

# Gujarati Samaj of Greater Kansas City, Inc The Constitution

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# Gujarati Samaj of Greater Kansas City, Inc The Constitution

## PREAMBLE

Whereas a large number of the Gujarati population are becoming permanent residents of the United States of America, be it resolved:

That a nonprofit organization be formed to maintain the identity of the Gujarati people;

That a forum be provided for meeting, sharing, and fostering literary, educational, and cultural advancement; and

That a bond of purposeful unity and friendship be established to enrich the Indian-American community within the pluralistic society of America.

We, the members of the Gujarati population establish a constitution in order to formulate an organization, the primary purpose of which shall be to promote and promulgate the Gujarati culture and heritage, the roots of which are deeply embedded in the history and civilization of the state of Gujarat in India.

**ARTICLE I: NAME, ORGANIZATION AND OBJECTIVES**

**SECTION 1: NAME AND ORGANIZATION**

- A The name of the organization shall be GUJARATI SAMAJ OF GREATER KANSAS CITY, INC. hereinafter referred to as the “ SAMAJ “.
- B The official premises of the SAMAJ shall be located at 8125 Bell Road, Lenexa, KS. 66219 USA.
- C The SAMAJ shall be organized exclusively as a type of the organization described in Section 501 (c) (3) and shall continue to remain tax exempt under the regulations of the Internal Revenue Code of 1954. All the charitable contributions made by the general public to this organization shall be deductible under Sections 170 (b) and 1709 (c) of the Internal Revenue Code of 1954.
- D THE SAMAJ shall be incorporated under the Kansas Non-Profit Corporation Act as a non-political organization in the State of Kansas, USA.
- E The purpose and activities of the SAMAJ will benefit the people of common Gujarati heritage, whether or not they are the member of The SAMAJ. The word Gujarati shall refer to the natives, descendants, or persons whose heritage is rooted in Gujarat, a State of India and who are now residing in the USA.

**SECTION 2: OBJECTIVES**

- A The lawful objective of forming this organization is to promote brotherhood and friendship among people with exclusively charitable, educational, religious, cultural and scientific objectives by providing a common meeting ground to its members.
  - (i) EDUCATIONAL ACTIVITIES can include but is not limited to (a) conducting of schools, panel discussions, lectures, forums, seminars, radio and television programs; (b) promoting various cultural media, such as museums, symphony orchestra, art exhibitions, musical and drama programs; and (c) awarding scholarships. The term

EDUCATIONAL relates to the instruction or training of individuals for the purpose of improving or developing their capabilities or the instruction of the public on subjects useful to individuals and beneficial to the community. Advocacy of particular point of view point may be educational.

- (ii) CHARITABLE ACTIVITIES can include but is not limited to the relief of the poor, distressed or underprivileged; erection and/or maintenance of public buildings, monuments or works; lessening the burden of the government; lessening of neighborhood tensions; elimination of prejudice and discrimination; defense of human and civil rights secured by law; preventing child abuse; and combating community deterioration and juvenile delinquency.
- (iii) SCIENTIFIC ACTIVITIES can include but is not limited to promoting research work in various scientific fields for the benefit of mankind.
- (iv) RELIGIOUS ACTIVITIES can include but is not limited to the celebration of religious festivals.
- (v) CULTURAL ACTIVITIES can include but is not limited to the celebration of Gujarati cultural festivals, such as Navratri, Diwali, and Holi etc.
- (vi) In order to carry out its activities listed above, The SAMAJ shall strive to create a permanent physical facility.
- (vii) ANY ACTIVITIES related to any political campaign, including publication or distribution of statements on behalf of any candidate for a public office SHALL NOT BE PERMITTED.
- (viii) No substantial part of the activities of this organization shall be the carrying on of propoganda, or otherwise attempting to influence legislation.
- (ix) Notwithstanding any other provisions of these articles, this organization shall not carry on any other activities not permitted to be carried on by an organization exempt from federal income tax under Section 501 (c) (3) of the Internal Revenue Code of 1954 or the corresponding provisions of any future United State Internal Revenue Laws.

- (x) The SAMAJ shall make grants only to the organizations having tax exempt status registered in U.S.A. and formed and operated for the purpose mentioned therein.
- (XI) The SAMAJ shall undertake and carry on any activities incidental and necessary to the underlying purpose of the aforementioned clauses and which at all times will be legal and abiding to the primary purpose of The SAMAJ.

