



# **India Society of Worcester Constitution & Bylaws**

**Approved On February 6, 1994.**

**By The Annual General Body Meeting, held at India Center.**

**Amendments Approved on March 6, 1999**

**By the General Body in a special called meeting on March 6, 1999**

**Reformatted with Some Renumbering Articles/Section for Web Posting**

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**Bylaws Amended and Approved by the General Body**

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## **A: Constitution**

### **Article 1: Principles of Existence**

1.1. The name of the association shall be India Society of Worcester, Inc., herein after referred to as The Society.

1.2. The Society shall be primarily a cultural, social, educational, and charitable organization. The Purpose of the Society shall be to encourage those people with ancestral origin in India or people who are otherwise interested in India, to form an effective and cohesive group with the objective of retaining, Felicitating and fostering the cultural heritage of India, including ethnic arts, languages and religions of its people. The Society shall add to the richness of the cultural diversity of the region and shall become a resource to offer and promote the cultural heritage of India for the local community. The Society shall be non-political and non-sectarian. It shall not subscribe to any one religion and shall not discriminate against any person because of his or her religious beliefs or ethnic background.

1.3. The Society shall be charitable and non-profit. Its income shall be derived from the membership dues, from charitable donations and grants from members, corporations, foundations and friends of the Society, and from varieties of other revenue generating functions and fund raising events.

1.4. The organizational structure of the Society shall consist of three elements: (i) the General Body of Members, (ii) a duly elected Executive Board (iii) various elected or appointed committees, subcommittees and ad-hoc committees. Each organizational element shall enjoy specific rights and shall discharge its responsibilities in accordance with this Constitution and the Bylaws of the Society.

1.5. The Society shall exist in accordance with the principles outlined in this Article and the provisions of this constitution, and additional provisions in the Bylaws of the Society created in accordance with the spirit and letter of this constitution.

### **Article 2: Membership**

2.1. The membership of the Society shall be open to all persons of good citizenship, 18 years or older, who believe in society's mission and purpose and are willing to abide by its Constitution and Bylaws.

2.2. All members shall have the right to participate in society's affairs, attend General Body Meetings, cast ballots, and contest for an office of the Society, subject to certain restrictions and eligibility criteria set in the Bylaws of the Society.

2.3. The Bylaws of the Society may define categories and types of membership and may set qualifying criteria or eligibility for membership.

### **Article 3: General Body**

3.1. The General Body of the Society shall consist of all current dues paying members.

3.2. The General Body shall have the power to elect or recall the Executive Board, elect or recall any member of the Executive Board. It shall have the power to make specific recommendations to the Executive Board. It shall have the power to change the provisions of the Society's Constitution and the Bylaws, and the power to dissolve the Society. The General Body shall exercise these powers according to the procedures outlined in this constitution.

3.3. The Annual General Body Meeting of the Society shall be held during the month of January of each year. The business carried out at the Annual General Body Meeting shall include the election of the members of the Executive Board, members of the Committee on Nomination and Committee on Governance, receive and review the annual reports of the Society's activities, financial status and any other matter related to the Society as deemed necessary.

**3.4.** If extenuating circumstances prevent holding of the Annual General Body meeting in January, then by unanimous approval of the Committee on Governance the Annual General Body Meeting may be postponed by no more than 60 days but must be held any time thereafter but no later than the end of March of the year. However, the date of the rescheduled meeting shall be announced in January.

**3.5.** A special General Body Meeting to discuss a special agenda may be called by a majority vote of the Executive Board or by a majority vote of the Committee on Governance or by a written petition signed by at least 1/5 of all current dues-paying members of the Society. The President shall call the special General Body Meeting within four weeks from the date such request is received.

**3.6.** The quorum of the General Body Meeting shall be 1/5 of the dues paying members, physically present at the meeting. A simple majority vote of all present in the meeting shall be used for passage of all transactions except those specified explicitly.

**3.7.** If a General Body Meeting fails to achieve the quorum then any action or actions that are deemed important and essential to serve the best interest of the Society may be approved by a majority vote of all present in the meeting and with an approval by a majority vote (5 out of 8) of the present, elected members of the Committee on Nomination and Committee on Governance with approval of at least one member from each committee. These members shall be exempt from the conflict of interest requirement for this vote only.

