



THE MALAYALEE ASSOCIATION OF CHICAGO

CONSTITUTION & BY-LAWS

(Revised as of 24th September 2017)

SECTION 1 – CONSTITUTION

1.1 NAME, LOCATION AND LANGUAGE

The name of the Association shall be the Malayalee Association of Chicago (Also DBA Chicago Malayalee Association. The short form to represent this association can be CMA wherever it is applicable) . This Association is incorporated as a not-for-profit Corporation under the applicable laws of the State of Illinois. The headquarters of the Association shall be 834 E Rand Rd, Suite 13, Mount Prospect, IL -60056. The official proceedings of the Association shall be Conducted either in Malayalam or English.

1.2 PURPOSE

1.2.1 The purpose of the Association shall be to promote social, Cultural, charitable, educational and literary activities among the Malayalees primarily of Metropolitan Chicago, all over Illinois, North Western Indiana, Southern Wisconsin. The counties are Cook County, Dekalb, Dupage, Grundy, Kane, Kendall, McHenry, Will, Jasper -Indiana, Lake – Indiana, Newton – Indiana, Porter- Indiana, Lake – IL , Kenosha – Wisconsin, Kankakee – IL, LaPorte – Indiana) and to Organize Cooperative and charitable activities in the general interest and well-being of the members of the Association as and when required, and to Coordinate, such activities with Other Communities.

1.2.2. No Substantial part of the activities of the Corporation shall be the Carrying on of propaganda or otherwise attempting to influence legislation and the Corporation shall not participate in or intervene in (including the publishing or distribution of statements) any political Campaign. On behalf of any candidate for public office.

1.2.3. Notwithstanding any other provisions of these articles, the Corporation shall not carry on any other activities not permitted to be Carried on (a) by a Corporation exempt from Federal Income tax under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the Corresponding provision of any future United States Internal Revenue law) or (b) by a Corporation, Contributions, to which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1954 (or the Corresponding provision of any future United States Internal Revenue law).

1.3 CORPORATE SEAL

The Association shall have a Corporate Seal. It shall be circular in shape with the image of two elephants facing a Coconut tree between them and the Words "The Malayalee Association of Chicago" inscribed around it.

1.4 MEMBERSHIP

There shall be two Categories of members in the Association:

(a) Life members and (b) Honorary members.

1.5 ELGIBILITY FOR MEMBERSHIP

1.5.1. Any Malayalee 18 years of age or Over and who has a direct interest in the Welfare of the Association and willing to abide by the provisions of this Constitution is eligible to apply for membership.

1.5.2 A person with membership in any other organization with similar purpose as defined in Sec. 1.2, shall not be eligible to become a member of the Malayalee Association. If a member of the Malayalee Association becomes a member of another similar organization of Malayalees, that person's membership in the Malayalee Association will automatically be cancelled from that date, with no refund of membership fees. Secretary shall inform the board and the member about such automatic cancellation of his membership by email or mail. Once they lost the membership they can apply for the membership again after 6 months only with the membership fee of \$50 and the effective date of his new membership will be from the date when the Board approves his new membership (Some examples of Criteria – Name of the CMA member is appearing in the news paper or other social media sites as an official member or in charge of similar Malayalee Associations or their events, Or the name of CMA member is appearing in any official letter of another association that the CMA members is representing that association (Example FOMAA / FOKANA Election Voters list) or any other situations where the President / Secretary can feel that the CMA members is member of another similar Malayalee Association.(Not any professional or religious associations)

1.5.3 However, The Malayalee Association encourages its members to participate in the activities of similar organizations.

1.6 GENERAL BODY

The administrative authority of the Association shall lie basically in the General Body, which is formed of the members. The annual General Body meeting shall:

(a) Discuss and adopt or reject the report on the working of the Association for the previous year from the outgoing Board of Directors, (b) Discuss and adopt or

reject the audited income and expenditure statement for the year, (C) Consider any amendments, additions or alterations to the Constitution Subject to other provisions, (d) Appoint an election Committee to Receive Nominations, Conduct, Supervise and arrange the election of the Board of Directors for the following term, (e) Appoint an Auditor/Auditors for the following term from among the members eligible to vote in this General Body meeting, (f) Appoint special Committees, (g) install the new members of the Board of Directors including the Office Bearers in the election year, and (h) Hand Over all funds, records and inventories of the Association to the new Board, in the election year.

