

BY-LAWS
OF
INDIA CULTURAL ASSOCIATION OF THE BAY AREA

ARTICLE I NAME

The name of this organization shall be INDIA CULTURAL ASSOCIATION (ICA) OF THE BAY AREA.

ARTICLE II AIMS AND OBJECTIVES

The specific and primary aims and objectives of this Association to all interested individuals residing in the United States of America (irrespective of caste, sex, religion, race, and place of origin) are to be helpful to members for their social, cultural, and religious needs; to make all possible efforts to educate the children to preserve the culture of Gujarat; to assist financially and otherwise in the event of natural calamities, national emergencies, and for the cause of humanity affecting our community; to create and setup trust foundation, to raise funds, and to erect a community center to preserve our heritage and identity, to explore ways and means to raise funds for community activities; to provide basic needs for the welfare of member families in need; to provide educational assistance/scholarships to deserving and financially need~~y~~ students of the community; and to enhance our goodwill and cultural diversity in cooperation with other organizations in sharing programs of common interests.

ARTICLE III RESPONSIBILITY OF ASSOCIATION

- A. The association shall not participate or intervene itself with any political activity.
- B. The association shall not be responsible in any way for any physical, emotional, intellectual, and/ or mental damage to any person, taking part directly or indirectly in any ~~of the~~ activity~~ies~~ of the organization.
- C. The association shall have the right to deny any person a membership, the use of any resources, property, and~~d~~/or assets that belong to the association.

ARTICLE IV OFFICES

- A. The principal address of the association shall be; India Cultural Association ~~of Bay Area 1530 Meridian Ave Suite #108 San Jose, CA 95125 or at a location that may be changed by the executive committee as needed. Any changes of the principal address must be announced via the newsletter.~~ ~~e/o Valle Tax and Bookkeeping, 4340 Almaden Expressway, Suite #132, San Jose, CA 95118 until decided otherwise by the Executive Committee.~~
- B. The association shall also maintain an address for correspondence in the state of California, which shall be the address of the President and~~d~~/or General Secretary and shall be announced annually at the beginning of the fiscal year.

5. Within the fiscal year of the association, a category of membership may be converted to a different category of membership by paying the differences if greater. This provision shall not result in a refund.
- E. Member in good Standing:
A member shall be considered in good standing if he/she is not in default in dues and not in default in duties.
1. Default in Dues:
Membership application or renewal forms shall be mailed, **emailed or posted on the ICA website before the end at least once to each member in the month** of December of the current year.
Membership dues are due and payable by January 31st of the current year. All privileges and rights of the association shall be curtailed to a delinquent member unless the dues are paid in full. He/She shall be in default if the membership dues are not paid for the fiscal year of the association.
 2. Default in Duties:
Any member elected or appointed and once assumed the duties per Article VII-D or VIII-C, shall complete the entire term a applicable. Failure to complete the term by any member for any reason shall be considered default in duties by the member. The member who defaulted in duties shall not be eligible to hold any position either by election, selection, or appointment for any elective positions for one year from the date of completion of the term of defaulted duty and/or assignment.
- F. Rights, privileges, and Conduct:
1. The rights and privileges of members not in default in dues shall be:
 - a. To attend General Body meetings
 - b. To present motions at the General Body Meetings.
 - c. To vote at the General Body meetings.
 - d. To attend any of the organized functions of the association.
 - e. To participate in any activity of the association as may be assigned by the General Body, the Executive Committee, and/or the Board of Trustees
 - f. Any member who paid their dues after November 15th will have all the rights and privileges except to vote and to contest elections held during that fiscal year.
 2. If the member is not in default either in dues or duties shall also have the rights and privilege to serve as a member of the Executive Committee or Board of Trustees if elected. However more than one member from any category of family membership can't hold an elective position in the same year except the extended duty per Article VII-D.5 and D.6. He/She may be considered for any committee or subcommittee.
 3. The conduct and behavior of the members of the association shall be worthy and willing to conform to the aims and objectives of the association.
 4. In case a member whose conduct and/or behavior has been detrimental to the aims and objectives of the association, failing all efforts of resolution, he/she shall be suspended from the membership by a two-third majority decision of the Executive Committee and the majority decision of the board of trustees. A member so suspended from the roll of membership may appeal the decision of the Executive Committee to the General Body, whose decision by a simple majority of the members present, shall be binding and final. A member suspended by the Executive Committee shall not be eligible for membership or its rights and privileges in the interim period till the outcome of the decision of the General Body.

