

Indian Association of Sacramento (IAS) Tax ID no: 46-2130663

Indian Association of Sacramento® (IAS), California

Constitution and By-laws

Approved by the IAS BOARD on 12/02/2018 in Sacramento, State of California, USA
Supersedes all previous versions of IAS Constitution

Enactment Responsibility: IAS President and Board of Trustees.
Enactment Authority: **IAS Board** – Simple Majority

IAS Constitution Committee Signatories

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Version Control History

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Version 1.0	2/26/2013	Mr. Vijay Bhaskar Jonnalagadda	Ms. Anupriya Ramraj	Mr. Satheesh Nagaraj
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PREAMBLE:

We, the Indo American community residing in the greater Sacramento, California intend to promote cultural, educational activities, and enhance the intercultural understanding among the Indian origin residents and the rest of the residents of greater Sacramento, do hereby join together to form a registered non-profit association called ***Indian Association of Sacramento (IAS)***. We work to preserve and pass-on the cultural values and educating the younger generations about the traditions of India.

BACKGROUND:

In the year 2005, few motivated and visionary people who were all associated with multiple Indian cultural organizations got together and decided to start the celebration of the India Independence Day and named the celebration as “India Day”. This team was bonded by the mission and purpose of proud Indo Americans coming together to share with others as well as their own kids the diversified Indian culture, language, clothing, food, etc. and take pride in our original roots.

FOUNDATIONAL PRINCIPLES

1. The flagship India Day event should be free of admission.
2. To bring all groups of the Indian origin together.
3. To support charity activities in the US and in India.
4. Conduct events throughout the year to strengthen the bonds between Indian origin and rest of the residents of Greater Sacramento and help Indian origin residents to assimilate in American society.

MISSION:

The mission of "Indian Association of Sacramento" (IAS) is to facilitate communication, cooperation and integration between the Indo American community and the rest of the residents of greater Sacramento, to celebrate and showcase the Indian culture, traditions and pass on the values of India to the future generations.

ARTICLE 1: NAME AND LEGAL IDENTITY

The name of the association shall be **Indian Association of Sacramento (IAS)**, here onwards referred as IAS. The IAS is a non-profit PUBLIC BENEFIT CORPORATION and is not organized for the private gain of any person or group.

IAS is organized under the Nonprofit Public Benefit Corporation Law for public purposes. It is organized and operated exclusively for leisure, recreation and charitable purposes within the meaning of section 501 (c) (3), Internal Revenue Code. No substantial part of the activities of this organization shall consist of carrying on propaganda or otherwise attempting to influence legislation, and the association shall not participate or Intervene in any political campaign (Including the publishing or distribution of statements) on behalf of any candidate for public office.

ARTICLE 2: OBJECTIVES

The objectives shall consist of, but not limited to the following, which is not in any priority or order

1. **Provide a Unified Platform for entire Indian Community**

- Bring all cultural groups and Indian organizations in the greater Sacramento together for one cause
- Represent a Single unified voice of the Indian Community
- Maintain Public Relations with local and government entities as well as Media. Provide a unified response wherever it is necessary
- Provide general assistance to Indian origin community in situations of need.
- Bring media attention at times when the Indian origin community needs.
- Evaluate and Provide forum to conduct Health and educational Seminars, free health clinics, senior citizen assistance etc.

2. **To motivate and involve younger generation of Indo Americans**

- Recognition of achievements, Promotion of creative works, and encouragement to children to exhibit their talents in Asian Indian Community.
- Leadership development of younger generation
- Bring educational awareness to the community

3. To promote Sports and other competitive educational activities:

- To conduct and promote sports competition, training, ‘Sports Day’ etc.
- Enable the younger generation to compete and improve in different fields

4. To support the activities related to charitable causes.

- Supporting the charitable activities that are directly or indirectly helping the under privileged communities in Sacramento or other parts of United States or India.
Supporting the activities that will help the people who are affected by the natural calamities in the community or elsewhere in the world

ARTICLE 3: ORGANIZATION STRUCTURE

Section I: IAS Board members of the year

Board shall consist of the following 3 (three) types of members. The total Head count of IAS board members should not exceed 40. If IAS reaches this number in future, to comfortably carry out the planned activities, IAS can change limit number following By-Law amendment Procedure.

The following are the types of members.