**3.8.** Amendments to the constitution and the by-laws, where appropriate, may be proposed, by the Executive Board or by members of the society when at least 1/5th of the Memberships of the society propose such amendments in writing. All such requests for amendments must be presented to the Committee on Governance and should be approved by a majority vote of the Executive Board. A notice to amend the Constitution or Bylaws must be given to all members at least Fifteen days prior to the general body meeting in which these amendments are going to be discussed. The Secretary of the Executive Board shall distribute such notice to all the active members of the Society by electronic means such as e-mail.

**3.9.** The motions to amend the Constitution or the Bylaws of the Society shall require 2/3rd vote of the members present at the general body meeting.

**3.10.** The motion to recall the Executive Board shall require an affirmative vote of 2/3 of all the voting members present at the general body meeting.

**3.11.1.** Members eligible to vote during the Annual General Body Meeting should be current with their membership status on the day of the election AND should have been a member of the Society at least 60 days prior to the date of the Annual General Body Meeting.

**3.11.2.** Should the Annual general Body Meeting be postponed under Article 3.4 only those members eligible to vote on the original scheduled date will be allowed to vote at the rescheduled meeting.

**3.11.3.** Members eligible to vote at any other Special General Body Meetings, should be current with their membership on the day of the meeting AND should have been a member of the Society at least 60 days prior to the date of the Special General Body Meeting.

**3.12 : General Body Meetings and Agenda:**

**3.12.1** General Body meetings of the ISW shall be conducted under the guidance and provisions of the Constitution and By-laws of the ISW and Robert's Rules of Order shall be used in the situations where the ISW Constitution and Bylaws do not provide clear solution or guidelines

**3.12.2** The Executive Board will set the agenda of the General Body meeting and any other special meetings.

**3.12.3** Any member who wishes to bring new business matters before the General Body meeting shall submit this business in writing to the Secretary, at least 30 days prior to the meeting of the General Body, for consideration by the Executive Board as to whether to include such new business on the agenda.

**3.12.4** Items not placed on the agenda by the Executive Board for consideration at the General Body meeting may only be placed on the agenda upon the affirmative vote of a majority of the active members present at the General Body meeting

**3.12.5** Time shall be provided during each meeting for members to introduce a motion for discussion, all approved motions and recommendation from the General Body shall be taken under advisement and referred to different committees of the ISW. After proper discussion and deliberations such items should be brought back to the GB or a Special Meeting of GB for resolution and further action if necessary

#### **Article 4: Governance:**

**4.1 :** The ISW should be governed by a 17 member Executive Board

**4.1 a:** The Executive Board shall have 15 elected members:

1. President and Chair of the Board, 2. Vice President, 3. Treasurer, 4. Secretary, 5. Chair of Cultural Committee, 6. Chair of Religious Committee, 7. Chair of ISW Cultural School Committee, 8. Chair of India Center Committee and 9. Assistant Treasurer, 10. Assistant Secretary and 11. 12. 13. 14. 15. – As (5) Members at large

**4.1 b:** There shall be two appointed members to represent interests of the IYG and the Humrahi group

**4.2 :** The Bylaws of the ISW shall define the term, qualifications and duties of the members of the Executive Board

**4.3.** The Executive Board of the Society shall be an elected body of members entrusted with the task of planning, developing, organizing and carrying out all necessary activities and functions to fulfill the mission, goals and objectives of the Society.

**4.4. The** Executive Board shall be responsible for developing and managing the financial and membership resources of the Society. It shall be responsible for planning and executing Society's programs. It shall formulate policies, and procedures for the Society

**4.5.** The President of the Society shall be the Chair of the Executive Board. The Executive Board ~~Committee~~ members shall be jointly and individually responsible for the successful and orderly conduct of Society's activities and programs.

**4.6.** Except as otherwise stipulated, the Executive Board shall have the authority to appoint and dismiss standing committees, subcommittees and ad-hoc committees that report to the Executive Board in carrying out variety of tasks, functions and initiatives of the Society.

