

Updated 01/09/2011

Orlando Marathi Mandal

Articles of Constitution

Article 1 **Name**

- 1.1 The name of the organization shall be "Orlando Marathi Mandal" hereinafter referred to as "OMM".

Article 2 **Objectives**

- 2.1 OMM shall be a non-profit, non-political, cultural and religious activities organization incorporated within the State of Florida.
- 2.2 OMM shall initiate and coordinate cultural, religious, educational, charitable, and literary activities, which without limiting the generality thereof, include the promotion of various activities such as music, dance, theatre, and religious services, related to the culture, traditions, and the language of the State of Maharashtra in India.
- 2.3 OMM may provide guidance and aid to students, artists, theologians and other visitors from and around Maharashtra.
- 2.4 OMM may obtain, receive, and hold donations, bequests, grants, or other funds for the purpose of its various activities.
- 2.5 OMM shall not be involved in any activities which do not comply with IRS regulations for a 501(c)(3) non-profit charitable organization.

Article 3 **General Body**

- 3.1 The general body of OMM shall be comprised of dues paying members. Dues must be fully paid for the current year to be considered as a member.
- 3.2 The members shall be at least 18 years of age, be conversant in or interested in the culture, language and religious practices of Maharashtra. Those under the age of 18 years of age may be part of a family membership.
- 3.3 Membership types may include family, individual, and other membership type as deemed appropriate.
- 3.4 Only members who have paid and have their dues recorded at least 30 days prior to the date of the annual or special voting meeting will be eligible to vote.
- 3.5 Each dues paying membership shall be entitled to one vote. Family membership is considered as one paying membership and therefore entitled to one vote. Each person over the age of 18 is entitled to one paid membership annually.
- 3.6 The Quorum for the general body meeting shall be a minimum of fifty-one percent of all eligible voting members. If a sufficient quorum is not present, any amendments involving changes in constitution must be postponed for another meeting wherein a quorum is present. If a quorum is not present for the annual meeting and constitution changes are

proposed, a special meeting shall be held within 90 days whereby a quorum would be present to vote on the proposed changes to the constitution. If a quorum is not met at a special meeting, then another special meeting shall be held again within 90 days.

Article 4 **Executive Committee (EC)**

- 4.1 The general body of OMM shall elect the Executive Committee (EC) which shall be responsible for the day-to-day operations of OMM in a fiscally responsible manner.
- 4.2 EC shall be elected annually at the annual or special meeting by a simple majority of votes. Five members shall be elected to constitute the EC. If five volunteer members are not available to serve, then three members may be elected to constitute the EC.
- 4.3 The EC shall elect within itself the following positions: i) President, ii) Vice President, iii) Secretary, iv) Treasurer, and v) Event Coordinator.
- 4.4 The term of the EC shall be one year, typically March 1 through the end of February. This provides the opportunity for the EC to file the necessary governmental forms. Each EC must file the necessary governmental forms during their term. If any forms are not filed as needed, the prior EC shall take responsibility to work with the current EC to assure that necessary filings are made.

Article 5 **Finances**

- 5.1 The finances of OMM shall be managed as set forth in the by-laws to this constitution.
- 5.2 OMM is organized exclusively for charitable, religious, and educational purposes, including for such purposes as making distribution to organizations that qualify as exempt organization under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.
- 5.3 No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distribution in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Article 6 **Amendments**

- 6.1 This constitution shall be amended only by a two-third affirmative vote of the eligible voting members of the general body. An appropriate written proxy on a proxy document provided by the EC may be submitted by members. Such proxies shall be submitted and verified prior to acceptance as votes by EC. The Board of Trustees (BT) may

request the proxy and verification documents from the EC and certify the votes prior to final acceptance.

- 6.2 The EC shall consider proposed constitutional amendments and make their recommendations to the general body to agree to endorse, amend, or not recommend the approval of proposed amendments by the members.
- 6.3 Amendments to the Constitution shall be submitted in writing to the Secretary with signatures of at least two members of the EC, or two members of the BT, or not less than 25 percent of the general body voting members of OMM at least 60 days prior to consideration by the members. The amendments to be considered by the general body must be communicated, along with the notice of the meeting where the amendments will be voted upon, to members by the EC at least 30 days prior to the meeting. The communication maybe provided electronically using the available member email addresses, provided by postal mail, and/or posted at an OMM event with the intent that most, if not all, members have the opportunity to be aware of such communication. The OMM website should indicate that amendments are available and a notice of the meeting should appear prominently on the website.
- 6.4 Amendments shall be submitted to a vote at the next annual or special general body meeting. Modifications in the form of amendments to the amendment may be made from the floor.