1.7 BOARD OF DIRECTORS

1.7.1. Structure

The administration of the Association shall be Conducted by a Board of Directors. The Board shall Consist of Twenty Three elected members including six office bearers: President, Vice President, Secretary, Joint Secretary, Treasurer, Joint Treasurer and seventeen board members plus two ex-officio members . The Total number of Board members including Ex Officio will be Twenty Five . Out of Seventeen Elected Board Members (Excluding office bearers) Two seats to be reserved for Ladies, One for Youth (Aged 18 to 30) one to seniors (Age 60+) . The Outgoing president and secretary shall be ex-officio members with full voting rights in the newly elected board of directors for the next term. The quorum for any meeting should be 13 or above

1.7.2. Duties

It shall be the duty of the Board members to uphold all provisions of the Constitution and bylaws and to work towards the best interest of its members. No member or members of the Board shall act or take any decision which is inconsistent with any provision of this Constitution. Other main duties of the Board shall be:

- (a) To hold Board meetings at least once in two months and to call an annual General Body meeting at least once a year.
- (b) To accept reports from the Treasurer and Secretary at each regular meeting.
- (c) To review application for membership in the Association.
- (d) To Submit the annual reports including audited financial statements to the General Body for its approval.
- (e) To report to the General Body through regular bulletins or other means the activities and significant decisions of the Board relating to the Association.
- (f) To provide the Election Committee, auditor and all subcommittees with the necessary records, information and funds as decided by the Board of Directors.

(g) To deliberate such matters as may be placed before it by any member through the Secretary, President or any other Board member.

(h) To hand Over all records and properties of the Association to the Succeeding Board.

(i) To decide the person / persons in charge of the office and also who should carry the keys of the Office of the Association. If any third party is using our office and giving donations, it is to be recorded in a register and to be updated regularly by the Treasurer. Whoever uses the facility giving donations to the Association, should agree and sign the Facility User Agreement. The donations for the use of the CMA Hall can be decided by the Board periodically.

1.8 FINANCIAL MANAGEMENT

1.8.1. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, trustees, officers or other private persons except that the Corporation shall be authorized to pay reasonable Compensation for services rendered.

1.8.2. Accounting Year The Official Accounting year shall be the Calendar year.

1.8.3. Bank Accounts - General

The funds of the Association shall be kept in three Accounts, an interest bearing special Account for the life membership fees alone, a regular Savings Account (optional) and a regular checking Account for other funds in a Commercial Bank situated in the Metropolitan Chicago area.

1.8.4. Special and Savings Accounts

The signatories of the special and savings Accounts shall be five members of the Board (the Treasurer, Secretary, President and two other Board members). The signatures of any four of the five shall be sufficient for withdrawals. The special Account of life membership fees shall be managed subject to by-law Section 2.1.4.

1.8.5. Checking Account

The signatories of the checking Account shall be the Treasurer and the President. Any one signature shall be sufficient for the operation of this Account. The maximum amount that Can be kept in the checking Account may be decided by the Board from time to time. Any single transaction over \$2000 requires the signatures of both the President and Treasurer.

1.9 AMENDMENTS TO THE CONSTITUTION

Amendment proposal to the constitution shall be submitted to the secretary at least 60 days before General body meeting and secretary to circulate the same to the members by email at least 45 days before general Body meeting and if any suggestion to change that proposal should be received by secretary at least

30 days before the general body . A copy of the same to be sent to the constitution committee chairman and if the Board of directors feels it is OK, then only such changes has to proceed to the the general body. In such cases, the decision taken in the general body about such changes shall be final. Otherwise, general body cannot add any clauses which was not informed to the members, but they can delete the informed changes if it is good for the association. Approval of all amendments shall be by a 2/3 or larger majority of the members present and Voting. All approved amendments shall become part of this Constitution with effect from the date of approval of the General Body

1.10 CLAUSE OF DISSOLUTION: Dissolution of the Association shall be effected only by a 2/3 or larger majority of the General Body. Upon dissolution of the Association by decision of the General Body, in Conformity with Federal and State Laws applicable to not-for-profit organizations, all assets of the Association shall be donated to any not-for-profit organization named by the General Body.

