

**The  
Constitution  
of  
the**  
*Global Humanitarian Foundation*

**ARTICLE - I**

The name of this **Foundation** shall be **Global Humanitarian Foundation**.

**ARTICLE – II**

**Territorial Limits** **Territorial Limits** : The principal office of the Foundation shall be in Sri Lanka. The **Territorial Limits** of the **Foundation** can be extended to any Country any where in the World.

**ARTICLE - III**

**The Chief Executive President** **The Chief Executive President** : The Founder – Chief Executive shall hold the office for life and shall be called the Life President of the Foundation. The Life President shall be the Chief Executive President of this Foundation. All and every function and activity should be formulated and executed under the guidance and authorisation of the Life President

## ARTICLE - IV

### Objects

The Principal Objects of the **Global Humanitarian Foundation** is to encourage and foster the ideal of service as a basis of worthy enterprise in the following priority order:

Eight  
Objects  
and  
Services

**First-** The development of acquaintance as an opportunity for service and taking an active interest in the Civic, Cultural, Social, and Moral Welfare of the community.

**Second-** Setting high ethical standards in professions or business; providing due recognition of the worthiness of all occupations, infusing dignity of occupations of each member of the Foundation and thereby opening doors of opportunity to Members to serve the society.

**Third-** The application of the ideal of service personally, professionally in their business and/or community life.

**Fourth-** The advancement of international understanding, peace and goodwill through a world of fellowship of service-minded community leaders, business and professional people united in the cause to ensure the ideal of service.

**Fifth-** Development and encouragement of racial, ethnic and religious harmony through orientations of community service and community development projects and by any other suitable events.

**Sixth-** Conceptualize, initiate and sustain discussions leading to understanding of all matters of public interest;

**Seventh-** To do all such acts and things as may be necessary for the accomplishment of all and any of the objects of the Foundation.

**Eighth-** To aid, assist and encourage any person to engage oneself in any Industry, Business, Trade, Self-employment to establish and maintain any Agricultural, Industrial and Commercial “Ventures” to provide programmes to successfully train persons to gain technical skills; and also to organize promotional or orientations programmes to draw the attention of persons who wish to gain vocational training needed to be gainfully employed and / or to prove themselves to be of use to the society in general.

All Ethnic, Racial and Religious Communities of the World are recognized by the Foundation and are entitled to be served by the Foundation and shall receive relief and assistance in all humanitarian requirements of the said communities.

## **ARTICLE - V**

### **Four Avenues of Service**

Duties of the Foundation : The philosophical and the practical framework of the Global Humanitarian Foundation are following Four Avenues of Services

1. **Foundation Service** involves the action of a member to help the Foundation function successfully, which such activity that should take place within this Foundation.
2. **Vocational Service** is performed with the purpose of promoting high ethical standards in business and professions, recognising the worthiness and dignity inherent to each vocation, and fostering the ideal of service in the pursuit of all such vocations. The role of members includes conducting themselves and their businesses or professions in accordance with the principles of the Foundation to serve others.

3. **Community Service** comprise a variety of efforts that members should make, at times in conjunction with others in the community, to improve the quality of life of those who live within the Foundation's project locality.
4. **International Service** comprises such activities that members perform to advance International understanding, Peace and Goodwill among communities by fostering cooperation, collaboration and camaraderie among peoples of a country and / or among Countries, their cultures, customs, accomplishments, aspirations, and problems, through communication and correspondence via projects designed to help people the world over. in keeping with the objects of the Foundation.

## ARTICLE - VI

### Meetings

#### Section 1 *Regular Meetings.*

Administra-  
tion and  
Meetings

- (a) ***Date and Time.*** The Foundation shall hold regular meetings weekly or monthly on days and at times provided in the By-Laws.
- (b) ***Change of Meeting.*** Under unavoidable circumstances and/or for a good cause, the Board may with the approval of the Chief Executive President or any one acting on his behalf, may postpone a regular meeting to any other day to be held in a convenient location and a time. suitable to the membership before the next due date of the regular meeting as provided in the By-Laws.

**(c) Cancellation.** The Board may with the approval of the Chief Executive President and /or the Chairmen of Branch Associations, or persons acting on behalf of their authority may cancel a regular meeting if it falls on a statutory holiday or a universally recognised holiday, or in the case of a death of a Foundation member, or due to an epidemic or a disaster prevailing at that time, affecting the whole community, or due to an armed conflict in the community which endangers the lives of the Foundation members. The Board may with the approval of the Chief Executive President or the Chairmen of Branch Associations cancel not more than four regular meetings in a year for causes not otherwise specified herein provided that this Foundation does not fail to meet for more than three consecutive months as provided by the By-Laws.

