

NORTH BAY INDO-AMERICAN ASSOCIATION BY LAWS

- 1. Name:** The name of this organization shall be NORTH BAY INDO-AMERICAN ASSOCIATION. Hereafter referred to as NBIAA or simply Association.
- 2. Office and Address:** The principal office of the NBIAA shall be located in Sonoma County, CA and the Executive Committee shall have power and authority to select and/or change the place of the principal office.
- 3. Year:** The operating year of the NBIAA shall begin on January 1st of each year and end on December 31st of each year.
- 4. Aims and Objectives:** To promote and foster social, cultural heritage and economic aspects of the NBIAA community members, and to encourage all members to create good relations and feeling of goodwill, and better understanding amongst the community. To render moral, social, material and educational assistance to members of the association, who may be in distress or in need of help.
- 5. Membership:** Any person who is primarily of East Indian origin or interested in activities of the persons of East Indian origin and a resident of California shall be eligible to become a member of the association by paying the appropriate membership fees as decided by the association.
- Membership categories shall be:
- a. Family Membership - up to seven people in one household.
 - b. Single Membership.
- 6. Membership Fees:** The annual membership fee for the members of the NBIAA shall be as follows:
- a. Family membership per household - \$25.
 - b. Single Membership - \$15.00.
- Each adult member must be 18 or over.
 - One adult member shall have one voting right.
 - All fees are non refundable. Fees are payable in advance. Members who have not paid when due shall not be allowed to vote or participate in the General Meeting.
 - Membership fees are not tax deductible.
- 7. Rights and Privileges:** Each and every adult member shall be entitled to:
- a. Attend the General Body Meeting.
 - b. Present a motion at the General Body Meeting.
 - c. One vote on each matter that will be submitted to a vote of members.
 - d. Serve as a member of the Executive Committee, if elected.

- e. Participate in the activities of the association as may be called upon by the General Body, the Executive Committee, and/or other committees of the association.
- f. The member of the Executive committee may accept on behalf of the NBIAA any donation, gift, bequest, or device for the charitable or public purpose of this association. However the donor cannot mandate the use of the above items.

8. Liability of Members:

- a. No member of the NBIAA shall be personally liable for debts, liabilities or the obligations of the NBIAA.
- b. NBIAA will maintain a general liability insurance to cover the Executive Committee Members for the NBIAA directed duties.

9. Termination of Membership:

Membership shall terminate upon receipt by the Executive Committee of the written resignation of a member, death of a member, or non-payment.

10. Management and Control:

Management and Control of the NBIAA shall be vested in an Executive committee, consisting of Nine members in good standing.

- a. President
- b. Vice-President
- c. Secretary
- d. Treasurer
- e. Five Executive Committee members at large

11. Election of Executive Committee

- a. The governing committee members shall be elected to hold office for a period of two years starting January 1st through the next year. The election shall take place annually at the annual meeting of the voting members, which will be held after Diwali and before the 1st of December. The voting shall be by secret ballot. Each elected member shall hold office for two years or until death or resignation.
- b. Each Executive Member shall be elected for a period of two years.
- c. The officers and Five Executive Members whose term continues on the board shall constitute the board.

12. Election of Officers:

The officers of NBIAA shall be elected every two years by the Nine Executive Committee Members. They shall be elected within themselves by secret ballot. The election shall take place before December 1st of each year after the annual meeting of the members. No officer shall hold the same position for more than one term unless approved by the Committee members.

13. Resignation:

Any member of the executive committee may resign at any time by giving written notice to the Executive Committee, the President or the Secretary of the NBIAA. The resignation shall be effective

when accepted at the next meeting of the Executive Committee or at any time later as specified in the resignation letter.

14. Vacancies:

A vacancy in the Executive Committee or any office of the NBIAA by death, resignation or any other cause shall be filled in the manner prescribed for the regular appointments to such office. The Executive Committee shall by simple majority appoint any member of the association to complete the remaining term.

15. Authority of the Executive Committee:

Elect and remove all the officers by election within the committee. Prescribe any powers and duties for the officers that are consistent within the laws and by-laws. Conduct, manage and control the NBIAA's affairs and business. Control and manage the NBIAA's financial affairs. Appoint sub-committees and committees as necessary to conduct the affairs of the association. Committee members shall receive no compensation for their services. There shall be no reimbursement of expenses such as travel telephone unless approved in advance by the Executive Committee.

16. Duties of the Executive Committee:

- a. Meet at least three times a year; the place and date will be decided upon by the committee.
- b. Adopt minutes of the previous meeting.
- c. Attend to business arising from the minutes of the previous meeting.
- d. Prepare the annual budget and report for submission to the General Body.
- e. Select an election committee to conduct an ensuring election of the Executive Committee members.
- f. Any member of the Executive Committee who remains absent from three consecutive Executive Committee meetings due to lack of interest or without a valid reason, shall be considered inactive and shall be asked to resign from the Executive Committee. A vacancy so arising shall be filled in accordance with rule 14 above.
- g. The Executive Committee will review and approve the use of the NBIAA name by a person or event.

17. Duties of the Officers:

President: The President shall be the NBIAA's Chief Executive and shall be subject to the control of the Executive Committee. He / She will have general supervision, direction and control over the NBIAA's direction and control over the NBIAA's business and officers. He / She shall preside as chairperson at all member meetings and shall be ex-officio member of all standing or other committees of the NBIAA. The president as chairperson shall have a right to have a casting vote, which can be used to remove a deadlock as a result of equal votes on any issue at meetings.

Secretary: The secretary shall keep minutes of all meetings of the members and meetings of the Executive Committee; shall be the

custodian of all records of the association; shall attend to all correspondence of the association; and shall be responsible for giving all the notices of meetings as required.

Vice-President: if the President is absent or is unable to attend, then the Vice-President shall perform all the duties of and be subject to all the restrictions on the President.

Treasurer: The Treasurer shall have charge and custody of all funds of the association. He/She shall deposit and maintain funds as required by the Executive Committee; shall maintain all books of accounts, prepare and submit statements of Financial condition with the reports at the general body meeting.

18. Meetings:

General Body Meeting: The annual meeting of the association shall be held at least one month before the Diwali Function each year at a date, time and location specified in the notice calling the meeting. At this meeting the Executive Committee report on the working of NBIAA shall be discussed and adopted. The report on income and expense statements and balance sheet shall be reviewed and adopted. Any other business brought before the meeting related to the affairs of the association shall be discussed. The Executive Committee for the ensuring year shall be elected.

Special Meetings: Special meetings of the members for any purpose, may be called at any time by

- (a) The Executive Committee or
- (b) Members holding no less than 30% of voting power of the NBIAA by written request to the Executive Committee. Such a meeting shall discuss only the specific issue for which it was called.

Notice Period: Notice of every meeting of the members shall be given in writing or email to all persons of the NBIAA community. The specific place, date and the exact time of the meeting shall be given no less than 15 days prior to the meeting.

Voting: Each member is entitled to one vote on each member submitted to a vote of the members. The voting at these meetings shall be by ballot, and the result of any voting shall be recorded in the minutes. All resolutions shall be adopted by a simple majority of the votes cast.

19. Finance:

All payments shall be supported by vouchers and receipts; proper accounting records shall be maintained. All funds received shall be deposited in a reasonable time in the NBIAA account in a checking account at a reputable bank. Such a checking account shall be operated by the Treasurer and the President. The treasurer shall be allowed a sum not exceeding \$100.00 for petty expenses on behalf of the NBIAA. All other expenses exceeding more than \$100.00 will require majority approval from the Executive Committee. All

non recurring expenses not exceeding \$25.00 shall have standing sanction of the Executive Committee. The bank account shall be in the name of the association as "NORTH BAY INDO-AMERICAN ASSOCIATION."

20. Minutes:

The NBIAA shall keep at its principal office or at such other place, a book of minutes of all meetings of the Executive Committee and all other meetings with the time, place, date, other details of all regular and special meetings. For special meetings, specify how authorized, the notice given, names of those present, and proceedings thereof. The inspection of records, minutes book and documents by the members of the Executive Committee, shall at all reasonable times be open. The above information shall be available to any member of the NBIAA upon written request to the secretary and upon reasonable notice.

21. Amendments of By-Laws:

Amendments to the constitution of NBIAA may be proposed by any voting member of the NBIA with a written notice supported and signed by 30% or more of the voting members of the NBIAA and submitted to the elected Committee. Amendment can be also proposed by a majority vote of the Elected Members. In either case, such proposed change should be circulated amongst the members at least two weeks prior to the meeting of the general body held to discuss the change. The Amendment of the By-Laws may be then adopted, amended, repealed or changed by a vote in favor of a simple majority of the members who responded for this ballot of the NBIAA.

22. Dissolution of the Association:

If it becomes necessary to dissolve the NBIAA, a special meeting shall be called in accordance with the rules stated above and after discussion the NBIAA may be dissolved by a vote supporting such an action. A 66.6% majority of all voting members present shall be required.