



**LANKA - JAPAN  
FRIENDSHIP SOCIETY**

**CONSTITUTION**

## **LANKA – JAPAN FRIENDSHIP SOCIETY – CONSTITUTION**

### **I- NAME AND OBJECTIVES**

- 1. (a) The Society shall be called “Lanka – Japan Friendship Society (hereinafter referred to as the “Society”)**
- (b) The registered office of the Society shall be situated at the Sasakawa Memorial Cultural Centre, No: 4, 22<sup>nd</sup> Lane, Colombo 3.**
- 2. The objectives of the Society shall be:**
  - (a) To promote mutual understanding, goodwill and friendship between Sri Lanka and Japan.**
  - (b) To promote, encourage and assist in the acquisition and dissemination of knowledge of Japanese culture, language, economy and society among the people of Sri Lanka.**
  - (c) To promote friendship and social intercourse through appropriate means among members of the society.**
  - (d) To sponsor, encourage and support any other activities calculated to promote closer social and cultural contacts between Sri Lanka and Japan;**

**and**

- (e) To collect and receive gifts, donations and subscriptions of whatever description and utilize them for purposes set out in (a) to (d) above.**

### **II – CONSTITUTION**

- 3. Patron – The Patron of the Society shall be His Excellency the Ambassador for Japan in Sri Lanka.**

**Vice Patrons – There shall be 4 Vice Patrons of the Society, one of whom shall be the Immediate Past President and three others named by the elected President, one of whom shall be a Japanese national and all four Vice Patrons will be on the mailing list.**

- 4. Membership – The members of the Society shall consists of:-**
  - (a) Honorary Members**
  - (b) Life Members and**
  - (c) Corporate Members.**

**5. Office Bearers – Office bearers of the Society shall be the following:**

- (a) President**
- (b) Four Vice Presidents**
- (c) Honorary General Secretary**
- (d) Honorary Treasurer**
- (e) Honorary Assistant Secretary**
- (f) Honorary Assistant Treasurer**

**6. Executive Committee – There shall be an Executive Committee which shall consist of:**

- (a) All office bearers of the Society (ex-officio)**
- (b) Not more than 15 members (other than the office bearers) annually elected to serve on the committee.**
- (c) An official nominated by the Embassy of Japan may be present at Executive Committee meetings and participate in the proceedings.**

**III – MEMBERSHIP**

**7. (a) Honorary Life Membership**

- (i) Honorary Life Membership may be conferred on a decision by the Executive Committee by a two-thirds majority, on such persons as may be deemed deserving of such honour, through their contributions towards the furtherance of the aims and objectives of the Society.**
- (ii) The number of Honorary Members shall not exceed five at any given time.**
- (iii) Such conferment of Honorary Membership shall come into effect only when it is ratified at a General Meeting of the Society.**

**(b) A citizen of Sri Lanka or Japan over the age of 18 years is eligible for membership and may apply to be enrolled as a Life Member in writing using the prescribed enrolment form accompanied by the enrolment and membership fees, proposed and seconded by two members of the Society eligible to vote at meetings of the Society. The decision of the Executive Committee in the acceptance or rejection of the application for membership is final. In the event the application is rejected the enrolment and membership fees paid will be refunded.**

**(c) Any institution, business organization or industrial enterprise, directly concerned with or willing to contribute to the promotion of the objectives of the Society, may apply to be enrolled as a Corporate Member on a form approved by the Executive Committee and such form shall be submitted to the Honorary General Secretary. The Honorary General Secretary shall place every such application before the Executive Committee at its next meeting.**

A corporate member shall be entitled to nominate in writing, addressed to the Hony. General Secretary, any person to represent it at any meeting of the Society at which it is entitled to attend and participate.

8. (a) The membership fees of each category of members shall be as follows:

Honorary Members – No fee  
Life Members -- Rs: 5000/=  
Corporate membership fee –Rs: 5,000/= as a once and for all payment.

(b) The Executive Committee may, subject to the approval of the general membership, increase or reduce the membership fee.

(c) All new members shall be entitled to exercise their voting rights only after the expiration of a period of one year from the date of their admission to the membership of the Society.

(9) The Honorary General Secretary shall maintain a Register of Members.

#### IV – LOSS OF MEMBERSHIP

(10) Death, or resignation submitted in writing, shall terminate membership in the Society.

