANCE

The rights of membership under *Article 6* are subjected to the following:

- A. Individual memberships are suspended when annual dues are in arrears beyond a period of grace set by the Board of Directors.
- B. If a member wishes to withdraw from ESSCA-Canada, they shall deliver to the community a written resignation addressed to the President and lodge a copy of the same with the Secretary General.
- C. If a member wilfully violates the constitution or sow dissent within the community or steal from ESSCA-Canada and / or mishandle the property of ESSCA-Canada, legal actions shall be taken against them unless if they make an agreed and satisfactory redress or restitution to ESSCA-Canada as determined by the executive body.
- D. In exceptional cases where there is reason to doubt the commitment of a member to the objectives of ESSCA-Canada; the Board of Directors may withdraw the membership or deny renewal of membership of any Member, institutional or individual by a special order of expulsion/suspension.
- E. The special order must be accompanied by a brief statement and reason(s) for suspension/expulsion.
- F. A member who is a subject of a suspension/expulsion order will have an opportunity to defend themselves in the general assembly.
- G. The general assembly shall by a majority vote revise the expulsion/suspension order.
- H. Members thus affected by the expulsion/suspension order shall have no right to seek legal redress for any cost (physically or fiscally or psychologically) incurred;
- I. A member thus suspended or expelled forfeit any funds contributed to ESSCA-Canada and shall no seek refunds or reimbursements for funds or services rendered to the association.

ARTICLE 7: STRUCTURE OF THE COMMUNITY

The structure of the Equatoria South Sudanese Community Association – Canada (ESSCA-Canada) shall be composed of:

General Assembly:

- General Assembly composed of:

- All ESSCA-Canada registered members
- General Assembly shall elect the president of the executive body and the chair of the Board of Directors who will appoint the rest of the executive and board members – taking into consideration the gender and the three Equatorian States representation:
 - Executive Body composed of:
 - President
 - Vice President
 - Secretary General
 - Treasurer
 - Deputy Treasurer
 - Secretary of Information
 - Coordinator of Social Services
 - Board of Directors
 - Chair
 - President of the executive committee
 - 4 members

ARTICLE 8: DUTIES OF BODIES WITHIN ESSCA-Canada

(A) The General Assembly:

The General Assembly is the supreme body of ESSCA-Canada, and it shall perform the following:

- i. Elect and replace the president of the Executive Body.
- ii. Elect and replace the chair of the Board of Directors.
- iii. Amend or repeal the constitution.
- iv. Make all decisions with a simple majority.
- v. Appoint auditors.
- vi. Warn, suspend, and take legal action against any member who violates the constitution.

(B) The Executive Body

The executive body shall be responsible for managing the day to day operations of ESSCA-Canada through the following:

- i. The president of the executive body shall be elected at every third annual meetings of the general assembly following his/her election.
- ii. The officers of ESSCA-Canada shall hold office for three years from the date of election until the next elections.
- iii. Officers shall be subject to removal by resolution of the general assembly at any time provided that the resolution carries 25% signatures of registered members.

- iv. If any vacancy shall occur for any reason, the executive body, should by appointment, fill the vacancy with a member of the community. Such an appointment will then be confirmed by the general assembly in its next meeting.
- v. All the executive members of ESSCA-Canada shall serve as such without remuneration.
- vi. The outgoing officers shall remain in office until the newly elected president and executive body assume the duties of the office not less than a month from the elections.

President

- i. The president shall be the chief executive officer of ESSCA-Canada. He/she shall preside at all meetings of ESSCA-Canada and of the executive body;
- ii. He/she shall have the general and active management of the affairs of ESSCA-Canada;
- iii. He/she shall see that all orders and resolutions of the executive body are carried out;
- iv. He / she will serve as a co-signer of ESSCA-Canada cheques with the Treasurer and Secretary General; and
- v. Oversee progress of each *ad hoc* committee and non-elected official.

Vice-President

- i. The vice-president shall, in the absence of the president, perform the duties and exercise the powers of the president and shall perform such other duties as shall from time to time be assigned him/her by the president within the mandate of the constitution.