#### **Article 5: General Election**

**5.1.** The election of all the elected office bearers of the Society shall be held during the Annual General Body Meeting.

**5.2.** The Bylaws of the Society shall make provision for a ~~Nomination~~ Committee on Nomination, which shall be responsible for an orderly conduct of the election process.

**5.3** The Committee on Nomination shall seek nominations in writing to all members at least six weeks prior to the general body meeting. The nominations for all office bearer positions open for election shall be submitted to the Committee on Nomination at least four weeks prior to the election date. The nominating committee shall declare the slate of officers at least two weeks prior to the general body meeting. Nominations may also be made from the floor by the members of the General Body during the election.

**5.4.** The voting shall be conducted by a secret ballot for positions receiving multiple nominations.

**5.5.** If the General body meeting fails to achieve the quorum, the election of the office bearers may be completed by a majority vote of all present in the meeting and with an approval by a majority vote (5 out of 8) of the present, elected members of the Committee on Nomination and Committee on Governance with approval of at least one member from each committee. These members shall be exempt from the conflict of interest requirement for this vote only. If this

process fails to complete an election process, a special General Body Meeting shall be called within 30 days to hold new elections.

**5.6** In the event an elected post becomes vacant before the term of the post expires, that position may be filled temporarily by appointment by a majority vote of the committee which has such vacant post. Such appointment shall be subsequently approved by the General Body at the Annual General Body Meeting.

**5.7.** After the expiration of the term of all the Elected Office Bearers, Committee Chairpersons and Elected Committee Members shall continue to serve on their current positions until the upcoming General Body Meeting of the Society or until the elections are held to replace them

## **Article 6: Finance and Assets Management**

**6.1.** The income of the Society shall be derived from sources outlined in Section 1.3.

**6.2.** The Society's funds shall be categorized and maintained as follows:

**6.2.1. General or Unrestricted Funds:** These funds are generated from membership dues, society Functions or gifts or donations when such functions and gifts and donations generate revenues to be used expressly for general or unrestricted purposes. These funds may be utilized to fund Society's day to day activities or any purposes necessary for fulfilling the goals and objectives of the Society.

**6.2.2. Restricted Funds:** These funds are generated and received expressly for restrictive purposes or given by donors for restricted causes. These funds may be used only for the purpose for which they are collected and/or as stipulated by the donors.

**6.2.3. Endowment Funds:** These fund may be created to provide a long term financial strength to the Society. Endowment funds may be restricted or quasi-unrestricted depending upon the nature of the fund and the wishes of the donors. Endowment funds shall be maintained in a separate investment account. Only the interest income of the restricted endowment funds may be accessed for the purposes specified by the endowment donors. The interest income of the quasi-restricted endowment funds may be accessed for the general support of the Society's activities. Only under extenuating circumstances, following the recommendation of the Executive Board the Committee on Governance by a majority vote may authorize the use of a portion or the whole endowment fund for supporting the Society. However, all efforts must be made to assure that the donor or the heirs of the donor have been contacted and that there have been no objection from the donor or the heir of the donor in exercising such exception.

**6.3.** The Executive Board shall present a written Annual Financial report to the General Body during the annual General Body Meeting.

**6.4.** The Executive Board shall demonstrate utmost responsibility in managing and maintaining the Society's funds and assets.

## **Article 7: Dissolution of the Society**

**7.1.** Condition: If at any time the Committee on Governance and the Executive Board are convinced that the Society is not fulfilling its mission and the mandates of its Constitution, a motion to dissolve the Society shall be in order which will require 2/3 majority vote of the members of the Committee on Governance and the Executive Board to pass.

**7.2.** Procedure: The Executive Board shall circulate a notice of the intent of dissolution to all members.

**7.3.** Sixty days after such notice is circulated, a special General Body Meeting shall be called and the motion for the dissolution of the Society shall be placed before the General Body. If the motion is passed by a 2/3 majority vote of all dues paying members of the Society physically present at the meeting, then the Society shall be dissolved.

**7.4.** Immediately following the dissolution of the society, the Executive Board as well as the General Body shall be disbanded. The Committee on Governance however, shall continue to function for a period of up to 60 days. During this period it shall payoff all liabilities of the Society from the Society's assets and shall disperse any remaining assets

according to the Asset Dispersion plan previously approved by the General Body in accordance with prevailing State and Federal Laws.

#### **Article 8: Robert's Rules of Order**

**8.1.** The rules contained in the edition of the "Robert's Rules of Order, Newly Revised," in effect at the time, shall govern conduct of all meetings of the Society in all cases where they are applicable and where they are not inconsistent with the Constitution and the Bylaws of the Society or under all applicable Laws of the State of Massachusetts.

#### **Article 9: Conflict of Interest**

**9.1.** No elected person or persons appointed to any committee, subcommittee and ad-hoc committee shall serve on behalf of the society when such person has a personal or close family interest, financial or otherwise, in such cause which is in conflict with the interest of the India society of Worcester. In addition, any individual finds himself or herself in such conflict of interest in a particular decision process shall recuses himself/herself from participating in that decision process and should inform the presiding officer regarding such conflict prior to the meeting in which such matter will be discussed.

#### **B: The Society Bylaws**

#### **Article 10: Membership**

**10.1.** Following the provisions of membership qualifications and criteria described in the Constitution Article number 2.0 the membership of the Society shall fall in three categories, namely, General Member, Life Member, and Honorary Member.

##### **10.2 General Member**

**10.2.1.** The General Membership shall have four membership categories.

**10.2.2. Family Member(s):** An individual living with his/her spouse, dependent children under 18 years of age and dependent parents of a member shall qualify as family members. The voting rights of family members shall be limited to the dues paying member and his/her spouse. If children member(s) in the family over 18 years of age or parent member(s) desire to have voting rights, then they may register with the Society as dues paying Associate Members.

**10.2.3. Single Member:** A person over 18 years of age and not qualifying as a family member.

**10.2.4. Student Member:** A person over 18 years of age enrolled as a full time student in a school or a college and does not qualify to be a part of someone's family membership.

**10.2.5. Associate Member:** A dependent person who is over 18 years of age living with a family member but separately registered as a member with the Society. This member shall enjoy the voting privileges as well as the right to run for an elected post of the Society. The Society shall not recognize a different mailing address for the Associate Member.

##### **10.3. Life Member**

**10.3.1.** Any individual or a family may become a Life Member of the Society by paying one time Life Membership dues. The Life Membership shall also have the four categories as applicable to general membership categories.

##### **10.4. Honorary Members**

**10.4.1.** The Executive Board may confer an Honorary Membership upon any distinguished individual who shares the goals and aspirations of the Society and who has made a significant contribution to the Society.

**10.4.2** Honorary Members shall not be assessed any membership dues. They shall enjoy all privileges of paid membership but shall not have the right to vote.

**10.5** The ISW membership dues for all the categories shall be on a rolling basis for 365 days from the day dues were paid or the date current membership expires whichever is later. There will be a 30 days grace period after the membership expiration date to be considered uninterrupted membership.

**10.6.** The Executive Board shall have the authority to decide on the appropriate dues for the different categories of the membership.

## **Article 11: Executive Board**

### **11.1. General**

**11.1.1.** Following the provisions of the Society Constitution Section 4, the Executive Board shall consist of the following Seventeen members.

**11.1.2.** President, Vice President, General Secretary, Assistant General Secretary, Treasurer, Assistant Treasurer, Chair of Cultural Activities Committee, Chair of Religious Activities Committee, Chair of Cultural School Committee, Chair of India Center Committee, one Representative from IYG and one Representative from Humrahi group and Five Members at Large

**11.1.3.** The term of the Executive Board shall be for two years. A member of Executive Board shall not serve more than two consecutive terms in the same post. On 2/3-majority vote of the Executive Board, the Committee on Nomination may recommend waving the term restriction, (except for the President) for a particular individual whose dedication and expertise are necessary for the functioning of the ISW. This request may be denied by a majority vote of the General Body.

**11.2. Eligibility:** A person nominated for a post in the Executive Board shall be a dues paying member of the Society for at least one full year prior to the election date. In addition, a person nominated for the position of the President and Vice-President shall meet the following requirements.

**11.2.1. President:** Two years experience as a member of the Executive Board or past Committee or as member of the past Board of Trustees or as a chairperson of a standing committee.

**11.2.2. Vice President:** Two years experience as an active participant of any of the committees or Subcommittees of the Society.

### **11.3. Responsibilities**

**11.3.1. President:** The President of the Society shall be the Chairman of the Executive Board and shall be Presiding Officer of the Society. He/She shall convene, conduct and preside over the Society's functions, the General Body Meetings and the Executive Board Meetings. He/She shall ensure that the decisions of the Executive Board are implemented in a timely manner. He/she shall be voting member of the Committee on Governance. The President of the Society shall be an ex-officio member of the Committee on Nomination without voting rights.

**11.3.2. Vice President:** The Vice President shall assist the President in carrying out his/her responsibilities. He/she shall perform the duties of the President when the President is absent for a significant period of time or temporarily incapacitated or resigns from the position. He/she shall be voting member of the Committee on Governance

**11.3.3. General Secretary:** The General Secretary shall be responsible for scheduling and sending out notices of the Executive Board meetings and keeping the minutes of the Executive Board and General Body Meetings. He/She shall be responsible for all correspondences of the Society. He/She shall assist the President in coordinating the activities of the Executive Board.

**11.3.4. Assistant Secretary:** The Assistant Secretary shall assist the General Secretary in executing his/her responsibilities. The Assistant Secretary shall assume the duties of the General Secretary in the event the General Secretary is absent for a significant period of time or incapacitated or resigns from the position.

**11.3.5. Treasurer:** Treasurer shall be the custodian of the Society's funds and finances. He/She shall maintain accurate records of the Society's receipts and expenses. He/She shall be responsible for all reimbursements authorized by the Executive Board. He/She shall be responsible for sending out notices of membership renewals, collection of membership dues and other assessments. He/She shall regularly submit to the Executive Board the report on the financial standing of the Society and shall prepare and present a financial report at the Annual General Body Meeting. He/she shall also be responsible to maintain an accurate list of all physical assets of the society. He/she shall be responsible to prepare and submit financial statements and documents as required by the laws of the Commonwealth of Massachusetts and Federal Government.

**11.3.6. Assistant Treasurer:** The Assistant Treasurer shall assist the Treasurer in fulfilling his/her responsibilities. The Assistant Treasurer shall assume the duties of the Treasurer in the event the Treasurer is absent for a significant period of time, or incapacitated, or resigns or removed from the position.

**11.3.7. Standing Committee Chairs-** The Chairpersons of Four standing committees (Cultural Activities, Religious Activities, Cultural School and India Center) of the Society shall also be the members of the Executive Board ~~Committee~~. They shall be responsible for planning, organizing and offering the programs under their supervision in respective areas of responsibilities.

**11.3.8 Board Members at Large:** The five board members at large shall play an active role in the operations or activities of the society.

**11.3.9. Additional Duties:** Over and beyond the specific responsibilities listed above, each member of the Executive Board shall also carry out any additional duties assigned to him/her by the Executive Board or by the President.

**11.3.10. Committee Membership Removal:** Any member of the Executive Board who failed to attend three consecutive meetings of the Board shall be asked by the President to provide reasons for such absences. When such reasons are not acceptable to Executive Board, the member may be asked to resign from the Executive Board. If such resignation is not offered by the member within two weeks, the Executive Board ~~committee~~, by majority vote shall have the authority to remove the member from the Board membership. The removal shall be effective after 30 days of notification to the member.

## **12.4. Executive Board Procedures**

**12.4.1.** The Executive Board shall meet at least once a month. The business conducted at the meeting may include review and planning of the Society activities, review of financial status and authorization of payments of the outstanding bills of the Society.

**12.4.2.** In case of an emergency, the President may use teleconference or e-mail consultations with members of the Executive Board, in lieu of an Executive Board Meeting. Full transcript of such discussions and decisions made shall be documented and included as part of the minutes of the subsequent meeting of the Executive Board. -

**12.4.3.** The quorum of the Executive Board shall consist of at least nine members. A majority vote of all members of the Board shall be used for the passage of all transactions. That will mean to pass a motion nine members of the Board have to agree.

## **Article 13: Committees & Subcommittees**

**13.1. General Provision:** Under the provision of the Society's Constitution Section 4.6, the Society may have several committees, sub-committees and ad-hoc committees to fulfill the basic purposes of the Society. The Executive Board may appoint those committees to assist the Executive Board in discharging their responsibilities. The Committee on Nomination and Committee on Governance shall report to the General Body.



**13.1.1. Committees of the Executive Board:** Members of all committees, subcommittees and ad-hoc committees reporting to the Executive Board shall be appointed by the Executive Board. Except for the standing committees, the chairpersons of which committees shall be elected by the General Body, the Executive Board shall select the chairperson of subcommittees and ad-hoc committees, and in consultation with the chairpersons, the Executive Board shall appoint an appropriate number of members in all committees, including the standing committees, unless otherwise stipulated in the by-laws.

**13.2.** The Executive Board shall provide to all committees, including the standing committees, reporting to respective bodies, a framework of society goals and expected outcome pertinent to the committee work to ensure that the assigned tasks are completed successfully.

**13.3.** Within thirty days after a committee is formed, the committee shall prepare a statement of its responsibilities, goals, plans of activities and set of tasks to be accomplished by the committee.

**13.4.** All members of the committees shall be responsible for carrying out the mission assigned to it in an organized and orderly manner. The committee shall operate within the framework of its responsibilities. The chairperson shall be responsible for maintaining minutes of the committee meetings and copy the same to the President. He/she shall periodically report the status of progress to the Executive Board.

**13.5. Dismissal:** The Executive Board shall have the power to dismiss or reconstitute the ~~standing~~ committees, subcommittees and the ad-hoc committees reporting to them respectively, in its entirety.

**14.6. The Term of the Committees:** Unless otherwise renewed by the new Executive Board, the terms of all committees reporting to the Executive Board shall expire with the term of the Executive Board. The new Executive Board may re-appoint and reconstitute the committees for on-going continuous missions or tasks needing completion.

**13.7. Committee Procedures:** All committees shall conduct their meetings following the simple majority quorum policy and the Robert's Rule of Order. The decisions are made by majority vote or consensus rules. The committees shall meet as many times as necessary in fulfilling the committee responsibilities.

#### **Article 14: Committee on Nomination:**

**14.1. Purpose:** The Nomination Committee shall be responsible for soliciting nominations for all elected positions of the Society that are open for election. It shall be responsible for to prepare a slate of qualified and eligible candidates. All qualified and eligible applicant should be listed on the slate with recommendation from the Committee on Nomination in case there are more than one candidate for the same position. It shall present the slate of candidates during the General Body Meeting for election.

**14.2. Composition:** The Committee on Nomination shall comprise of five members. The chairperson of the committee shall be elected by the 5 members. The President or the Vice President of the Executive Board shall serve as a non- voting members of the committee.

##### **14.3: Election process for the members of the Committee on Nomination**

The Executive Board with a majority vote will recommend the names of 5 members of the Society to the General Body during the interim General Body meeting for vote. A floor nomination shall be accepted according to Article 14, Section 14.4.3. A nominee for the Committee on Nomination shall be a dues paying or life member of the ISW for last Four years and he/she must have served two years on past Executive Committee or Executive Board or Board of Trustees. The term of the committee shall be two years.

#### **14.4. Nomination and Election Procedures**

**14.4.1.** The Committee on Nomination shall meet with the Executive Board at least 6 months before the elections to prepare and plan the nomination and election process as described in Article 5.3 of the ISW Constitution.

**14.4.2.** The Chair of the Committee on Nomination or his /her designee shall serve as Election Officer during the elections process. In case of a conflict of interest, the President shall preside over the Election process. The Election

Officer shall present slate of candidates for all the positions and shall call for any additional nominations from the floor (Section 14.4.3). When more than one person contests for the same position, a secret ballot procedure should be adopted in the election process. All nominees listed on the slate are requested (but not required) to be present at the General Body Meeting for elections. The Committee on Nomination shall be responsible for counting votes and declare the elected nominees. The Election Officer shall only cast his/her vote in case of a tie votes.

**14.4.3 : Nominations from the floor during the General Body Meeting:**

Any dues paying member of the society can nominate any member of the society for a position on the slate during the election process provided that candidate is **(1):** qualified to run for such a position, **(2):** he/she is present at the meeting during the election, **(3):** he/she is willing to serve and fulfill the responsibilities of the position he/she being nominated and **(4):** his/her name is seconded by an another member present at the meeting.

**14.4.4 :** Only under very special circumstances (being out of country or sick) the requirement of being present at the meeting could be waived by the 2/3 majority of members present at the General Body Meeting provided there is a written letter of acceptance from the candidate to serve on the position he/she is being nominated. This rule shall also apply to the candidates listed on the slate.

**14.4.5.** The committee shall not nominate one of its members to any position. In case of a conflict of interest, the committee member shall first resign from the committee.

**14.4.6.** This Committee shall report to General Body

**Article 15: Committee on Governance**

**15.1 Responsibilities:** This Committee shall be responsible to review the Constitution and By-laws and functioning of the Society at least once a year and endorse them, or suggest any amendments for approval by the General Body. In addition, the Committee shall also review any amendments proposed by the Active members according to the Article 3.8 of the ISW Constitution. This Committee shall discuss all proposed Bylaws amendments the Executive Board prior to presenting to the General Body. This committee shall also serve as a Committee on Grievance for the Society to resolve conflict between the members of the Executive Board and any complaints lodged against the Executive Board by the members of the Society. With a majority vote this Committee shall have authority to call a special General Body meeting to address any specific issue important to the functioning of the Society.

15.1.1 : Executive board resolutions that involve the sale of any real estate holdings or borrowing money against the real estate assets of the ISW shall require approval by a supermajority (4 out of 5) affirmative vote of the Committee on Governance"

**15.2 Composition:** There shall be 5 members in this Committee. Chairperson of the Committee shall be elected during the Annual Meeting every 2 years along with the Elections of Executive Board of the Society. There shall be 4 other members- 2 from Executive Board – current President and the Vice President, 2 nominated by the Committee on Nomination from the pool of past members of the Executive Board or Executive Committee, Board of Trustees– these two position shall be approved during the election process by the general Body

**15.3 Term of the Members:** The term of the committee shall be two years

**15.4 Qualification to serve as Chair of the Governance Committee:** The candidate should have thorough knowledge of the Constitution and Bylaws of the ISW and should be familiar with the parliamentary rules of conducting meetings understanding of Bylaws of nonprofit organizations. He/She should be dues paid member of the India Society of Worcester for at least 4 years and should have served on the past Executive Committee, Board or Board of Trustees.

**15.5** This Committee shall report to General Body

**Article 16: Standing Committees**

**16.1. India Center Committee-** The India Center Committee, shall be responsible for all aspects of managing, renting etc. of the India Center. The Committee shall have other members appointed by the Chairperson in consultation with Executive Board. However, the Chair of the Committee shall be elected by the General Body for two years term.

**16.2. Cultural Committee-** The Cultural Committee shall be responsible for planning, organizing and offering variety of cultural programs and activities offered by the Society. The Committee shall have other members

appointed by the Chairperson in consultation with Executive Board. However, the Chair of the Committee shall be elected by the General Body for two years term.

**16.3. Religious Committee-** The Religious Committee shall be responsible for Planning, organizing and offering all religious activities of the Society. The committee shall have other members appointed by the Chairperson in consultation with the Executive Board. However, the Chair of the committee shall be elected by the general body for two years term.

**16.4. Cultural School Committee-** The Cultural School Committee shall have the responsibility for planning, organizing and offering all cultural school activities offered by the Society. The committee shall have other members appointed by the Chairperson in consultation with the Executive Board. However, the Chair of the Committee shall be elected by the General Body for two years term.