ARTICLE VII MANAGEMENT AND CONTROL

- A. General:
- The management and control of the association shall be vested in an “EXECUTIVE COMMITTEE”, consisting of ~~thirteen~~ **eleven (13-11)** members. All ~~thirteen~~ **eleven** must be elected by the members of the association at the meeting called for the election of members of Executive Committee and Board of Trustees.
- The duties of office bearers of the Executive Committee are defined in this article, section G; however this committee is a single unit and the success of all events and the association in a given year is the responsibility of all the committee members. A member of the Executive Committee who remains absent from the events, organized by the association, without his/her absences excused prior to the event by the President or the VP in charge of the event, three consecutive times in a year shall be considered inactive and the position shall be considered vacant.
- Any member of the Executive Committee who remains absent from the regularly scheduled committee meetings consecutively three times or cumulatively five times in a year shall be considered inactive and the position shall be considered vacant.
- B. The Executive Committee shall consist of:
1. ~~Nine~~ **Eight** office bearers:
 - a. The President
 - b. General Secretary
 - c. Vice-president Finance
 - d. Vice-president Communication and Public Relations
 - e. Vice-president Social and Religion
 - f. Vice-president Culture and Entertainment
 - g. Vice-president Membership
 - h. Vice-president Youth and Adolescence
 - i. Vice-president Information & Technology**
 2. ~~Four~~ **Three** Board of Directors
 3. The VP Communication and Public Relations shall assume the duties of Executive vice-president: the second in command
 4. Joint Secretary shall be appointed by General Secretary per Article VII-G.2.f from Executive Committee except the President, General Secretary, and VP Finance.
- C. Election of the Executive committee and Terms of Office
1. ~~Thirteen~~ **Eleven (13 11)** members of the Executive Committee shall be elected to hold the offices for the term of one year; beginning January 1st till December 31st.
 2. The election shall be held by casting of votes by secret ballot or other means.
 3. The members of the Executive Committee shall be elected from the slate of candidates compiled by the Election Committee (Article VII.D.8 and Article VIII-E.).
 4. No candidate can contest for more than one position at a time in a given year.
 5. Slate of candidates compiled for the election of the Executive Committee shall be mailed **or emailed** to general membership **at least 2 weeks prior to the election date.**~~before November 10th of each year.~~
 6. Any member who has served consecutively for more than ~~seven~~ **five** years in any combination of elected ~~appointed~~ positions including Board of Trustees shall not be eligible to be a candidate to serve on any elective positions. If at the time of election an opening exists on the Executive Committee or Board of Trustees it will remain vacant till filled per Article ~~IX-B LX-B~~.
 7. The Candidate for the Executive Committee shall be a member in good standing of this association for at least two preceding years and should attach a

check for membership dues to the association for the coming year with the application for candidacy for a position in Executive Committee.

8. A candidate for the office of presidency must have a minimum of one year experience in the Executive Committee of this association.