## **ARTICLE II: MEMBERSHIP**

### **SECTION 1: ELIGIBILITY, CLASSES OF MEMBERSHIP AND DUES**

#### **A ELIGIBILITY**

Membership of the SAMAJ is open to any person of integrity and good moral character who is willing to uphold the objectives of THE SAMAJ.

#### **B CLASSES OF MEMBERSHIP**

1. Patron Member
2. Life Member
3. Family Member
4. Single Member
5. Student Member
6. Senior Citizen Member

#### **C DEFINATIONS AND DUES OF MEMBERSHIP**

Patron member is defined as any person paying one-time dues of three times the amount of Life membership or more set forth by the Executive Committee. This membership shall be entitled to the privileges and voting rights of Life membership.

Life member is defined as any person paying one-time dues in the amount set forth by the Executive Committee for this membership or more. This membership shall be entitled to the privileges and voting rights of Family membership for life.

Family member is defined as married couple paying annual dues in the amount set forth by the Executive Committee for this membership. This membership shall include member, spouse and their unmarried dependent children under the age of twenty-five. This membership shall be entitled to two votes, one for the member and other for the spouse.

Single member is defined as any single person above the age of eighteen paying annual dues in the amount set forth by the Executive Committee for this membership. This membership shall be entitled to one vote by the member.

This membership is not entitled to have any dependents on the membership.

Student member is defined as any single person between age of eighteen and twenty-five paying annual dues in the amount set forth by the Executive Committee for this membership and who is enrolled in any institution of higher education as a full time student for the current school year. This membership shall be entitled to one vote by the member. This membership is not entitled to have any dependent on the membership.

Senior Citizen member is any person aged 65 or older. This member shall pay annual dues in the amount set forth by the Executive Committee for this membership per person and shall be entitled to one vote by the member.

#### D CHANGES IN MEMBERSHIP DUES

Once a year, prior to November 1, Executive Committee by approval of 66% vote of the Executive Committee can recommend the membership dues to be increased by not more than 30% to the Board of Trustees, for a simple majority vote of approval. Such increases shall become and remain effective for subsequent years until altered.

### SECTION 2: APPLICATION FOR MEMBERSHIP

All applications for membership shall be made on an official form of the SAMAJ and submitted to the executive committee or its authorized committee along with appropriate dues. The Executive Committee may reject any application by a majority vote. In the event of rejection of the application, Executive Committee shall obtain an approval of at least two thirds of the Board of Trustees. A notice of such rejection shall be sent to the applicant within thirty days following receipt to the said application. Failure to send a rejection notice within thirty days following receipt of application shall be tantamount to approval of said application. An applicant may bring a rejected application to a special or annual meeting of members of THE SAMAJ, and a discussion on his application to a special or annual meeting of the SAMAJ, and the discussion on his application shall be given priority over all other business.

Unless rejected, the membership shall become effective from the date of the receipt of the application.

### SECTION 3: REFUNDS

Membership dues, once paid shall not be refundable; except, in case of initial rejection of Life membership application all but the amount equivalent to the family membership dues shall be refundable.

### SECTION 4: TRANSFER OF MEMBERSHIP

Membership in the SAMAJ shall not be transferable or assignable to other persons. Members may, however, upgrade the membership to a class having higher membership dues by paying the difference in dues between the two types of memberships prevailing at the time of upgrading.

### SECTION 5: PROOF OF MEMBERSHIP

Membership cards shall be issued to all current members annually and shall be required as proof of membership and identification for use of the privileges of the SAMAJ. Life membership card will be issued only once at enrollment. A lost membership card can be requested to be reissued by paying a reasonable replacement cost of \$ 5.

### SECTION 6: LAPSE OF MEMBERSHIP

The membership privileges shall be lost for failure of payment of dues as provided in ARTICLE II – SECTION 1 (C). The membership privileges for the entire membership may be extended for period not exceeding sixty days by a majority vote of the Executive Committee and approved by a majority vote of Board of Trustees.

### SECTION 7: MEMBERSHIP PERIOD

Annual membership period shall be from January 1 to December 31.

#### SECTION 8: VOTING RIGHTS AND PRIVILEGES

Voting referred to in this Article II shall apply to all matters pertaining to the activities of the SAMAJ and requiring voting by the members. Unless otherwise explicitly permitted elsewhere in this constitution for particular election, voting in absentia or by proxies is not allowed.

