

India Society of Southern Arizona

CONSTITUTION

2/19/2019
ISSA BOARD MTG

Article I: Name

- (1) The name of the organization shall be the India Society of Southern Arizona.

Article II: Objectives

- (1) The central mission of the society is to preserve and promote **cultural, social, religious, artistic and aesthetic** understanding and unity among the members of the Indian community. The promotion and enhancement of social unity among the members of the society will be accomplished by, but not limited to, the following:
 - (a) Organizing cultural performances
 - (b) Diverse social and educational projects
 - (c) Religious and philanthropic endeavors
 - (d) Establishing collaborative links with other organizations similar in mission and objectives in the United States and abroad.
- (2) The society shall be a non-profit organization.
- (3) The society shall have no political or religious affiliations. [It is strictly non-partisan, and while the society may provide a forum for discussions and debates on a variety of social, educational, political, and religious topics, the opinions expressed in such discussions and debates shall strictly be those of the discussants and not of the society].
- (4) The society shall promote various cultural and social activities directed toward the children and the youth of the society with an objective of making them aware of India's rich cultural heritage.
- (5) The construction of [a permanent community center/headquarters in Tucson shall be one of the major objectives for housing the organization and for facilitating the implementation of the mission and activities of the society].

Article III: Membership

- (1) Membership shall be open to all individuals of 18 years age or older who subscribe to the overall mission of the society and who abide by the constitution and by-laws of this society.
- (2) There shall be two classes of membership: Individual and Family. Individual membership confers all the privileges of the society on the individual. Family membership shall grant all the privileges, except

- voting rights, on the individuals residing in the family unit. Voting rights under family membership shall be restricted to all adult members [typically husband, wife, and legal dependents of voting age] in a family. The individual members, together with the individuals with voting rights from the family membership, shall hereafter be referred to as the voting members.
- (3) The entrance fees and annual membership dues shall be provided by the by-laws.
 - (4) The membership directory, containing pertinent information about the members of the society, shall be open for inspection to all members upon request. [The inclusion of information in the membership directory shall be in concert with the guidelines for protecting the confidentiality and privacy rights of the individual members].
 - (5) The executive committee of the society, constituted according to Article VI, shall have the right to revoke the membership of any individual whose activities are harmful to the proper functioning of the society and shall notify the individual of the reasons for such action.
 - (6) An individual, whose membership is revoked by the executive committee, shall have the right to appeal to the members at any society meeting called as per Article VIII.

Article IV: Officers

- (1) The elected officers of the society shall constitute the executive committee consisting of the president, the vice-president, the secretary, the treasurer and other committee members. The minimum number of members in the executive committee to be elected shall be specified in the by-laws. [The executive committee shall have adequate representation of all segments of the Indian community, and shall have a minimum of one (1) member from the five (5) different geographical regions of India, as defined in the by-laws. In addition, at least one elected member of the executive committee shall represent the college-age population of the Indian community].
- (2) The officers shall be elected annually from the members of the society and shall hold office, [on a staggered term basis, for two calendar years] beginning on the first of January or within a week of the elections, whichever is later. The officers may be removed from office by a resolution at a society meeting called as per article X.
- (3) A vacancy arising in any office during the tenure of an executive committee shall be filled by the president [for the remainder of the unfinished term] with the approval of the executive committee, [either by nomination or by holding mid-year elections].
- (4) The president with the approval of the executive committee shall nominate additional members to the committee. [The number of nominated executive committee members shall be no more than four].
- (5) No person shall be eligible to serve on the executive committee for more

than one term. [He/she can be eligible to run for an office again for an additional term after two (2) years have lapsed since the completion of his/her last full term of service on the executive committee].

Article V: Duties of the Officers

- (1) The president shall preside at all meetings. The president shall call these meetings as required by the constitution and by-laws or at this discretion. He/She shall discharge all others responsibilities delegated to him/her by various articles of the constitution and all other duties usual for that office. He/She shall assume the responsibilities of the any other officer under circumstance detailed by the by-laws or delegate them to the other members of the executive committee. The president shall be responsible, on assuming office, for taking charge of all records and assets from the previous committee and shall report on the same at the first meeting of the new executive committee.
- (2) The vice-president shall assume the responsibilities of the president in his/her absence. He/She shall assist the president in the discharge of his/her responsibilities.
- (3) The secretary shall record minutes of all meetings of the society and the executive committee, shall handle all correspondences of the society, shall notify executive committee members of committee meetings, shall notify members of society meetings and shall be responsible for maintaining the membership list and all other non-financial records of the society.
- (4) The treasurer shall assume sole responsibility of managing the financial affairs of the society, and shall keep an accurate record of the receipts and expenditures and shall be obligated to report, as and when instructed by the president, to the executive committee on all financial matters. The treasurer shall prepare an annual statement of accounts and balance sheet, and submit it for verification by the executive committee. The financial statement, after verification, shall be circulated among the members of the society.
- (5) Other members of the committee shall discharge responsibilities delegated to them by the president, with the approval of the executive committee.

Article VI: The Executive Committee

- (1) The executive committee shall determine the policies and guidelines for the ongoing activities of the society.
- (2) The decisions of the executive committee shall be binding on all officers and members, unless they conflict with the provision of the constitution and the by-laws or the resolutions adopted at the society meetings. The executive committee may suspend any officer who fails to abide by its decision and such suspensions shall be reported to the members of the society by mail.
- (3) The **simple majority (fifty percent plus one)** of the committee shall

- constitute a quorum for the meeting.
- (4) Decision shall be made by a simple majority with the president casting the tie vote.
- (5) Any member absent for more than two consecutive meetings, except in circumstances detailed by the by-laws, shall cease to be a committee member.
- (6) An executive committee member/officer, at the completion of his/her term or leaving the office through resignation or suspension, shall be responsible to transfer all the society's records and assets to the newly elected president or officers designated by him, by January 14th or within two weeks of the elections, whichever is later.