## **Section 2 *Annual General Meeting.***

Annual  
Meeting  
and  
Elections

*a)* An Annual General meeting for the election of officer-bearers shall be held not later than 31<sup>st</sup> December of each year as provided in the By-Laws of this Constitution. After the election of Officer Bearers who have to be elected under this Constitution and the Chief Executive President or the Chairmen of Branch Associations, other Life Members and Directors should be sworn in annually at a Formal Ceremony in which each of them separately and individually shall by word of mouth take the oath undertaking to perform their duties to their utmost, in good faith and dedication

- b) Each meeting whether it is regular, annual general or extra-ordinary shall commence by singing the National Anthem of the country by the Members of the Foundation and with the observance of Religious Rites according to each member's faith and by conducting of the Pledge Allegiance to the Country's National flag.
- c) The Foundation shall utilize electronic communications means including the Internet, e-mail and related technologies to manage the business of the Foundation to conduct programmes and projects as further specified in the by-laws of the Foundation, to all members to engage in fellowship activities.

## ARTICLE - VII

### Membership

#### Section 1

#### General Qualifications

General Qualifications to be a member The Membership of the Foundation shall compose of persons above the age of 18 years and of good character, bearing a good reputation in the conduct of his/her business, profession and other social activities.

Any Foundation membership must complete an application for membership and submit a written statement of reasons for joining what demonstrates commitment to the objects of the Foundation and clearly establish the eligibility for membership of the Foundation.

## **Section 2**

### **Territorial Limits**

Any person residing anywhere in the world can become a Member of the Foundation when his or her application receives the approval of the Supreme Board of Directors or relevant Ectoral, Zonal Village branch. Any person who receives such approval shall be allocated a active membership in any of the districts / zone /village branches of the Foundation at the discretion of the Supreme Board of Directors.

## **Section 3**

### **Active Membership: Selection/Nomination/Election and Approval of Office Bearers**

Nominations, Active memberships and Termination of Membership **3.1** Any member actively engaged in the activities of the Foundation may be nominated by one or more members of the Foundation for respective posts of any of the Branches of the Foundation such as Country Governor, Provincial Governor, District Chairperson, Zone Chairperson and Village Chairperson and such nominated members shall be selected by the Supreme Board of Directors. The approval of such members thus selected to the relevant posts shall be at the discretion of the Chief Executive President.

### **Leave of Absence**

**3.2** All Active members should inform the relevant Executive Committee of the relevant Branch of the Foundation providing valid reasons in writing if he/she is unable to attend regularly meetings of the Foundation. If any Active Member is not present for six consecutive meetings without submitting in writing valid reasons as stated above, he/she is liable for termination of Active membership at the discretion of the Chief Executive President.

**3.3** Any Person of General Qualification to be a Member of the Foundation as per Section 1 above shall complete an Application Form for Membership and submit same along with a written statement declaring his/her commitment to the Objects of the Foundation and establishing eligibility to be a Member of the Foundation.

#### **Section 4**

##### **Concurrent Membership.**

No Active Member shall hold concurrent membership in any other similar organisation if it would create a conflict of interest.

#### **Section 5**

##### **Honorary Membership.**

**5.1** A person who has served with merit and distinction in the furtherance of Foundation ideals may be elected to Honorary Membership by resolution of the Supreme Board of Directors.

**5.2** An Honorary Member shall be exempted from the payment of admission fees and annual dues.

**5.3** An Honorary Member shall have no voting Rights in the Foundation.

**5.4** An Honorary Member shall not be an Officer or a Director of the Foundation.

**5.5** Honorary Membership does not entitle the Honorary Member to any Rights or Privileges beyond those offered at the discretion of the Supreme Board of Directors of the Foundation.

## 5.6 Membership at Large

Membership at Large Any Member holding the membership in a Branch Association, while being abroad or at a distance place, shall become a Member-at-Large provided such members pay their annual Membership fees of the Foundation.

## Section 6

### Invitation for Membership as a Friend.

Membership on friendship **6.1** An individual who is unable to join the Foundation as a member because of his/her other commitments shall join as a Friend

**6.2** A Friend may participate in the Projects or activities of the Foundation and volunteer to contribute in “In Kind” or provide financial assistance, and may attend social events of the Foundation.

**6.3** A Friend may participate in the meetings of the Foundation as any other Active Member of the Foundation, and may participate in committee activities by invitation of the Supreme Board of Directors with the approval of the Chief Executive President or the Chairperson of the relevant Branch.