Secretary General

- i. The secretary general shall attend all meetings and act as clerk thereof and record all votes and minutes of all proceedings in the books to be kept for that purpose;
- ii. He/She shall give or cause to be given notice to all meetings of the members and of the executive body, shall perform such other duties as may be prescribed by the executive or president, under whose supervision he/she shall be;
- iii. He/She shall be custodian of the seal of ESSCA-Canada, which he/she shall deliver only when authorized by a resolution of the executive to do so and to such person or persons as may be named in the resolution;

- iv. He/She shall prepare all agenda; submit an annual report on all activities of ESSCA-Canada to the general assembly; and
- v. He / she will serve as a co-signer of ESSCA-Canada cheques with the Treasurer and president.

Treasurer

- i. The treasurer shall have the custody of the funds and shall keep full accurate accounts of all assets, liabilities, receipts, and disbursements of ESSCA-Canada in the books belonging to the ESSCA-Canada and shall deposit all monies, other valuable effects in the name and to the credit of ESSCA-Canada in a chartered bank;
- ii. He/She shall disburse the funds of ESSCA-Canada as may be directed by proper authority taking proper vouchers for such disbursements, and shall render to the president and executive body members at regular meeting of the executive, or whenever they may require it, an accounting of all the transactions and a statement of the financial position of ESSCA-Canada;
- iii. He/She shall be responsible for collection of monthly subscriptions and annual membership fee;
- iv. The treasurer shall prepare all monthly financial reports to executive body and general assembly, or as required (*See Article 14*);
- v. He/She shall also perform such other duties as may from time to time be directed by the executive body; and
- vi. He / she will serve as a co-signer of ESSCA-Canada cheques with the president and secretary general.

Deputy Treasurer

- i. The deputy treasurer shall assist the treasurer in the management of the Finance Office. Assist the treasurer with some of the treasurer office duties. He/She shall assume the duties of the treasurer, when the treasurer is absent.

Secretary of Information / Spokesperson

The Secretary of Information shall have the following responsibilities:

- i. Forward all notices to all members;
- ii. Responsible for public relations and media issues;
- iii. Maintain close contact with other Sudanese communities, organizations, and other foreign bodies;
- iv. Maintain human resources database for all members;
- v. Maintain welfare of all members; and

- vi. Prepare and present all reports to executive body and general assembly.

Coordinator of Social Services

The coordinator shall have the following responsibilities:

- i. Propose and plan social and cultural activities;
- ii. Provide immediate orientation for new Equatorians Immigrants;
- iii. Organize orientation seminars as need arise;
- iv. Organize professional seminars for academic and entrepreneurial development of all members; and
- v. Coordinate social activities as well as conferences with local partners/chapters.

(C) Board of Directors

The Board of Directors (BoDs) shall be responsible for overall policy of ESSCA-Canada. In the absence of the Executive Committee due to a vote of no confidence or for any reason, the BoDs shall assume the office thus vacated till it hands over the Executive office to the next elected body within a reasonable set time frame.

- i. The BoDs shall be nominated from registered members of ESSCA-Canada.
- ii. The general assembly shall elect the chairperson of BoDs.
- iii. Members of the Board shall be in good standing in the community, professionally or at law. The absence of any or all of the above stated would result into a dissolution of his/her membership from the board.
- iv. The chairperson of BoDs shall set all electoral procedures and appoint the electoral committee to hold elections of the Executive Committee / Board of Directors unless otherwise appointed by the Board of Directors.
- v. The BoDs shall comprise of five (5) members and not fewer than three (3) members at all times.
- vi. The term of office for BoDs shall be three years.
- vii. It is a voluntary position without compensation, but may be reimbursed for any use of personal resources used for the benefit of ESSCA-Canada with prior approval by Chairperson of BoDs.
- viii. The president of the Executive Committee shall be member of the Board of Directors.
- ix. The BoDs shall approve and monitor the community's programs and services.
- x. The BoDs shall ensure effective fiscal management, engage in strategic planning, and orient new board members to understand the relationship between the board, executive, and the staff.