1.11 DEFINITIONS

1.11.1. Metropolitan Chicago

For the purpose of this Constitution the Metropolitan Chicago area includes the city and all the suburbs within the six Collar Counties of Cook, Lake, DuPage, Will, Kane and McHenry.

1.11.2. Family

The Community unit including none other than husband, wife and children under 18 years of age.

1.11.3. Membership Fees

The amount required to be paid with the application at the time of applying for membership in the Association.

1.11.4. Calendar Year

The period of time from January 1 to December 31, both days inclusive.

1.11.5. Life Membership: Membership in the Association for the life time of the person.

1.11.6. General Body Meeting

A meeting of the members of the Association to which all the members are invited.

1.11.7. Board

Board used in the Constitution with Capital B means the Board of Directors.

1.11.8. Association

"Association" used in this Constitution with Capital A means the Malayalee

Association of Chicago.

1.11.9. For the purpose of Section 1.5 of the Constitution, a Malayalee is defined as a person or spouse of a person who has a genealogical Malayalee Origin through one or both parents.

1.12. POWER TO ACQUIRE AND HOLD REAL ESTATE PROPERTY

For the purposes stated in the Constitution and any other charitable purposes, the Association may contract for purchase, receive, manage, hold and dispose of real, personal and mixed properties, wheresoever situated by gift, grant, devise, bequest or purchase and may operate Such property or any part thereof, or any business it may acquire, in the name of the Association or in any other manner for its benefit and in its behalf through Such persons Or agents as it may designate as provided in this Constitution and bylaws.

2.1. MEMBERSHIP

2.1.1. Admission Procedure

Membership shall be obtained only by the submission of application in the prescribed form along with prescribed fee and acceptance by the board of Directors at its first regular meeting following the submission of the application. Membership shall be effective from the date of approval by the board. Application for membership can be rejected only if eleven or more Board members vote against the admission of the applicant; otherwise the applicant shall be granted membership.

2.1.2 MEMBERSHIP FEES.

Life membership fee is \$50.00 per person. The Board of directors may recommend change in the membership fees to the General Body; such recommendations shall be effective only on approval by the General Body.

2.1.3. Life Membership

Individuals or families eligible for membership as per Constitution, Section1.5, and who pays in single installment an amount equal to \$50.00 per person become life members of the Association. Life membership will Continue throughout the life of the member and is not transferable. Applications for life membership shall be processed as per Section 2.1.1.

2.1.4. Life Membership Funds

Life membership fees Collected shall be deposited in a special Account and withdrawal from the principal Can be made only with the approval of the General Body. The interest may be withdrawn at any time.

2.1.5. Honorary Members

Honorary Members are those individuals who, because of their outstanding Service to the Association, are Conferred such honor upon them by unanimous decision of the Board of Directors.

2.2 RIGHTS AND DUTIES OF MEMBERS

2.2.1. Rights

The members shall have the right

(a) To attend the General Body meetings and participate in the activities of the Association.

(b) To vote in General Body meetings and elections and to contest for the various offices and membership positions in the Board of Directors and Committees subject to the provisions of Sections 2.7. and 2.8.

2.2.2 Duties

All members shall fully abide by the provisions of this Constitution.

2.3 BOARD OF DIRECTORS

2.3.1. Term of Service

President, Vice President, Secretary, Joint Secretary, Treasurer, Joint Treasurer and the other Sixteen board members are elected to serve in their respective positions for a period of two years.

Normally the term of the Board should be from 1st November of the election year to 31st October after two years

2.3.2. Board Meeting Attendance

Any member of the Board, who fails to attend three Consecutive Board meetings without prior leave of absence from the President, shall cease to be a member of the Board automatically. The Concerned member shall be so informed. The Board shall nominate suitable Candidates to fill the vacancies thus Created. The members shall be informed of such changes through periodic bulletins.