(11) The Executive Committee, on a decision by a two thirds majority may suspend a member from membership if he or she is found guilty of any conduct prejudicial to the interest or good name of the Society, provided however, the member has been given an opportunity to show cause in writing why a suspension order should not be made, and prove his or her innocence on the charges preferred. A suspension order shall either be reversed or converted to a removal from membership on a decision taken at the very next Annual General Meeting held after the suspension order, the case being placed before the members.

#### V – EXECUTIVE COMMITTEE

(12) The Executive Committee referred to in Clauses 5 and 6 shall be elected at the Annual General Meeting each year and those elected shall hold office until the election of the Executive Committee at the succeeding Annual General Meeting, unless they vacate office earlier.

(13) A member of the Executive Committee shall be deemed to have vacated office in any one of following eventualities:

- (a) Loss of membership of the Society.**
- (b) Resignation from office or membership submitted in writing.**
- (c) Absenting from three consecutive Executive Committee meetings without being excused.**
- (d) An Executive Committee Member who has failed to attend at least half the number of executive committee meetings held during a year, shall not be eligible to be considered for re-election as a member of the executive committee of the following year.**

**(14) When an office bearer or member of the Executive Committee has vacated office and the Executive Committee considers it necessary to fill such vacancy, they may appoint a member to fill such vacancy. A member so appointed will hold office until the next Annual General Meeting.**

**(15) (a) Any member seeking election to the Executive Committee shall have completed a period of 3 years as a member of the Society.**

**(b) Any member seeking election to a post of Vice President shall have completed a period of 5 years, which need not be continuous as a member of the Executive Committee.**

**© Any member seeking election to a post of President shall have completed a period of 10 years, which need not be continuous as a member of the Executive Committee and should have been a Vice President for at least 3 years.**

**(d) No person shall hold office as President for more than 3 years. Similarly no person shall hold office as a Vice President for more than 5 years.**

## **VI – EXECUTIVE COMMITTEE**

**(16) The control and management of the affairs of the Society shall, subject to the Rules of the Society, be performed by the Executive Committee.**

**(17) Without prejudice to the general powers referred to in Clause 16 the Executive Committee is empowered to:**

**(a) Appoint any member or members of the Society as a sub-committee for any defined purpose and to appoint Chairman and Secretary thereof:**

## **VII – MEETINGS**

- (18) **The General Meetings of the Society shall be:-**
- (a) An Annual General Meeting, or**
  - (b) A Special General Meeting**
- (19) **At least 7 days prior to every General Meeting every member of the Society shall be notified of the time, venue and agenda of such meeting.**
- (20) **The quorum for a General Meeting of the Society shall be 10% of the total membership, inclusive of the President or one Vice President and Honorary General Secretary.**
- (21) **The Annual General Meeting of the Society shall be held during the month of May/June each year and the agenda shall include:-**
- (a) Election of Office Bearers.**
  - (b) The election of Committee members.**
  - (c) Consideration of the Annual Report and audited Statement of Accounts of the Society for the preceding year, and**
  - (d) Resolutions- provided that notice of any resolution to be moved at the General Meeting shall together with a copy of its text, be given to the Honorary General Secretary at least 14 days prior to the next meeting of the Executive Committee and every such resolution shall be placed before the Executive Committee for its approval.**
- No resolution shall be proposed at any General Meeting unless the Executive Committee has granted its approval for such resolution being proposed at a General Meeting.**
- (e) Appointment of a firm of Chartered Accountants for the purpose of auditing the accounts of the Society.**
- (22) **A Special General Meeting of the Society shall be held;**
- (a) Whenever the Executive Committee resolves that it is necessary to hold a General Meeting of the Society, provided that at least 7 days notice has been given to the members; or**
  - (b) When any one fifth or more paid members of the Society by a written requisition addressed to the Honorary General Secretary calls for a General Meeting of the Society to transact such business as shall be stated in the written requisition, such a meeting shall be summoned by the Honorary General Secretary on a day falling within 24 days of receipt of the written requisition by him.**

**Notification to the members of such date shall be completed within ten days of the written requisition.**

- (23) Meeting of the Executive Committee shall be held at least quarterly.**
- (24) If for any reason, the Honorary General Secretary fails to summon a meeting in two consecutive quarters, or when the President considers any matter, the consideration of which by the Committee, should not be delayed till the next quarterly meeting, the President may summon or cause to be summoned a meeting of the Executive Committee and such meeting shall be called a Special Meeting of the Committee.**
- (25) At least three days prior to every meeting of the Executive Committee, every member of the Committee shall be notified in writing of the time, venue and agenda of such meeting.**
- (26) The quorum for the meeting of the Executive Committee shall be 5, provided at least two of the ex-officio members are present. The President shall preside at every meeting at which he/she is present. In his/her absence, a Vice President shall preside. In the absence of the President and Vice Presidents, a member elected by those present may preside.**
- (27) Votes – Votes shall be given on a show of hands or by secret ballot in person only. A corporate body may vote by its duly authorized representative.**

**Save as herein expressly provided, no member other than a member duly registered who shall have paid every subscription and any other sum (if any) which shall be due and payable to the Society in respect of his membership, shall be entitled to vote on any question at any meeting.**

#### **VIII – CONTROL AND ADMINISTRATION OF PROPERTY AND FUNDS**

- (28) All monies payable to the Society shall be paid to the Honorary Treasurer. The Honorary Treasurer is empowered to make payments subject to the approval of the Executive Committee.**
- (29) Without unreasonable delay all monies of the Society shall be deposited in an account in the name of the Society, in a bank approved for the purpose by the Executive Committee and such account shall be operated by three office bearers, i.e the President, Honorary Secretary and Honorary Treasurer. The signatories shall be the Treasurer and the President or Secretary.**

- (30) Notwithstanding anything to the contrary in the preceding rules, the Honorary Treasurer may retain with him a reasonable amount of money approved by the Executive Committee at any given time out of the monies of the Society, for urgent incidental expenses.
- (31) All payments of membership fees shall be forthwith recorded in a book kept specially for the purpose to be called the Membership Register. The Honorary Treasurer shall issue receipts for all monies received by him on behalf of the society.
- (32) At every meeting of the Executive Committee the Honorary Treasurer shall place before the Committee a Statement of Accounts of the Society for the preceding quarter.
- (33) The Executive Committee may, on behalf of the Society acquire, dispose of or create at its discretion, ownership or other interest in property both movable and immovable. Subject to the rules of the Society, the control and administration of the property of the Society, both movable and immovable, shall be vested in the Executive Committee.
- (34) Financial Year – The Financial year of the Society shall begin on 01<sup>st</sup> January of any year and terminate on 31<sup>st</sup> December of the same year.

#### **IX – MISCELLANEOUS**

- (35) The Society shall have the power to make fresh rules and to add to amend or cancel any rule already in force by a Resolution passed by a majority of not less than two thirds of the members present and voting at a General Meeting of the Society, provided that 28days notice shall be given of such meeting.
- (36) Audit – The Society shall submit its accounts once a year to an Auditor appointed under Rule 21 and table the audited accounts at the Annual General Meeting.
- (37) Any member could examine the books, ledgers, receipts and other documents pertaining to the current year's accounts with the Treasurer, on giving notice in writing of such intention to the Hony. General Secretary, who shall arrange with the Treasurer to permit such examinations, within three weeks of receipt of such intention.



- (38) Dissolution – The Society, subject to rights of any undischarged debentures holders, may be dissolved and the funds and belongings thereof disposed of in any manner decided upon at a Special General Meeting convened for the purpose, provided that at least three fourths of the total number of members attend the meeting and vote for the dissolution.**
- (39) Receiving of Gifts and Donations: The Executive Committee may, on behalf of the Society collect and receive gifts, donations, subscriptions of whatever description and utilize them for the purposes set out in 2 (a) to 2 (d).**
- (40) Any matter that may arise, not provided for in the above constitution may be considered and acted on by the Executive Committee, subject however, that members shall be informed of this decision within thirty days.**
- (41) Quorum: The Quorum for an Annual General Meeting shall be seventy five or ten percent of the total membership of the Society, whichever is less.**

Constitution as revised at the Annual General Meetings held on 17<sup>th</sup> November 1984, 27<sup>th</sup> June 1992, 17<sup>th</sup> June 1995, 23<sup>rd</sup> June 2006, 16<sup>th</sup> June 2010, 22<sup>nd</sup> June 2013 and 22<sup>nd</sup> May 2015.

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