

THE GUJARATI SAMAJ OF **MISSISSIPPI, INC.**

CONSTITUTION AND BY-LAWS **APPROVED BY THE GENERAL BODY** **ON AUGUST 23, 2004**

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ARTICLE I: NAME, ORGANIZATION AND OBJECTIVES

SECTION 1: NAME AND ORGANIZATION

- A. The name of the organization shall be GUJARATI SAMAJ OF MISSISSIPPI, INC., hereinafter referred to as the "SAMAJ"
- B. The official premises of the SAMAJ shall be located in the metropolitan Jackson, Mississippi area.
- C. The SAMAJ shall be organized exclusively as a type of organization described in Section 501©(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 Mississippi Non-Profit Corporation Act as a non-political organization in the State of Mississippi, USA.
- E. The purposes and activities of the SAMAJ will be to benefit the people of common Gujarati heritage in general who are its members but are not intended to restrict the benefits to the members of the SAMAJ only. 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 permanently residing in the USA.

SECTION 2: OBJECTIVES

- A. The lawful objectives of forming this organization are as follows:
 - i. To bring together persons interested in preserving and promoting Gujarati Culture and Literature of India.
 - ii. To organize and develop charitable, cultural, religious, scientific and educational activities for the interest of its members.
 - iii. To foster friendship and understanding among its members and those of other ethnic, national and religious origins.
 - iv. To provide and secure means from among the members of the organization, and other resources for educational and medical needs of needy and deserving people.
 - v. To undertake and promote such other lawful activities as may be deemed necessary to achieve and in furtherance of these objectives.

- 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 propaganda, or otherwise attempting to influence legislation.
- ix. Notwithstanding and 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©(3) of the Internal Revenue Code of 1954 or the corresponding provisions of any future United States Internal Revenue Laws.
- x. The SAMAJ shall make grants only to the organization having tax-exempt status and formed and operated for the purposes mentioned herein.

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, with roots in the state of GUJARAT (INDIA). Only Patron Membership is open to any person of integrity and good moral character who is willing to uphold the objectives of THE SAMAJ, but without roots in the state of GUJARAT (INDIA).
- B. **DEFINITIONS AND DUES OF MEMBERSHIP**
- i. **Family member** is defined as a married couple or heads of the household paying annual **dues**, currently being **\$50.00** and subject to change as per **By-Laws ARTICLE II, SECTION 1C**. This membership shall include member's unmarried dependent children, living with the parents or are full time students at an institution. This membership also includes the dependent parents living with the members. This membership shall be entitled to a maximum of two votes, one each by each of the spouses.
 - ii. **Life member** is defined as any person paying one-time dues, currently being **\$1,000.00** and subject to change as per **By-Laws ARTICLE II, SECTION 1C**. This membership shall be entitled to the privileges of Family membership for life. The life members shall be entitled to the preferred seating at the annual banquets. The life members shall also be entitled to other exclusive privileges approved by the general body.
 - iii. **Single member** is defined as any single person above the age of eighteen, paying annual dues, currently being **\$25.00** and subject to change as per **By-Laws ARTICLE II, SECTION 1C**. This membership shall be entitled to one vote by the member. This membership is not entitled to have any dependents on the membership.
 - iv. **Senior Citizen member** is any person aged 65 or older. This member shall not pay any annual dues and shall not be entitled to any voting rights. Senior Citizen Member may chose at any time to become Family, Life or Single Member by paying appropriate membership dues for a respective membership and be entitled to all privileges associated with that membership.
 - v. **Patron member** is any person of integrity and good moral character who is willing to uphold the objectives of THE SAMAJ, but without roots in the state of GUJARAT (INDIA). This member shall pay annual dues, currently being **\$25.00** and subject to change as per **By-Laws ARTICLA II, SECTION 1C** and shall not be entitled to any voting right.

C. CHANGES IN MEMBERSHIP AND MEMBERSHIP DUES

Once a year, prior to December 31, by a 60% vote of The Executive Committee and a majority vote of the Board of Trustees; any membership or the membership dues for any membership may be changed (to be approved by general body at annual meeting). Such changes 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 SAMAJ and submitted to the executive committee or its authorized committee along with 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 of 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 discussion of 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 Patron and 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 two types of memberships prevailing at the time of upgrading.

SECTION 5: PROOF OF MEMBERSHIP

Paid membership receipts and any pictured identification card shall be required as proof of membership for voting and for use of the privileges of the SAMAJ.