D. Duties of the Executive Committee:

1. To meet at least once every two months at the time, date, and place previously decided.
2. To approve and adopt the minutes of the previous meetings.
3. To attend to the business arising from the previous meeting and business per agenda.
4. To prepare annual budget and submit to the Board of Trustees no later than February 15th for approval. The budget shall be prepared by the current President, General Secretary, and VP Finance, and shall remain responsible till February 15th of the following year till the final financial report is approved.
5. To prepare the fiscal partial financial statement ending October 31st for the General Body meeting. To clear the final accounts receivable and payable before the end of January 31st and submit the report to the Audit committee no later than February 15th ~~5th~~ for approval. Once approved, a summary of annual report shall be submitted to the General Body via newsletter.
6. To prepare ~~fiscal~~ quarterly financial reports within 30 days ~~of the end of each quarter~~ for review by an Audit committee. The Audit Committee shall consist of all trustees and two members appointed by the Executive committee. The Audit committee shall be responsible till February 15th of the following year or till the ~~fiscal~~ final financial report is approved; whichever occurs later.
7. To attend other matters that may be placed before the committee for its consideration.
8. To appoint an independent Election Committee of ~~three~~ ~~five~~ members to conduct the ensuing election of the Executive Committee and Board of Trustees. No member of the ~~current~~ Executive Committee or Board of Trustees shall be included in the Election committee.
9. To appoint financial Need Assessment and Scholarship Committee. This committee shall consists of five members; two from Executive Committee including VP Youth and Adolescence, one form Board of Trustees, and two from the members appointed by the Executive Committee. VP Youth and Adolescence shall chair the committee.
10. To review and evaluate the complains from the members resolve and respond in writing when necessary.

11. No member of past and/or present Executive Committee shall use or distribute any current or past member's personal data for any unofficial ICA business.

E. Presiding Officer and Order of Succession:

1. In absence of President and Executive Vice President the following members of the Executive Committee shall preside over the meeting. The order of succession shall be in order of General Secretary, VP Finance, VP Social and Religious, and VP Cultural and Entertainment respectively. If none of the above is present the Executive Committee meeting shall be postponed.
2. For any reason whenever the vacancy is filled; per Article IX-A. B; for any of the office bearers of the Executive Committee; the newly elected committee member does not have the right of succession as per section E.1 of this article.

F. Quorum for the Executive Committee Meeting:

More than half of the members of the Executive Committee, if present, shall be considered as quorum for the Executive Committee meeting. If requisite quorum is not formed within ~~fifteen minutes~~ ~~half an hour~~ of the time notified, the presiding officer shall adjourn the meeting without conducting any business. However a meeting adjourned for want of quorum can be reconvened after ~~fifteen minutes~~ ~~half an hour~~ without a quorum, by the presiding officer at the same place. At this meeting, a pre conceived agenda can be discussed and decisions taken by the simple majority shall be valid and binding.

- G. Duties of the Office Bearers
1. Presidents:
 - a. Executive President:

The President shall be the Chief Executive Officer of the Association. The President shall preside at the meeting of the Executive Committee. He/She shall have the control over the activities of the association, and at the meetings he/she shall vote only to break the tie. The President's term shall be only one year, **and shall not hold this office for more than two (2) consecutive (terms) years.**
 - b. Executive Vice President:

VP Communication and Public Relations shall be in charge as Executive Vice President and shall be second in command. In the absence, disability, death, or conflict of interest of the President; Executive vice president shall assume all such duties of the President. **The term for this office is one year.** He/She shall not hold the same office for more than ~~two~~ **five consecutive years; however after 3 consecutive years if anyone else contests for the position, the incumbent's candidacy is considered to be withdrawn.**
 2. General Secretary:
 - a. Shall keep record of minutes of all the meetings including General Body meetings.
 - b. Shall be custodian of all minute books, documents, and registers of the association; keep roster of membership and attendance of the meetings.
 - c. Shall attend all correspondence including filing papers to maintain tax-exempt status.
 - d. Shall perform such other duties as may be delegated by the General Body or the Executive Committee.
 - e. Shall keep the records of the inventory and supplies belonging to the association.
 - f. Shall appoint joint secretary from the members of the Executive Committee. Joint secretary shall assist General Secretary in all the secretarial functions and in absence of the general secretary shall perform all such duties. Joint secretary cannot hold the office for more than two consecutive years.
 - g. Shall not hold the same office for more than ~~two~~ **five** consecutive years; **however after 3 consecutive years if anyone else contests for the position, the incumbent's candidacy is considered to be withdrawn.**
 - h. Shall operate within the by-laws and guide lines provided by the Executive Committee.