2.3.3. Functions of the Board of Directors

(a) The Board of Directors shall fill interim vacancies in the Board including office bearers for the unexpired terms. Vacancies of office bearers shall be filled from among the Board members including those holding offices. Vacancies of Board members other than office bearers shall be filled from among the eligible members per Section 2.11.5. Such changes should be Communicated to all members of the Association within thirty days.

(b) The Board of Directors shall fill interim vacancies in the Election Committee, in any other positions appointed by the General Body including the Auditor. Eligibility standards applied here are the same as described in Section 2.11.5.

(C) The Board of Directors shall appoint and Supervise Subcommittees for carrying out certain functions as determined by the Board, Consistent with all provisions of the Constitution and bylaws. No Subcommittee shall function as an independent autonomous body, but it shall report to and be Accountable to the Board of Directors. The Board shall also have the right to terminate Subcommittees.

(d) The Board of Directors shall make recommendations to the General Body regarding matters such as membership fees and make decisions Over financial items such as petty Cash amount and bank Accounts.

(e) In the event of resignation, retirement, termination etc. of any office bearer or Board Member, the records and property of the Association entrusted with that person shall be handed Over immediately to the President or in his absence to the Secretary.

(f) Any resignation should be in writing, addressed to the Secretary and in his absence, to the President. Resignations will be effective upon acceptance by the Board.

(g) The Board of Directors while arranging the activities of the Association may decide upon restrictions about participation of nonmembers.

(h) The Board of Directors shall depute at least two of its members to be Official observers in Special General Body meetings referred to in Section 2.10. and to receive the relevant records specified therein.

2.4 DUTIES AND FUNCTIONS OF OFFICE BEARERS

2.4.1. President

(a) The President shall be the Chief Executive Officer of the Association and shall exercise the general Control over the working of the Association. He/She shall have access to all the records of the Association.

(b) He/she shall be an ex-officio member of all sub-committees

(C) He/She shall preside Over all the General Body meetings and Board meetings of the Association.

(d) He/She shall use his/her judgment in good faith to postpone or adjourn any meeting of the Association if chaos or disorder develops at the meeting. In exercising this power, the President is bound by all provisions of the Constitution and by-laws.

2.4.2. Vice President

- (a) In the absence of the President or when deputed by the President, the Vice President shall assume the duties for the President.
- (b) If the President and Vice President are absent, the Board shall elect a person to preside Over that meeting from among themselves.
- (c) The Vice President shall assume the presidency automatically if vacancy Occurs in the office of the President and will remain President for the remaining term of the board.

2.4.3. Secretary

- (a) The Secretary shall be responsible for the administrative working of the Association.
- (b) He/She shall maintain all registers including minutes of Board meetings and General Body meetings, Correspondence file and all other documents of the Association in his Custody under lock and key preferably in the office of the Association.
- (C) He/She shall Submit at all regular meetings of the Board, an up-to-date progress report of the activities of the Association for its approval.
- (d) He/She shall submit on behalf of the Board of Directors an annual report of the activities of the Association to the General Body at the annual General Body meeting.
- (e) He/She shall make available to the Treasurer all relevant records in Order to enable him to Carry out the functions of his office.
- (f) Any member shall on application to the Secretary, be allowed to inspect any records of the Association except those which are declared Confidential. The Board of Directors shall have the right (1) to declare any record Confidential for a specified period of time and (2) to remove the Confidentiality of any such record.
- (g) The Secretary shall furnish a copy of the Constitution to any member upon request.
- (h) The Secretary shall Consult the President regularly in discharging the duties of his/her office.
- (i) He / She shall keep and maintain an up-to-date Membership Register.
- (j) In an election year he/she shall send to all members, before June 1 information about the election Committee (and details about sending nominations for the election by email .

2.4.4. Joint Secretary

(a) The Joint Secretary shall assist the Secretary to Carry Out the duties of the Secretary. In the absence, of the Secretary or when requested by the Secretary, the Joint Secretary shall assume the duties of the Secretary.

(b) If vacancy occurs in the office of the Secretary, the Joint Secretary automatically assumes the office of the Secretary.

2.4.5. Treasurer

(a) The Treasurer shall be responsible for the proper management of the finances of the Association.