SECTION 6: LAPSE OF MEMBERSHIP

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

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 the ARTICLE II shall apply to all matters pertaining to the activities of the SAMAJ and requiring voting by the members. Unless otherwise approved by a 2/3-majority vote of Members of the Executive Committee and the Board of Trustees for a 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, and which shall hurt the prestige and honor of India, Indian heritage and the Indian community. No member shall engage the funds, the property and 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 committee meetings and General Body meetings.

SECTION 10: DISCIPLINARY ACTIONS

- A. Any member failing to meet the obligations stated in SECTION 9 above shall be subject to disciplinary actions recommended by at least ten members of the Executive Committee and approved by a 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 three years. The decision in this regard 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 Election Committee; in accordance with the election procedures of the SAMAJ.

A. FUNCTIONS, POWERS AND RESPONSIBILITIES OF THE MANAGING BODIES

- i. **EXECUTIVE COMMITTEE:** The Executive Committee shall be responsible for day-to-day operation of the SAMAJ. This shall include but not be limited to the activities such as: membership drive; maintenance of the membership records and accounts; timely filing of tax returns; arranging of all the programs, fund raising by direct donations; developing and maintaining relationship with other organizations; service to the members of the SAMAJ through various other activities; as well as publishing the news letter; etc. The Executive Committee is empowered to appoint various special purpose committees to perform the tasks necessary for furthering the objectives of the SAMAJ. The Executive Committee shall manage and maintain all current and future tangible assets 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 not be limited to the activities such as: setting of long-term objectives; management of external affairs of the SAMAJ, as well as assisting and cooperating with the other bodies. Approval of the Board of trustees is also mandatory for opening or closing of all of the SAMAJ bank accounts; for borrowing any amount from any source; or for any internal transfer of funds in excess of \$5,000.00 among various elected bodies of 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 actions on all constitutional and legal matters pertaining to the SAMAJ.

SECTION 1: EXECUTIVE COMMITTEE.

The Executive Committee shall consist of the following seventeen (17) members.

1. President
2. Vice President
3. Secretary
4. Joint Secretary
5. Treasurer
6. Joint Treasurer
7. 11 members at large

A. ELECTION OF THE EXECUTIVE COMMITTEE

1. Every year, eight new members shall be elected to serve a two years term to the Executive Committee by the general membership. All members of the SAMAJ shall be notified to nominate new members to the Executive Committee. If more than eight members are nominated, the election of the nominees shall be held according to the election procedure described in the By-Laws of the SAMAJ. If less than eight members are nominated by the general membership, the out going member(s) of the Executive Committee or a Member(s) from the general membership shall be appointed by the new Executive Committee.
2. Every two years, President shall be elected to serve a two years term by the general membership. All members of the SAMAJ shall be notified to nominate new president. If more than one members are nominated, the election of the nominees shall be held according to the election procedure described in the By-Laws of the SAMAJ. In the event no one is nominated by the general membership, an out going member(s) of the Executive Committee or a Member(s) from the general membership shall be appointed as president by a majority vote of the New Executive Committee.
2. Every year the Vice President, Secretary, Joint Secretary, Treasurer and Joint Treasurer shall be nominated by the President from among the remaining sixteen elected members of the Executive Committee and approved by a majority of the vote of the Executive Committee. The remaining eleven members shall function as members-at-large.

B. TERM OF OFFICE OF THE EXECUTIVE COMMITTEE AND THE EXECUTIVE COMMITTEE MEMBERS

1. Each year the New Executive Committee will take charge of office on January 1 of that year. The term of this office is for a one-year period beginning January 1 and ending December 31.
2. The term of the Executive Committee Member is two years. Once elected, no member of the SAMAJ shall hold the same position in the Executive Committee for more than two consecutive terms. If unable to find enough eligible members to serve on the Executive Committee, the new Executive Committee may select an out going member of the Executive Committee to serve another two-year term.

C. QUALIFICATIONS

All elected and/or appointed office bearers and all election candidates shall be at least eighteen years of age and be a member of the SAMAJ for at least two years (last year and the current year) and also be a member of the SAMAJ for the duration of their entire term.

- (i) The president of the SAMAJ (a) must be a member of the SAMAJ for two years; and, (b) must be a member of the SAMAJ during his/her entire term.

D. DUTIES

- i. The President of The SAMAJ shall (a) preside over all the Executive Committee meetings and the General Body meetings; (b) be in charge and shall supervise all the activities of the Executive Committee; (c) perform all the tasks assigned by the 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 of 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 SAMAJ related documents from the Secretary, and Treasurer, summarize and hand over to the new President in presence of the Chief Trustee or a Trustee designated by the Chief Trustee.
- ii. The Vice-President of the SAMAJ shall perform the duties of the President and shall assume his powers at his request or during his absence or disability.

- iii. The Secretary of the SAMAJ shall (a) attend and keep the minutes of all Executive Committee meetings and the meetings 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 the necessary correspondence; (e) perform all the duties reasonably assigned to him 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. (h) The Joint Secretary shall assist the Secretary in performing the duties of Secretary and assume the responsibilities in absence of the Secretary.

- iv. The Treasurer of The SAMAJ shall (a) have custody of all the funds, property and securities of The SAMAJ including those related to the Community Center project 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 a 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 and upon approval, have them published in the newsletter; (d) file IRS returns annually at the end of the fiscal year 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 the completed accounts for the completed year to the SAMAJ appointed Certified Public Accountant (CPA); (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; (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; (k) the Joint Treasurer shall assist the Treasurer in performing the duties of treasurer and assume the responsibilities in absence of the Treasurer.

- v. The Member 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 a three weeks notice in writing to the Executive Committee through the President or the Secretary of the SAMAJ.

F. VACANCY IN THE EXECUTIVE COMMITTEE

Vacancy for any one of the eleven members at large of the Executive Committee shall be filled by nominating any member of the SAMAJ by the President and approved by the Executive Committee. This Member must meet the qualification requirements as specified in **ARTICLE III – SECTION 1 F**. Vacancy for the President shall be filled by the Vice-President. Vacancy for Vice-President, Secretary, Joint Secretary Treasurer or Joint Treasurer shall be filled by any one of the Executive Committee members by the majority vote of the Executive Committee. However, in an event an appointed Executive Committee member is to hold the position of Vice-President, Secretary or Treasurer it shall be required at least two-thirds majority approval of the Board of Trustees.

G. REMOVAL

- i. Any one of the Executive Committee members 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.
- ii. For valid reasons, the written approval for remaining absent from Executive Committee meetings may be given to a member for a maximum of six months.

SECTION 2: BOARD OF TRUSTEES

There shall be five members of the Board of Trustees. Trustees shall be elected as per provisions of this constitution. Newly elected trustee shall act as Liaison Officer and secretary of the Board of Trustees. Every year, the five Trustees shall by simple majority elect one of the Trustees as a Chief Trustee for a term of one year to coordinate the activities of the Board of Trustees.

A. ELECTION OF THE TRUSTEES

Every year, one member of the Board of Trustees shall be elected to serve a five years term by the general membership. All members of the SAMAJ shall

be notified to nominate new trustee. If more than one members are nominated, the election of the nominees shall be held according to the election procedure described in the By-Laws of the SAMAJ. In the event no one is nominated by the general membership, the out going member(s) of the Executive Committee or a Member(s) from the general membership that meets the qualification requirements as specified in ARTICLE III – SECTION 2 C, shall be nominated by the Executive Committee and approved by a majority vote of the general body at the annual general body meeting or a special meeting called for that purpose.

B. TERM OF OFFICE OF THE TRUSTEES

The term of the Member of the Board of Trustees is five years. Once elected, no member of the Board of Trustees shall hold the office of the Trustee for more than two consecutive terms.

C. QUALIFICATIONS

The Trustee of the SAMAJ (a) must have served for at least one year as President, Vice President, Secretary, Joint Secretary, Treasurer or Joint Treasurer of the SAMAJ; or, must have served for at least two term as member of the Executive Committee; and, (b) must be a member of the SAMAJ for two years; and, (c) must be a member of the SAMAJ during his/her entire term.

3. DUTIES

The Chief trustee shall preside over all the meetings of the Board of Trustees.

The Liaison Officer cum Secretary shall attend and keep minutes of the meetings of the Board of Trustees. This person or one of the trustees designated by this person shall also attend all the meetings of the Executive Committee and keep the Board of trustees informed on happenings in the SAMAJ.

Other Trustees may attend the Executive Committee meetings, but shall be required to attend the General Body meetings; 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 supervisory role in functioning of the SAMAJ affairs.

4. 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 Chief Trustee or the Liaison Officer.