ARTICLE 9: REMOVAL / SUSPENSION FROM OFFICE

A member of the executive may be suspended or removed from office under the following conditions:

- A. If the executive member fails to pay their subscription or monthly fees for three months, they shall be suspended from office as per *Article 6 (A)* till they bring their account to date and fulfil all conditions imposed.
- B. If the executive member acts contrary to the constitution as stated in *Article 7 (D)*, they shall be suspended from office pending an investigation and until they are cleared of all charges.
- C. If the executive member fails to attend at least 20% of meetings with no valid reasons, he/she shall be warned in writing to show up for future meeting. Should they persist in missing up to 40% of the annually scheduled meetings without any valid reasons, he/she shall be forced to resign and be replaced with a member of the general assembly.
- D. If at a special general assembly meeting, a resolution is passed by the members present at the meeting that he/she be removed from office.

ARTICLE 10: MEETINGS

The annual or any other general meeting of the members shall be held in any city within Canada.

At every annual meeting, in addition to any other business that may be transacted, the report of the executive committee, the financial statement and the report of the auditors shall be presented and auditors appointed for the ensuing year. The services of the auditors will only be procured if there are doubts about the financial statements. The members may consider and transact any business either special or general at any meeting of the members. The executive body or president or vice-president shall have power to call, at any time, a general meeting of the members of ESSCA-Canada. All meetings shall be governed by *Robert's Rules of Order*.

No error or omission in giving notice of any annual or general meeting or any adjourned meeting, whether annual or general, of the members of ESSCA-Canada shall invalidate such meeting or make void any proceedings taken thereat and any member may at any time waive notice of any such meeting and may ratify, approve and confirm any or all proceedings taken or had thereat. For purpose of sending notice to any member, president or executive member for any meeting or otherwise, the address of the member, president or executive member shall be his/her last address recorded on the books of ESSCA-Canada.

There shall be four types of meetings:

(A) Annual General Meeting

- i) The annual general assembly meeting shall be held at least once every year anywhere in Canada.
- ii) The venue of the meeting shall be determined by the hosting city in conjunction with the executive body.
- iii) A motion shall be moved and seconded by a member of the general assembly.
- iv) Simple majority of the members of the general assembly shall decide the quorum.
- v) Voting for passing decisions shall be made on the basis of simple majority of the members present in the meeting and shall be binding on ESSCA-Canada.

(B) Executive Body Meetings

Meetings of the executive body shall be held at any time and place to be determined by the executive members provided that 48 hours' notice of such meeting shall be given, other than by mail, to each member. Notice by mail shall be sent at least 14 days prior to the meeting. No error or omission in giving notice of any meeting of the executive body or any adjourned meeting of the executive body of ESSCA-Canada shall invalidate such meeting or make void any proceedings taken thereat and any executive member may at any time waive notice of any such meeting and may ratify, approve and confirm any or all proceedings taken or had thereat. Each executive member is authorized to exercise one (1) vote.

Meetings may be held face to face or through teleconferences - using modern technology such as teleconference, or video conferencing.

A majority of executive members in office, from time to time, but no less than two executive members shall constitute a quorum for meetings of the executive body. Any meeting of the executive members at which a quorum is present shall be competent to exercise all or any of the authorities, powers and discretions by or under the by-laws of ESSCA-Canada. The meetings of the executive body shall be as follows:

- i) There shall be at least one (1) meeting per month of the executive body.
- ii) Two-third (2/3) of the existing executive body members shall constitute the quorum, for transactions of the official business of ESSCA-Canada.

(C) Board of Directors Meeting

The Board of Directors shall meet at a minimum of three times a year at an agreed time and place. The Board shall convene anytime when possible, and when deemed as necessary by the Board.

(D) Emergency Meeting

- i) The president, on an agreed motion may convene an emergency general assembly meeting.
- ii) One third (1/3) of general members shall have the right to call for an emergency general assembly meeting, by signing a motion, and be submitted to the executive body.
- iii) A two weeks prior notice of such a meeting shall be sent to every member, and shall include an agenda.
- iv) A quorum shall be two-third (2/3) of the general assembly members

ARTICLE 11: COMMITTEES

Ad hoc committees comprising members and non-members may be struck including, but not limited to, social events and election periods. A member must chair such a committee and report to the executive and/or the members, if necessary.

ARTICLE 12: AUDITORS

The members shall, at each annual general meeting appoint an auditor to audit the accounts and annual financial statements of ESSCA-Canada for report to the general assembly members at the next annual general assembly meeting. The auditor shall hold office until the next annual meeting provided that the executive body members may fill any casual vacancy in the office of the auditor. The executive body shall fix the auditor's remuneration.