Article VII: Elections of Officers

- (1) The election of the officers will be held at the annual general meeting.
- (2) The annual meeting shall be held on the **third Saturday in January**.
- (3) The executive committee shall appoint a nominating committee consisting of five members, of which not more than three shall be executive committee members.
- (4) The nomination committee shall ordinarily be appointed by November of each year, but no later than one month prior to the annual election.
- (5) The president shall present the slate of the candidates recommended by the nominating committee at the annual meeting. In addition, nominations proposed and seconded by any two members of the society may be made from the floor. No member shall propose or second more than one candidate at an annual meeting.
- (6) In case of more than one nomination for any office, the executive committee shall conduct an election by ballot and the candidate receiving the plurality of votes shall be elected to the office.
- (7) The voting rights shall only be given to those members whose dues are paid and to those who have maintained a bonafide status for at least **[six (6) months]**.

Article VIII: Society Meetings

- (1) The president shall call an annual meeting of the society as per Article VII, Para (2), and additional meetings when necessary. A two-week notice shall be given prior to the annual meeting at which office-bearers are elected.
- (2) A simple majority of bonafide voting members shall constitute a quorum for the society meetings. **[If attempts to meet the simple majority criterion for the quorum become impossible, the executive committee with a simple majority vote may establish an alternative to satisfy the quorum requirements]**. The agenda for these meetings shall be as indicated in Articles X and XI.
- (3) The society meetings shall be called by the president, upon petition by at

least twenty (20) percent of the voting members of the society.

Article IX: By-laws

- (1) The by-laws of the society shall be adopted by a simple majority at the society meeting and shall be binding unless they conflict with the provisions of the constitution.

Article X: Removal of the Executive Committee

- (1) The president, on receipt of a petition signed by a minimum of twenty five (25) percent of the voting members to remove the executive committee and proposing a slate of new officers, shall give a notice for another society meeting. The quorum for the meeting shall not be less than **twenty five (25) percent of the voting members**. Such a resolution shall be effective, if approved by two thirds of the voting members present.

Article XI: Amendments

- (1) Amendments to the constitution may also be moved at society meetings provided that notice of such amendments is mailed to all members at least three weeks before the society meeting called to this effect.

Article XII: Financial Statements

- (1) The treasurer shall prepare and present biennial financial statements and to the executive committee for approval, and shall circulate to the members such approved financial statements. Each member shall have the right to inspect the financial records of the society at any time, after giving a three-day notice of intent to inspect.

Amendments passed at the January 15th, 2005 General Body Meeting

1. **Amendment to Article IV Para (1) Lines (4-8)**

- a. *The ISSA general membership shall make all possible efforts to elect executive committee members, so that there is adequate representation of different regions and cultures of India. The executive committee shall include at least one youth member.*

2. **Amendment to Article IV Para (5)**

- a. *At least four members of the current executive committee shall serve on the new executive committee as long as it fits within the two-year term limit.*
- a. *Should any executive committee member have three unexcused absences from the executive committee meetings, inclusive of ISSA events, the executive committee at its discretion shall discuss at the next (following) executive committee meeting, the possible replacement of the member's position on the executive committee.*
- b. *In the event that any executive committee member cannot fulfill his/her responsibilities for scheduled ISSA events, the said executive committee (board) member should discuss with the president of the ISSA executive committee, about finding a suitable substitute who would carry out the responsibilities. The executive committee members shall also have the option of finding a substitute for the remainder of the calendar year of the term until the next general body meeting.*
- c. *If it should be found necessary to replace an ISSA executive committee member, another ISSA general member may be appointed by the executive committee, to serve out the remaining calendar year of the term until the next general body meeting, at which time, the appointed person is eligible to run for a fresh two-year term.*

Amendment to Article IV Para (5)

- a. *A person shall be eligible to serve on the executive committee for more than one term. [He/she can be eligible to run for an office again for an additional term after one (1) year has lapsed since the completion of his/her last full term of service on the executive committee].*

3. **Amendment to Article VII Para (2)**

- a. *The annual general body meeting of ISSA shall be held in the second half of January, on a date specified by the executive committee. The election of officers of the executive committee (also known as ISSA board) and the transition to the new executive committee shall occur before February 1, with the departing executive committee holding position until then.*

Amendments and Bylaws passed at the January 15th, 2005 General Body Meeting

Other Bylaws that were passed:

1. *Increase in the membership fees from \$30 to \$ 50 for the year 2006 and onward.*
2. *Participants in ISSA cultural events have to be members, with dues for the year paid.*
3. *Diwali shall be called "Diwali" and not as "Festival of lights".*

ISSA Bylaws passed on January 21, 2006 at the ISSA General Body Meeting

The following bylaws were passed at the meeting:

- a. The following schedule of minimum annual dues was passed in Jan 2006 for members of the association:
Individual membership \$30.00
 - b. *Legal dependents are those who are eligible to be claimed as dependents under federal income tax (Under 19 years of age, or under 24 if full time students).*
 - c. Life membership is valid as long as the husband or wife of this life membership lives. Once the dependent members of this life membership attain 18 years of age, they have to seek their own individual or family membership. In the event that the life member parents of such eligible dependents should cease to exist, then the dependents shall be eligible for this family life membership till they reach 18 years of age, at which time they have to seek their own individual or family membership.
2. A youth board member shall be someone from the community who is of legal voting age [18 years and above] and under twenty-four years (24) of age, and who either holds an individual membership or a family membership. The term for a youth member shall be limited to one year. If this youth member position is not filled by election, the president, with the approval of the executive committee, can appoint from the general membership, a youth member to the committee.
 3. The India Club shall also be represented at the ISSA board meetings. The President of India Club or the Treasurer, in the order given, or an office bearer of India Club with the powers to sign the official papers at the University on behalf of India Club shall represent India Club at the board meetings. Where ISSA and India Club decide to hold joint events, the India Club representative shall have the power to vote for such event related matters only. On issues where ISSA membership or other ISSA matters are in debate, India Club shall not have the power to exercise any votes.