(b) He/She shall be responsible for receiving membership fees, donations and other revenues and for disbursements supported by proper receipts and Vouchers.

(C) He/She shall maintain all the records related to the financial dealings of the Association.

(d) The Treasurer shall submit at all regular meetings of the Board an up to date report of the financial state of affairs of the Association for its approval.

(e) He / She shall Submit an audited annual financial statement at the Annual General Body meeting for approval.

(f) He/ She shall keep and maintain an up-to-date membership record and assist the Secretary to keep his records up-to-date.

(g) He/ She shall submit to the Board at its second meeting a budget for the year prepared by himself, the President and the Secretary.

(h) He/ She shall keep an inventory record and have Custody of all properties of the Association.

(i) He/ She shall file necessary financial reports with all Federal, State and Municipal agencies, as required.

2.4.6 Joint Treasurer

(a) The Joint Treasurer shall assist the Treasurer to Carry Out the duties of the Treasurer. In the absence of the Treasurer or when requested by the Treasurer the Joint Treasurer shall assume the duties of the Treasurer.

(b) If vacancy Occurs in the office of the Treasurer, the Joint Treasurer automatically shall assume the office of the Treasurer.

2.5 MEETINGS OF THE BOARD OF DIRECTORS

2.5.1. General

The Secretary shall ordinarily Convene the meetings of the Board. If necessary the President or a majority of the Current members of the Board can request the Secretary or President in writing by giving at least ten days notice to Convene a meeting, failing which the signatories may themselves Convene the meeting by giving five Calendar days notice to all Board members. For such meetings, all the signatories of the request should be present any decision taken at that meeting shall be binding. The minutes and Signed attendance list of Such a meeting shall be handed Over to the Secretary by the presiding Officer.

2.5.2. Notice

Five Calendar days notice with the agenda for meeting shall be given for all regular meetings.

2.5.3. Quorum

Required quorum for all meetings shall be thirteen (13) or majority of the Current Board members.

2.5.4. Procedure

The President shall Call the meeting to Order within thirty minutes of Scheduled time. If the quorum was not obtained within that time, the meeting shall be postponed to a later date as determined by the majority of the members present. The revised date for the meeting should be Communicated to all Board Members giving five calendar days' notice. If the quorum is not obtained the second time to Consider the same agenda, the meeting shall be called to order with whatever number of Board members present and any decision taken at that meeting shall be binding and effective.

2.5.5. Emergency Meetings

In emergency situations the five days' notice requirement as provided in Section 2.5.2 shall not apply. The President or Secretary shall convene the meeting if practicable or in the alternative he shall poll the Board members over the telephone to obtain a majority decision of the Board. The President/Secretary shall exercise due diligence and reasonable efforts to Conduct the poll. If a decision is taken based on poll by phone such decision must be recorded and ratified at the next meeting.

2.5.6. Minutes

The minutes of every regular meeting shall be written and read out by the Secretary or whoever in charge. The minutes shall be signed by the writer and approved and signed by the chairperson at the Conclusion of the meeting. In the absence of the Secretary, the Joint Secretary, the President or anybody deputed by the President shall perform the duties of the Secretary for that meeting.

2.5.7. Decisions

Any question which may arise at any meeting shall be decided by a majority of votes of members present at the meeting except as provided in Section 2. 11 Sections 2.12. and Section 2.13. In case of a tie, the President may cast the deciding vote.

2.5.8. Observers

Any member of the Association shall have the right to observe the proceedings of the Board with prior Consent of the President. Such members may also offer testimonies at the Board meeting provided the member has obtained Consent from the President or with the approval of the majority of the Board members present at the meeting.

2.5.9. Papers Related to Agenda

All papers relating to the agenda shall be made available to the Board members for inspection before the meeting of the Board.

2.6 ACCOUNTING PROCEDURES

2.6. 1. The maximum amount that can be spent without obtaining prior approval of the Board by the Treasurer, President and the Secretary shall be determined by the Board of Directors from time to time.

2.6.2. All expenses and disbursement shall be supported by receipts and Vouchers.

2.6.3. The Board shall approve a budget for the operation of the Association within its first two meetings after election.

2.6.4. Audited financial report received from the auditor shall be submitted by the Treasurer to the annual General Body meeting for its approval.

2.6.5. All funds received shall be deposited in the appropriate Accounts within fifteen Calendar days from date of receipt of Such funds.

2.6.6. All receipts and expenditures relating to the activities of various subcommittees shall be discussed and approved by the Board at its regular meetings.

2.6.7. Bills for goods/services supplied to the Association shall be paid normally within fifteen days of the presentation of the bill.

2.7 MEETINGS OF THE GENERAL BODY

2.7.1. Types of Meetings

There shall be three types of meetings of the General Body: (a) Annual General Body Meeting. (b) Ordinary General Body meeting. (C) Special General Body meeting.

2.7.2. Attendance

Attendance shall be open to the following Categories of persons:

(a) Members with at least 90 days' membership on the day of the General Body meeting. (b) Honorary members, (c) Special invitees and guests of the Board of Directors.

2.7.3. Quorum

Each type of General Body meeting shall have its specified quorum. Proxy shall be allowed for quorum purpose with the restrictions as specified in Section 2.7.5

2.7.4. Voting

Members who are eligible to attend the General Body meetings as per bylaws, Section 2.7.2. who are 18 years or older only shall vote in the General Body meetings.

Each member who is eligible to vote shall have only one vote. However, voting by proxy shall be allowed in the General Body meetings with restrictions as per Section 2.7.5. All questions presented to the General Body meeting for its decision shall be decided by a simple majority of votes except as specified in Section 2.12 and Section 1.9. In the Case of a tie the chairperson may cast the deciding vote.

2.7.5. Proxy

Husband and wife may exercise proxy for their respective spouses except in elections under following Conditions: (a) Both husband and wife shall have at least 90 days' membership at the time this privilege is being exercised. (b) The person for whom proxy is exercised shall not be present at the meeting.

2.8 ANNUAL GENERAL BODY MEETING

The annual General Body meeting shall be held on the last Sunday of September after giving fifteen Calendar days' notice to all members. Under special circumstances the meeting may be postponed to be held not later than October 31st of that year.

2.8.1. Quorum and Adjournment

From all the members eligible to attend the General Body meetings as specified in Section 2.7.2., 25% or 60 members including proxy whichever is smaller shall constitute the quorum. If quorum is not obtained in sixty minutes from the Scheduled time, the meeting shall be postponed to be held within 21 days from the date of postponement At least five calendar days' notice shall be given to all the members. If the quorum as mentioned above is not obtained for the second time, the quorum requirement shall be waived and the meeting shall be called to order. Any decision taken within the framework of this constitution and by-laws at that meeting shall be binding and effective.

2.9 ORDINARY GENERAL BODY MEETING

Ordinary meetings of the General Body may be Conducted from time to time. At least fifteen Calendar days' notice shall be given to all members by the Secretary or other authorized person, authorization being granted by the Board of Directors.

2.9.1. Quorum and Adjournment

Quorum requirement is the same as specified in Section 2.8.1. If the requisite quorum is not obtained within an hour of the Scheduled time, the meeting may be adjourned. Meetings may also be adjourned by the Chairperson with the Consent of the majority of the members present at the meeting to be held on a later day decided by them at the meeting. If a quorum is not obtained at the second time for the same agenda the meeting shall be called to order by waiving the quorum requirement. Any decision taken at that meeting within the framework of the Constitution and by-laws shall be binding.

2.10 SPECIAL GENERAL BODY MEETING

Special meetings of the General Body may be Convened at the request of fifty members or 30% of the total members eligible to attend a General Body meeting per Section 2.7.2., whichever is less, for the purpose of Considering any business that may be placed before the General Body by the members. The request shall be made to the Board of Directors in writing. If the Board of Directors does not proceed to Call a General Body within two weeks from the date of such request the signatories of the request may themselves Convene such a meeting by giving fifteen Calendar days' notice to the members. If the President or the Vice President of the Association is not available to preside Over Such a meeting, the signatories of the request may elect a presiding officer from among themselves.