ARTICLE 13: FISCAL YEAR

Unless otherwise ordered by the executive body, the fiscal year shall be a calendar year, start on Jan 1 and end on Dec 31 of each year. It shall be divided into four quarters. The first quarter (Q1) shall start from Jan 1st to Mar 31st, while the second quarter (Q2) shall start from Apr 1st to Jun 30th; the third quarter (Q3) shall start from Jul 1st to Sep 30th and the fourth quarter shall start from Oct 1st to Dec 31st. In each quarter a financial statement shall be prepared and presented.

ARTICLE 14: ESSCA-CANADA FINANCE AND RESOURCES

The property and business of ESSCA-Canada shall be managed by the executive body, comprised of president, vice-president, secretary general, and treasurer, deputy treasurer, secretary of information and coordinator of social services.

The financial policy of ESSCA-Canada shall be controlled and directed by the board of directors. The funds of ESSCA-Canada shall be derived from:

- (i) Donations;
- (ii) Fundraising;
- (iii) Annual membership fees;
- (iv) One time registration fees; and
- (v) Government, foundation, and community grants.

The fund shall be kept in a bank account of the ESSCA-Canada. Withdrawal of funds must be made, after the executive body approval, by at least two officials comprised of the President and/or treasurer and/or secretary general.

ARTICLE 15: INDEMNITIES TO EXECUTIVE BODY MEMBERS

Every executive body member or other registered member who has undertaken or is about to undertake any liability on behalf of the ESSCA-Canada shall from time to time and at all times, be indemnified and saved harmless out of the funds of ESSCA-Canada, from and against;

- A. All costs, charges and expenses which such executive body member, registered member sustains or incurs in or about any action, suit or proceedings which is brought, commenced or prosecuted against him/her, in or about the execution of the duties of his/her office or in respect of any such liability.
- B. All other costs, charges and expenses, which he/she sustains or incurs in or about or in relation to the affairs thereof, except such costs charges or expenses as are occasioned by his/her own wilful neglect or default.

ARTICLE 16: ELECTIONS

(A) Executive body members:

- (i) The term of the office shall be three year.
- (ii) The president shall be elected by delegates from represented cities (as in *Article 16C*).

- (iii) The president in turn shall nominate members from the general assembly who will serve in the executive body.
- (iv) Election shall be held during the annual general assembly meeting.
- (v) Four (4) weeks prior to the nomination period, an announcement of the upcoming nomination period shall be made by the presiding executive including the duties of each office.
- (vi) The nomination period will open with a clear closing date of seven (7) days.
- (vii) Nominees must meet all of ESSCA-Canada requirements as defined under *Article 10*.
- (viii) On floor nominations shall be accepted provided the candidates meet the above requirement.
- (ix) The candidates shall be announced and introduced with each candidate's paragraph of introduction to all members in alphabetical order;
 - (x) The entire election and voting process must be completed before First Monday of August of each calendar year prior to the expiration of the term of the outgoing executive.
 - (xi) The term of the new office shall begin in not more than a month after the elections.

(B) Electoral Committee

- (i) The Board shall appoint three members of the community who shall constitute the electoral committee.
- (ii) The electoral committee selects its own president.
- (iii) Its functions are to conduct the electoral only, after which it is dissolved by Board.
- (iv) The committee shall verify the eligibility of all candidates as prescribed by the constitution of ESSCA-Canada.
- (v) The committee shall circulate a list of eligible candidates.
- (vi) Each candidate will be given an opportunity to address the electorate.

(C) Voting

- i) Voting shall be by cities through its delegates. Each city shall have 1 delegate for every 100 or less members to a maximum of 4.
- ii) Voting shall be by secret ballot.
- iii) In the event that only one (1) candidate is running for an office, a vote must still take place (i.e. a vote of confidence)
- iv) A nonbiased member (i.e. a member not running for an executive position) or *ad hoc* Electoral Committee shall preside over the voting process.
- v) The Electoral Committee shall oversee the elections and tally the votes during the conference.