India Society of Southern Arizona

*Amendments to the CONSTITUTION made at the General Body meeting
Held on January 21, 2006*

Article II: Objectives

- (1) The central mission of the society is to preserve and promote **cultural, social, religious, artistic and aesthetic** understanding and unity among the members of the Indian community. The promotion and enhancement of social unity among the members of the society will be accomplished by, but not limited to, the following:
 - (a) Organizing cultural performances
 - (b) Diverse social and educational projects
 - (c) Religious and philanthropic endeavors
 - (d) Establishing collaborative links with other organizations similar in mission and objectives in the United States and abroad.
- (2) The society shall be a non-profit organization.
- (3) The society shall have no political or religious affiliations. [It is strictly non-partisan, and while the society may provide a forum for discussions and debates on a variety of social, educational, political, and religious topics, the opinions expressed in such discussions and debates shall strictly be those of the discussants and not of the society].
- (4) The society shall promote various cultural and social activities directed toward the children and the youth of the society with an objective of making them aware of India's rich cultural heritage.
- (5) The construction of [a permanent community center/headquarters in Tucson shall be one of the major objectives for housing the organization and for facilitating the implementation of the mission and activities of the society].

(Is) - Changes shown in bold, italic and underlined

Article II: Objectives

- (1) The central mission of the society is to preserve and promote **cultural, social, religious, artistic and aesthetic** understanding and unity among the members of the Indian community. *The India society of Southern Arizona shall be organized and operated exclusively for charitable, cultural, social, literary or educational purposes. The promotion and enhancement of the charitable, cultural and social goals*

of the society will be accomplished by, but not limited to, the following:

- (a) Organizing cultural performances
- (b) Diverse social and educational projects
- (c) **Charitable**, religious and philanthropic endeavors
- (d) Establishing collaborative links with other organizations similar in mission and objectives in the United States and abroad.

By-Laws for the India Society of Southern Arizona (11-23-13)

(Some existing and some proposed changes to the bylaws)

The following are the by-laws under which the India Society of Southern Arizona (ISSA) shall operate:

1. Membership.

- a. The following schedule of minimum annual dues is proposed (passed in Jan 2005) for members of the association:

Families \$50.00

Individual \$30.00

- b. Legal dependents are those who are eligible to be claimed as dependents under federal income tax (Under 19 years of age, or under 24 if full time students.**

- c. Life membership dues shall be ten (10) times the family membership. (It was discontinued one year. Have to check with Tushar)**

- d. Life membership is valid as long as the husband or wife of this life membership lives. Once the dependent members of this life membership attain 18 years of age, they have to seek their own individual or family membership. In the event that the life member parents of such eligible dependents should cease to exist, then the dependents shall be eligible for this family life membership till they reach 18 years of age, at which time they have to seek their own individual or family membership.**

- 2. The financial year for the association shall be from January to December. The annual accounting statement shall be prepared accordingly. Membership dues for the year is due on the 1st of January.**

- 3. The Executive Committee (EC) of the association shall consist of at least the following directors:**

President

Vice President

Secretary

Treasurer

- 4. All directors shall be present for all EC meetings except when they are sick or out of town on business. The EC may remove from the committee, any EC member who fails to attend **two consecutive meetings** without reasonable excuse.**

- 5. A financial plan will be prepared by the EC for each financial year.**

6. Receipts will be required for all payments to be reimbursed, by the Treasurer of ISSA. If no receipt could be obtained, the EC member incurring or authorizing the expense shall make out a statement indicating the date and amount spent and the reason why no receipt could be obtained.
7. Any payments made shall be subject to approval by two of the 4 officers (President, Vice President, Secretary and Treasurer).
8. Opinions on agenda items can be e-mailed or mailed by EC members to the President for inclusion in the meeting if the EC member is absent from the meeting.
9. The Secretary, President, Vice President or Treasurer can only operate the ISSA E-mail account, in that order. Other persons can't use the mailing list for personal uses unless authorized by the EC.
10. Participants in ISSA cultural events have to be members, with dues for the year paid.
11. Diwali shall be called "Diwali" and not as "Festival of lights".
12. *A youth board member shall be someone who is of legal voting age [18 years and above] and under twenty-four years (24) of age, and who either holds an individual membership or a family membership. The term for a youth member shall be limited to one year. If this youth member position is not filled by election, the president, with the approval of the executive committee, can appoint from the general membership, a youth member to the committee.*
13. *A second youth member [JUNIOR YOUTH MEMBER] shall be added to the Board on an Ad Hoc basis, at the request of the President and the Executive Board, however this member must be aged 15-17, and who holds a family membership. The term for this Junior Youth Member shall be limited to one year and is being left optional as there may be occasion when such a youth member is not readily identified in a given year. This Junior Youth Member position shall be filled by the President with the approval of the executive committee. The purpose of this Junior Youth Member is to provide valuable experience gained during early high school years by participation in the inner activities of a cultivating organization such as ISSA. The Junior Youth Member does not have Voting rights.*

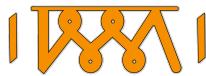
Received on 2/2/19 from
 outgoing ISSA President/Seema Jha

 NAREN VELU

AMENDMENTS TO BYLAWS VOTED ON ISSA NIGHT, January 20, 2108

ISSA general body voted to forming the Building Committee (BC), a **sub-organizations under ISSA**.

Specifically, the Building Committee Operating Rules (attached as Appendix 2018-A) and initial group of members of the Building Committee (Attached as Appendix 2018-B) were voted on.



India Society of Southern Arizona

Building Committee Operational Rules

Article 1 Name

The Committee shall be recognized and addressed by the name “ISSA Building Committee”, hereinafter referred to also as the “BC” or “Committee” or “Building Committee”.

Article 2 Creation

The Building Committee is created pursuant to the recommendations by the ISSA Board 2017. The Building Committee has been approved by the board via a special resolution dated XX-XX-XXXX.

Article 3 Committee Type

The Building Committee shall be an Autonomous Standing Committee. As an autonomous committee, it will operate under the umbrella of ISSA.

Article 4 Purpose

The primary objective of the Building Committee is to support and strengthen ISSA financially and to acquire/build and maintain a “Community Center” as per Article II (5) of ISSA Constitution.

The Building Committee will undertake all activities necessary to mobilize funding within the framework of ISSA constitution and this document.

The primary objective of these activities must be fund raising.

Article 5 Definitions

5.1 Assembly

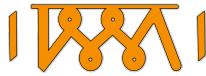
A group comprised of all members present at the meeting.

5.2 Ex-Officio Members

Ex-officio members of the committees are persons who are members by virtue of some other office or position that they hold.

5.3 Majority

Majority for the purpose of this document means 2/3rd approval by the full committee members. The fractions should be rounded to the nearest integer number.



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5.4 Paid Members

These are the life members of ISSA who have paid their financial dues in full. For the five year and yearly members, paid members are defined as members whose dues are not past due for 1 month from the current date.

5.5 Year

Year for the purpose of this document is defined as a calendar year beginning on the first day of January and ending on the last day of December.

Article 6 Reporting

The Committee shall inform its activities to the ISSA Board at a minimum on a half yearly basis and report annually about the progress to the General Body.

The financial picture of the committee operations must be presented before the General Body on a yearly basis and on a half yearly basis before the committee members. This is due in the first meeting of the committee members in the month of July and January. The Chair can request the Finance Coordinator to present the financials at any meeting.

Article 7 Structure & Scope of Activities

Following articles define structure and scope of activities of the Building Committee

Article 7.1 Structure

The hierarchical structure of the building committee is attached as annexure 1 of this document.

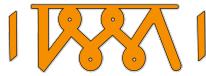
The committee may require additional support for strategic and operational matters to realize its goals and objectives. The committee may create those support groups and its structures under the banner of Advisory & Voluntary Groups or something similar.

Article 7.2 Strength

The committee shall be comprised of a minimum of 5 members and up to a maximum of 11 members. The committee size may extend to 14 during the first few years to factor for attrition and learning curve. However, the terminations must only be replaced once the count drops below Eleven (11).

Following are the recommended strength of Advisory & Volunteer groups:

- 2 Voting Members: 1 Advisor
- 1 Voting Member: 3 Volunteers



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Article 7.3 Ex-Officio Members

The President of the ISSA board will be a nominated member of the Building Committee. Ex-Officio members are not eligible for any of the positions designated as an officer of the Building Committee under Article 9 of this document. Ex-Officio members enjoy all other rights and privileges as a member including voting rights. The Ex-Officio member count is included in the total member count as defined in Article 7.2 of this document.

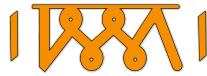
Article 7.4 Selection Criteria

The selection of members must be on the basis of an objective criteria and may include parameters like personal wealth, influence or connections within and outside the Indian community, experience in conducting large scale events, creative and out of the box ideas or any other parameters that are determined by the Committee that can support mobilization of financial resources. The criteria must be defined and published on the website and other applicable mediums for transparency.

Article 7.5 Scope of Activities

The Building Committee shall:

1. Plan, organize, conduct and manage events and activities to raise funds for the community center.
2. Plan, design, develop, report and work towards the achievement of yearly financial goals.
3. Present an account of yearly activities, future plans with regards to scheduled events and activities to the General Body.
4. Develop an understanding of and access the needs and requirements of the community center.
5. Become familiar with the plans, permits, approvals and past violations associated with the proposed community center.
6. Provide recommendations on the requirements, specifications, and amenities for the community center to the ISSA Board and the General Body.
7. Develop budgets and project cost estimates for the acquisition/build of the community center and its maintenance.
8. Serve as a liaison point for all vendors and private/government agencies with regards to technical matters and permits/approvals pertaining to the community center.
9. Solicit any decisions of before the ISSA Board and/or General Body to successfully complete its goals, objectives and activities.
10. Supervise the person or firm that monitors construction/manages construction activities of the community center.
11. Propose and present final plans of the community center to the ISSA Board and General Body for approval.
12. Shall conduct an evaluation of the effectiveness and results of fundraising activities.
13. Shall maintain confidentiality and respect privacy of the donors.
14. Recognize and reward fund raising efforts by the members/volunteers.
15. Maintain donor records as required by the statutory authorities.



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16. Maintain financial records at a granular level to measure, monitor, track and report revenues and expenditures or support other internal/external reporting needs.
17. Ensure timely reconciliation of bank accounts with internal books.
18. Produce financial accounts for timely tax filings and other legal obligations
19. Manage & retain important internal and external communication with potential donors, vendors, committee members, ISSA board and ISSA members.
20. Strive to improve communication and the development of an open and cooperative relationship between committee members, advisors, volunteers and ISSA Board Members.
21. Set priorities and timelines for the fund raising events and activities;
22. Publicize and promote the fund raising activities in all internal and external communication, website, social media platform and at a public/private gathering.
23. Create and maintain technology infrastructure to track and promote fund raising initiatives and activities.
24. Provide annual reports on the progress of fund raising initiatives.
25. The committee members are expected to garner a minimum donation/ funding amount each year through donation drives/events and activities. The minimum expected dollar amount is to ensure that the committee is productive and focused on its objectives. It also serves as a yardstick to help identify and weed out non-productive members.
26. Any other activities considered essential or are derivatives for conducting the above.
27. Conduct independent audit once a year. The auditor to be appointed by the chair of the committee.