**6.4** A Friend shall not hold office oin any of the Branches or on the Supreme Board of Directors of the Foundation.

Invitation for Membership as a Friend **6.5** A Friend is required to pay the annual Friend’s subscription fee, the amount to be set by resolution of the Supreme Board of Directors with the approval of the Chief Executive President or the Chairperson of the relevant Branch.

**6.6** At the discretion of the Supreme Board of Directors with the approval of the Chief Executive President or the Chairperson of the relevant Branch a Friend may be invited to be an Honorary Friend.

**6.7** An Honorary Friend shall be exempt from payment of the annual subscription fee.

## **ARTICLE VIII**

### **Classification of Members**

#### **Section 1**

Classification of Membership - Each active Member shall be placed in a classification that reflects the Member's principal recognised business or occupational or professional activity.

#### **Section 2**

Should the Member's principal recognised business or occupational or professional activity changes, the Supreme Board of Directors may reclassify that Member into a more appropriate category after due notice to the Member.

#### **Section 3**

No more than 3 Members shall hold the same classification at any given time.

## **ARTICLE IX**

### **Participation of Members**

#### **Section 1**

Participation of Membership for activities - Every active Member of the Foundation is invited and is expected to participate in the activities of the Foundation. A Member shall be counted as a participant in an activity if the Member assists in activities

developing the activity, promoting and helping the projects or participates in discussions within the Foundation dealing with and regarding those activities.

## **Section 2**

Every active Member of the Foundation shall be required to contribute at least 52 hours of service each year in addition to participating in the Foundation's meetings and discussions. Service of the Foundation is defined as activity falling within one of the four Avenues of Service as described in Article V. The Supreme Board of Directors shall approve specific Foundation Service activities, either upon recommendation of the Provincial, District, Zone or Branch Working Committees of the Foundation, or upon a request of individual Member of the Foundation. The Supreme Board of Directors may excuse a member from his/her obligation in exceptional circumstances.

## **Section 3**

A Member who, due to illness or other reasonable constraints beyond his/her obligation, is unable to participate in the activities of the Foundation for an extended period of time may be granted a Leave of Absence for a specific period of time, provided such a request for a leave of absence is made in writing by the Member from the Supreme Board of Directors as specified in the By-Laws of the Foundation.

## ARTICLE X

### Office-Bearers and Directors of the Foundation

#### Chief Advisor

Chief Advisor and Religious Advisory Board The Hon. Speaker of Parliament at the time of establishment of the Foundation, Mr. W.J.M. Lokubandara shall be the Chief Advisor to the Supreme Board of Directors and to the whole Foundation and is bestowed Life Membership.

#### Religious Advisory Board

The Religious Advisory Board of the Foundation shall consist of the Religious Leaders of all Religious Denominations, namely Buddhists, Catholics/Christians, Hindus, Islamic and/or of any other Religion leading to maintain Peace and Harmony among the peoples of Sri Lanka and other nations and countries in the international community.

#### Section 1

The Foundation shall be managed and administered by a Supreme Board of Directors that comprises the Officers and the Directors elected from among the Active Membership by the Active Members with the approval of the Executive President.

#### Section 2

All Officers and the Directors shall be Active Members of the Foundation. Each Officer shall serve a maximum term of three years from the date of his/her being elected.

#### Section 3

Board of Directors and Term of office The Founder Deshashakthi Dr. Mervyn Dhanawardana Guruge shall be the Chief Executive of the Foundation and shall be the

Chief Executive President for Life. The Chief Executive President shall nominate two persons of his choice among the Active Members as Two Vice Presidents of the Foundation.

#### **Section 4**

In addition to the Chief Executive President and Two Vice Presidents, the active Membership shall elect before 31<sup>st</sup> December of every three years the Directors and Office Bearer of the Foundation. The Office Bearers elected from among the Directors of the Foundation shall be the Secretary, the Treasurer and the Assistant Treasurer, each of whom shall serve a maximum term of three years and shall be eligible to be re-election if they are fit and able to serve the Foundation for a further term of three year period at a time .

#### **Section 5**

The Chief Executive President shall appoint a Provincial Governor to each Country or to Province in each country in consultation with the Board of Directors. Each such Country Governor and Provincial Governor shall report to and is responsible to the Chief Executive President of the Foundation.

#### **Section 6**

Appointing Main Officers Each Provincial, District, Electoral Zone and Village Branch of a Country shall elect their respective Executive Committee from among its individual Active membership and each such Executive Committee shall elect and nominate their respective candidate as the Provincial Chairperson, District Chairperson, Electoral Zone Chairperson and Village Chairperson respectively to the Supreme Board of Directors and the Chief Executive President in consultation with the Supreme Board of Directors shall appoint the Provincial Chairperson, the District Chairperson, the Electoral Zone Chairperson and the Village Chairperson of a Country, and each

such Chairperson shall report to and is responsible to the Chief Executive President.

## **ARTICLE XI**

### **Membership Fees**

#### **Section 1**

Membership Fees and Administration Fees An annual membership Fee for the Foundation's International Fund and a membership Fee for the Local Branch Association's fund could be determined by the Supreme Board of Directors of the Foundation from time to time for the proper administration and operation of the Foundation and its activities.

### **Admission Fees**

#### **Section 2**

Admission Fees The admission fee of the members will be decided from time to time by the Supreme Board of Directors of the Foundation for the proper administration and operation of the Foundation and its activities.

#### **Section 3**

All Fees and Funds received on behalf of the Foundation including those collected by it's branches shall be sent to the Head Office of the Foundation or be deposited, controlled and spent according to the standing orders given by the Chief Executive President with the Consultation of the Supreme Board of Directors.

## ARTICLE XII

### Resignation and/or Termination of Membership

#### Section 1

Termination of Membership A Member may resign from membership in the Foundation at any time by submitting written notice of resignation to the Secretary of the Foundation. The effective date of resignation shall be the date on which the notice is received by the Secretary, or a date specified by the Member.

#### Section 2

The membership of a Member may be terminated by the Supreme Board of Directors if the member is in arrears in the payment of dues to the Foundation and does not settle these arrears of payment promptly upon written notice from the Treasurer.

#### Section 3

Cancelation of Membership The membership of a Member may be terminated by the Supreme Board of Directors if the member does not meet the criteria set by the Foundation and/or in Foundation Service expected of Members of the Foundation, unless provided the Member, had notified the Supreme Board of Directors reasons for his/her failure to meet the set requirements and does not take effective action to achieve those requirements.

#### Section 4

The membership of a Member may be terminated by the Board of Directors if the Board finds the conduct of the Member to be detrimental to the Foundation and the Member does not rectify his/her conduct after having been notified by the Board of Directors of the particulars of such detrimental conduct.

## **Section 5**

The membership of a Member may be terminated automatically by the Board of Directors if the Member is convicted of a felony in a court of law.

## **ARTICLE XIII**

### **Community, National and World Affairs**

Since the Objectives of the Foundation includes the advancement of international understanding, the Foundation may appropriately discuss in its meetings issues that have a bearing on national and international matters

## **ARTICLE XIV**

### **Disputes**

Disputes and Settlements Disputes among Members (including former Members) arising from different interpretations of the Constitution and the By-Laws of the Foundation shall be settled by requesting a ruling from the Board of Directors with the approval of the Chief Executive President.

## **ARTICLE XV**

### **By-Laws**

The Foundation may adopt By-Laws as necessary for the governance of the Foundation, provided such Bylaws are consistent with this Constitution of the Foundation.

## **ARTICLE XVI**

### **Amendments**

#### **Section 1**

Any Member of the Foundation may propose an amendment to this Constitution to the Board of Directors at anytime in writing. The proposing Member shall provide rationale for the proposed amendment.

#### **Section 2**

Upon receiving a proposed amendment the Board of Directors shall consider the proposed amendment. The Board may provide, if it wishes, an alternative wording and shall give notice to the Foundation of the proposed amendment, the wordings of the proposer and of the Board, the rationale of the proposer and any comments the Board may wish to make on the proposed amendment.

#### **Section 3**

System of voting Each Director of the Foundation may vote on the proposed amendment and wordings within 14 days after having received the

notice from the Board of Directors. Voting shall be by electronic means and/or by secret written ballot or any other means as specified by the Board of Directors or by the Executive President.

**Section 4**

Adoption of an amendment requires an affirmative vote of at least two-thirds of the total active Directors of the main Foundation.

**By-Laws**  
**of**  
**the**  
**Global Humanitarian Foundation**

**ARTICLE I**

**Definitions**

**1. The President:**

The Chief Executive of the Foundation shall be the President of the Foundation.

Powers  
and Term  
of office

Deshshakthi, Dr. Mervyn Dhanawardana Guruge- JP All Island, Chairman of the Guruge Group of Companies, Vice Chairman of Colombo North Teaching Hospital (HC) and the Present Judge of the Elders Maintenance Board of Sri Lanka, The Pioneer and Founder Member of the Global Humanitarian Foundation shall be the initial Chief Executive President of the Foundation and shall serve the organisation for life unless he resigns the Post of his own.