- vi) Upon completion of the elections, the Electoral Committee shall tally the votes and report to the presiding President; In the event of a tie, a re-vote will occur at a time specified by the Electoral Committee between the candidates involved in the tie.
- vii) The Chairperson of the Electoral Committee shall announce the newly-elected president and chairman of board of directors.

ARTICLE 17: EXECUTION OF DOCUMENTS

The president, secretary general and treasurer shall sign contracts, documents or any instruments in writing requiring the signature of ESSCA-Canada; and all contracts, documents and instruments in writing so signed shall be binding upon ESSCA-Canada without any further authorization or formality after approval from the executive body. In the absence of any of these officials, the vice president shall sign in lieu of the president or secretary general while the deputy treasurer will sign in the place of treasurer till the absent officials resume their duties once again. The treasurer/deputy treasurer will be responsible for creating sign documents with the required three signatories for disbursements of any funds. The seal of ESSCA-Canada when required may be affixed to contracts, documents, and instruments in writing signed as aforesaid or by any officer or officers appointed by resolution of the executive body.

ARTICLE 18: MINUTES OF EXECUTIVE BODY & ANNUAL REPORT

The minutes of the executive body shall not be available to the general assembly of ESSCA-Canada but shall be available to the executive and board members, each of who shall receive a copy of such minutes.

Before handing over office, the executive body shall present an annual report of their activities after approval from the board.

ARTICLE 19: AMENDMENT OF THE CONSTITUTION

The by-laws of ESSCA-Canada not embodied in the constitution, may be enacted by a majority of the executive body members at a meeting of the executive body and sanctioned by an affirmative vote of at least two-thirds (2/3) of the registered members at a meeting duly called for the purpose of considering the said by-law, provided that the repeal or amendment of such by-laws shall not be enforced or acted upon until the approval of ESSCA-Canada general assembly. Any proposal for a new clause or amendment to an existing clause shall be circulated to every registered member

fourteen (14) days before the proposal date of the meeting and there shall be no voting by proxy.

ARTICLE 20: BOOKS AND RECORDS

The president shall see that all necessary books and records of ESSCA-Canada required by the by-laws of ESSCA-Canada or by any applicable statute or law of Canada are regularly and properly kept to preserve confidentiality.

ARTICLE 21: RULES AND REGULATIONS

The executive body members may prescribe such rules and regulations not inconsistent with these by-laws relating to the management and operation of ESSCA-Canada as they deem expedient, provided that such rules and regulations shall have force and effect only until the next annual meeting of the registered members of ESSCA-Canada when they shall be confirmed, and failing such confirmation at such general assembly meeting, shall at and from that time cease to have any force and effect.

ARTICLE 22: DISSOLUTION OF ESSCA-CANADA

Dissolution of ESSCA-Canada shall be effective when two thirds of the registered members vote in its' favour at a special general meeting called in accordance with the constitution at which voting by secret balloting and proxy are both allowed.

Upon the dissolution of ESSCA-Canada and after all debts and liabilities legally owing to, and by the community have been satisfied, any surplus assets of the community's assets shall be donated to charity, or for educational or any other humanitarian purposes following the dissolution.

ARTICLE 23: AMENDMENTS

Amendment to this constitution in part or whole when necessary may be suggested and initiated by any member in good standing and compiled by the Board of Directors. Proposed amendments must be submitted to the Secretary General to be sent out with regular board announcements for a meeting of the general assembly for approval. Two third 2/3 of general assembly members in session is required to amend this constitution.

ARTICLE 24: OATH OF OFFICE

I, (*insert legal name*), do solemnly and sincerely swear to preserve, defend and uphold the Constitution of ESSCA-Canada and I will truly and faithfully, and to the best of my skill and knowledge, execute the duties and trusts reposed in me as (*insert title of office of ESSCA-Canada*), so help me God.

This constitution was approved at the meeting of the general assembly of ESSCA-Canada on 2nd day of the month of August of the year 2015.

SIGNED BY:



Joseph Modi
President, Executive Committee



William Oching
Chairperson, Board of Directors



Jane Awawias
Secretary, Board of Directors



Wudu Lado
D/Secretary, Board of Directors



Julius Aurelious
Member, Board of Directors



Anoria Kaka
Member, Board of Directors