Article 8 Committee Membership

Following articles define various terms pertaining to membership of the committee

Article 8.1 Eligibility

Membership of the Building Committee is open to :

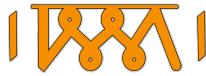
- All paid members of ISSA &
- Have been a member of ISSA for atleast 6 months immediately prior to the date of their nomination &
- Have paid their membership dues.
- The member/advisor needs to be of age 21 and above.

Article 8.2 Tenure

The initial tenure of the member is for 5 years.

Article 8.3 Renewal

The membership can be renewed for another 5 years upon expiry of the initial term. There are no limits to the number of times the tenure can be renewed.



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Article 8.4 Retirement

Members of the committee can retire voluntarily. An email indicating the decision is adequate to complete formalities. Retired members can be considered for reappointment.

Article 8.5 Termination

The membership can be terminated by the committee with a 2/3rd majority voting of the full committee. The membership can also be terminated on the grounds of non-performance and other disciplinary matters as determined by the Committee. Any member who fails to attend three consecutive meetings of a committee shall, unless excused by a formal vote of the committee, be deemed to have vacated his or her position. Proxy's attendance shall not be considered as an absence of the member.

Should a member for any reason resign or be removed from the Committee before the expiration of his or her current term, the replacement member shall serve the remainder of the current term as if it was a full first term. The Committee can appoint replacement of terminated/retired members with a 2/3 majority voting as defined in article 5.3.

Article 9 Officers

The following positions listed under article 9.1 through 9.4 are designated as the officers of the Building Committee. A member needs to have voting rights in the Building Committee in order to qualify for these positions. For the positions listed under Article 9.5 & 9.6, the member does not need to have voting rights. However, the positions require the person to be a paid member of ISSA.

No person can assume more than one position within the building committee or its supporting groups. ISSA board members may assume the role of Officers in the Building Committee. However, ISSA Board President cannot take additional role as an Officer in the Building Committee.

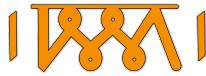
Article 9.1 Chair

The Committee will be headed by the Chair.

The Vice-Chair of the Building Committee automatically becomes the Chair for the next year. This ensures that the Chair of the Committee has a minimum experience of at least one year and is completely familiar with the procedures, policies, practices, and functioning of the Committee. This also helps in making the transition smooth during the handover process.

Article 9.2 Vice-Chair

The Vice Chair assures the role of the Chair upon Chair's absence or unavailability. The Vice Chair is automatically appointed as a Chair upon expiry of the tenure of the Chair. The selection of a Vice-Chair is by a rotational policy based on last name ascending alphabetical order.



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Article 9.3 Program Coordinator

The Committee will appoint a member as a Program Coordinator who will manage, monitor & coordinate the general communication with internal and external stakeholders like ISSA members, ISSA board etc. on behalf of the Committee. The Program Coordinator will also manage the social media platform, website and any other marketing campaigns for the fund raising events and activities on behalf of the Committee or any of its members. The member will primarily act as the spokesperson of the Building Committee.

Article 9.4 Finance Coordinator

The Committee will appoint a member as a Finance Coordinator to manage internal and external reporting, accounting, finance, budgeting, record keeping and any other operational and miscellaneous tasks necessary for the smooth functioning of the Committee & its activities.

Article 9.5 Administrator of Volunteers'

The Committee will appoint a member from the Volunteers' Group as an Administrator of the Volunteers' Group. The Administrator is responsible for ensuring support and coordination from the Volunteers' Group to achieve the objectives of the committee and successfully deliver on its activities. The position requires providing leadership and directional role to the Volunteers' Group.

Article 9.6 Team Leads

The Committee will appoint members from the Volunteers' Group as team leaders of the Volunteers' Group. The team leaders are expected to work directly with the members of the building committee and provide operational support necessary to carry out specific tasks and activities.

Article 9.7 Voting

Each officer excluding the Chair & the Vice Chair shall be elected by 2/3rd majority vote of the full committee. For a member to be able to vote, the person must meet the committee eligibility norms especially the one defined under Article 8.1 of this document. Proxy vote is permitted. Proxies are permitted twice in a row and not more than 6 meetings in a year.

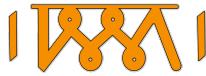
Article 9.8 Election Timing

Elections for officers shall occur during the last meeting of the calendar year.

Article 9.9 Tenure

The Chair and Vice-Chair shall serve a one (1) year term. The terms of the Program Coordinator, Finance Coordinator, Administrator of Volunteers' Group and Team Leads is for three years (3) and can be further renewed.

Officers can be re-elected for any number of consecutive terms.



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Article 9.10 Transitioning

All officers must complete the handover/takeover formalities before the end of the end of the first week of the calendar year. The new officers will assume the title and rights from the first day of the calendar month and not upon completion of the handover formalities.

Article 9.11 Election/Selection

All positions other than that of the Chair and Vice Chair are subject to elections by the voting members of the building committee.

The positions of the Chair & Vice-Chair will follow a rotational policy. This policy is adopted to encourage wider participation, promote diversity of thoughts, skills and organizational capacities, build healthy environment and teamwork. The selection of members for these positions will be based on Last Name Ascending criteria in the order of Chair and then the Vice Chair. For the positions of Chair and Vice Chair, the member should be on the committee for at least two (2) complete years, exception being the initial two years of the formation of this committee. Should a member decide not to accept the positions of Chair or Vice Chair, the offer should be made to the next qualified person as per the policy.

All positions other than that of the Chair and Vice Chair is decided through voting process as defined in this document.

Article 10 Meetings

Following articles govern the handling of meetings.

Article 10.1 Scheduling of a Meeting

The Chair of the Committee may call a meeting of the full Committee as frequently as deemed necessary to coordinate the activities of the Building Committee. The meeting can also be called by the majority of members as defined under Article 5.3 of this document.

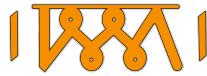
Article 10.2 Agenda

All members can suggest the agenda. For the proposed agenda to become the official agenda for a meeting, it must be adopted by the members at the outset of the meeting. At the time that an agenda is presented for adoption, it is in order for any member to move to amend the proposed agenda by adding any item which the member desires to add, or by proposing any other change.

Any member can propose the agenda but that becomes binding only if it is adopted by the majority members (article 5.3) after amendments if any.

Article 10.3 Motion

A motion shall carry with an approval voting of 2/3rd of the full membership of the committee.



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Article 10.4 Attendance

Meetings may be attended by Committee members in person or telephonically or electronically through video conferencing. Proxy attendance is permitted, provided a written request has been made to the Chair and approved.

Any paid member of ISSA can attend the general meetings provided the Chair has been notified before the meeting. Attendance to special / emergency meetings with confidential matters may be restricted only to the voting members of the committee.

Article 10.5 Meeting Notification

The Program Coordinator shall notify each Committee Member of meetings and shall send an agenda and related materials to his or her usual email address not less than seven calendar days before the meeting. The notice for special meetings and emergency meetings should be at least 72 hours and 24 hours respectively.

Article 10.6 Quorum

A minimum of 2/3rd members appointed to the Building Committee at the time of a meeting shall constitute a quorum for the transaction of any business or the exercise of any power or function of the Committee, and all matters requiring action shall be passed by a vote of 2/3rd majority of said appointed members of the Building Committee.

In the absence of a quorum, business transacted will not be official with the exception of:

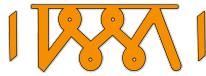
1. To fix the time in which to adjourn,
2. To adjourn,
3. To take measures to obtain a quorum.

Article 10.7 Presiding/Administering the Meeting

In the absence of the Chair, the Vice-Chair will preside the meeting. The Chair may appoint a Committee Member to preside during the absence of the Chair and Vice-Chair from any meeting. At any meeting where a quorum is present but the Chair and Vice Chair are both absent and no member is appointed by the Chair to preside the meeting, the immediate past Chair, or another voting Committee member selected by the quorum ad hoc shall serve as the Chair for that meeting only.

Article 10.8 Minutes

The Program Coordinator must record minutes of the meeting that needs to be circulated to all the members and also made available on the website / shared electronic locations like dropbox/google drive etc. The minutes should be made available within 2 calendar days from the meeting date. The Program Coordinator is authorized to share minutes of the meeting to any paid ISSA members upon request.



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Minutes are a record of what was done at a meeting and not a record of what was said.

Article 10.9 Voting

Each member present at the meeting has one vote. The normal method of voting shall be by a roll call. A roll call vote on any question shall be taken by ayes and nays, abstentions noted, and a record of how each member voted entered in the Minutes. Proxy votes shall be allowed.

Votes may be cast in one of the following manners, or combination of manners, as deemed appropriate by the majority of members present at the meeting:

- Voice vote
- Anonymous paper ballot or
- Electronic ballot (email)

The voting shall be in the following sequential order in order to reduce the possibility of any influence:

Sequence	Category	Methodology
1	Members	Roll call
2	Ex-Officio Members	Roll call
3	Officers (other than Vice-Chair & Chair)	Roll call
4	Vice-Chair	Roll Call
5	Chair	Roll Call

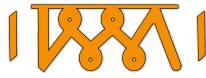
In the event of a tie, members have to agree by a 2/3rd majority on a methodology to solve the tie. A member is allowed to change his or her vote until the result is announced. After the result is announced the member can change his or her vote only by the permission of the assembly.

The Program Coordinator takes the roll call in an alphabetical order based on last name.

A member may choose not to vote.

Article 10.10 Emergency or Special Meetings

Emergency or special meetings may be called by the Chair alone or shall be called by the Chair upon written request of the majority of voting members as defined in Article 5.3 of this document. Committee members may be notified of an emergency or special meeting via telephone, email, voice, or another agreed-upon method as early as practicable. The notice for special meetings and emergency meetings should be at least 72 hours and 24 hours respectively.



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Article 10.11 Conflict of Interest

Members of the Committee shall report in advance of whenever practical any actual or perceived possibility of a conflict of interest. Under no circumstances shall a vote be cast when a member of the Committee has a financial conflict of interest in a matter. In the event, a conflict of interest is determined to exist after a vote, the matter shall be reconsidered for a new vote excluding the member with whom the conflict exists.

Article 10.12 Tardiness

The meeting should not be delayed more than 5 minutes of the scheduled start time unless approved by the majority of members at the meeting as defined in Article 5.3 of this document. The member arriving late should not expect other members to stop everything and explain what has transacted. The basic principle would be - government by the majority and not by one person.

Article 11 General Terms

Following articles relate to general terms are applicable to the Building Committee, its members and other operational matters.

Article 11.1 Access to Documents

Every member of the Committee shall have access to all such minutes, records, documents, correspondence and other items belonging to the Committee. Members of the Committee shall provide the Program Coordinator with reasonable notice of any documents and other items to be accessed if the same is not available in an electronic form.

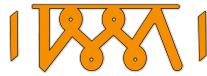
Article 11.2 Reporting and Accountability

The outgoing Committee shall issue an annual report to the General Body which sets forth its activities, donation accounts, monies in progress, accomplishments, and future program directions. Each annual report shall include, but not be limited to, the following:

1. Number and dollar amounts of funding/donations garnered during the year;
2. Donors and donations for the prior year;
3. Committee's administrative expenses;
4. Summary of events and activities, lessons learned and event experience and outcome;
5. The Strategic Plan of the Board.