When a Special General Body meeting is Convened at the written request of members as stated in Section 2.10, the first signatory will be considered as the representative for the entire signatories. He will also be responsible to vouch for all the signatories appearing in the request and on their behalf to enter into any negotiation and to deal with the issue in question.

When a request is submitted as stated above, a deposit of \$300.00 in Cashier's check payable to the Malayalee Association of Chicago should be submitted along with the request. This amount will be refunded only if 80% of the signatories are present in the meeting.

At the end of the Special General Body meeting a Copy of the minutes of that meeting along with the attendance list bearing the signatures of all present shall be handed over to the Secretary or nominee of the Board of Directors.

2.10.1. Quorum and Closure of Issue

Thirty five percent of the members eligible to attend a General Body meeting per Section 2.7.2. (a) And (b) including at least 80% of the signatories shall constitute the quorum. If a quorum is not obtained at that meeting the issue will be considered as closed.

2.11 ELECTION OF THE BOARD OF DIRECTORS

2.11.1. Election Committee

In election year, the General Body in its meeting held in April/May shall appoint an Election Committee comprising of three former presidents of Chicago Malayalee Association and the senior member among those three will be the head of the Election committee. It is not necessary that the former presidents to be present in the General Body meeting, but they can inform their consent to be part of the Election committee to the Secretary. The duty of the Election Committee is to prepare a slate of qualified Candidates for the Board of Directors and to conduct the election (if needed) according to the Constitution and bylaws. Members of the Election Committee shall not seek office in the election over which they are officiating. Also, any member of the Board of Directors shall not become Election Committee member simultaneously. Also it is advisable to change the election committee every time if possible.

2.11.2. The Election Committee shall meet on or before 1st of July and open the sealed envelopes containing the nominations. All nominations must be scrutinized and verified as to its validity and accuracy with all concerned people including the Candidates and their nominators. The list of all nominations shall be made available on request to any member. The Election Committee shall provide at least one week for the Candidates to withdraw their nominations. All necessary information about the nominees and nominators shall be provided by the Secretary.

2.11.3 Time Of Election

(a) Election shall be conducted on **any Sunday of August** (to be discussed and decided with the consent of the office bearers considering convenience of more members to participate in the election and

b) Get from the Secretary the list of members eligible to vote and,

c) Prepare the list of Candidates who are eligible to Contest in the election.

2.11.4. Eligibility of Voters

The list of members who are eligible to vote shall be prepared by June 1 and shall include all who are members as of January 31st of the Election Year .

All those people who are members as of January 31st of the Election year shall be eligible to vote.

2.11.5. Eligibility for Candidacy

Candidates should have been members of Association on or before **January 1st** of the year previous to the Calendar year in which the election is being held.

Candidates to the office bearer positions should have served as a Board of Director for at least **19 months on June first of Election year** . (19 months is because the oath taking can be any day between September 30 and October 31. So practically it is not possible to complete 24 months by any board member)

2.11.6. Submission of Nominations and Related Rules

Election Notification shall be published by email and website in the last week of May of the Election year and nominations in the sealed envelope shall be received by the chair person on or before 15th June of the election year accompanied by a non refundable money order or check or cash to The Malayalee Association of Chicago for the specified nomination fee as given in the schedule as follows President and all other office bearers \$250 each. Other Board Members: \$100 each. Each Candidate or his/her representative shall file a nomination in the prescribed form, duly signed by the Candidate and his/her nominator with the Head of the Election Committee, on or before the specified date for the receipt of such nominations. A Candidate shall file nomination for Only one position. Violation of this rule by a Candidate may cause rejection of his/her nominations for all positions at the discretion of the Nominating Committee. Office bearer (executive) candidates shall have a minimum experience of one Term as specified on 2.11.5. The candidates should have One week time to withdraw the nominations from the date of publication of the accepted nominations from the Election Committee

2.11.7. Functions Of Election Committee Election Procedure

(a) The Election Committee shall intimate to all members the list of approved Candidates, date, time, and place set for the election by e-mail, not later than the 10th of July.

(b) Election shall be conducted at CMA Hall (834 E Rand Rd, Suite 13, Mount Prospect, IL 60056) on any Sunday of August (to be discussed and decided with the consent of the office bearers considering convenience of more members to participate in the election

(C) Voting by proxy is not allowed in elections.