#### SECTION 9: OBLIGATIONS OF MEMBERS

All members shall strive to fulfill the aims and objectives of THE SAMAJ. No member shall engage in any activities which are detrimental to the SAMAJ, or which shall hurt the prestige and honor of India, Indian heritage or the Indian community. No member shall engage the funds, the property or the income of the SAMAJ towards the aims and objectives other than those listed in ARTICLE I. All members shall abide by the rules and procedures stated in this constitution and shall always maintain decorum at all SAMAJ meetings and activities.

#### SECTION 10: DISCIPLINARY ACTIONS

- A. Any member failing to meet the obligations stated in SECTION 9 above shall be subject to disciplinary actions decided by the simple majority of the Board of Trustees.
- B. Any member against whom disciplinary actions have been taken shall not be eligible to be a candidate for any election or appointment on THE SAMAJ bodies for a minimum of three years and a maximum of five years. The decision in these regards by a majority of the Board of Trustees shall be final.

### **ARTICLE III: MANAGEMENT OF THE SAMAJ**

All affairs of the SAMAJ shall be managed by the following two elected bodies, in the manner specified hereunder.

1. Executive Committee
2. Board of Trustees

Election of these two managing bodies shall be conducted under the supervision of the Nomination and Election Committee in accordance with the election procedure of the SAMAJ.

#### **A. FUNCTIONS, POWERS AND RESPONSIBILITIES OF THE MANAGING BODIES.**

(i) **EXECUTIVE COMMITTEE:** The Executive Committee shall be responsible for the day to day operations of the SAMAJ. This shall include but is not limited to the activities such as: membership drive; filing of tax returns; arranging of all the programs except those specifically approved and service to the members of the SAMAJ through various other activities. The Executive Committee is empowered to appoint various special purpose committees to perform the tasks necessary for furthering the objectives of the SAMAJ.

(ii) **BOARD OF TRUSTEES:** The Board of Trustees shall be responsible for maintaining the integrity of the SAMAJ. This shall include but is not limited to the activities such as: setting of long term objectives; management of external affairs of the SAMAJ; assisting and cooperating with the other bodies. Approval of the Board of Trustees is also required for opening or closing of all the SAMAJ bank accounts; for borrowing any amount from any source; or for any internal transfer of the funds in excess of \$5,000 among various elected bodies of the SAMAJ. The Board of Trustees shall do the final review and approve the accounts of the outgoing governing bodies, and shall see to the fact that all taxes are paid on time by the appropriate bodies of the SAMAJ, and that all the tax returns are filed on time by the Executive Committee. The Board of Trustees shall be responsible to take action on all constitutional and legal matters pertaining to the SAMAJ.

B. COMPENSATION OF THE MEMBERS OF THE MANAGING BODIES.

No member of the Executive Committee or the Board of Trustees shall receive any compensation in any manner for serving on these managing bodies.

SECTION 1: EXECUTIVE COMMITTEE

Executive Committee shall consist of the following five to ten officers.

1. President
2. Vice President
3. Secretary
4. Treasurer
5. Program Chairperson
6. Members at large

A. ELECTION OF THE EXECUTIVE COMMITTEE

The Executive Committee shall be elected once a year by the election procedure in ARTICLE IV of THE SAMAJ. The election procedure shall be executed by Nominating and Election Committee (NEC).

B. TERM OF OFFICE OF THE EXECUTIVE COMMITTEE MEMBERS

The term of the Executive Committee members will be for one year, except the first Executive Committee who will be in charge for first two years of the SAMAJ.

The Executive Committee will take charge of the office on December 1 of each year. Once elected, no member of the SAMAJ shall hold the same position in the Executive Committee for more than two consecutive terms.

C. QUALIFICATIONS

All members of the Executive Committee shall be a member of the SAMAJ.