**Executive Powers**

The Chief Executive President is empowered to take decisive action at his discretion in the event of a dispute regarding the Foundation, any executive officer, member of staff, foreign or local coordinators, Provincial chairpersons, District Chairpersons, zone chairpersons and/ or Village Chairpersons, regarding any conduct of an officer

mentioned here above that could be detrimental and bring disrepute to the Foundation.

Any fraud or misuse of Foundation funds, non co-operation and display of hostile attitudes towards the Foundation will be considered as an offence against the Foundation. The Chief Executive Officer (C.E.O) of the organisation should deal with such misconducts reasonably in consultation with the Board of Directors and in such instances the decisions taken by the CEO after much consideration will be the final and conclusive decision.

On the instructions of the Chief Executive Officer (C.E.O.), the Supreme Board of Directors and the Chairpersons of the branches are also empowered to hold proper disciplinary inquires and take suitable action against any person who violates the said rules and regulations of the Foundation. Any disagreement regarding the order made by the Supreme Board of Directors or the Branch Chairpersons of relevant Branches should be brought to the notice of the CEO and an appeal should be made to the Chief Executive President who will in turn appoint a committee to look in to the appeal and thereafter the order made by such committee shall be confirmed or be reviewed and such order shall be the final and conclusive.

### **Vice Presidents for Life**

Vice  
Presidents  
and their  
Vacant  
positions

Mr Shaminda Dhanawardana Guruge, Director of Guruge Group of Companies shall serve the Foundation as the 1<sup>st</sup> Vice President for Life and Mr. Indika Dhanawardana Guruge, Director of Guruge Group of Companies will serve as the 2<sup>nd</sup> Vice President for Life.

**In case of a Vacancy of the Presidency**

In case the Chief Executive President's vacancy arises, automatically the Senior Vice President for Life will become the President of the organisation. Thereafter the vacancy for the Second Vice Presidency should be filled with the consent of the Executive President and Vice President from their heirs.

2. **The Board means:** The Board of Directors of this Foundation.
3. **Director:** A member of this Foundation's Board of Directors.
4. **Member:** A member other than an honorary member of this Foundation.
5. **Foundation Year:** A twelve-month period that begins on 2<sup>nd</sup> January of every year.

**ARTICLE II**

**Board:**

The governing body of this Foundation shall be the board consisting of Directors of this Foundation, namely, at least five (5) and not more than nine (9) Directors elected in accordance with article 3, section 1, of these By-Laws.

**Formation of Associations**

All Elections of the Office Bearers at all levels will be subjected to the final approval of the Supreme Council who will look into their capabilities, capacities, talents, skills, leadership qualities, social background, keeping in mind the objectives of the G.H.F.

- Branch **G.H.F. Branch Administration** - Active member of any particular village of a zone will form a Branch consisting of a Chairman , a Vice Charman , a Secretary , a Treasurer and Committee Members. Such Officials are entitled to engage in the activities of the various projects selected to be implemented at the village level. The Office bearrs of a Branch will have a term of one year period. All Branches will hacve to select their Office Beares immediately after the expiration of a term of 01 year., unless otherwise their period is extended by the Head Office by expressed approval.
- Zone **G.H.F. Zonal Administration** - A Zone is defined as any electorate of a country or more precisely as number of villages that go to form a Parliamentary Electorate. Once the Zonal areas are defined according to the map of a country ; the Zonal Branches hold a election through the Branch Chairpersons to elect a Zonal Chairperson for the convenience of administration. The selected Zonal Chairperson is the "Zonal Leader" , responsible to implement and administer the projects of the zone.
- Conducting Zonal meetings , discussing about the future targets, projects , administration and achievements of the GHF Branches will be the duties of the Zonal Chairpersons. It is the duty of the Zonal Chairpersons / Secretaries to report to the GHF Head Office through the District Chairpersons, with copies to the Provincial Governor and the Country Governor.
- District **G.H.F. District Adminitration** - The Districts of the GHF will be same Districts denarcated in a Political / Government Administrative map. All Zonal Chairpersons in a District of the GHF have the right to select a District Chairperson, who has the Administrative power for that District to which he is selected.
- Province **G.H.F. Provincial Administration**- The Province of the GHF will be the same Province demarcated in a Political / Government

Administrative map. All District Chairpersons, Zonal Chairpersons and Branch Chairpersons will have the voting right to select the Provincial Governor. The Provincial Governor has the Administrative right of the respective Province and will report to the Country Governor and the Head Office.