5. VACANCY ON THE BOARD OF TRUSTEES

Vacancy arising on the Board of Trustees shall be filled by the Board of Trustees and the Executive Committee by nominating any member of the SAMAJ by a simple majority vote. Any person nominated to fill the vacancy on the Board of Trustees must meet the qualification requirements as specified in **ARTICLE III – SECTION 2C**. No person shall cast more than one vote for this purpose. This Trustee shall stand for election for the remainder of the term of this trusteeship at the next Board of Trustees' election. At this time any member of the SAMAJ that meets the qualification requirements as specified in **ARTICLE III – SECTION 2C**; shall also be eligible to stand for election for the remainder of the term for the same trusteeship.

6. REMOVAL

- i. Any one of the Trustees remaining absent from two scheduled meetings of the Board of Trustees in any given year without prior approval of the Chief Trustee shall be subject to removal as a Trustee by a vote of four Trustees in favor of removal.
- ii. The approval for remaining absent from the meetings of the Board of Trustees may be given by Chief Trustee for a maximum of six (6) months.

SECTION 3: RESTRICTIONS ON HOLDING OFFICES

Spouse of any member of the two elected bodies of the SAMAJ shall not be eligible to hold any elected office of the SAMAJ.

SECTION 4: MANAGEMENT BREAKDOWNS

Disputes among the managing bodies shall be resolved by a seventy-five percent (75%) majority vote at a joint meeting of 6 officers of the Executive Committee (President, Vice President, Secretary, Joint Secretary, Treasurer, Joint Treasurer); and the Board of trustees with each person casting one vote regardless of the number of positions held by that person. The voting shall be through secret ballots.

Removal of the president may be carried out by at least 70% majority vote of the Members of Executive Committee or petitioned by at least 55% members of the SAMAJ in writing. Such a vote must be approved by 70% of the members of the Board of Trustees.

Removal of Chief Trustee may be carried out by at least 70% votes of the members of the Board of Trustees. He may continue to serve as trustee.

Any member of Executive Committee or Board of Trustees (excluding the officers described above) may be removed from the committee by 70% vote of the respective committee. Such a move must be approved by a majority vote of the remaining body.

ARTICLE IV: ELECTION PROCEDURES

SECTION 1: ELECTION COMMITTEE

Every year the Full Executive Committee (All Seventeen Members) and the Board of Trustees (All Five Members) shall appoint a Chief Election Officer by a 70% majority vote before July 31st. The Chief Election Officer in turn shall appoint two Assistant Election Officers, other than his family members, to assist him in conducting various SAMAJ elections. These three Election Officers shall constitute an Election Committee. The term of office for the Election Committee shall begin on August 1 of the year of appointment and shall end on July 31 of the next year. All Board of Trustees or any of their respective spouses shall not be eligible to be Election Officers, nor will they participate in any manner in conducting elections.

SECTION 2: OATH

The members constituting Election committee shall submit a sworn written statement to the Executive Committee 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 the constitution of the SAMAJ. We agree to submit the election returns promptly after each election. We understand and agree that publicly we cannot be for or against candidate; and that we will neither engage in any campaign activities nor shall we vote in any of the SAMAJ elections during our term of office.”

SECTION 3: DUTIES OF ELECTION COMMITTEE

The Election Committee shall have **absolute control** in carrying out all elections for the SAMAJ. The Election Committee is empowered to carry out all the related activities such as (a) inviting nominations for appropriate positions by advertising in the SAMAJ newsletter, (b) validating nominations (c) setting deadline for accepting nomination forms (d) setting deadlines for withdrawals of nominations (e) preparing appropriate ballots (f) appointing election staff (g) establishing and enforcing proper election procedures (h) preparing Registers of Eligible Voters (I) conducting elections in democratic manners (j) counting ballots (k) declaring winners, and (l) submitting written official returns to the President of the SAMAJ for publication in the newsletter.

Any member of the Election Committee found engaging in activities in violation of oath may be removed as Elected Officer by 75% vote of the Executive Committee and The Board of Trustees in favor of the removal. In

such an event, the vacancy shall be filled appointing a new election officer by the Executive Committee and the Board of Trustees by a 70% majority vote.

