

**CONSTITUTION OF
THE UNIVERSITY OF THE PHILIPPINES ALUMNI ASSOCIATION
OF TORONTO
AMENDED: FEBRUARY, 2003**

ARTICLE 1. NAME AND DOMICILE

1. The name of this association shall be THE UNIVERSITY OF THE PHILIPPINES ALUMNI ASSOCIATION OF TORONTO, herein referred to as “UPAA” or “Association”.
2. The office of the Association shall be in Toronto, Ontario at the address designated by the incumbent members of the Council.

ARTICLE 2. DEFINITIONS

In this Constitution:

1. “UPAA” or “Association” means the University of the Philippines Alumni Association of Toronto.
2. “University of the Philippines” or “UP” means the University of the Philippines in the Philippines.
3. “Council” means the governing body of the Association composed of the members of the Council elected by the members of the Association
4. “Books” means the financial and any other documents of the Association.

ARTICLE 3. OBJECTIVES

The Association shall have the following objectives:

1. To support the general objectives of the University of the Philippines Alumni Association in the Philippines;
2. To help members of the Association in need of assistance whether such need is in the area of medical, legal or any other need within the capability of the Association;
3. To sponsor scholarship grants for deserving students at the University of the Philippines;
4. To provide a channel of communication between UP and the members of the Association;

5. To disseminate information about significant accomplishments of members of the Association with a view to being emulated by other members of the Association;
6. To promote social, cultural, economic and political activities in the interest of its members and the greater Filipino community in Canada.
7. To undertake activities that will serve to improve and enhance the image of the Filipinos in Canada.

ARTICLE 4. MEMBERSHIPS

1. General Requirement – Those eligible are individual residents of Canada
2. Types of Memberships
 - i. Regular Membership - membership is granted to any individual:
 - a. who has earned at least sixty (60) units of post secondary education from UP,
 - b. who has earned at least thirty (30) units of graduate education from UP,
 - c. who has graduated from UP secondary school.
 - ii. Honorary Membership - membership is granted to:
 - a. individuals who are former members of the faculty or the administrative staff of UP,
 - b. parents and spouses of regular members,
 - c. parents who have sent at least three (3) children to UP for post secondary study, whether or not these children obtained a degree or
 - d. Any individual deemed deserving by the Council.
 - iii. Affiliate Membership - membership may be granted to individuals or associations who are members of another UP alumni Association whose domicile is outside of Ontario.
3. Fees - Council shall set the schedule of fees for each type of membership at the start of the calendar year. The following fees are to be paid by members:

- i. Annual fee - each member shall pay an annual fee
 - ii. Life-time fee - a member may choose to pay a “life-time” fee instead of the annual fee
4. Rights of Members - Every regular member shall have the following rights:
- i. to attend general meetings and other undertakings of the Association;
 - ii. to propose resolutions and amendments to this Constitution;
 - iii. to inspect the records and books of accounts of the Association;
 - iv. to receive, upon payment of fees, publications of the Association;
 - v. if in good standing, to vote in the election of members to the Council and on any issues presented by the Council to the general regular membership for votation;
 - vi. if in good standing, to run for office or be appointed to any position of the Association.

A regular member in good standing is one who, prior to exercise of the rights provided in 4. v. or vi. Above, is not in default in the payment of fees and other dues of the Association and whose membership has not otherwise been terminated by reason of misconduct or conduct contrary to the objectives of or detrimental to the interest of the Association as provided in 5.i and ii.

5. Termination of Membership - Membership in the Association may be terminated on:
- i. reason of misconduct as deemed by the Council;
 - ii. evidence of conduct contrary to the objectives of or detrimental to the interest of the Association;
 - iii. written letter of resignation;
 - iv. non-payment of fees and dues.

There shall be no refund of any fees or dues already paid by the member upon termination of membership.