**16.5** All the Standing Committees shall report to the Executive Board of the Society and the Chairperson of these committees shall serve as a voting member of the Executive Board

#### **Article 17: Sub-committees**

**17.1.** The Executive Board may appoint a number of sub-committees to assist the Executive Board in carrying out some of its responsibilities that are not covered by the standing committees. Examples of sub-committees could be Membership Development, Crisis Management, India Day, Web Master, Humrahi, Student Scholarship, IYG Adviser and other committees. These committees shall serve the continuing needs of the society and not created to serve a special task for a limited time. The Executive Board shall appoint the Chairpersons of all sub- committees except for the IYG Adviser. The members of the IYG shall choose the IYG Adviser.

**17.2** All Sub-committees shall report to the Executive Board of the Society

#### **Article 18: Ad-hoc Committees**

**18.1.** The Executive Board may appoint from time to time a number of ad-hoc committees. These ad-hoc committees shall perform responsibilities that are temporary and shall serve for a temporary period of time for example Fundraising Event Committee.

**18.2** All Ad-hoc Committees shall report to the Executive Board

#### **Article 19: Finance Management**

**19.1.** The Executive Board shall be accountable for all funds collected in the name of the India Society of Worcester. All funds shall be dispersed following the normal business practice of the Society in meeting all financial obligations for all legitimate activities.

**19.1.1.** All funds raised by all individuals or groups, including the Fund Raising Committee shall be transferred to the Executive Board as soon as possible. Special funds raised for restricted purposes shall be deposited in restricted fund account and should be spent ~~for~~ on the purpose for which the funds are raised. The management of all funds, unrestricted, restricted and endowment shall be the responsibility of the Executive Board.

**19.1.2.** The Treasurer shall make financial reports and investment management reports to the Executive Board.

**19.2.** All authorized expenses and bills in the name of the Society shall be submitted to the Treasurer. All expenses incurred for the Society shall be discussed during the monthly meeting of the Executive Board and shall be paid promptly by the Treasurer.

**19.3.** The President or the Treasurer shall authorize the checks and withdrawals of the funds of the Society. All checks over \$2500 shall be signed by the President and the Treasurer of the Society. Under special circumstances the President may delegate the authority to the Vice President to sign such checks. In the absence of the Treasurer, the President shall authorize the checks and withdrawals of the funds of the Society and all checks over \$2500 shall be signed by the President and the Vice President of the Society.

**19.3.** Whenever possible, all bills of the Society shall be paid by checks and all receipts shall be kept in records for at least ten years.

**19.4.** The Executive Board shall engage a certified auditor and produce a certified audit of financial accounts only in case when the State, Local or Federal Laws requires those documents. The auditor's report shall be made available to any member of the Society on request.

**19.5.** Any Executive Board resolutions that involve the sale of any real estate holdings or borrowing money against the real estate assets of the ISW shall require a supermajority (12 out of 17) affirmative vote to pass. Further, these resolutions shall need subsequent supermajority approval by the Committee on Governance (Article 15.1.1)

**19.6.** Executive board resolutions that involve the sale of real estate holdings or borrowing money against the real estate shall require approval by a supermajority (4 out of 5) affirmative vote of the committee on governance.

#### **Article 20: Society's Publication**

**20.1.** The Executive Board shall appoint a publication editorial board headed by an Editor who in consultation with the Editorial Board shall be engaged in publishing periodically the society's news bulletin "**eSandesh**".

#### **Article 21: Grievances Procedures**

**21.1.** In the event of a grievance or complaint, a member may write to the President of the Society. The Executive Board shall review and respond to such complaints within 30 days of the receipt.

**21.2.** In the event of dispute with Executive Board, a member may write to the chairperson of the Committee on Governance

**21.3.** In the event of a dispute amongst/between members of the Executive Board and any of the Society's committees or subcommittees, or individual members in such committees, the aggrieved party(ies) may write to the chairperson of the Committee on Governance. The elected three members of the Committee on Governance shall then mediate in such cases and resolve the dispute in an expeditious manner.

#### **Article 22: Policies and Procedures:**

**22.1.** The Executive Board of the Society shall be responsible to create "Policy and Procedure" documents (within the boundaries of our Constitution and Bylaws) for the Society to comply with the IRS rules and regulations. The Executive Board shall keep Members of the Committee on Governance informed about such documents and any future changes.