- i. Shall hand over all records of minutes and property of the association to the incoming General Secretary together with all the records he/she received from previous years.
3. Vice President Finance:
- a. Shall be responsible for the collection of all fees, dues, and any other fund coming to the association.
 - b. Shall maintain all books of accounts, prepare financial reports, and submit quarterly reports to the Audit Committee.
 - c. Shall prepare and submit the financial report to the General Body at annual meeting
 - d. Shall pay all bills in a timely manner and if any presented bill is not within the approved item of the budget, he/she shall seek approval from the Board of Trustees.
 - e. Shall not hold the same office for more than ~~two~~ **three** consecutive years; **however after 2 consecutive years if anyone else contests for the position, the incumbent's candidacy is considered to be withdrawn.**
 - f. **Shall hand over all documents with supporting data to Historian Committee every year and hand over charge of all ICA accounts to incoming VP Finance before February 15th of the following year.**
4. Vice President Communication and Public Relations:
- a. Shall enhance the positive image and good will of the association to the community.
 - b. Shall prepare and release newsletters, news releases, and press releases to news media for story or events of the association.
 - c. Shall communicate with outside as well as within the members of the Executive Committee and Board of Trustees.
 - d. Shall review all correspondences by members of the Executive committee before being released.
 - e. Shall time to time hand over the documents to General Secretary for action and disposal.
 - f. Shall turn over all the documents and properties of association to the General Secretary at the end of the year.
 - g. Shall not hold the same office for more than ~~two~~ **five** consecutive years; **however after 3 consecutive years if anyone else contests for the position, the incumbent's candidacy is considered to be withdrawn.**
5. Vice President Social and Religion:
- Shall plan, coordinate, and organize social, religious, and patriotic events to enhance friendship and togetherness to promote our social, religious and cultural heritage, and to accommodate new cultural diversity of our adopted homeland. May coordinate programs of common interest with other organizations. The plans are to be presented to the Executive committee for review and approval. The VP Social and Religion shall not hold the same office for more than ~~two~~ **five** consecutive years; **however after 3 consecutive years if anyone else contests for the position, the incumbent's candidacy is considered to be withdrawn.**

- a. Social events may include activities such as picnic, fan fare, fun fare, group dinners, ski trip, tours, cruises, shows, and group visits to sport events.
 - b. Religious events may include celebration of Ram Navmi, Holi, Diwali, Janmastami, etc. but not limited to only these holy events.
 - c. Patriotic events may include activities such as celebration of Republic Day, Independence Day of India and/or USA, or “Mahatma Gandhi” day.
6. Vice President Culture and Entertainment:
Shall plan, coordinate, and organize programs in such a way the young members are encouraged to participate and their choices are accommodated. The youth shall be given open field to perform and express their views. Shall present all plans to the Executive Committee for review and approval.
- a. The VP Culture and Entertainment shall not hold the same office for more than ~~two~~ **five** consecutive years; **however after 3 consecutive years if anyone else contests for the position, the incumbent’s candidacy is considered to be withdrawn.**
 - b. Cultural and entertaining programs may include activities such as Navratri celebration, Musical nights, Dandia Raas night. Annual Cultural programs, youth talent shows, Garba competition (organized or participated), children’s fair, and competitive activities.
7. Vice President Membership:
Shall be responsible to enhance the positive image and goodwill of the association to the community.
- a. Shall develop, submit, and execute, once approved by Executive Committee; plans to increase memberships and renew memberships.
 - b. Shall receive membership applications renewals, and dues; submit dues and/or fees to VP finance; issue membership card and/or membership kit.
 - c. Should negotiate discounts for members from merchants, vendors, professionals, theaters, sport arenas, etc.
 - d. Shall maintain the current membership list, keep confidentiality of it, and make it available at all events of the association to the responsible persons.
 - e. Shall collect donations in cooperation with other members of the committee and/or may form subcommittee.
 - f. Shall attend to the complains from the members.
 - g. Shall not hold the same office for more than ~~two~~ **five** consecutive years; **however after 3 consecutive years if anyone else contests for the position, the incumbent’s candidacy is considered to be withdraw.**
8. Vice President Adolescence and Youth:
- a. Shall organize children and youth related programs and activities such as sports, summer camps, youth seminars, educational tours, youth dances and gatherings, language classes, academic scholarships, etc. to open continued line of communication with American born Indian youth. He/She shall take a direction to guide the American born Indian youth towards developing their faith in culture, heritage, religion, and family values.
 - b. Shall develop youth chapter/s and youth club/s of ICA to encourage the youth to become active participantS of ICA.
 - c. Shall present all the plans to the Executive committee for approval.
 - d. Shall not hold the same office for more than ~~two~~ **five** consecutive years; **however after 3 consecutive years if anyone else**