ARTICLE 5. COUNCIL OF THE ASSOCIATION

1. The Council of the Association shall be the governing body of the Association and shall manage and administer its affairs.
2. The Council shall be composed of fifteen persons who are members of the Association and who are elected by the regular members of the Association during the regular annual or special meeting of the regular members called for that purpose.
3. Officers of the Council
The Council members shall vote among themselves the following officers:
 - i. President
 - ii. Vice President
 - iii. Secretary
 - iv. Treasurer
 - v. Auditor
 - vi. Public Affairs and Communications Officer
4. Duties and Powers of the Council

The Council has the following duties and powers:

- i. To establish and administer the policies and manage the activities of the Association.
- ii. To propose amendments to the Constitution and to enact by-laws.
- iii. To elect the officers of the Association and set up permanent or standing committees.
- iv. To fill up permanent vacancies in the Council.
- v. To impose disciplinary action against all erring members
- vi. To require any officer to submit reports to the Council.
- vii. To call regular and special meetings of the Association, the Council and the committees.

- viii. To perform any act required to carry out the above duties and powers.

5. Terms of Office

- i. Each newly elected Council shall take office on the first working day of the year.
- ii. Members of the Council shall have a term of two years.
- iii. A vacancy on the Council caused by resignation or termination of membership shall be filled as soon as practicable by appointment of the Council; and the member so appointed shall hold office for the remaining portion of the term of office he or she is appointed to fill.
- iv. There shall be no limit as to the number of times a member can be elected or appointed to the Council.

ARTICLE 6. MEETINGS

- 1. The Association shall hold an annual meeting of members of the Association at a place and time decided by the Council.
- 2. Election of members to the Council shall be held at the annual meeting where practicable, otherwise the Council may call a special election date.
- 3. The Council shall meet at least four times a year.
- 4. Quorum
 - i. A majority of the members of the Council constitutes a quorum
 - ii. A majority of the quorum shall approve any issue or resolution presented to or being formulated by the Council.
- 5. Officers of the Council shall be voted at the initial meeting of the newly elected Council. The outgoing President shall preside at such meeting.

ARTICLE 7. DUTIES AND POWERS OF THE OFFICERS

- 1. Duties and Powers of the President

- i. To act as the chief executive officer and spokesman of the Association.
- ii. To appoint any member of the Council to assume specific duties, including to standing or permanent committees.
- iii. To enter into contracts or agreements in behalf of the Association with prior approval by the Council.
- iv. To create ad hoc committees for the purpose of pursuing special projects approved by the Council.
- v. To submit and render reports to the Council regularly and as required.
- vi. To call and preside over all meetings of the general membership and the Council.
- vii. To recommend to the Council disciplinary actions against erring members of the Association.
- viii. To co-sign with the Treasurer, any and all disbursement of cheques in behalf of the Association.
- ix. To perform all acts required to carry out any of the above duties and powers.

2. Duties and Powers of the Vice President

- i. To perform the duties and powers of the President should the latter become unavailable.
- ii. To act as an alternate to the President as a co-signer of disbursement cheques.
- iii. To perform other duties delegated to him or her by the Council.

3. Duties and Powers of the Secretary

- i. To keep records of all proceeding, past and present, of the Council, the committees and the Association.
- ii. To record, transcribe and distribute minutes of meetings of the Council and the Association.
- iii. To maintain a directory of members.
- iv. To perform all other duties vested in the Secretary of an organization.

4. Duties of the Treasurer

- i. To be the sole keeper of all monies and financial instruments of the Association with duty to deposit them in a reputable financial institution approved by the Council within a reasonable period after receipt.
- ii. To act as custodian of all properties of the Association.
- iii. To receive and disburse funds as directed by the Council and in the manner provided in the by-laws of the Association.
- iv. To maintain up-to-date financial books of the Association and make them available for inspection by members of the Association.
- v. To review with the Council, the status of existing and recurring grants.
- vi. To prepare and submit financial statements for each fiscal year and, when required by the Council, after a major undertaking by the Association.
- vii. To discharge all other functions normally vested in the Treasurer of an organization.

5. Duties of the Auditor

- i. To conduct a semi-annual review of the books of the Association or as directed by the Council.
- ii. To audit all financial statements and reports of the Association.
- iii. To perform such other duties and functions that the Council may delegate to him or her.

6. Duties of the Public Affairs and Communications Officer

- i. To handle all press releases of the Association
- ii. To promote the good image of the Association with the government, the community and other organizations.
- iii. To seek and maintain good and formal relations with organizations with which the Association share a common interest.
- iv. To perform other duties that the Council may delegate to him or her.

ARTICLE 8. DISSOLUTION

The Association may be dissolved upon recommendation of the Council and final approval of the general regular membership.