Country **G.H.F. Country Governor** - The GHF Country Governor for any Country will be appointed by the Supreme Council of the Foundation with consultation with the Provincial Governors of a Country, keeping in mind the objectives of the GHF. Refer to annexed Chart 01 - Administrative Chart of the G.H.F.

### **ARTICLE III**

#### **Election of Directors and Officers**

**Section 1** — A nominating committee consisting of the Chief Executive President and the life members mentioned above and not less than two other members appointed by the Executive President will submit candidates for Secretaries, Treasurers and three (3) or four (4) members of the Board of Directors. During the day of Election Foundation Business Meeting, the Executive President will offer this slate and will ask for any other nominations from the floor. These nominations will be placed on the ballot in alphabetical order under each office and will be voted on at the annual meeting to be held in December. The candidates for Secretaries and Treasurers receiving a majority of the votes shall be declared elected to their respective offices. The three or four (4) candidates for Directorship receiving the highest number of votes shall be declared elected for a term of three (3) years commencing on the first day of the new term.

**Section 2** – In a case of a vacancy in the board shall be filled by action of the remaining Directors.

**Section 3**— A vacancy in the position of any officer-elect, shall be filled by action of the Directors.

**Section 4**— Every Foundation member nominated for any elected office must be a member in good standing within the Foundation.

## ARTICLE IV

### **Duties of Officers**

**Section 1 – Chief Executive President** - It shall be the duty of the Chief Executive President to preside at meetings of the Foundation and the Board and to perform other duties as ordinarily pertaining to the office of the Executive President.

**Section 2 — Vice-President-** It shall be the duty of the Vice-President to preside at meetings of the Foundation and the Board in the absence of the Chief Executive President, and serve as Chairperson of the programme committee, and to perform other duties as ordinarily pertaining to the office of Vice-President.

**Section 3 – General Secretary-** It shall be the duty of the General Secretary to keep membership records; record attendance at meetings; send out notices of the Foundation ; coordinate Board and Committee meetings; record and preserve the minutes of such meetings; assist in the administration and liaison with the local and international Branch Associations.

**Section 4 – General Treasurer-** It shall be the duty of the General Treasurer to have custody of all funds, accounting for it to the Foundation annually and at any other time upon demand by the Board, and to perform other duties as pertaining to the office of Treasurer. Upon retirement or termination from the office, the General Treasurer shall hand over to the incoming General Treasurer

or to the Chief Executive President all funds, books of accounts and any other Foundation property.

**4.1 Transparency of Accounts**

The Foundation Head Quarters and all Branch Associations should forward their accounts to Auditors on annual basis and should be presented at the annual General Meeting.

**ARTICLE V**

**Meetings of office bearers**

**Section 1 — Annual Geberal Meeting-** An annual meeting of this Foundation shall be held in December, at which time the election of Officers and Directors except the Directors for life above mentioned to serve for the ensuing years shall take place. Any selected Directors who are continuously absent without notice for 3 monthly meetings will automatically get his/her Directorate cancelled.

Annual elections of branch office **Section 2** – Every Branch Association will annually elect office bearers for a period of one year by popular vote for the smooth administration of the Foundation. The main officers will be the Chairman, Secretary, Treasurer, and the Committee members of the Global Humanitarian Foundation Branch Office.

Main office **Section 3** — The regular weekly meetings of the Foundation of the Head Quarters shall be held on any day of the week at No. 884, Weligampitiya, Ja-ela, Sri Lanka or any other place suitable

to the Chief Executive President or in his absence the Vice Presidents.

**Section 4** – The annual General Meeting of the Branch Association shall be held in December on a suitable date agreed by the Board of Directors in any location convenient to them.

Procedures of meetings **Section 5** – The Regular Meetings of the Branch Association could be held once a month or once in two weeks and a Board of Directors Meeting should be held before every regular meeting to assess the activities already done or planed.

Attendance for the meeting **Section 5** – Due notice of any changes in or canceling of the regular meeting shall be given to all members of the Foundation. All members, excepting an honorary member, (or member excused pursuant to article 8, sections 3 and 4 of the Foundation’s Constitution) in good standing in the Foundation, on the day of the regular meeting, must be counted as present or absent, and attendance must be evidenced by the member’s being present for at least sixty (60) percent of the time devoted to the regular meeting, either at this Foundation or as otherwise provided in the Foundation constitution, article 8, sections 1 and 2.

**Section 6** — One-third of the membership shall constitute a quorum at the annual and regular meetings of this Foundation.