D. DUTIES

- (i) The President of the SAMAJ shall (a) preside over all the Executive Committee meetings and General Body meetings; (b) be in charge and shall supervise all the activities of the Executive Committee; (c) perform all the tasks assigned by General Body; (d) be the official spokesperson of the SAMAJ; (e) preserve, protect and defend the provisions of this constitution; (f) promote the objectives of the SAMAJ; (g) be the official custodian of the SAMAJ constitution, the State Charter and the relevant document for IRS tax exempt status; (h) provide guidance and leadership to members; (i) maintain sound financial status of the SAMAJ; (j) cast a tie breaking vote only at all the meetings of the Executive Committee; and (k) on or before the second Sunday of December collect all the documents related to the SAMAJ, from the Secretary, the Treasurer and summarize and hand over the documents to the new President in the presence of Chairperson of the Board of Trustees.
- (ii) The Vice-President of the SAMAJ shall perform the duties of the President and shall assume his/her powers at his/her request or during his/her absence or disability.
- (iii) The Secretary of the SAMAJ shall (a) attend and keep the minutes of all the Executive Committee meetings and the meeting of the General Body; (b) call meetings and send appropriate notices to the members with advice and consent from the President; (c) help the President in executing the decisions of the Executive Committee; (d) do all necessary correspondence; (e) perform all the duties reasonably assigned to him/her by the Executive Committee; and (g) on or before the second Sunday of December hand over all the relevant documents of THE SAMAJ to the President and assist the President to transfer the documents to the new President.
- (iv) The Treasurer of the SAMAJ shall (a) have custody of all the funds, property and securities of THE SAMAJ and shall manage them efficiently; (b) when requested by a member in writing, allow the member, within three weeks, with consent from the President and Executive Committee, to examine the SAMAJ

accounts and to make copy thereof at a predetermined time and place mutually agreeable to both the parties; (c) prepare quarterly and annual financial reports of the SAMAJ and present them to the Executive Committee for approval (d) file IRS returns annually at the end of the SAMAJ year for all of THE SAMAJ; (e) have the SAMAJ accounts reviewed by the appointed CPA; (f) make annual financial report available to all the members of the SAMAJ one week prior to the General Body meeting; (g) on or before the end of December hand over all the relevant documents of the SAMAJ to the new Treasurer and President, and completed accounts for the completed year to the CPA appointed by the SAMAJ; (h) present financial report at the next Executive Committee meeting following each event; (i) deposit all the funds with the bank and/or savings and loan association within two weeks after they are received in the SAMAJ account; (j) make every effort to settle all the accounts related to the event within one month; and, report all accounts receivable on a quarterly basis.

- (v) The Program Chairperson shall (a) co-ordinate the social and cultural events of the SAMAJ; (b) Select and make arrangement for the performing groups for the events; (c) attend all the Executive Committee meetings and participate in the decision making process; (d) shall work closely in co-operation with President to attain the objectives of THE SAMAJ.
- (vi) The Members of the Executive Committee – At Large shall (a) attend all the Executive Committee meetings and participate in the decision making process; (b) act responsibly to protect the image of THE SAMAJ; (c) perform the duties assigned by the Executive Committee; and (d) shall work closely in cooperation with the President to attain the objectives of THE SAMAJ.

#### E. RESIGNATION OF AN EXECUTIVE COMMITTEE MEMBER

A member of the Executive Committee wishing to resign from the office shall give three weeks notice in writing to the

Executive Committee addressed and delivered either to the President or the Secretary of the SAMAJ.

#### F. VACANCY IN THE EXECUTIVE COMMITTEE

The Vice-President shall fill the vacancy for the President. Any other vacancy in the Executive Committee shall be filled by appointing any SAMAJ member selected by the President with the simple majority vote of the Board of Trustees.

#### G. REMOVAL

- (i) Any one of the Executive Committee member remaining absent from any three scheduled monthly meetings of the committee without prior and proper approval by the President shall be subject to automatic removal as a member of the Executive Committee.
- (ii) An Executive Committee member may be permitted to remain absent from any scheduled monthly meeting for a maximum of six months, provided that the member has given prior notice to the President, stating the reason for remaining absent and the President has given his/her consent to such absence.
- (iii) An Executive Committee member may be removed for any reason and without notice, by a no confidence vote of three-fourths of the Board of Trustees.

### SECTION 2: BOARD OF TRUSTEES

There shall be seven members of the Board of Trustees. One third of the number of Trustees shall be elected and changed as per the provisions of this constitution every year. The first election and change shall take place in the fourth year after the SAMAJ is incorporated. The Trustees shall by simple majority elect one of the Trustees as a Chairperson and one of the Trustees to be a Vice Chairperson for a term of one year to coordinate the activities of the Board of Trustees. The Chairperson and Vice Chairperson's term shall coincide with the term of the Executive Committee.

#### A. ELECTION OF THE TRUSTEES

The Board of Trustees shall be elected by the election procedure in ARTICLE IV of THE SAMAJ. The election procedure shall be executed by Nominating and Election Committee (NEC) as per election procedure of ARTICLE IV of THE SAMAJ.