SECTION 4: DATE, PLACE, AND TIMING OF ELECTIONS

The date of various elections shall be as specified under appropriate sections of this constitution. However, for valid reasons as jointly determined by the Board of Trustees and the Election Committee, the dates may be altered. The places for elections shall be determined jointly by the Executive Committee and the Election Committee. The times allowed for casting ballots shall be reasonable giving consideration to number of voters and shall be decided by the Election Committee. The primary objective shall be to allow maximum number of voters to exercise their franchise. The relevant information shall be properly published in the SAMAJ newsletter.

SECTION 5: METHOD OF VOTING

The elections shall be by secret ballots by the eligible voters. For the election of the Executive Committee and the Trustees, the voting shall be in person only. Unless otherwise approved by a 2/3 majority vote of Members of the Executive Committee and the Board of Trustees for a particular election, voting in absentia or by proxies is not allowed. Voting must be completed in pre-specified time. Simple majority of votes cast shall govern the election.

SECTION 6: ELIGIBILITY TO VOTE

For the election of Executive Committee, and the Board of Trustees, a person qualified to vote must have been a paid member of the SAMAJ by May 31. This is to provide Election Committee 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 B**).

SECTION 7: ELECTION GUIDELINES

Approximately thirty days prior to the specific election, the Election Committee shall prepare and publish detailed rules and procedures 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 following guidelines.

(A) The Election Committee shall provide names, telephone numbers and addresses of all three Election Officers.

(B) The Election Committee shall publicize a list of all the positions for which the election is conducted along with the date, place and timing of election; last date for receiving nominations; and, the last date for withdrawing nominations.

(C) All the nominations and withdrawals of the nominations and all of the election related correspondence should be addressed to any of the three Election Officers and shall be mailed or delivered in person at his/her published address.

(D) The election booth shall consist of a picture of all the candidates running for office at each and every polling station. Passport size pictures shall be provided by the candidates at the time of filing the application form. If no pictures are provided by the candidate, their spot will be left blank at the polling station.

GUIDELINES FOR CONDUCTING ELECTION CAMPAIGN BY CANDIDATES AND THEIR SUPPORTERS:

(i.) Candidates may display a poster of a size not to exceed 24” x 36” introducing themselves and listing their plans and qualifications. This poster will be displayed in an area designated by the chief election officer on a first come first serve basis.

(ii.) No form of campaign, printed or otherwise, shall contain any personal criticism of other candidates relating to their character, business activities or their past errors of judgement in conducting the SAMAJ activities.

(iii.) Names of the candidates and the positions they are running for shall be published in the newsletter after the last day of withdrawals for nominations. After the final date of withdrawals for nominations and on or before the Election Day, all candidates will be given reasonable opportunity, to introduce themselves to the voters. The time and manner permitted shall be determined by the Chief Election Officer.

(iv.) Absolutely no campaign activities shall be carried out inside election room and within 20 feet from area of the specified entrances to the election room. No form of printed materials, TV/VCR Display, Badges (except the candidate identifying himself/herself), T-shirts, etc. will be permitted in the building where the election is held.

(v.) Violation of any of the election rules may result in immediate disqualification of the candidate. The concerned candidate shall be given an opportunity to present his version of the dispute to the Election Committee. The Election Committee’s decision in the subject matter, reached by majority vote of the committee members, shall be final and without recourse.

(E) Paid membership receipt is required for voting. Additionally, the Election Committee may require identification to ascertain voter's identity.

(F) Invalid Ballots: Any ballot without proper signature by the Election Officer; or, one which is too messy, has crisscross marks, has bad or good comments written on it, etc.; or the ballot in which votes have been cast for more than permitted number of candidates may be declared partially or wholly invalid by the Election Committee. The Election Committee's ruling shall be final.

(G) Voting and Counting Votes:

(i.) Candidates or their assigned representatives shall be allowed to inspect the election room, booths, ballot boxes, etc. prior to commencement of voting. In any event Candidates or their representatives must leave the election room ten minutes before the commencement of voting.

(ii.) Immediately after balloting, candidates or their assigned representatives shall be invited to witness the sealing of the ballot boxes. Any two of the candidates shall be asked to sign the sealed areas to ensure their security. The ballot boxes shall remain in custody of the Chief Election Officer who will arrange to bring them at a pre-specified place for counting the votes. The vote counting shall begin within 24 hours after the closing of the polling stations.

The place and time for counting votes shall be announced as soon as possible but no later than the Election Day.

The staff for counting the votes shall be arranged by the Election Committee.

(iii.) Each candidate and no more than one of his representatives will be allowed to be present during vote counting. They may be given pre-numbered counting papers if they wish to keep running record of vote counting. The current president and any member of the Board of Trustees may remain present if they choose to do so.

(iv.) The Chief Election Officer in the center, the two Assistant Election Officer on two sides of the Chief Election Officer and two representatives of the candidates one each seating next to each of the Assistant Election Officers shall be the seating arrangement for vote counting. The Chief Election Officer shall open the sealed ballot boxes after verifying in the presence of the candidates or their representatives that the boxes were not tampered with in any manner. He/she shall then proceed with formal counting by picking ballots one at a time passing them on to the Assistant

Election Officers in alternating manner after verifying that the ballot in hand was valid. The Assistant Election Officers in turn shall read out the votes, which will be recorded by the official counting staff. The representatives of the candidates sitting next to the Assistant Election Officers shall observe the counting to ensure its accuracy and may point out the errors.

The Chief Election Officer with proper written approval from the majority of the Board of Trustees may change voting or counting procedure.

(v.) Vote count by official election staff shall be final. However, if there is considerable and/or material difference between the official count and the candidate's own count, the candidate may petition the Chief Election Officer for a recount. The Election Committee shall rule if recount was warranted under the circumstances.

a. The difference between the numbers of votes received by the petitioner versus the number of votes received by the elected candidate is less than 1% of the number of the votes received by the person elected, then the recount shall be at no cost to the petitioner.

b. The difference between the number of votes received by the petitioner versus the number of votes received by the elected candidate is less than 10% but more than 1% of the number of the votes received by the person elected, then the recount shall be at fee of \$101.00 payable to Gujarati Samaj of Mississippi.

c. If the number of invalid votes is more than 5% of the total votes cast, candidate may petition a recount at no cost to him/her.

(vi.) In case of a tie in vote count for the member of the Executive Committee, the rest of the members of the next Executive Committee and the Board of Trustees shall elect one of the two candidates by a majority vote.

(vii.) In the event inadequate number of nominations are received for any of the elective positions, the vacancies shall be filled after the first of December as per procedures specified in ARTICLE III for filing appropriate vacancies.

(viii.) Immediately after completion of vote counting, the Chief Election Officer shall announce the unofficial results to the candidates and their representatives present. Within seven days after vote counting, the Election Committee shall submit signed official election return to the President of the SAMAJ along with appropriate details of voting for official publication.

(ix.) To speed up voting or counting procedures, other methods (with proper and necessary modifications to this Subsection (G), may be utilized by Election Officer with proper written approval of majority of Trustees holding the office.

SECTION 8: RULES FOR NOMINATIONS AND WITHDRAWALS

No member may contest for two positions simultaneously. Each nomination must be proposed, seconded and accepted on a prescribed form. A member cannot propose or second more than one candidate in a particular election. Other than properly filing the nomination form, the candidate must meet all other appropriate qualifications specified in the constitution for the position for which the nomination is filed for Executive Committee election. The last day for filing the nominations and for withdrawing the nominations and the day of the election shall be decided by the Election Committee. The precise dates shall be set by the Election Committee.

SECTION 9: FINAL AUTHORITY

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

ARTICLE V: MEETINGS

SECTION 1: MEETINGS OF THE EXECUTIVE COMMITTEE

- A. The regular meeting of the Executive Committee shall preferably be held every two months. 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 Secretary, The Treasurer or one of the Executive Committee members selected by the committee members present at the meeting.

SECTION 2: MEETINGS OF THE BOARD OF TRUSTEES

- A. The meetings of the Board of Trustees shall preferably be held once each three months. The additional meetings may be called by the Chief Trustee, if and when necessary.
- B. The quorum for the meeting of the Trustees shall consist of four Trustees.
- C. The order of succession for presiding over the meetings of the Board of Trustees shall be the Chief Trustee; or, in the event of his 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 Chief Trustee or by the President to address the issues of joint concern.
- B. The quorum for the joint meeting of the two bodies shall consist of a majority of the two bodies excluding the members excused by the chief officers of the respective bodies.
- C. The order of succession for presiding over the joint meetings of the two governing bodies shall be Chief Trustee, or any Trustee appointed by the Chief Trustee.

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 well being of the organization. The additional General Body meetings may be called by the Executive Committee or Chief Trustee, with consent from the 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 25% 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 two week's notice shall be given to the entire membership via newsletter or by any other means of written communication with agenda.
- D. The Quorum for the General Body meetings shall consist of 30% 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 if minimum of 50 voting members are present, with the exception that the agenda for such a meeting shall **NOT** consist of approval of yearly financial accounts report of the Gujarati Samaj of Mississippi. In this event, the annual financial report shall be submitted to the Executive Committee and the Board of Trustees for their review before the January 31 of the following year. The reviewed report shall be presented to the entire membership via newsletter or other means of written communications, no later than 60 (sixty) days from the receipt of the report. (Note: This procedure **SHALL NOT EXEMPT** the Board of Trustees from the final inspection and review of the books of the SAMAJ as described in **ARTICLE VI, Section 5. "REVIEW OF ACCOUNTS"** of the GSM By-Laws).
- E. All the decision taken at the General Body meetings shall be binding to all the members. All the material decision shall be reported to the membership via newsletter or other means of written communications.
- F. Any decision taken at the General Body meetings when a minimum of 20% of the voting members were not present, shall be presented to the entire membership via newsletter or other means of written communications. The membership shall be given a minimum of four weeks time from the date of mailing to respond in writing their disagreement with the individual decisions. Any decision disapproved by the membership by a 51% vote shall be voided.
- G. In all General Body meetings, the voting rights for the members shall be as per **ARTICLE II – SECTION 1 B and SECTION 8.**

H. The order of succession for presiding over the General Body meetings shall be the President, the Vice-President, the Chief 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 organizations shall inure to the benefit of any member of the organization or any of its elected or nominated officers.

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

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. In no banking institution the funds in excess of insured amount shall be deposited.

The bank accounts under the control of the Executive Committee shall be operated by the following officers: (a) President, (b) Treasurer, (c) Vice-President, (d) Secretary and (e) three senior most trustees. The checks in the amount up to \$1,000.00 shall be endorsed by any two Executive Committee members, preferably, in the order listed. The checks in the amount over \$1,000.00 and up to \$5,000.00 shall be endorsed by any two Executive Committee members, preferably, in the order listed and one of the authorized trustees. The checks in the amount exceeding \$5,000.00 shall be endorsed by any two authorized Executive Committee members and any two of the authorized trustees. The appropriate checkbooks shall remain in custody of the SAMAJ Treasurer.

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

SECTION 3: EXPENDITURES – APPROVAL AND PAYMENTS

The expenditures incurred shall be for conducting the 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 \$200.00; the Treasurer, the Secretary, and the Vice-President may spend up to \$500.00; and the President may spend up to \$1,000.00 to meet the emergency needs of the SAMAJ. The expenditures over \$1,000.00 must be approved in advance by a majority of the Executive Committee Officers. Any expenditure in

excess of \$1,000.00 must be approved by a majority vote at a meeting of the Executive Committee.

- B. Any expenditure in excess of \$5,000.00 must also be approved separately, in advance, by a majority of the trustees holding the office.
- C. 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 Body. The same officer shall keep accurate records of all the receipts and expenditures, and file relevant evidence consisting of canceled checks, canceled deposits slips, the invoices and receipts, and the reconciled bank statements in a professional manner.
- D. Borrowing the Expenditures: Any single expenditure item in excess of \$50,000.00 or borrowing requirements must be submitted for approval at the general body meeting of the SAMAJ. If the total attendance at the meeting exceeds 20% of the SAMAJ membership, it must be approved by 66% of the members present. If the total attendance at the meeting is between 5% and 20% of the SAMAJ membership or 100 members, whichever is greater, the expenditure or the borrowing requirements stated above must be approved by 90% of the members present. When the meeting attendance is less than 5% of the SAMAJ membership or 100 members, another general body meeting should be scheduled for obtaining approvals.

SECTION 4: RESERVED FUND

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

- i. All the dues collected from the Life Members.
- ii. 30% of the dues collected from the Family and Single Members, as they are collected.
- iii. At the end of the fiscal year, 70% of any surplus funds on hand, excluding, any membership dues.

The funds in the Reserve Fund shall not be spent or pledge as collateral to borrow against to meet day-to-day needs of the SAMAJ. The five-member majority vote of the Board of Trustees and subsequently the two-thirds 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 Reserve Fund shall

be managed by the Executive Committee. The accurate record of all the deposits and withdrawals with sufficient details shall be maintained by the SAMAJ Treasurer. The appropriate checkbooks shall 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 his report to the Executive Committee and the Board of Trustees by February 15 of the following year. The reviewed accounts shall be printed in the newsletter. The accounts may also be inspected at any other time at the request of the President or the Chief Trustee.

ARTICLE VII: AMENDMENTS TO 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 any 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.
- 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 amendments and its consequences for the well being of the SAMAJ, make its recommendations, draft the amendment in proper language, suggest changes in appropriate articles of the 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 and finalized.
- E. The final draft shall be made available on request, two weeks prior to the General Body meeting and shall be submitted to a vote at the General Body meeting. Any modifications to amendments may be presented from the floor, shall be discussed and voted upon. A two-third affirmative vote of the members present at the meeting shall be required for adoption of an amendment. For conducting the General Body meeting the procedures outlined in **ARTICLE V-SECTION 4 shall be followed.**

ARTICLE VIII: DISSOLUTION

- A. Any 20% full-fledged members of the SAMAJ may propose in writing the dissolution of the SAMAJ.
- B. If the said proposal is approved by 80% vote at the joint meeting of the Executive Committee and the Board of Trustees, the proposal shall be forwarded to the entire membership for consideration.
- C. If 80% of the entire membership of the SAMAJ approved such proposal in writing the SAMAJ shall stand dissolved, the Board of Trustees, after paying or making provision for paying of all the liabilities of the SAMAJ, shall dispose off 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(c)(3) of the Internal Revenue Code of 1954 or the corresponding provisions of any future United States of America Internal Revenue Laws, as the Board of Trustees shall be disposed of by the court of common pleas of the county in which the principle office of the SAMAJ is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

APPENDIX A

DONORS APPRECIATION POLICY

SECTION 1: OBJECTIVES

- A. In order to achieve the SAMAJ objective of creating the physical facility to conduct its activities commensurate with its objectives stated in ARTICLE I, the tax-deductible donations from its members and well wishers are solicited.
- B. The objectives of this policy are (a) to encourage the potential donors to donate to the extent of their ability, and (b) to express the gratitude and appreciation of the SAMAJ by recognizing the donors in some respectable manner.

SECTION 2: POLICY

- A. Any person donating \$501.00 or more shall have one designated name permanently engraved on the plaques to be installed on the walls of the Community Center.
- B. Any person donating \$1,001 or more shall be publicly recognized at one of the large public gathering of the SAMAJ members during the year of donation.
- C. Any person donating \$2001.00 or more shall be entitled to receive two Transferable Use Certificates for free use of the Community Center when built or purchased.
- D. Any person donating \$5001.00 or more:
 - (i) Shall be recognized once with a favorite write-up in the SAMAJ News Letter describing his profession, business activity or family and shall be portrayed as a friend of the SAMAJ.
 - (ii) Shall receive five Transferable Use Certificates for free use of the Community Center when built or purchased.
- E. Any person donating \$10,001.00 or more:
 - (i) Shall be entitled to have one priority parking space reserved in the name of the donor, for his exclusive use. Such space shall be assigned on a first come – first served basis.

- (ii) Once a year shall be entitled to a 20% discount in the facility use charges. This privilege is transferable.
 - (iii) Shall be entitled to share the naming of one of the rooms in the facility.
- F. Any person donating \$25,001.00 or more shall be entitled to name one of the rooms in the facility after the person of his choice.
- G. Any person or group or organization donating \$100,001.00 Or more shall be given a choice to name the main hall of the Community Center.
- H. Any person or group or organization donating \$300,001.00 shall have a privilege to designate the name of the Community Center. Such name shall have to be recommended by the Board of Trustees and the Executive Committee of the SAMAJ and approved by the general body of the SAMAJ.

SECTION 3: NOTES

- (i) All the privileges under the Donor Appreciation Policy shall be applicable in accordance with the Master Plan of the facility and the Facility Use Policy of the CENTER, keeping in mind overall objectives and interests of all the members of the SAMAJ.
- (ii) Except for reserved parking spaces, usage discounts, naming of the part or all of the facility, use certificates etc.; all other privileges are cumulative.
- (iii) Fair market value of service or donations in kind (as determined by the Executive Committee) shall qualify for appropriate privileges or recognition. The valuation shall be done using proper methods and shall be adequately documented.
- (iv) In any disagreements on implementing Donors Appreciation Policy, the decision by the General Body shall be final.

SECTION 4: AMENDING DONOR APPRECIATION POLICY

The Donor Appreciation Policy may be upgraded, modified or amended by the Executive Committee with approval from the General Body.

-: END :-