

The By Laws / Policies and Procedures Of Gujarati Cultural Association of Memphis

Revision 1.3(November 21, 2022)

Article 1: Name

The name of the organization shall be Gujarati Cultural Association of Memphis (GCAM), incorporated under the Mississippi non-profit law.

Article 2: Registration

1. The State of incorporation shall be Mississippi
2. The initial agent for service process shall be as follows:

Gujarati Cultural Association of Memphis

(Address needs to be inserted)

Article 3: Basic Policies

1. The purpose and objectives of the Organization shall be cultural and charitable, developed through:
 - a. Hindu religious programs such as cultural activities, Diwali, Navratri, Janmashtami, Satsang, Picnics RasGarba, and or community gatherings.
2. This organization shall be governed by the policies set forth in the Articles.
3. The name of the organization shall not be used in any connection with the commercial concern or with any partisan interest or for any purpose not appropriately related to the promotion of the objectives of GCAM.

4. GCAM shall not directly or indirectly participate and intervene in any political campaign on behalf of or in opposition to influence legislation by propaganda.
5. This organization may cooperate with other similar organizations for charitable and cultural purposes.
6. All notices and newsletters shall be published in the English language and shall be e-mailed or hand delivered.

Article 4: Membership

1. Membership in GCAM shall be made available to any primary adult member, their spouse, their children and primary members parents residing in common household, who is interested in the objectives and policies of the organization and Gujarati values. Only one single vote per single membership shall be allowed.
2. Members shall be eligible to participate in all member meetings and may serve in any of its elective or appointive positions: he/she must be of at least 21 years of age.
3. Any member may be terminated by a vote of the majority after proper reasons are given for such termination in a general meeting. The reason for termination can be for non-payment of dues in a timely manner, or for conduct that downgrades the cultural and ethical values of the Gujarati Samaj.
4. Anybody that resides within Shelby, De Soto & Crittenden counties that is not a member shall not be considered a guest.

Article 5: Dues and Contributions:

1. The annual dues for GCAM shall be seen each year by the Board of Directors (BOD), by majority vote; the BOD will set amounts for the annual dues. There shall be no refunds for annual dues at any times.
2. The annual dues are payable no later than March 31st, after such date a \$50 penalty will be assessed.
3. All contributions accepted by GCAM are to be used by the organization for its basic principles.

Article 6: Fiscal Year

1. The fiscal year of the organization shall commence on Diwali and end on the following Diwali.

Article 7: Meetings of Members

1. The annual meeting for the election of the BOD shall be set by current BOD, within 30 days after the end of the fiscal year.
2. The BOD shall set directors meetings for a regular and/or periodic date and no notice of said meetings shall be given to regular members.
3. Meetings of the members shall be called by the President whenever he/she shall deem necessary, or when called upon by 50% of the board of directors.
4. Notice of BOD meeting, written or spoken notices stating the place, day, time and intent shall be delivered no later than 5 days prior to said meeting. Unless an emergency meeting is necessary, then BOD will be contacted immediately. Notice shall be given at the direction of the President or Secretary. If e-mailed, such notice shall be considered delivered when Secretary sends the e-mail to the member at his/her address as it appears on the GCAM record.
5. A quorum at all meetings of members shall be 50% voting members present. The affirmative vote of a majority of the members at the meeting entitled to vote and voting of the subject matter shall be act of all members. Proxies or absentee votes are not allowed.
6. Action by Written Ballot, at the direction of the BOD, any action by the members may be taken by written ballot, without a meeting, if GCAM delivers a hand written ballot to every member eligible to vote. The ballot shall specify:
 - a. the proposed action
 - b. Provide a place to vote for or against such action.
 - c. the minimum number of votes needed to meet quorum
 - d. The reasonable time by which the ballot must be received by GCAM in order to be counted.

Article 8: Elections

1. A slate of proposed members to the Board of Directors shall be conducted.
2. All board of director seats shall be nominated off the floor.
3. Written secret ballots shall be used for elections of the BOD in case of contest.
4. Duly elected BOD members shall be installed at the annual General Meeting and assume their responsibilities of GCAM.