**B. TERM OF OFFICE OF THE TRUSTEES**

The term of the Trustees will be for three years. Once elected, no member of the Board of Trustees shall hold office of the Trustee for more than two consecutive terms.

**C. QUALIFICATIONS**

All members of the Board of Trustees shall be a member of the SAMAJ for at least three prior consecutive years. This requirement shall be waived for the Trustees in office at the time the SAMAJ is incorporated.

**D. DUTIES**

The Chairperson of the Trustees shall assign a trustee to function as a Secretary and shall preside over all the meetings of the Board of Trustees.

The Secretary shall keep the minutes of the meetings of the Board of Trustees. The Secretary or one of the Trustee designated by the Chairperson shall also attend all the meetings of the Executive Committee and keep the Board of Trustees informed of the operations of the SAMAJ.

All other Trustees may attend the Executive Committee meetings but shall be required to attend the General Body meeting; and be physically present at most of the SAMAJ activities and functions to help and assist.

The Board of Trustees shall meet all other obligations and discharge its duties specified elsewhere in this constitution. The Board of Trustees shall play a supervisory role in the daily operations of the SAMAJ.

**E. RESIGNATION OF A TRUSTEE**

A member of the Board of Trustees wishing to resign from the office shall give three weeks written notice to the Chairperson of the Trustees.

F. VACANCY ON THE BOARD OF TRUSTEES

Vacancy on the Board of Trustee shall be filled by a simple majority vote of the remaining Trustees from the list of members of THE SAMAJ. Vacancy of the Chairperson of the Board of Trustees shall be filled by the Vice-Chairperson and the vacancy of the Vice-Chairperson shall be filled by a simple majority vote of the Board of Trustees from the list of current Trustees.

G. REMOVAL

- (i) Any one of the Trustee remaining absent from more than two scheduled quarterly meetings of the Board of Trustees in any given year without prior approval of the Chairperson shall be subject to removal as a Trustee by a two-third vote of Trustees in favor of such a removal.
- (ii) A Trustee may be permitted to remain absent from any scheduled quarterly meeting for a maximum of one year, provided that the trustee has given prior notice to the Chairperson, stating the reason for remaining absent and the Chairperson has given his/her consent to such absence.
- (iii) A Trustee may be removed by a no confidence vote of three-fourth majority of both managing bodies.

SECTION 3: RESTRICTIONS ON HOLDING OFFICE

A spouse of any member of the elected bodies of the SAMAJ shall not be eligible to hold any elected office in the same managing body of THE SAMAJ.

SECTION 4: MANAGEMENT BREAKDOWNS

- A. When a no confidence motion against the President is carried by a vote of at least three members of the Executive

Committee, or, when 40 % of the members of the SAMAJ in good standing request in writing the removal of the President, and if two-third of the Trustees approve the removal of the President, the President shall be removed from office. The Vice-President shall then assume the duties and powers of the Presidency. In case of his/her non-availability, the Secretary and then the Treasurer, in that order, shall assume the role of the President.

- B. When the President or the 40 % of THE SAMAJ members in good standing shall report in writing the inability of the Executive Committee to carry out its functions effectively and request its dissolution, the Board of Trustees shall hold a separate hearing of all the parties by giving them a minimum of ten days notice. After these hearing with a minimum of two third of the Trustees voting in favor of dismissal of the Executive Committee, the Board of Trustees shall take over the functions of the Executive Committee and control the affairs of THE SAMAJ until the new Executive Committee is elected. In such an event the Board of Trustees shall hold the elections in accordance with the election procedure outlined in ARTICLE IV.

## ARTICLE IV: ELECTION PROCEDURE

### SECTION 1: NOMINATING AND ELECTION COMMITTEE

In every year not later than in the month of July, the Executive Committee and the Board of Trustees by a simple majority vote shall appoint the Chairperson of Board of Trustees as a Chief Election Officer (CEO) and at least one member from the Patron members and up to three more members from the SAMAJ to form a Nominating and Election Committee (NEC).

### SECTION 2: OATH

The members constituting NEC shall submit a sworn written statement to the Board of Trustees before commencing their term:

“ We the undersigned, appointed Election Officers, do hereby solemnly swear and declare under oath that we will impartially carry out the various elections for the SAMAJ in total compliance with constitution of the SAMAJ. We agree to submit the election returns promptly before end of November of this year after the election. We understand and agree that publicly we cannot be for or against any candidate; and that we will neither engage in any campaign activities nor shall we vote in any of the SAMAJ elections during the term of our office.”

### SECTION 3: DUTIES OF ELECTION COMMITTEE

The NEC shall have absolute control in carrying out all elections for the SAMAJ. The NEC is empowered to carry out all the related activities such as (a) Inviting nominations for appropriate positions (b) Validating nominations (c) Setting deadlines for accepting and withdrawing nominations (d) Preparing appropriate ballots (e) Appointing additional election staff (f) Establishing and enforcing proper election procedures (g) Preparing Register of eligible voters (h) Counting ballots and submitting the results to the Chairperson of the Board of Trustees of THE SAMAJ.

If election is not held due to lack of candidates for the position of an officer then NEC shall prepare a list of outgoing officers, and a slate of nomination for those vacant positions and submit it to Board of Trustees for consideration.

NEC shall complete this process before the end of November of each year to facilitate the change of powers in timely manners.

#### SECTION 4: DATE, PLACE AND TIMING OF THE ELECTIONS

An announcement of the open positions in the SAMAJ managing bodies shall be published. The announcement shall also include the address of the SAMAJ or any other selected place, date and time of the election and closing date for receiving the nominations and withdrawals. The time allowed for casting ballots shall be reasonable, giving consideration to the number of voters and shall allow the maximum number of voters to exercise their franchise.

#### SECTION 5: METHOD OF VOTING

The election shall be by secret ballots by the eligible voters.

#### SECTION 6: ELIGIBILITY TO VOTE

For the election of the managing bodies of the SAMAJ, any person qualified to vote must have been a member of the SAMAJ, at least 30 days prior to the election day. This is to provide NEC enough time to prepare accurate Register of eligible voters, printing etc. The number of votes allowed to be cast by members shall be determined as per ARTICLE II – SECTION 1©.

#### SECTION 7: ELECTION GUIDELINES

Every year at least sixty days prior to the specific election, The NEC shall prepare and publish detailed rules and procedure for election on hand. These rules and procedures shall encompass but not be limited to (a) nominations (b) withdrawals (c) canvassing for election (d) place, date and time of election (e) eligibility to vote (f) conditions which may

disqualify a candidate (g) validity of ballots (h) ballot counting (I) election returns, etc. based on the following guidelines.

- (A) The NEC shall provide names and telephone numbers of all the officers and address of the Chief Election Officer.
- (B) The NEC shall publicize a list of all the positions for which the election is conducted along with the date, place and timing of the election; last date for receiving nominations; and, the last date for withdrawing nominations.
- (C) All the nominations, withdrawals and election related correspondence shall be addressed to the CEO and shall be mailed or delivered in person to their published address.
- (D) Membership card is required for voting. Additionally, the NEC may require positive identification to ascertain voter's identity.
- (E) Immediately after completion of counting the votes, the CEO shall announce the unofficial results to the candidates and their representatives present. Within seven days after counting votes, The NEC shall submit signed official election return to the President of the SAMAJ along with appropriate details of voting for official announcement.

## SECTION 8: RULES FOR NOMINATIONS AND WITHDRAWALS

The members and spouses of the NEC shall be automatically disqualified from contesting for any office.

No member may contest for more than one position simultaneously. Each nomination must be submitted on a prescribed form of the SAMAJ. NEC shall reject the nomination application, if the nomination form is incomplete or contains invalid information.

The nominations must be submitted in writing to the NEC at the address published. Nomination form must be received by NEC prior to closing date for nomination.

Withdrawals must be submitted in writing to NEC and must be submitted to NEC at least 7 days prior to election date.

## SECTION 9: FINAL AUTHORITY

In any matter of controversy pertaining to the election, the decision by a majority vote of the NEC shall be final, and without further recourse, legal or otherwise.

**ARTICLE V: MEETINGS**

**SECTION 1: MEETINGS OF THE EXECUTIVE COMMITTEE**

- A. The regular meetings of the Executive Committee shall preferably be held once a month. The additional meetings may be called by the President, or with his advice and consent, by The Secretary, if and when necessary.
- B. The quorum for an Executive Committee meeting shall consist of a simple majority of the committee members excluding the excused members of the committee.
- C. The order of succession for presiding over The Executive Committee meetings shall be The President, The Vice-President, The Program chairperson, The Secretary, The Treasurer or one of the Board of Trustee selected by the Chairperson of Board of Trustees at President's request.

**SECTION 2: MEETINGS OF THE BOARD OF TRUSTEES**

- A. The meetings of the Board of Trustees shall preferably be held once every three months. The additional meetings may be called by the Chairperson of the Board of Trustees, if and when necessary.
- B. The quorum for the meetings of the Board of Trustees shall consist of five Trustees.
- C. The order of succession for presiding over the meetings of the Board of Trustees shall be the Chairperson of the Trustees; or, in the event of their absence, any other Trustee selected by the Trustees present at the meeting.

**SECTION 3: JOINT MEETING OF THE TWO MANAGING BODIES**

- A. The joint meeting of the two managing bodies may be called by the Chairperson of the Board of Trustees or by the President of the Executive Committee to address the issues that may be of concern to both the bodies.

- B. The quorum for the joint meeting of the two bodies shall consist of a majority members of the two bodies excluding the members excused by the Chairperson of the respective bodies.
- C. The order of succession for presiding over the joint meetings of the two governing bodies shall be the Chairperson of the Trustees, or any Trustee appointed by Chairperson of the Trustees.

#### SECTION 4: GENERAL BODY MEETINGS

- A. Every year, there shall be a minimum of one General Body meeting of all the members. The agenda for such a meeting shall consist of (i) presenting annual reports, (ii) presenting and approving accounts, and, (iii) any other matters of importance for the growth and wellbeing of the organization. The additional General Body meetings may be called by the Executive Committee with consent from Board of Trustees to discuss any issues of importance which may need urgent consideration.
- B. The General Body meeting may be petitioned in writing by one-fourth of the members in good standing. Such petition shall be filed with the President or the Secretary of the SAMAJ.
- C. For all General Body meetings, except those which are adjourned to conduct the unfinished business, a minimum of three weeks notice shall be given to the entire membership. A written notice with time and place will be required.
- D. The quorum for General Body meetings shall consist of one-third of voting members. In the event the quorum does not exist, the meeting shall be adjourned for half an hour. After half an hour, the adjourned meeting may proceed without quorum.
- E. All the decisions taken at the General Body meetings shall be binding to all the members.

- F. Any decisions taken at the General Body meetings when a minimum of one-third of the voting members were not present, shall be presented to the entire membership by written communications. The member shall be given minimum of four weeks time from the date of mailing to respond in writing their disagreement with individual decisions. Any decision disapproved by the members by a majority vote shall be voided.
  
- G. In all General Body meetings, the voting rights for the members shall be as per ARTICLE II – SCETION 1© and SECTION 8.
  
- H. The order of succession for presiding over the General Body meetings shall be the President, Vice-President, the Chairperson of Trustee, or any other elected Executive Committee Member or a Trustee present at the meeting.

**ARTICLE VI: FINANCE**

**SECTION 1: DISTRIBUTION OF FUNDS**

No part of the net earnings of the organization shall inure to the benefit of any member of the organization or any of its elected or nominated officer.

The authorized officers may however pay reasonable compensation of the services rendered and make payments and distributions to further the objectives set forth in ARTICLE I.

All the funds collected during the programs shall be managed by the Executive Committee.

**SECTION 2: BANK ACCOUNTS**

The SAMAJ shall maintain its accounts and deposit its funds in banks with national charter and which are insured under FDIC. The funds in excess of the amount insured by the bank shall not be deposited in that bank.

The bank accounts shall be under the control of the Executive Committee and shall be operated by the following officers: (a) President (b) Treasurer.

The issuing of checks in the amount up to \$1,000 shall be approved by any two Executive Committee members, in the order listed. The issuing of checks in the amount over \$1,000 and up to \$5,000 shall be approved by any two Executive Committee members, in order listed and one of the authorized trustees. The issuing of checks in amount exceeding \$5,000 shall be approved by any two authorized Executive Committee members and any two of the authorized trustees. The appropriate checkbooks shall remain in the custody of the Treasurer.

The amount of checks shall not be broken down, without valid reasons, just to circumvent the approval requirements.

**SECTION 3: EXPENDITURES – APPROVAL AND PAYMENTS**

The expenditures incurred shall be for conducting and sponsoring activities related to the aims and objectives of the SAMAJ.

- A. Approval of expenditures by the Executive Committee:  
Without express approval, the Executive Committee member at large may spend \$25; the Treasurer, the Secretary, and , the Vice-president may spend up to \$50; and, the President may spend up to \$100 to meet the needs of THE SAMAJ. The expenditures over \$100 must be approved in advance by a majority of the Executive Committee Officers. Any expenditure in excess of \$1000 must be approved by a majority vote of those present at a meeting of the Executive Committee. Any expenditures in excess of \$5000 must be approved separately, in advance, by a majority of the Trustees holding the office.

- B. Payment of Expenditures:

The appropriate officer in custody of the checkbooks shall make payments for all authorized expenses for which invoices or receipts are provided, unless otherwise instructed by a majority of the members of the both managing body. The same officer shall keep accurate records of all the receipts and expenditures, and file relevant evidence consisting of canceled checks, canceled deposit slips, the invoices and receipts, and the reconciled bank statements in a professional manner.

#### SECTION 4: RESERVE FUND

A Reserve Fund shall be created for the SAMAJ in which the following funds shall be deposited:

- (I) All the dues collected from the Patron Members and Life Members, as they are collected.
- (II) At the end of fiscal year, all surplus funds on hand.

The reserve fund accounts shall be under the control of the Board of Trustees and shall be operated by the following officers: (a) Chairperson (b) Vice Chairperson.

The funds in the Reserve Fund shall not be spent or pledged as collateral to borrow against to meet the day-to-day needs of the SAMAJ. A two-third majority vote of the Board of Trustees and subsequently a two-third majority vote at the General Body meeting shall be required to use the funds in the Reserve Fund for achieving the objectives of the SAMAJ. The Board of Trustees shall manage the Reserve Fund. Accurate records of all the deposits and withdrawals with sufficient details shall be maintained by the SAMAJ Treasurer. The appropriate checkbooks, savings book and investment related papers should remain in the custody of the SAMAJ Treasurer.

#### SECTION 5: REVIEW OF ACCOUNTS

The Board of Trustees shall appoint a CPA to inspect and review the books of the SAMAJ. The CPA shall examine all the books and submit an annual report to the Executive Committee and the Board of Trustees by February 15. The accounts may also be inspected at any other time at the request of the President or the Chairperson of the Trustees.

#### SECTION 6: RETURN ON RESERVE FUND

A fixed amount, set by the Board of Trustees, from the return on reserved fund of the previous year shall be available to the Executive Committee to start the year for planning the expenditure of the current year.

#### SECTION 7: ASSETS AND LIABILITIES

Assets and Liabilities of THE SAMAJ shall be administered by the Board of Trustees. No Trustee shall be held personally responsible for any liability of the SAMAJ, unless he/she was found to be culpably negligent.

**ARTICLE VII: AMENDMENTS TO THE CONSTITUTION AND BYLAWS**

- A. Any proposed amendments to the constitution may be presented in writing to the President of the SAMAJ, by any twenty members of the SAMAJ, or by any five members of the two elected bodies of the SAMAJ.
- B. Upon receiving the proposed amendments, the President shall request the Board of Trustees and the Board of Trustees shall appoint a temporary Constitution Committee, consisting of not less than five members, The Patron member shall be the Chairperson of the committee.
- C. The Constitution Committee shall review the proposed amendments, determine its merits and legality, study its impact on the rest of the Constitution, assess the effect of the amendment and its consequences for the wellbeing of THE SAMAJ, make its recommendations, draft the amendment in proper language, suggest related changes in appropriate articles of Constitution, and, present it to the joint meeting of the Executive Committee, and the Board of Trustees.
- D. The proposed draft shall be discussed at the said joint meeting and voted upon by a two-thirds majority vote of the members of the two bodies present at such a meeting to approve the changes.

**ARTICLE VIII: ENACTMENT**

This Constitution became the law of the SAMAJ on April 15, 1999.

**ARTICLE IX: DISSOLUTION**

- A. Any one-third members of the SAMAJ may propose in writing the dissolution of the SAMAJ.
- B. If the said proposal is approved by a three-fourths vote of those present at the joint meeting of the Executive Committee and Board of Trustees, the proposal shall be forwarded to the entire membership for consideration.
- C. If three-fourth of all members of the SAMAJ approve such a proposal in writing, the SAMAJ shall stand dissolved.
- D. Upon dissolution of the SAMAJ, the Board of Trustees, after paying or making provision for paying all the liabilities of the SAMAJ, shall dispose of all the assets of the SAMAJ in such a manner or to such organizations which are organized and operated exclusively for charitable, educational, religious or scientific purposes and which shall at the time of dissolution qualify as a tax exempt organization under Section 501© (3) of the Internal Revenue Code of 1954 or the corresponding provisions of any future United States of America Internal Revenue Laws.

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