Article 11.3 Resolutions

The Program Coordinator should draft, circulate and obtain approvals on all resolutions. The resolutions should carry signatures of the Chair & the Vice-Chair. The resolutions can be attested by any of the remaining officers on the committee. Electronic copies of the resolutions should be stored at a secured server that is backed up in the case of any disaster occurrence. The resolutions



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should be numbered and organized in an orderly fashion & made available to the members upon request. The copies of the resolution should be shared with paid ISSA members or with external business partners like banks, government organizations or any other partners for the conduct of operations and activities.

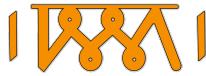
Article 12 Code of Ethics

The following articles relate to the conduct and code of ethics

Article 12.1 General Guidelines

No member of the Committee should have any interest, financial or otherwise, direct or indirect, or engage in any business or transaction, or professional activity, or incur any obligation of any nature, which is in substantial conflict with the proper discharge of his or her duties as a Committee Member. Members should exercise their duties and responsibilities as Committee Members in the interest of the ISSA community, regardless of their affiliation with, or relationship to, any institution, organization, individuals, facility, agency, program, activity, the category of provider, or interest group. The principles that should guide the conduct of Committee Members include, but are not limited to, the following:

1. A Committee member should endeavor to pursue a course of conduct that shall not raise suspicion among the ISSA community that he or she is likely to be engaged in acts that are in violation of his or her trust as a Committee Member.
2. No Committee Member should disclose confidential information acquired by him or her in the course of his or her duties as a Committee Member, or by reason of his or her position as a Committee Member, nor use such information to further his or her personal interests.
3. No Committee Member should use, or attempt to use, his or her position as a Committee Member to secure unwarranted privileges or exemptions for himself or herself or others.
4. No Committee Member should engage in any transaction as a representative or agent of the Committee with any business entity in which he or she has a direct or indirect financial interest that might reasonably tend to conflict with the proper discharge of his or her duties as a Committee Member.
5. A Committee Member should not make personal investments in enterprises which he or she has reason to believe may be directly involved in decisions to be made by him or her as a Committee Member or which shall otherwise create substantial conflict between his or her duty as a Committee Member to act in the public interest and his or her private interest.
6. A committee Member should not by his or her conduct give reasonable basis for the impression that any person can improperly influence him or her or unduly enjoy his or her favor in the performance of his or her duties as a Committee Member, or that he or she is affected by the kinship, rank, position or influence of any party or person.
7. No member of the committee shall accept any gift or gratuity of more than nominal value where the circumstances would permit the inference that the gift was intended to influence



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him or her as a member of the committee, or that the gift constituted a tip, reward, or sign of appreciation for any act performed as a member of the Committee.

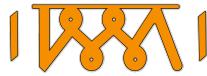
Article 12.2 Absolute Disqualifications.

- 1) No member of the committee shall make, participate in making, or in any way attempt to use his or her position to influence a decision to approve or extend business, or contract to:
 - i. His or her employer or relative, or any entity in which the member of the committee, or his or her relative, has a financial interest; or
 - ii. An organization in which such member of the Committee, or his or her relative, is an officer, director or partner of such organization.
- 2) When a Committee Member, or his or her family has an interest, financial or otherwise, whether as owner, officer, director, fiduciary, employee, colleague, consultant, or supplier of goods or services, in an entity, institution, organization, facility, agency or program (hereafter collectively referred to as "entity") whose business proposal is before the committee for consideration of contract, that member shall (i) identify such interest to the committee at any meeting when the application or request is to be considered, (ii) absent himself or herself from any portion of any meeting when such application is considered, and (iii) not participate in any vote of the committee on such application. For purposes of this Article, "family" shall include a spouse, children, sibling, and any relative living in the member's household.

Article 12.3 Incident handling & Disclosures

When a committee member, or his or her family member has (i) any of the above-noted interests in an entity the status of which might reasonably be affected by another entity whose business application is before the committee, or (ii) when a member has any other interest or association which might reasonably be construed as tending to embarrass the committee or elicit suspicion that he or she might be engaged in acts in violation of his or her trust as a committee member, the member shall disclose such interest or association at the time the business application or other matter is formally considered by the committee, so that the Chair and, if necessary, the committee can then determine whether the member's participation in the discussion or the vote on the application by the committee or on the other matter would be proper.

The Chair of the committee can request that committee members disclose all actual or potential conflicts and, when appropriate, explain the conflicts. In the case of conflicts constituting possible disqualifications, the Chair of the committee shall rule upon such conflicts subject to appeal by motion to the committee that may override the Chair's decision by the affirmative vote of a majority as defined in Article 5.3 of this document, excluding those members who are the subject of the vote.



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Article 12.4 Violation of Provisions

If any member knowingly and intentionally violates these provisions, the Committee or its Chair shall take appropriate action against the person to safeguard the interest of ISSA.

Article 12.5 Liability Clause

The Chair must ensure that all members of the committee are provided with the committee operational rules and other critical documents and obtain a written confirmation that they have read and fully understood the clauses.

If any member knowingly and intentionally violates the provisions, procedures, policies and authorities granted, the Committee or its Chair has the authority to take appropriate actions, including legal actions against such person in order to safeguard the interests of ISSA. All such matters must be reported to the ISSA Board immediately upon its knowledge and to the General Body.

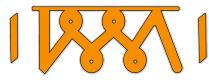
Article 13 Amendment to Operational Rules

These operational rules may be amended annually after a review by the Building Committee with an approval vote of a minimum of 2/3rd of Committees full voting membership, provided notice of the proposed amendment shall have been given at the previous meeting. Written notice of the proposed amendment to the operational rules shall be distributed to the Building Committee membership at least two weeks prior to annual review.

Pursuant upon 2/3rd members approval voting, the changes must be communicated to the ISSA Board and presented before the General Body for approval.