Article 9: Officers and Directors

1. There shall be a Board of Directors (BOD) consisting of 11 to 15 Directors, of which 3 shall be officers. The term of the officers will be for one year, directors terms will be for one year. The BOD's can only be persons with a residence or business interest in Shelby, De Soto or Crittenden counties. They shall be responsible for day to day operation including but not limited to the collection of funds and spending of funds on GCAM behalf.
2. No member who is under the age of 21.
3. No member shall be member of the BOD, unless he/she has been a member for at least 4 years.
4. No member shall be elected, unless he/she consents to be a BOD member.
5. No member shall be elected to the BOD if he/she has filed personal bankruptcy in the past 7 years.
6. Any member may be removed from the office by a resolution passed by $\frac{3}{4}$ votes of the voting members present at a general meeting, at which a quorum is present.
7. The BOD, at their discretion from time to time, can raise any sums of money for the purpose of GCAM. They can deposit said funds into a bank account solely used for the purpose of GCAM. They have authority to move funds from operational accounts to interest bearing accounts based on their upcoming budgets.
8. The BOD shall submit a report of their activities at the annual meeting of members.

Article 10: Directors

1. The affairs and business of GCAM shall be managed by the Board of Directors. Each BOD shall consist of 11 to 15 Directors. The 3 officers shall not be eligible to serve more than two consecutive years as respected seats
2. In the event of a mid-term vacancy, the BOD shall place an interim board member until the end of the term. A BOD appointment shall be approved by $\frac{2}{3}$ vote of the BOD members.
3. Regular meetings of the BOD shall be called by the President, or 4 of the Directors, providing 2 days notice has been given to all directors. A majority of directors present constitutes a quorum to conduct business. All decisions shall be passed by a 50% or greater majority of the votes.
4. Removal of any Director shall occur by a $\frac{2}{3}$ vote by the entire BOD, or a 50% or greater vote at a general meeting where quorum satisfactions are met.

Article 11: Officers of the Board of Directors

1. The BOD members shall consist of three Officers: President, Treasurer, & Secretary.
2. The President shall be the executive of GCAM, charged with the duty of supervising all of the functions. He/she shall appoint committees, task forces, and authorize finances. He /She must work with the other members of the BOD to fulfill the objectives of the Samaj.
3. The Treasurer shall issue receipts for all monies collected by GCAM. Keep and account and disburse monies for the promotion of the organization. The Treasurer shall present a financial statement at the annual meeting of members or otherwise requested by the President. The Treasurer shall deposit all funds into the GCAM bank account, and balance all funds every month. The Treasurer will be responsible to file any and all Federal / State taxes, and also have insurance in place for the association at all times. At the expiration of his/her term, the outgoing Treasurer shall pass along all records to the incoming Treasurer, and issue new signature cards for bank signature authorization.
4. The Secretary shall have readily have on hand the current by-laws, shall record the minutes of the meetings of the BOD, and shall keep an entire roster for all BOD members attending meetings. At the end of their term, the Secretary shall pass all papers to the incoming Secretary. The Secretary is also responsible for making sure all notices sent to members (mail or electronic) are in line with principles of the organization. They are responsible for all electronic accounts and the renewal and log-ins for such. They (or whomever they assign) are responsible for maintaining the e-mail database of the members. The Secretary shall assign an additional person to maintain passwords and monitoring of electronic communications to and from members.
5. Any and all activities the organization brings must be approved by simple majority of BOD, no one person may demand an activity take place.

Article 12: Bank Accounts

1. GCAM shall keep its funds in an authorized bank.
2. Every outgoing BOD shall leave a \$101.00, plus any membership fees collected after Diwali for the incoming year. Any surplus funds shall be deposited into fixed interest bearing accounts. This amount shall be part of the outgoing Treasure report.
3. Two fixed rate Certificate of Deposits: one for \$10,000 and one for \$15,000 for a total of \$25,000 will be created and available to the BOD if needed to cover cost overruns for the organization, for this the BOD needs $\frac{3}{4}$ majority vote to cancel the CDs. At the end of each year any interest payments over

- \$25,000 from these CD's shall be transferred into the principle GCAM certificate of deposit, if no such funds are used in that year.
4. All other funds will be placed in principal GCAM certificate of deposit and can only be used with a 50% majority vote by all members called in a special meeting.

Article 13: Amendments

The By-Laws of the GCAM may be amended or revised by 2/3 vote of all members at an annual or special meeting. As long as all notices and quorum satisfaction is met.

Article 14: Miscellaneous

All equipment and utensils belonging to the Samaj will be rented to members for \$250.00 per occasion and Non Members \$400.00

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