contests for the position, the incumbent's candidacy is considered to be withdrawn.

9. Vice President Information & Technology
 - a. Shall be in charge of creating, updating and maintaining ICA's online presence *and web site*.
 - b. Shall coordinate with VP Communication & Public Relations to distribute information related to programs and activities; shall also assist in communicating in a digital format to the members.
 - c. Shall present all plans to implement the above to the Executive Committee for approval.
 - d. If needed, will form a sub-committee to assist in the implementation of assigned duties.
 - e. Shall keep a digital copy of all ICA meeting agendas/minutes, newsletters, event flyers, advertisements, etc. so that executive committee has access to these items as needed.
 - f. Shall coordinate with the Historians Committee so that digital records are properly archived, organized and maintained in a safe and secure manner.
 - g. Shall hand over all usernames, passwords and member's personal data to Historian Committee every year and hand over charge to incoming VP-Information & Technology before February 15th of the following year.

ARTICLE VIII BOARD OF TRUSTEES AND COMMITTEES

- A. Board of Trustees:

The purpose of this board is to provide long-term goal, direction, guidance, and to oversee the activities of the Executive Committee.
- B. The board of trustees shall consists of:
 1. The retiring President shall be the Chairperson and tie breaker of the Board of Trustees and shall have ~~up to a two (2) year only one year~~ term. ~~(Five-Seven~~ year term limit is waived if applicable.)
 2. The five elected trustees shall be as follows, with ~~each~~ having a two year term, provided ~~five seven~~ year term limit is satisfied for the second year; else the term shall be considered one year.
 - a. One trustee shall be elected from the list of candidates of life memberships and will be increased to two when the life memberships exceed forty nine.
 - b. Four trustees shall be elected from the general membership (including life memberships with specific instruction to the Election Committee to contest

in this group) and will be reduced to three when the life memberships exceed forty nine.

3. A candidate for Board of Trustees must have a minimum of two years of experience on the executive Committee of ICA or an equivalent body of registered association in the USA.
4. A candidate for Board of Trustees must be a member of this association for at least three **previous** years.
5. A member of Board of Trustees elected or appointed shall be considered elected official.
6. A candidate for Board of Trustees should attach a check for the membership dues of the association for the coming year with the candidacy form.
7. For the record, the member of the Board of Trustees in the second year and the retiring President who will assume the duties of the chairperson of the board of trustees shall submit the nomination with membership dues (except life members) for the coming year.

C. Duties of the Board of Trustees:

1. To provide long term goal, direction, and guidance to the Executive Committee.
2. To oversee the Executive Committee's activities.
3. To review and approve any expense in excess of \$1000, for any single activity.
4. To act as guardian of the by-laws and to act as a referee team for resolving the disputes of any kind within Executive Committee or with members and Executive Committee.
5. Shall meet at least once a quarter separate from meeting together with Executive Committee. All trustees shall meet the President and/or Executive Committee on a quarterly basis; any trustee fail to do so in two consecutive quarters or cumulative four quarters in a two year term shall be considered inactive and his/her post shall be considered vacant. The vacancy shall be filed by the Chairperson of Board of Trustees with majority votes of the trustees present and with the help of Election Committee.
6. Board of Trustees along with President, General Secretary, and VP Finance shall manage to maximize the yield on the excess fund of the association.
7. In the event the association becomes inactive due to lack of interest of the Executive Committee; the Board of Trustees shall be responsible to call the General Body meeting and take immediate action/actions to resume the activities of the association.
8. Member of the Board of Trustees can be a candidate for any position in Executive Committee as long as he/she successfully complete the two year term and has not been on elected position for five consecutive years.

D. Historians Committee:

1. The committee of three members shall be appointed by the General Body in the year 1995. The term of the member is open and any member may be replaced by the General Body by simple majority votes.
2. The committee shall be responsible to preserve the historical data and inventory of documents of the association.
3. **The committee will coordinate with the VP-Information & Technology (VP-IT) to preserve data in a digital format.**
4. The committee shall provide information to the Election Committee pertaining to the information needed about applicants for elective positions such as completed term of office bearers, status of membership, etc.
5. Members of this committee are eligible to hold office for elective positions or other committees provided all other requirements are satisfied.

6. Shall collect the relevant financial data from VP finance and collect password and personal data from VP Information & Technology every year.

- E. Election Committee:
1. The Election Committee shall be appointed at least two months before the election by the Executive Committee per Article VII-D.8.
 2. The Election committee shall solicit the names for all positions. In the event of lack of interest for any position, the election committee shall be responsible to find a proper person for such position; the election committee shall nominate only one bonafide name for each position. If there is more than one **candidate** for any position, the election committee shall be responsible to carry out the election.
 3. The committee has the responsibility of informing the President of the final slate of candidates (after the deadline) in a timely manner so that the election can be planned and carried out as required per the by-laws.
 4. The term of the committee shall be for the period of more or less one year from the date of appointment till the appointment of the next committee.
 5. No member of Election Committee shall contest for the elected position for that year.
- F. Other Committees:
- Time to time, as and when necessary the Executive Committee may nominate the committees and/or sub-committees to achieve the aims and objectives of the association.

ARTICLE IX RESIGNATION AND VACANCIES

- A. Resignation from the Elected officer:
- If any officer resigns from the elected position for the current term, he/she shall follow the following procedure:
1. President:
Call Executive Committee meeting and give a letter of resignation to the committee or to the General Secretary. If General Secretary received the resignation he/she shall call Executive Committee meeting within three days (72 hours). The committee shall act on the resignation and Executive Vice-President shall assume the responsibility of the President for the interim period.
 2. Executive Vice-President, Vice-Presidents, and Committee members:
He/she shall send a letter of resignation to the President or General Secretary. Within seven days, he/she shall be requested to attend the Executive Committee meeting to explain the reasons of resignation; and after reviewing the reasons the committee shall decide on the resignation.
 3. General Secretary and V.P. Finance:
He/She shall send a letter of resignation to the President. The President shall call Executive Committee meeting within three days (72 hours); he/she shall be requested to attend the meeting to explain reasons for resignation and if accepted by the Executive Committee; he/she shall hand over the documents, paper work, funds, and property to the President within three working days. President then, **shall accordingly ask Joint Secretary to carry out duties of General Secretary and/or Joint Treasurer to carry out duties of VP Finance for the interim period.**
 4. Member of Board of Trustees:
He/She shall send letter of resignation to the Chairperson of the Board of Trustees. The position shall be filled per section B of this article.

5. The Chairperson of Board of Trustees:
He/She shall either call a meeting of Board of Trustees and give a letter of resignation to the board or send his/her letter of resignation to the President. In case if the resignation comes to the President; he/she shall call the meeting of Board of Trustees. The new chairperson shall be elected with the help of Election Committee.

B. Vacancies:

Any interim vacancy arising from members of the Executive Committee or Board of Trustees for any reason shall be filled by the Election Committee which was formed for the general election under Article VIII-D. The vacancy shall be announced in the ICA newsletter. In case the vacancies are for more than five positions at the same time, the General Body meeting must be called for election purpose.

Procedure: The Election committee shall solicit the names for the position. In the event of lack of interest the committee shall nominate only a bonafide name and he/she shall be declared elected. If there are more than one solicited candidate for any position, members of Executive Committee or Board of Trustees (as the case may be) shall vote and the candidate who receives the maximum votes in a secret ballots in presence of a representative of Election committee shall be declared elected.

ARTICLE X GENERAL BODY MEETINGS

A. Annual Meeting:

General Body meeting of the association shall be held at least once each official year in the last quarter at the time, date, and place determined by the Executive committee.

1. Requirements:

- a. All General Body meetings shall be conducted by Robert's Rule of Order or as described and attached to this document as Exhibit C.
- b. The General Body meeting shall be ordinarily convened during the last quarter of the year ~~month of October of each year~~ but not later than December 15th, at the time, date, and place decided by the Executive Committee.
- c. The notice of the meeting shall be mailed to members at least two weeks prior to the proposed date of the meeting.
- d. The Chairperson shall be appointed by the Executive Committee at the General Body meeting from the members present to preside over and to conduct the meeting. The chairperson shall neither be the member of Executive Committee nor the member of Board of Trustees.

2. Quorum:

A quorum shall be 30% of members entitled to vote present in person. If the requisite quorum is not formed at the time notified, the President shall adjourn the meeting without conducting any business. However a meeting adjourned for want of quorum can be reconvened after half an hour without a quorum, by the President at the same place. At this meeting, an announced agenda can be discussed and decisions taken by the simple majority shall be valid and binding. The election may be conducted as planned with or without quorum.

3. Voting:

- a. Single membership shall have one vote, while family membership shall have up to two votes. (one each for applicant and spouse)
- b. The minimum voting time shall be one hour and can be closed at the discretion of the Election Committee.
- c. Each eligible voting member shall be a member per Article VI; F-1.a.
- d. There shall be no vote by proxy.
- e. Voting shall be carried out by a single show of hand, roll calls or by secret ballots.

4. Agenda:

Following items shall be included in the agenda for General Body meeting.

- a. Appointment of the Chairperson to preside over and conduct the meeting.
- b. Approval of minutes of the previous General Body meeting.
- c. Discussion and adoption of the Executive Committee report on accomplishments of the association during the year.
- d. Discussion and adoption of the fiscal financial report, balance sheets, and statement of income and expenditures including budget accomplishments.
- e. Consideration on any amendments, additions, deletions, or alterations to the by-laws and articles of incorporation.
- f. Consideration and disposal of matters outstanding as old business or other matters that may be duly placed before the General Body by the Executive Committee or Board of Trustees.
- g. Discussion and adoption of the report by Board of Trustees on its accomplishments and performance of the Executive Committee.

B. Special Meeting:

A special meeting of the General Body may be convened by members, Executive Committee or the Board of Trustees.

1. Requirements:

- a. Any three members may request to call a special meeting with a written request, to the President, duly signed, witnessed, and supported by one third or more members with the purpose and justifiable reasons. Executive Committee shall, then, convene the meeting.
- b. Executive Committee shall convene the meeting if matters of very important emergent nature take place.
- c. Board of Trustees shall call the meeting per Article VIII-C.7.

2. Procedure:

- a. The notice of the special meeting shall contain the purpose and reason for which it is called.
- b. The meeting shall be conducted per section A.1 & 2 of this article.
- c. The notice of the meeting shall be mailed to members at least two weeks prior to the proposed date of the meeting.

ARTICLE XI FINANCE AND INSURANCE

A. Finance:

1. All receipts and payments shall be supported by vouchers, receipts, proper accounting leader, and statements of account. (Exhibit 'B' for Expense invoice)
2. All funds received on behalf of the association shall be deposited in a savings, ~~and/or~~ checking **or other type of** accounts as approved by the Executive Committee.
3. All recurring and incidental expenses up to ~~\$100 (one hundred dollars)~~ **\$250 (Two Hundred Fifty Dollars)** need not be pre approved by the Executive Committee.
4. The President General Secretary, and VP Finance shall be allowed a sum not to exceed \$250. (two hundred fifty dollars) for petty cash expenses on behalf of the Association.
5. Any fiscal (yearly) loss must be approved by the General Body.
- 6. After the General Body Meeting/Election is completed in the fourth quarter of the fiscal year; any annual positive cashflow shall be allocated as follows:**

- a. At least 25% must be placed into a long term investment
 - b. At least 25% must be transferred to the ICA Youth Foundation
 - c. Any remaining excess shall be placed into current ICA general accounts.
- 7. The budget presented must not be a deficit budget. A deficit budget must be approved by the General Body at the general body meetings either annual or special.
- B. Banking:

The bank account(s) shall be in the name of the Association. All payments and withdrawals shall be by checks only. The checks shall be signed by any two of the ~~four~~ three designated members of the Executive Committee. The VP Finance and President shall be included in the ~~four~~ three members designated by the Executive Committee.
- C. Auditing:

The accounts shall be audited by the Audit Committee as stated in Article VII-D.6. However, the accounts may also be audited by Certified Public Accountant if the audit committee deems necessary.
- D. Liability Insurance:

The association shall obtain and keep in force a general liability policy of insurance protecting all the members of the association and/or any other insurance required to protect the assets of the association.

ARTICLE XII MINUTES

All minutes of the association shall be entered or shall cause to be entered by the General Secretary in the minute book, recording there in the proceedings of the meetings which shall be preserved. Any members may, on written request to the General Secretary, be allowed to review the current year records of the association during working hours with an appointment.

ARTICLE XIII DISSOLUTION

In the event of dissolution, the assets of the association remaining after the satisfaction of the creditors shall be disposed of by either Executive Committee or the Board of Trustees exclusively for attainment of one or more objectives of the association in such a manner, or to such organization(s) organized and operated exclusively for charitable, educational or literary purposes as shall at the time qualify as an exempt organization under section 501 (c) (3) of the Internal Revenue Code of 1954.

ARTICLE XIV AMENDMENTS

- A. Amendments to the by-laws may be proposed by any member with a written notice supported and signed by fifty or more members and submitted to the Executive Committee approximately three months before the annual general body meeting for discussion. The Executive Committee shall circulate such proposed amendments among the membership at least two weeks before the General Body meeting.
- B. An amendment to the by-laws may be proposed by the Executive Committee and brought up at the annual meeting, provided the notice of the amendment has been circulated among the membership at least two weeks before the General Body meetings.

- C. By two-third majority vote of members present at the annual General Body meeting, such an amendment or modification to the amendment shall be made to the Articles of the By-Laws.

~~ARTICLE XV TRANSITION (1995-1996)~~

~~NOT WITHSTANDING any other provision of this by-laws the following provisions shall apply soon after adopted:~~

- ~~A. The term of a member of the Board of Trustees who is serving in 1995 will be considered to be completing his/her term on December 31st, 1995. He/she may contest to any elected position if all other requirements are satisfied.~~
- ~~B. The five year term limit requirement per Article VII-C.6 shall be applied to candidates for Executive Committee or Board of Trustees of year 1996 for election in December 1995.~~

~~ARTICLE XV TRANSITION (2011-2012)~~

~~NOT WITHSTANDING any other provision of these by-laws; the modified and updated by-laws become effective immediately upon approval by the General body.~~