**Section 7** — Regular meetings of the Board shall be held in each month. Special meetings of the Board shall be called by the Chief Executive President, whenever deemed necessary, or upon the request of two (2) Directors, Upon due notice given.

**Section 8**— A majority of the Directors shall constitute a quorum of the Board.

## ARTICLE VI

### Membership Fees

Foundation Fee **Section 1** An annual membership Fee for the Foundation's International Fund and a membership Fee for the Local Branch Associations can be determined by the Head Office of the Foundation.

### Admission Fees

**Section 2** The Foundation's Head Quarters may decide on an entrance Fee at the time a new member joins the Foundation.

**Section 3** The Foundation may organise additional funds for the proper administration and operation of the Foundation and its activities.

## ARTICLE VII

### Method of Voting

The business of this Foundation shall be transacted by vocal accent except the election of Officers and Directors, which shall be by ballot. The Board may determine that a specific resolution be considered by ballot rather than by vocal accent.

## ARTICLE VIII

### Four Avenues of Service

The four Avenues of Service are the philosophical and practical framework for the work of this Foundation. They are Foundation Service, Vocational Service, Community Service, and International Service.

## ARTICLE IX

### **Directors, Committees & Obligations**

**Section 1** — During a Foundation year, the Board shall, subject to the approval of the, Chief Executive President, appoint committees and they are obliged to carry out the annual and long-range goals of the Foundation. The Chief Executive President and the two Vice Presidents shall work together to ensure continuity of leadership and succession planning. In any event any Vice President or Director whose conduct is not ensuring the continuity of the Board of Directors and their togetherness with the Chief Executive President, the Chief Executive President is empowered by this constitution to terminate services of such Vice President or the Director.

**Section 2** – Branch Associations shall appoint committees on the service projects and long – range goals of the Foundation. The Chairman, regional Chairperson, Zone Chairperson along with the Committee Members will work together to ensure continuity of leadership and succession planning after each years office bearers election.

**Section 3**— At the start of a Foundation year, the Board shall, subject to the approval of the Chief Executive President, assign each Director to serve as liaison to the Board for one or more committees.

**Section 4**— The Board, may, subject to the approval of the Chief Executive President, eliminate or create standing or ad hoc committees in order to accommodate the needs and activities of the Foundation.

**Section 5**— The Executive President and the Directors for life serving as liaison to each committee shall be ex-officio, voting members of each committee.

**Section 6**— Each committee shall transact such business as is delegated to it in the by-laws and such additional business as may be referred to it by the Board with the approval of President for life. Except where special authority is given by the Board with the approval of the Chief Executive President, such committees shall not take action until a report has been made and approved by the Board after referring to the Chief Executive President.

Powers  
and  
activities  
of  
Committees

**Section 7**— Each Committee Chairperson shall be responsible for regular meetings and activities of the committee and shall supervise and coordinate the work of the committee and shall report to the Board on all committee activities.

**Section 8**— Branches of the Foundation shall be established Locally or Internationally and such branches should be Registered under the Head Quarters of the Foundation.

**Section 9**— District or Zone will be decided from the map of the Country where it is expected to be established. Territory of the District or Zone will have to be identified and recommended by the Region or Zone Chairperson of the said Branch or Branches. The Chairperson will preside over the meetings. All decisions made by the Regions or the Zones should abide by the Rules and Regulations directed by the Board of Directors of the Head Quarters from time to time according to the Constitution.

**Section 10** Progress reports and membership fees should be sent to the Head office in time as Directed by the Board of Directors of the Head Quarters of the Foundation.

**ARTICLE X**

**Duties of Committees**

Goals and Plans of Committees The duties of all committees shall be established and reviewed by the Executive President for life. Each committee shall have a specific mandate, clearly defined goals, and action plans established by the beginning of each year for implementation during the course of the year. It shall be the primary responsibility of the Chief Executive President to provide the necessary leadership to prepare recommendation for the Foundation committees, mandates, resources, goals and plans for presentation to the Board in advance of the commencement for the year as noted above.

**ARTICLE XI**

**Leave of Absence**

Upon written application to the Board setting forth good and sufficient cause, a leave of absence may be granted excusing a member of a Board from attending the meetings of the Foundation for three (3) or more consecutive meetings. Such leave of absence does operate to prevent a forfeiture of the Board membership. It does not operate to give the Foundation credit for the Board member's attendance. Unless the member attends a regular meeting of some other activity of the Foundation, the excused Board member will be recorded as absent. The absence authorised under the provisions of Article IX, Sections 2 and 3 of the Foundation Constitution is recorded as the member concerned , present.