Article 7 **Dissolution**

- 7.1 The OMM can be dissolved only by a vote of at least two-thirds of all eligible voting members. The dissolution vote should take place an annual or special meeting, if feasible. If not feasible, then the dissolution vote may be solicited and received electronically or on paper.
- 7.2 Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal offices of the organization is then located, exclusively for such purposes or to such organization or organizations as said Court shall determine, which are organized and operated exclusively for such purposes.

Article 8 **Board of Trustees (BT)**

- 8.1 The Board of Trustees (BT) shall consist of three members elected by the dues paying members at the annual or special general body meeting. No more than one member of the BT may be from the same immediate family, e.g. two same family spouses, mother-daughter, sisters.
- 8.2 Initially, the current EC may solicit and agree by majority upon three trustees. One trustee shall be designated as serving one year term, another two year term and the third a three year term. At the annual meeting after such designation, the three designated trustees shall either be elected by the general body for their terms shall be elected if no other members meeting the requirements for a trustee declare themselves as standing for election. If there are members, other than the three designated initial

trustees, declaring their desire to be elected for a trustee position than there shall be an election among all candidates.

- 8.3 After the initial election, every year one of the BT members will be up for re-election. If there is a member candidate that declares to be a candidate for trustee election, other than the current trustee up for re-election, the current trustee shall not be considered for re-election. The intent is that if there are other qualified members willing to serve as a trustee, they shall have the opportunity and rotation of the BT shall occur.
- 8.4 Trustees shall be current dues paying members and members of the OMM for at least 10 years to qualify as Trustee.
- 8.5 BT shall be responsible for providing general guidance to the EC of OMM and safekeeping of long-term reserve funds.
- 8.6 If for some reason, such as lack of volunteers, an EC is not elected, the BT shall maintain the organization until an EC is elected. If in the opinion of the BT, an EC cannot be elected after an annual meeting and one special meeting, due to a lack of volunteers for EC or lack of quorum at the meetings, the BT may appoint members to the EC.
- 8.7 If an EC member elects to leave the EC, the remaining members of the EC shall agree to select a replacement EC member and notify the BT of such.
- 8.8 If a BT member elects to leave the BT, the remaining trustees and EC members shall select by majority vote a replacement trustee.

Duly agreed by:

President:

Date:

Secretary:

Date:

Board of Trustees:

Date adopted:

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By-Laws of Orlando Marathi Mandal (OMM)

Article 1 Membership

- 1.1 Membership dues shall be determined annually with the guidance of the Board of Trustees (BT) and presented to the general body at the first meeting or event of the new Executive Committee (EC) term.

Article 2 Administration

- 2.1 EC shall manage the affairs of OMM and take decisions on all financial matters to manage the expenses to remain within the available short-term financial resources of the OMM.

2.2 Duties of the EC officers:

- a. President:
 - i) The President shall be responsible for the activities and the operation of OMM in a fiscally responsible manner for the term of his/her office. The President shall preside over the meetings of the general body and the EC.
 - ii) The President shall report on the general progress of OMM and any involvement with other local or national organizations, e.g. Brihan Maharashtra Mandal, at the general body meeting.
 - iii) The President or designate thereof shall represent OMM and participate on behalf of OMM at meetings of other organizations to further the cause of OMM.
 - iv) The President is responsible for ensuring that the necessary government filings, including those required by the Internal Revenue Service, state of Florida, and any local government entities, are completed and submitted on a timely basis.
 - v) The President has the critical responsibility to complete the appropriate government filings on a timely basis, at least by the end of February. Copies of all official government documents, including Federal Tax ID forms, annual filings, and annual financial statement shall be provided to the BT for safekeeping for duration as required by law.
 - vi) The President shall make all financial records available to and request the BT or a dues paying member appointed by the BT to audit and authenticate the financial records of OMM for the past year.
 - vii) The President shall strive to generate a reasonable net income such that some monies can be added to the long-term funds/reserves. The intent of such reserves is to generate sufficient interest/investment income such that a portion can be transferred to the short-term fund/balance and allow for a reduction in reliance on annual dues to fund the ongoing activities of OMM. Appropriate available balances will aid the mission to maintain and enrich the cultural, religious, and educational heritage of Marathi / Maharashtra.

b. Vice President:

- i) The Vice President shall be responsible for the physical assets (equipment and inventory) of OMM.
- ii) The Vice President shall assume the responsibilities of the President when requested by the President or in case the President is unavailable.

c. Secretary:

- i) The Secretary shall maintain the permanent historical records of OMM; maintain minutes of the EC and general body meetings for given elected year.
- ii) The Secretary shall notify the members, the time and the location of the meetings and other gatherings of OMM as required by the OMM constitution and by-laws.

d. Treasurer:

- i) The Treasurer shall maintain a permanent register showing detailed records of the financial transactions, income, expenditure and balance sheet statements and the assets for each elected year.
- ii) The Treasurer shall prepare a budget such that the year's operations can be managed in a fiscally responsible manner.
- iii) All invoices / payments shall be approved by the EC prior to payment. The Treasurer shall strive to make all payments by check for ease of payment tracking. Disbursement of cash shall be minimized. All disbursement of cash shall be properly noted and accounted.
- iv) The Treasurer shall be responsible for preparing the year-end financial statement.
- v) The Treasurer shall make available the financial records to the EC and the BT as requested and at the end of the fiscal year.

e. Event Coordinator:

- i) The Event Coordinator shall prepare a draft calendar of events to review with the EC.
- ii) The Event Coordinator shall prepare a draft agenda for each event for review and discussion with EC.
- iii) The Event Coordinator shall solicit participants for event agenda items.

f. **Board of Trustees:**

- i) The BT shall be responsible for providing guidance to the OMM's annually elected EC within the constitution and the bylaws of the OMM.

- ii) The BT shall be responsible for investing the long-term funds in a fiscally responsible manner.
- iii) The BT shall advise the President during general body meetings in the matter of compliance with the constitution and the by-laws of the OMM.
- iv) The BT or a dues paying member appointed by the BT shall audit and authenticate the financial records of OMM each year.
- v) Copies of all official government documents, including Federal Tax ID forms, annual filings, and annual financial statement shall be requested by and maintained by the BT for safekeeping for a period as required by law.

Article 3 **Privacy**

- 3.1 OMM shall protect the privacy and confidential information of the members of OMM. Neither the EC nor the BT shall sell or provide member information to anyone, including individuals, organizations, and businesses. Member information, including membership list, email addresses, and phone numbers, is considered confidential.
- 3.2 Appropriate discussion in the EC and judgment must be exercised before providing third party information or material to the members, especially using member contact information, e.g. email addresses. If in the judgment of the EC, third party announcement or material should be provided to members, it should be forwarded by the OMM, noted as third party material and any associated cost is to be borne by the initiating/requesting person or entity, e.g. cost of printing, processing, and mailing, if any.
- 3.3 If member communications occurs by email or other computer applications, the member names and addresses are to be hidden such that recipients are not able to access the names or addresses of others.
- 3.4 An updated member list and information is to be provided to the successive EC and to the BT, if requested for safekeeping.

Article 4 **Finance**

- 4.1 The EC shall open/maintain the required bank account(s).
- 4.2 The short-term / operational funds shall be managed by the Treasurer and another officer of the EC.
- 4.3 The long-term reserve fund shall be invested by the BT in a fiscally responsible manner.
- 4.4 The long-term reserve fund shall not be used for the operation of OMM without the approval of two-third majority of the voting members of the BT.
- 4.5 The BT shall provide all or a part of the annual income generated from the investment of long-term reserve fund to the EC to support the needs of the OMM.

Article 5 **Meetings**

- 5.1 The annual general body meeting of OMM shall be held during or near Deepawali function of the OMM to elect the new EC body for the upcoming year.

- 5.2 OMM shall communicate information of interest, including event announcements and meeting notices, to members, typically via the OMM website and by email.
- 5.3 A Special general body meeting may be called by the Secretary, thirty days after publishing the meeting date, place, and time by email, computer application such as Evite, or by postal mail, such that all members are able to receive the notice at least thirty days prior to the meeting. It is understood that due to changes of contact information and such changes not reported by members to the Secretary, all members may not be reached by electronic means as would be desired.

Article 6 **Amendments**

- 6.1 Any article or section of the by-laws shall be amended or a new one shall be added only by agreement by a majority of the EC and a majority of the BT members. Any changes should be made known to the general body and an opportunity shall be provided to the general body to rescind or amend any changes to the by-laws at an annual or special general body meeting where a quorum is available.

Duly Agreed By:

President:

Date:

Secretary:

Date:

Board of Trustees:

Date adopted: