



BYLAWS OF THE
INDIA ASSOCIATION OF OKLAHOMA
(Post Office Box 720529, Oklahoma City, OK 73172-0529)

EIN: 51-0161657

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ARTICLE I
NAME OF THE ORGANIZATION AND ITS PURPOSE

- 1.1 The India Association of Oklahoma ("Association") is established with an objective of education and preservation of Indian heritage and culture among those interested. The Association will also facilitate strong and close communication, solidarity, unity and understanding, among people of Indian origin, living in the Oklahoma. The Association will work to advance the cause of people of Indian origin with appropriate interactions with individuals and organizations.
- 1.2 The Association is a non-profit organization and its operation shall meet regulatory requirements applicable to such organizations.
- 1.3 The Association is a secular organization and may engage in charitable causes of human interest without discrimination of sex, religion or color.

ARTICLE II
ELIGIBILITY FOR MEMBERSHIP TO THIS ORGANIZATION

- 2.1 Any person, with good legal standing, interest in Indian culture is eligible to become a member and participate in Association activities.
- 2.2 Membership dues: In order to meet financial needs of the Association an annual membership fee, determined by the Executive Committee, shall be charged to members on a family unit basis. Upon payment of annual membership fee the members will become active members of the Association.
- 2.3 Full time independent college students will pay 50 % of the regular family membership fee to become members.
- 2.4 Annual membership fee will be due at or before the time of yearly Diwali Celebration.
- 2.5 For a family/individual joining the Association for the first time, the fee will be due at the time of joining the organization.

**ARTICLE III
MEMBERSHIP: DUTIES AND PRIVILEGES**

- 3.1 Membership to the Association will primarily be from Oklahoma City and greater Oklahoma City area. However, membership is not limited to any geographical area.
- 3.2 All members shall receive a free copy of the Membership Directory each year, will be given free admissions in certain functions, and will enjoy other privileges such as restaurant discounts etc. that the Association has arranged.
- 3.3 Any active member may call a general body meeting provided he/she has the written support of one-fourth of all the active members. The request shall be submitted, in writing, to the Executive Committee. The Executive Committee (Article IV) shall have 45 days to act on the said request.

**ARTICLE IV
EXECUTIVE COMMITTEE AND ITS DUTIES**

- 4.1 Definition: The "Executive Committee" shall consist of core group that is responsible for all activities of the Association. The executive committee shall consist of five voting members:
 - i) President
 - ii) Vice President
 - iii) Secretary
 - iv) Joint secretary
 - v) Treasurer
- 4.2 The President shall:
 - a) Function as head of the Executive Committee
 - b) Preside over executive committee and, general body meetings of the Association
 - c) Lead the Association with conviction and fairness to promote the well being of its members
 - d) Serve as an ex-officio member of all committees created for effective functioning of the Association.

- e) Serve as a liaison with the Embassy and Consulates of India in the U.S.A., working with them to keep lines of communication with India open for members of the Association
- f) Communicate with local and national leaders to keep them informed about the concerns of the community.
- g) All decisions for the Association, taken by the President, shall only be taken after consultation with the Executive Committee AND after obtaining a majority vote of the Executive Committee.

4.3 Vice President shall:

- a) Work closely with the president assisting him/her in planning and execution of Association activities, functioning of various committees and step in, as and when needed, to function on behalf of the president
- b) Function as president for the balance of the term If for any reason, the president vacates his/her position. The "election" provisions under Article IV shall not apply in this situation. In any similar, unforeseen, circumstance the designated chain of command will serve as President for (he remainder of that term.

4.4 Secretary shall:

- a) Keep records of the Association activities
- b) Inform the Executive Committee members about meetings
- c) Inform the members about dates, times and agendas of general body meetings
- d) Keep and distribute as appropriate, minutes of all meetings
- e) Prepare and submit an annual report of Association activities

4.5 Joint Secretary shall:

- a) Assist the Secretary in various tasks as requested by the Secretary.

4.6 Treasurer shall:

- a) Keep records of monies received and expenditures incurred
- b) Present a quarterly financial report to the Executive Committee

- c) Present an annual financial report to the general body meeting at the annual general body meeting.
- d) Deposit Association funds in a plan decided by the Executive Committee.

SUB-COMMITTEE COORDINATORS AND THEIR DUTIES

4.8 Program Director

The Program Director is responsible for arranging the Association events. The event coordinator shall prepare draft plans for arranging cultural programs and other events and present them to the Executive Committee for execution.

4.9 Cultural Activity Coordinator

The Cultural Activity Coordinator is responsible for arranging cultural programs such as community mela, holi ect.

4.10 Membership Director

The Membership Director will be assist the Association in growing its membership base by liasoning amongst the community and coordinating membership drives. The membership director will be intimately involved in preparation and printing of the membership directory.

4.11 Business Advertising coordinator

The Business Advertising Coordinator will be responsible for raising funds for the Association from Businesses and corporations by means of advertising, sponsorships and donations.

4.12 Newsletter Editor

Newsletter Editor will assist the Association in preparation and printing of its quarterly Newsletters. The Association decide to send more communication mailers to the community that will be coordinated by the Newsletter Editor.

4.13 Volunteer Coordinator

Volunteer Coordinator will maintain a list of active coordinators and will be responsible in coordinating tasks of the volunteers.

ARTICLE V
TERM AND ELECTION PROCEDURES

- 5.1 Term for the Association officers will be two years. At the end of two years the committee will be reelected.
- 5.2 Elections will be held approximately a month in advance of the yearly Diwali function based on a convenient date for the presence of most numbers of officers.
- 5.3 Election of Executive Committee members shall be done by Executive committee members and sub-committee members only.
- 5.4 Election will be announced and Association members can be present at the time of election but shall not vote.
- 5.5 In case of a major objection by Association members (one-fourth of its members), any Executive Committee member will be removed from the committee a reelection for that position will be performed by the general body where all members can vote. The request to remove an Executive Committee member will be submitted to the president in written with signatures from at least one-fourth of Association members. If the officer in question is President him/herself, the written request will be submitted to the Vice-President who will consult with the past president for an action.
- 5.6 Members of the new Executive Committee will appoint the sub-committee coordinators.
- 5.7 The new Committee will be announced toward the end of the Diwali function and via the Newsletter.
- 5.8 Persons nominated for the position of President and Vice-President should have served on the Executive Committee for at least two and one term(s), respectively, as voting members. The President and Vice-president can serve only for a maximum of two consecutive terms. They may serve again, in the above posts, after a gap of at least four years. A unanimous decision by Executive Committee and the Sub-Committee can extend the term of any other officer.
- 5.9 Executive Committee members other than the President and the Vice-president can be re-elected to serve up to a maximum of four consecutive terms, as long as they are willing to volunteer for Association activities. Subsequent to four consecutive terms, they may serve again in the above posts, after a gap of at least two years.
5. 10 The election shall be conducted by secret ballot.
- 5.11 If an Executive Committee member misses more than 50% of the Committee Meetings, the Executive Committee has the right to eliminate him/her from the Committee.

**ARTICLE VI
VALIDITY & AMENDMENTS OF BY-LAWS**

- 6.1 These by-laws shall be deemed valid and binding to all members of the Association after they are passed by the General Body at its annual meeting. In the absence of an annual General Body meeting, this communication will be mailed to each member for sending their objections. A no response will be considered as no-objection.
- 6.2 Amendments to these by-laws may be proposed by any member, provided he/she has the written support of one-fourth of the members of record. The amendment should be submitted in writing to the Executive Committee.
- 6.3 The Executive Committee shall first discuss any proposed amendment to the by-laws and suggest modifications, if it deems fit.
- 6.4 After considering the proposed amendment, within four weeks from the date of its receipt, the Executive Committee shall authorize the President to call a general body meeting to discuss/modify/adopt the proposed amendment. Such amendments shall deemed to have passed and adopted if one-fourth of the members present, vote in favor.
- 6.5 A summary of the by-laws shall be included in the Association directory.

**ARTICLE VII
FINANCIAL AND DISSOLUTION PROCEDURES**

- 7.1 Funds shall be received through membership dues, private donations and such fund raising methods that are legally authorized for non-profit organizations under the US Internal Revenue Code and State and Local laws.
- 7.2 Funds shall be held in a commercial bank or other public financial institutions in an interest bearing account. Funds shall not be invested in a speculative investment.
- 7.3 Funds shall be spent exclusively at the direction and approval of the Executive committee.
- 7.4 Funds shall be used exclusively for fulfilling the goals of the Association as defined in the Article I.
- 7.5 No member of the Executive Committee or any Association member, appointed by the Executive Committee to perform any task assigned by the committee, shall promise or cause the Association to spend any amount of money, in fulfillment of the assigned task, without approval from the Executive Committee.

- 7.6 No monies from the Association funds can be spent for donations to charities to individuals or organizations, without the majority consent of the Executive Committee members.
- 7.7 All expenses that may be incurred for functions and activities organized by the Association, shall be done with the majority consent of the Executive Committee members.
- 7.8 In case of dissolution of the Association, all unused funds and assets must be exclusively use for exempt purposes such as in donation to a charitable, educational and/or scientific organization that works for betterment of mankind. These organizations must be registered as non-profit organizations. Examples of such organizations are the American Red Cross, American Cancer Society, Wild Life Fund, American Foundation of Disabled Children, etc.

ARTICLE VIII CONFLICT OF INTEREST POLICY

- 8.1 The purpose of the conflict of interest policy is to protect India Association of Oklahoma's interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or member of the Organization or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.
- 8.2 Definition of Interested Person: Any principal officer, or member of a committee with governing board delegated powers, who has a direct or indirect financial interest, as defined below, is an interested person.
- 8.3 A person is considered to have financial interest if the person has, directly or indirectly, through business, investment, or family:
- i) An ownership or investment interest in any entity with which the Organization has a transaction or arrangement,
 - ii) A compensation arrangement with the Organization or with any entity or individual with which the Organization has a transaction or arrangement, or,
 - iii) A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Organization is negotiating a transaction or arrangement.

Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial. A financial interest is not necessarily a conflict of interest. Under Article III, Section 2, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

8.4 Duty to disclose: In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with governing board delegated powers considering the proposed transaction or arrangement.

8.5 Determination of conflict: After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists

8.6 Addressing a conflict:

i) An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.

ii) The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.

iii) After exercising due diligence, the governing board or committee shall determine whether the Organization can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.

iv) If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the Organization's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination it shall make its decision as to whether to enter into the transaction or arrangement.

8.7 Violations:

i) If the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall

inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.

ii) If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action.

8.8 The minutes of the governing board and all committees with board delegated powers shall contain:

i) The names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest was present, and the governing board's or committee's decision as to whether a conflict of interest in fact existed.

ii) The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

8.9 This conflict of interest policy will be adopted and understood by all current officers of the executive committee of India Association of Oklahoma. The policy will be periodically reviewed and all elements will be monitored. In the event of a potential conflict, an outside expert may be appointed for a resolution.

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