(d) Voting shall be Conducted between the hours of 11 am to 9 pm

(e) Upon written request the Election committee shall make available to the candidates the printout of the list of eligible voters with their name, address and phone numbers

(f) The Votes must be tabulated and the results be announced on the day of election itself. The possibility of Electronic voting can be considered by the Election committee if feasible considering the cost involvement

(g) The Candidates or their representatives shall have the right to observe election ballot Counting. The representatives shall be members of the Association.

(h) Names of the Board-elect and all relevant records shall be handed over to the President of the new Board of Directors within three days after the election.

2.11.8. Election Disputes

Any dispute, Complaints, objections regarding the election or its procedures must be Communicated in writing to the Chairperson of the Election Committee within forty-eight hours after they arise, but not later than forty eight hours after the Voting closes. The Election Committee shall take decisions on Such disputes, Complaints and objections. If no such Communication is received within the Specified time all announced decisions shall be final. Any decision taken by the Election Committee regarding its working, election, and related matters shall be decided by a majority vote, in the Committee. A person dissatisfied by a decision regarding a dispute, Complaint or objection may appeal Such decision to the Board of Directors with a deposit of \$300.00. The \$300.00 deposit shall be refunded only if the final outcome is in favor of the petitioner. In the Case of a decision in which all issues are neither in favor nor against the Complaint, the Board of Directors may refuse, to return the deposit. Any decision of the Board in this regard may be appealed to the General Body by the affected party and the decision of the General Body shall be final.

2.11.9. Introduction of the New Board, Oath of Offices, and transfer of Responsibilities.

The new Board of Directors shall be introduced to the public at the Onam Function.

All Board members shall take an oath/affirmation of office administered by the out-going President at the Annual General Body Meeting tentatively on the last Sunday of September. The Oath shall be:

"..... do
hereby Solemnly swear that I will carry out the responsibilities and duties of my office to the best of my ability and uphold the Constitution of the Malayalee Association of Chicago. So help me God."

The official transfer of responsibilities to the new Board of Directors shall be conducted in the annual general body meeting tentatively on the last sunday of the September, if not, not later than 31st October of the Election year

2.11.10 Handing over of the association documents :

official Documents of the Association shall be handed over to the new Board of Directors by the outgoing Board of Directors in the presence of Election committee in a meeting called by the outgoing committee and arranged by mutual consent or immediately after oath taking of the new board in the General Body meeting

2.12 DISCIPLINARY ACTION

(a) The General Body shall have the final authority to take disciplinary action against any member of the Association with a 2/3 majority vote of the members at the meeting. (b) The Board of Directors shall have the authority to take disciplinary action against any member of the Association including the President, the Secretary and the members of the Board of Directors with a 2/3

majority of the Board, after giving the Concerned member an opportunity to explain his/her position.

(c) Any member of the Association against whom disciplinary action is taken by the Board has the right to appeal to the General Body within fifteen days through a letter addressed to the Secretary of the Association to that effect. (d) Any member of the Board against whom disciplinary action is taken by the Board may be suspended / dismissed from all duties immediately.

(e) Any member of the Association against whom disciplinary action is ending may be relieved from his/her duties in order to settle the issue impartially by the Board of Directors or General Body.

2.13 NONCONFIDENCE MOTION

Any Board member may present a no-Confidence motion in writing in any Board meeting against any other member including office bearers, provided he / she has the written support of **2/3 of Current members** of Board of Directors.

2.14 SUSPENSION, DISMISSAL The Board of Directors may, in Case of misconduct, Suspend any member from the membership for a period of not exceeding three months or invoke dismissal, if deemed necessary. The Concerned member shall have the right of appeal to the General Body.

This constitution Amendment was prepared by The constitution Amendment Committee appointed by the General Body held in October 2016. Committee Members are

- 1. Jose Kaniyaly (Chairman)**
- 2. Benny Vachachira**
- 3. Rincy Kurian**
- 4. George Nellamattam**
- 5. Joshy vallikalam**

This amendments were approved by the General Body of Chicago Malayalee Association held on 24th September 2017 at CMA Hall.