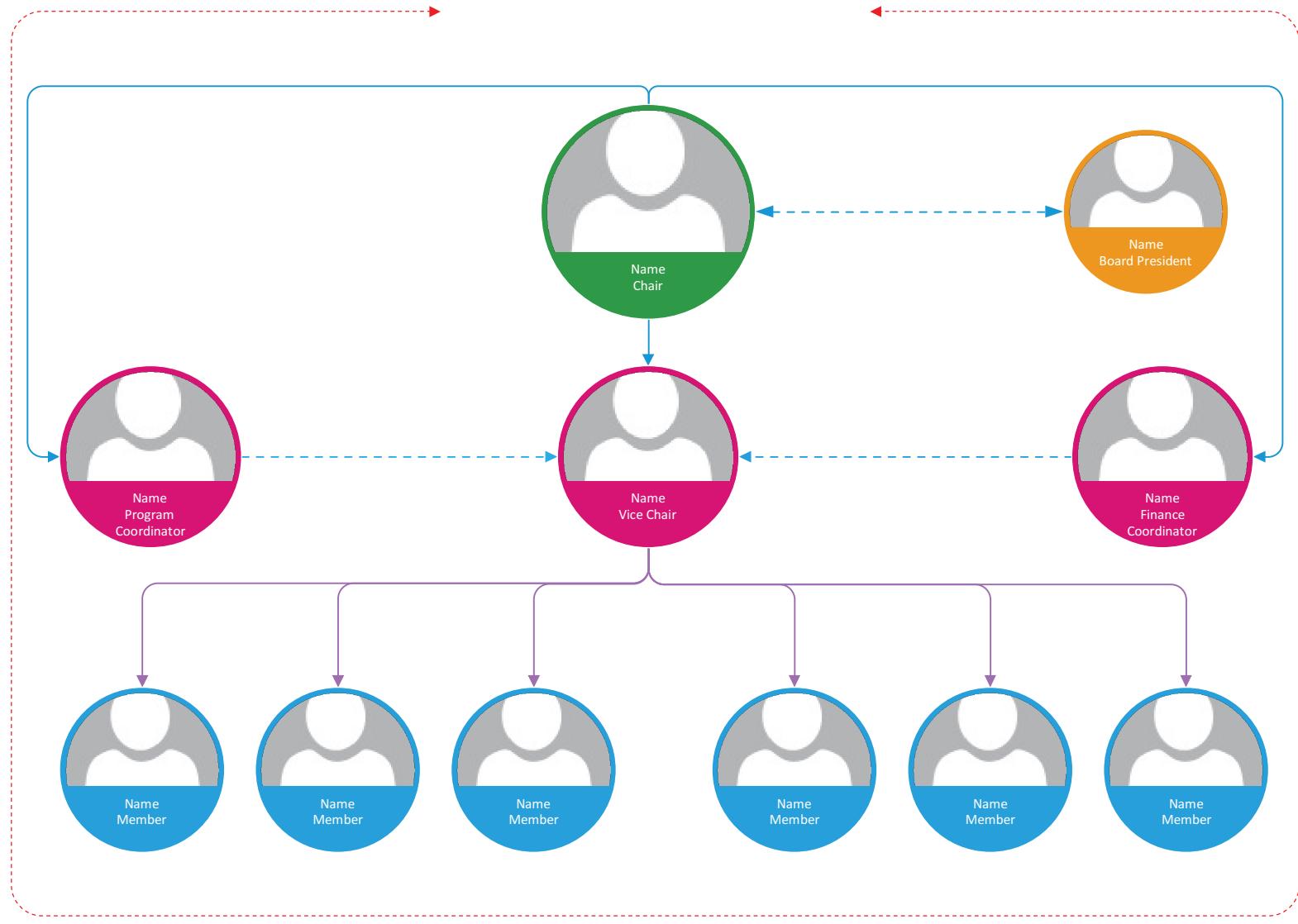
The operational rules shall be reviewed at least every two years for possible revision. The requirements for adoption of the revised set of operational rules shall be the same as in the case of an amendment.

Amendments/revisions to the operational rules shall only become effective upon its adoption by the General Body.



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Annexure 1 Building Committee Organizational Structure



Appendix 2018-B: Building Committee Members, Advisors, Volunteers

Building Committee Resources		
Last Name	First Name	Position
Bakshi	Raj	Member
Kari	Prasad	Member
Karumanchi	VC	Member
Konur	Vithoba	Member
Kudagal	Murthy	Member
Lavu	Rana Pratap	Member
Modi	Parixit	Member
Pugazhendhi	Thiripurasundari	Member
Sanan	Ajay	Member
Shah	Jayendra/Saroj	Member
Thaker	Ketul	Member
Trivedi	Amita/Deven	Member
Current ISSA President		
Jaggi	Gurpreet	Advisor
Raval	Subhash	Advisor
Sanan	Vinod	Advisor
Agarwal	Sujata	Volunteer
Aradhyula	Satheesh	Volunteer
Bhamidipati	Prasad	Volunteer
Jolly	Nina	Volunteer
Karumanchi	Devi	Volunteer
Murthy	Swarna	Volunteer
Mohan	Arunesh	Volunteer
Patel	Satyam	Volunteer
Prasad	Suma	Volunteer
Raju	Mira	Volunteer

AMENDMENTS TO ISSA BYLAWS AND CONSTITUTION VOTED ON ISSA NIGHT HELD ON JANUARY 27, 2019

Constitution and By Law changes

ISSA Youth board members

The general body passed a vote to allow unlimited youth members on the ISSA Youth Board. The youth board members do not have any voting privileges. Youth members shall be in high school as of the date they begin working on the board.

ISSA Night Rules

ISSA Night may be held any day in January.

Proposed changes to the by laws and constitution may be communicated by email with 10 calendar day notice.

Geographic representation Rule

Constitution changed to remove article 4 section 1 regarding requirement of community to have 1 member of 5 different geographic regions of India.