**ARTICLE XII**

**Finances**

**Section 1** — Prior to the beginning of each fiscal year, the Board shall prepare a budget of estimated income and expenditure for the year, which shall stand as the limit of expenditure for these purposes, unless otherwise ordered by the action of the Board with the approval of the Chief Executive President.

Funds -  
Banking

**Section 2** — The General Treasurer shall deposit all Foundation funds in financial institutions named by the Board with the approval of the Chief Executive President. All Branches funds should be deposited according to the said Board of Directors decisions of the Region under the guidance of the Head Office and should report to the Head office giving the account No. and the name of financial Institution. The Progress reports and the annual reports of the Region should be submitted by the Regions Chairperson of each Region to the Head Quarters of the Foundation and all branches should act according to the instructions and directions given by the Head Office.

Funds -  
Expenditure

**Section 3** – The payments could be authorised by the President and cheques could be signed by the President and the General Treasurer of the Foundation. In absence of the Treasurer, Assistant Treasurer or any Director of the Head Office can be assigned to authorise and sign the cheques of the bills by the Executive President. In settlement of the bills of the branches the said payments should be authorised by the accountant of the Branch / Branch Association and the Chairperson of the Branch/Branch Association Treasurer and a Committee Member appointed by the Branch/Branch Association will be authorised to sign the cheques

Transpare-  
ncy

**Section 4** — A thorough audit or review of all Foundation financial transactions by a licensed Auditor shall be made once a year.

**Section 5**— Officers having in charge or control of Foundation’s funds shall give bond as required by the board for the safe custody of the funds of the Foundation, cost of the bond to be borne by the Foundation.

**Section 6**— The fiscal year of this Foundation shall be extended from March and for the collection of members’ dues shall be divided into four quarterly periods.

**Section 7**— The Foundation shall, except under the most extreme and unusual circumstances, maintain at all times, a minimum fiscal reserve equal to twenty five (25) percent of the previous years total unrestricted expenditure. At least half of the minimum required fiscal reserve should be held in interest bearing accounts other than the cheque book accounts.

## ARTICLE XIII

### Method of Electing Active Members

**Section 1**— An active member of the Foundation may propose a person for membership in the Foundation by completing a Membership Proposal Form and submitting it to the Foundation Secretary. By doing so, the active member of the Foundation becomes a “sponsor” of the proposed member. The Foundation Secretary shall, within one week of receipt of the proposed member’s completed Membership Proposal Form, should refer the proposed member to the Certification Committee.

**Section 2**— The Clarification Committee shall determine if the proposed member meets all the requirements of membership as specified in the Foundation’s constitution and Foundation’s by-laws.

**ARTICLE XIV**

**Electing Honorary Members**

**Section 1** — The Board, in accordance with the Foundation’s constitution, may propose individuals for honorary membership in the Foundation.

**Section 2** — The name of any such proposed honorary member shall be forwarded to the full Foundation membership by the General Secretary. Members will have one week from receipt of the said communication to express their opposition in writing, with rationale, to the Board via the Foundation General Secretary. If no such objection is received, the proposed honorary member is considered to have been elected as a Honorary Member of the Foundation.

**ARTICLE XV**

**Member in Good Standing**

**Section 1** -This Foundation shall be composed of adult persons of good character and good business and professional reputation.

**Section 2**- Members should have settled current Foundation dues (Foundation Constitution, Article XI, Sections 1 & 2 ).

**Section 3** - Members must meet all attendance requirements of the Foundation (Foundation Constitution, Article IX, Sections 2 & 3).

**ARTICLE XVI**

**Resolutions**

AuthorisedNo resolution or motion to commit the Foundation on any matter resolutions shall be considered by the Foundation until it has first been considered by the board. Such resolutions or motions, if offered at a Foundation meeting, shall be referred to the Board without discussion.

**ARTICLE XVII**

**Order of Business**

The Board subject to consent of the Chief Executive President shall determine the order of business for all meetings of the Foundation of the Head Quarters and shall have the decision for the Branch Chairperson to decide the order of business of their Agenda.

**ARTICLE XVIII**

**Amendments**

These By-Laws may be amended at any regular meeting, a quorum being present by two-thirds vote of all Board members present, provided that notice of such proposed amendment should have been mailed to each member at least ten (10) days before such meeting. No amendment or addition to these bylaws can be made which is not in harmony with the Foundation's constitution by a majority vote of the Board membership of the Foundation.

The foregoing By-Laws were adopted and passed on 11<sup>th</sup> July 2008 unanimously by the Board of members of the Global Humanitarian Foundation.

Signature

The Chief Executive President