1. Executive Committee (EC)
2. Board of Trustees (BOT)
3. Committee Members

Section II: Membership Credo

Any type of member of Indian Association of Sacramento (IAS) is any individual person eighteen years, or older who abides by the objectives of the association. Every member is purely a volunteer and no benefits of any financial value, or remuneration in any form will be paid. All members are expected to not indulge in activities of self-interest or self-promotion.

Section III: Membership Fee

There shall not be any membership fee

Section IV: Membership Revocation Criteria

Any undesirable conduct by a member can be grounds for starting the proceedings of membership revocation. Undesirable conduct is defined as involving in any one or more of these activities.

1. Activities violating the membership credo
2. Activities that work against the Foundational Principles of the organization.
3. Activities that work against the objectives of the organization.
4. Activities that hinder the functioning of the board
5. Making representation on behalf of the organization without proper authorization from Executive committee and the corresponding functional leads.
6. Embezzling and mishandling of IAS funds
7. Not transferring IAS assets such as accounts credentials (e.g. social media, email), data to the executive committee at the end of the fiscal year.

Section V: Membership revocation Process

Membership may be revoked for a period as determined by the Board for the conduct considered undesirable. The revocation process is implemented by the executive committee. The process includes the following steps in order

1. Motion is brought to the floor by any board member and seconded by another member in an official IAS face to face meeting attended by two thirds of the board members. If a board member cannot attend, he/she can inform his/her vote to the EC and that vote will be counted accordingly.
2. Any such motion should be accompanied by documented proof.
3. In the same meeting, conduct must be decided as undesirable by two thirds of majority.
4. Notify all the board members of the meeting proceedings.
5. First two violations will result in warnings.
6. For third violation, serve one month show cause notice to the member whose membership is under consideration of revocation, giving an opportunity to the member to justify his/her actions.
7. After one-month, final revocation decision will be made in a combined EC and BOT meeting with a simple majority.

ARTICLE 4: BOARD OF TRUSTEES

Section I: Guidelines

1. There is a maximum of five members in the board of Trustees.
2. Only the IAS Presidents from last 5 years serve on BOT for the current year.
3. The senior most member of the BOT, shall be the BOT chairman for the current year.
4. There will be no election for BOT Chairman position
5. A member of BOT cannot be on the EC at the same time
6. In case of vacancy, BOT selects from the previous/retired BOT.

Section II Roles and Responsibilities

1. Foremost duty of a member of BOT is to promote the image of IAS in the community.
2. Members of the BOT should inspire all other members to work united for the existence, goals, and growth of the organization.
3. Provide general guidance to the executive committee and the organization in general.
4. Ensure the organization's Bylaws are followed by everyone in IAS board.
5. BOT should meet once a quarter to discuss the general state of the organization and provide the minutes to the board.
6. BOT shall suggest, and EC will work with BOT to finalize potential functional leads.

ARTICLE 5: EXECUTIVE COMMITTEE

Section I: General

1. The executive committee shall consist of five people.
2. The term of all executive committee members shall be one (1) year.
3. The IAS Executive Committee shall consist of President, Vice President, Secretary, Treasurer, and Joint Secretary.
4. The term of office for all the executive committee members shall be maximum of two calendar years in one position except one year for President
5. President gets elected for one term and may contest for one additional term for a maximum of 2 terms over lifetime.

Section II: Roles and Responsibilities

1. The executive committee shall be responsible for the day to day functioning of the association including the financial management and all the activities of the association.

2. Every major decision should represent the majority view of the executive committee and not few individuals on the committee.
3. Any decisions having a long term bearing on the organization (for instance a decision extending beyond the current tenure of executive committee) will require an approval from the IAS Board.
4. The executive committee is empowered to appoint members to represent IAS at special events and meetings.
5. The newly elected executive committee to finish functional committee formation process by February month end.

Section III: President

1. The president shall be the spokesperson and chief executive of the organization.
2. The president is responsible for smooth running of the organization
3. The President must hold the association in highest regard and work for its glory and betterment.
4. President is responsible to keep the unity of IAS board and organization.

Section IV: Vice President

1. The Vice President works with the President under his/her guidance.
2. The Vice President shall be ready to function as the president when the President is unavailable.
3. The vice president has special responsibility to oversee and improve the public relation activities of the organization.
4. In addition, The Vice President will audit all the finances every quarter and report to the board.

Section V: Secretary

1. The secretary shall keep & communicate full and complete record of all meetings of the organization.
2. The secretary, with the help of other members shall be responsible to execute all decisions taken by the executive committee.
3. Secretary is responsible for maintaining the legal status of the organization.

Section VI: Joint Secretary

1. The joint secretary works with the Secretary under his/her guidance.
2. The joint secretary shall always be ready to function as secretary when the secretary is not available.
3. The joint secretary along with the other EC members shall be responsible to execute all decisions taken by the executive committee.

Section VII: Treasurer

1. Treasurer shall be responsible for the receipt, disbursement, recording, and safekeeping of all funds of the organization.
2. Work with Vendor Lead to raise funds from all available sources for the financial sustenance of the organization.
3. The treasurer shall pay all bills, which have been approved in the manner prescribed by the executive committee.
4. Treasurer shall be responsible for IAS annual tax filing.

Section VIII: Vacancies

The IAS board shall take appropriate action to fill any vacancies in the executive committee, no later than one month of such occurrence.

ARTICLE 6: COMMITTEE MEMBERS

Apart from BOT and EC, the IAS board will consist of members who can be Functional committees' leads or just the committee members.

An IAS functional committee lead, also known as functional lead, is an IAS member that will lead a functional committee for that year. In any particular year IAS shall have functional committees like, Vendor, Cultural, Public Relations, 5k Run/Walk, Indoor Sports, Outdoor Sports, Charity, Venue, Parade, Web and Social Media and ad-hoc committees like By-law or any other committees on need basis.

All the participating organizations shall send up to 2 (two) representatives each year to be added as committee members preferably from the participating organization's board.

Any person satisfying membership credo can be a committee member

Section I: Functional Lead Eligibility Criteria

For a member to be a Functional Lead, he/she must satisfy the following criteria

- Actively volunteered in the IAS activities for at least 1 full calendar year within the last three years
- Functional leads are selected by the majority decision of the 5-member EC
- It is encouraged to maintain equal representation from all participating Indian organizations, organizations promoting varied cultures of India, and genders.

Section II: Member Eligibility Criteria

Anyone that abides by the membership credo specified in **Article 3 Section II**

Section III: Functional Lead Roles and Responsibilities

1. Lead a functional committee with utmost commitment
2. Attend at least four (4) meetings officially called by the Executive Committee
3. Do the due diligence of the work assigned by the Executive Committee
4. At the completion of the term, handover all IAS assets such as accounts credentials (e.g. social media, email), data to the executive committee

Section IV: Functional Lead Vacancies

The executive committee shall take appropriate action to fill any vacancies of the IAS Functional leads, no later than one month of such occurrence

Section V: Committee Member Roles and Responsibilities

1. Attend at least four (4) meetings officially called by the Executive Committee
2. Be part of at least one functional committee.
3. Do the due diligence of the work assigned by the lead of the Functional committee(s) he/she is member of.

ARTICLE 7: MEETINGS

Section I: Guidelines

1. There shall be one board meeting every month
2. The quorum for any meeting to make decisions is at least 10.
3. In case a member cannot meet the attendance criteria, he/she is expected to provide a justification to the EC.
4. Unless otherwise specified, all decisions at any meeting shall be approved by a simple majority.

5. Every decision will be proposed by a member, seconded by another member and then it's taken to the voting.
6. Every decision taken is binding by all members irrespective of their attendance.
7. In situations where a decision cannot wait until the next monthly meeting, EC can call for meeting of the either board at an extraordinary meeting.
8. Meetings should be conducted using Robert's Rules of Order. At a minimum, after a brief discussion, a member states the decision to be taken to motion, another member seconds it, and then it's voted on.
9. Secretary, or Joint secretary, or Treasurer should take the minutes in that order.

Section II: Communications

1. Minutes of every official meeting must be published within a week
2. Minutes of every official meeting must be sent to all board members.
3. The internal communications of the board, including the minutes of the meetings should not be made public, without express consent of the board. Violation of this rule can be grounds for membership revocation.

ARTICLE 8: ELECTIONS

In the month of November/December every year, there will be elections held to elect one President and 4 other EC members. Eligible voters shall vote for President and for up to 4 EC members.

Section I: – Voting Block

A committee member can vote in that year's elections in if he/she is

1. Member of BOT for that year
2. Member of EC for that year
3. Functional Committee Lead should satisfy the rules specified in *Article 6 Section III*
4. Committee members should satisfy the rules specified in *Article 6 Section V*

Section II: –Eligibility for President

A person must satisfy the following conditions

1. Should have served as an EC member for one full term in last 3 yrs.
2. Outgoing president may contest for one more time only.

Section III: – Eligibility for Other EC Members

A person must satisfy ALL the following conditions

1. Should have served as functional lead for at least one (1) full year in last 5 years.
2. Should have served as a member in any committee for at least one year in last 5 years.

Section IV: – Functional leads Eligibility

There will be no elections for Functional leads. They are selected by EC using the criteria in **Article 6 Section III**

Section V: – Election Officers

1. Election Officers should uphold the highest possible ethical behavior maintaining the secrecy and integrity of the position. They should not campaign for any candidate.
2. There will be 3 Election Officers
3. Two senior-most BOT and the outgoing President will function as Election Officers
4. Election Officers cannot run for any position.
5. Election Officers are eligible to vote.

Section VI: – Elections Procedures

1. Election process will start in November/December of every year.
2. Election Officers should thoroughly check the eligibility of the candidates and inform to the board.
3. Members of BOT and EC should not campaign for any presidential candidate.
4. Election will take place only for the position of the President and 4 EC members.
5. Election officers should make fair and secure arrangement for the eligible voters to vote electronically.
6. Whoever receives the highest number of votes for the president will be the President
7. The top 4 vote getters in EC members' part of the election will become EC members.
8. After the elections, 5 elected officers will sit and decide among themselves about the roles (Vice President, Secretary, Joint Secretary, and Treasurer) for 4 elected EC members. They can either pick the roles with consensus or through an internal vote among the EC.
9. If there are not enough eligible candidates running for EC, current BOT should have a meeting to find ways to fill the positions.

ARTICLE 9: LOCATION AND AGENT

Section I: Location

The official address of the headquarters of the association shall be in Greater Sacramento area in the State of California where it is duly registered. Until such a time as a permanent location is established for IAS, the residential address of the Agent shall represent the address of IAS. As per IRS guidelines, PO Box is not recommended.

Section II: Agent

1. California code requires a responsible person in the organization to function as legal agent. The job of the agent is to work with EC to maintain organization's legal and non-profit status.
2. A member of BOT shall function as agent
3. When the 5-year term of the member of the BOT functioning as Agent is over and leaving the BOT, then the function of agent is handed over to the incoming member of the BOT so that he/she will work as agent for the upcoming five years.

ARTICLE 10 PARTICIPATING ORGANIZATIONS

Any non-profit organization/group operating in greater Sacramento area that share the common goal of promoting Indian culture can be participating organization of IAS

Section I: Eligibility

1. Must be a registered non-profit organization or community organization, promoting Indian culture, but not a registered commercial organization
2. Must be operating in greater area Sacramento promoting Indian culture and heritage
3. Must not be political organization
4. Must not be religious organization
5. IAS Board can make decision regarding eligibility criteria on a case by case basis.
6. Preference is given to the organizations that are representing geographical and linguistic diversity of India that are earlier not represented in IAS.

Section II: Roles and Responsibilities

1. Provide help to IAS in terms of volunteers, financial, or any other that area acceptable to IAS board.
2. Any participating organization that has not provided help to IAS in the last 3 years will be de-listed from the IAS website.

3. Participating organization can give one or two programs if they conform to the rules set by the cultural committee.
4. The participating organization and IAS will never interfere in each other's internal operations, administrative, financial, and legal matters.
5. Participating organizations are welcome to provide suggestions. Only the IAS board members are responsible to make final and definitive organizational decisions for IAS.
6. Participating organizations must convey all the messages about IAS activities to their members as requested by IAS PR committee.
7. Due the multiplicity of participating organizations, IAS will convey the messages from participating organizations only in next upcoming semi-monthly newsletter.
8. In case of conflict of interest in the events organized by a participating organization and IAS, then that conflict must be resolved amicably with give-and-take approach.

ARTICLE 11: AMENDMENTS TO THE CONSTITUTION

Section I: Procedure

1. This constitution may be amended with two thirds majority in a meeting attended by two thirds of the board members.
2. Amendments will be done by the bylaws committee which will be formed with all 5 (five) BOT, 5 (five) members from EC, and 5 (five) members drawn from the rest of the board; a total of 15 (fifteen) members. These other 5 members will be chosen on a voluntary basis from the Board or by a lottery system. If more than 5 members volunteer, then a lottery system will be used to select 5 members from the members who volunteered to be in the Bylaws committee.
3. After the formation of the bylaws committee, members of it will select a lead.
4. Bylaws committee will be formed by the board and works independently reporting only to the board.
5. After the board has decided to make amendments to the bylaws, bylaws committee will collect inputs from all the members of the board, analyze them, aggregate them, and present to the board as a final draft.
6. Suggestions from all the board members should be considered. Justification will be provided for the suggestions not accepted as a bylaw's amendment.

7. During the bylaw amendments process, bylaws committee will provide weekly updates to the entire board.
8. In the board meeting, the Bylaws team may present options for proposed amendment. Board will vote only on the options for the proposed amendment and not come up with any ad-hoc changes. Two-third majority is required to select the option for the proposed amendment. Board can reject the proposed amendment options, and then existing bylaws stay the same or the Board can request the Bylaws team to revisit the amendment.
9. The changes of amended bylaw are implemented in the immediate next year, unless part of the amendments need to be implemented immediately with majority of the board decision.

ARTICLE 12: FISCAL YEAR AND FINANCE

Section I: General Rules

1. The fiscal year of the association shall be the calendar year.
2. IAS shall maintain financial statement as per Compliance guide for 501©(3) Public Charities
3. The executive committee shall be responsible for the finances of the association and must provide estimated budgetary information to IAS Board.
4. A financial account in the name of the association shall be maintained in a bank and operated by the Treasurer, Secretary, and President.
5. After every IAS event, the treasurer shall provide financial reports to the board, within 15 working days.
6. The treasurer shall provide the financial report on request from the president of the executive committee within 10 working days.
7. For bills of amount larger than the limit set by the treasurer for that fiscal year, the Executive Committee should approve the payment.
8. Upon request by any IAS board member, the executive committee shall make it available for inspection for the financial statements of the previous year.
9. Only the members of the executive committee are empowered to make decision on expenditures on behalf of the association.
10. All expenditures made by any individual or individuals on behalf of the association shall require the receipts for the reimbursement.

Section II: Transition

1. All efforts should be made by the outgoing executive committee to pay all outstanding bills for the current year before handing over the office to the new committee.
2. In the event any bills cannot be paid by the outgoing executive committee under conditions beyond their control, the new executive committee shall pay these bills provided these bills are individually identified with sufficient funds earmarked for them by the outgoing executive committee.
3. Decision to pay any reasonable and legitimate bills that could not be accounted for or identified as bills to be paid by the outgoing executive committee, should be notified to the incoming board.

Section III: Auditing

1. There shall be two full financial audits in a calendar year.
2. Audit committee will be headed by the Vice President and consists one BOT and a Committee member as selected by the board.
3. The financial audit reports will be provided to the board within 2 weeks.

ARTICLE 13: DISSOLUTION

Section I: Procedure

1. For dissolving the association, all IAS board members shall be fully informed.
2. A Board meeting should be held, with at least four weeks' notice to current year Board members.
3. Three fourths of the complete IAS Board should attend the meeting and agree to dissolve.

Section II: Liabilities

1. Upon dissolution of this association, the IAS board should make provision for the payment of all the liabilities of the association, distribute of all the assets of the association in such a manner, or to such organization(s) operated exclusively for the benefit of a local charity decided by the Board at the time of dissolution.
2. Such local charity has to be located inside the United States, (Operated as a tax-exempt organization under section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue law

Glossary of Terms:

IAS Board or The Board

Includes all the IAS office bearers including Board of Trustees, Executive Committee, and Committee Members.

Association or Organization

Indian Association of Sacramento (IAS)

Election Officers

Conduct annual election

Appendix A: SAMPLE IAS BALANCE SHEET IAS yearly Balance sheet

IAS yearly Balance sheet				
Receipts	EVENTS			
	Event 1	Event 2	Event 3	Event 4
Contribution received 1				
Contribution received 2				
Total Receipts				

Expenses	EVENTS			
	Event 1	Event 2	Event 3	Event 4
Expense 1				
Expense 2				
Total Expenses				
Balance forward from previous year				
Excess/Shortage of receipts over expense of current year				
Balance forward to next year				