



**CONSTITUTION and BY-LAWS OF
INDIA ASSOCIATION OF GREENVILLE, SOUTH CAROLINA (IAG)
Approved by the IAG General Body Meeting**

Latest revision effective date__January 30, 2025

**3620 Pelham Road, PMB #303,
Greenville, SC 29615
Phone (864) 967-2852**

**CONSTITUTION OF INDIA ASSOCIATION OF GREENVILLE, SOUTH
CAROLINA (IAG)**

I - Name

The name of the organization is India Association of Greenville, South Carolina (hereinafter "IAG"), and it shall operate as a 501(c)(3) non-profit organization. The tax I.D. number is EIN # 81-1733137.

II - Mission

Mission: The IAG of Greenville is to embrace DIVERSITY & INCLUSION in the community, with a motive of preserving and promoting the Indian culture, and philosophy.

III - Objectives

1. To bring into closer relation with the members of the Indian community or peoples with interest in Indian culture.
2. To provide its youth and adult members with the social support structure to be successful members of the local community while reinforcing a sense of pride in their roots and our shared heritage.
3. To provide a social forum for celebrating events that hold significance to membership with context to local and Indian culture.
4. To provide a forum for scholarly discussions of the Indian thought and philosophy.
5. To preserve and promote Indian traditions and culture heritage in a secular manner.
6. To promote for its members, healthy lifestyle, mental health and emotional wellbeing.
7. To encourage and embrace the values of community service and volunteerism.
8. To promote and empower businesses and professionals of Indian origin or Indian interest to thrive in upstate by giving them a platform to network, collaborate and foster the exchanges of ideas.
9. To provide support to the membership and members of the Indian community in support of Legislature and bill passage that impacts its members and their shared interests.

IV - Place of Operation and Principal Office

The principal office is located at 3620 Pelham Road, PMB #303, Greenville, SC 29615, County of Greenville and State of South Carolina.

V - Duration

The duration of India Association of Greenville, South Carolina shall be perpetual.

VI - Membership

Any person 18 years of age or above who subscribes to the objectives of the India Association of Greenville, South Carolina and abides by its By-Laws and rules may qualify for membership.

VII - Board of Directors

All the executive powers of the India Association of Greenville and the IAG shall be vested in the Board of Directors (hereinafter "BOD"). All long-range policies and planning shall be the responsibility of the BOD.

VIII - By-Laws

The attached By-Laws define the organizational structure of the IAG and outline the procedure for carrying out the intent of this constitution.

**BY-LAWS OF THE INDIA ASSOCIATION OF GREENVILLE, SOUTH CAROLINA
(IAG)
Preamble**

We, the members of the India Association of Greenville, South Carolina (hereinafter "IAG"), adopt these By-Laws and solemnly pledge ourselves to be governed by its provisions.

There are Fifteen (15) articles in the By-Laws:

1.	ARTICLE I	Membership
2.	ARTICLE II	Fiscal Year
3.	ARTICLE III	Dues and Assessments
4.	ARTICLE IV	Voting
5.	ARTICLE V	General Body Meetings
6.	ARTICLE VI	Board of Directors
7.	ARTICLE VII	Officers and Executive Committee (EC)
8.	ARTICLE VIII	Specials Committees
9.	ARTICLE IX	Election Committee (ELC)
10.	ARTICLE X	By-Laws
11.	ARTICLE XI	Indemnification
12.	ARTICLE XII	Amendments to the By-Laws
13.	ARTICLE XIII	Utilization of the Funds
14.	ARTICLE XIV	Maintenance of Discipline & Disciplinary Action
15.	ARTICLE XV	Dissolution of Organization

APPENDIX

- EXHIBIT A - Membership Dues Schedule**
EXHIBIT B - Executive Committee (EC) Sub-Committees
EXHIBIT C - IAG Governing Structure

1. ARTICLE I - Membership

1.1 Any person 18 years of age or above who subscribes to the objectives of the IAG and abides by its By-Laws and regulations shall be qualified to become a member of the IAG.

- A. Annual membership dues shall be paid on a calendar year basis starting from January 1st to December 31st and covers only the calendar year in which it is paid.
- B. IAG accepts voluntary donations or contributions for the IAG operations. IAG will continue to seek and welcome generous voluntary donations from charitable organizations, non-profit organizations or government agencies. These institutions will exercise no influence, directly or indirectly, in the policies and operation of IAG. IAG shall not be obligated to return any favors for these donations.
- C. The BOD or Executive Committee (hereinafter "EC"), may accept, on behalf of IAG, any contribution, gift or bequest for the general purposes or any special purpose of IAG.

1.2 Regular or Annual Membership: Any person seeking membership must submit an application and be a resident of the following counties in South Carolina: Greenville, Spartanburg, Anderson, Laurens, Pickens, Oconee, Greenwood, Abbeville, Cherokee, Union, and Henderson County, North Carolina. To be eligible to vote, the membership dues must be paid by June 30th of the election year. The fiscal year for membership runs from January 1st to December 31st. For voting rights, one vote is allowed per purchased membership, regardless of the number of people under that membership category. The Secretary of EC shall publish the updated membership list of IAG website no later than two weeks following the end of each year.

1.3 Duration of Membership: Membership shall be for the period of one year beginning the first day of January, upon payment of annual dues as described in Article III and is renewable each year on payment of said annual dues. A member shall be deemed to be in good standing if he/she pays all membership dues on or before June 30th. All memberships expire at the end of the calendar year, regardless of the payment date within that year.

1.4 Suspension or expulsion of members:

- A. A member may be expelled or suspended for a determined period for violation of the By-Laws or other rules or regulations of the IAG or for the conduct prejudicial and/or harmful to the interests of the IAG. Such expulsion or suspension shall be initiated by a BOD member and ratified by four (4) members of the BOD. A statement of the charges against the member shall be sent to the member by the registered mail (or by email) to his/her last known address and at least FIFTEEN (15) days prior to any action to be taken in the matter. The Member shall be given full opportunity to refute any charges levied against him/her and to present any defense he/she may have. A hearing in the matter may be held, if necessary at a place and time mutually acceptable. The decision of the BOD shall be final.
- B. An IAG member proven guilty and/or convicted as felon in the court of law for any

criminal, sexual, fraudulent acts, etc. is automatically suspended and/or expelled from the membership and relieved from any position.

- C. Members will forfeit the membership dues and all rights, if they voluntarily exits out of the organization or being removed through suspension or expulsion.

1.5 Member Communication

- A. It is each member's responsibility to provide current member postal address, telephone number and email address to the BOD Secretary for receiving all IAG communication, including notices, ballots and donation receipts, etc.

1.6 No Private Interests

- A. IAG is a public benefit corporation and shall exist and be operated exclusively for the purposes set forth in the Constitution, and none of its earnings shall inure, in whole or in part, to the benefit of any person, business, or organization having a personal or private interest in the activities of IAG.

2. ARTICLE II - Fiscal Year

2.1 The fiscal year of the IAG shall begin every year on the first day of January, and end on the last day of December, each calendar year.

3. ARTICLE III - Dues and Assessments

3.1 The BOD in its sole and absolute discretion may evaluate from time to time the amount of the BOD membership initiation fee, annual membership dues for all membership lump sum fees. Current dues are listed under Appendix Exhibit A, for reference purpose only.

3.2 All membership dues, BOD initiation fees and yearly dues shall be paid in liquid money (Cash, Check, Credit or Debit card) only.

3.3 Payment of Dues - Membership shall be renewed every year with payment of annual membership dues.

3.4 Delinquent Dues - A member shall be deemed delinquent if dues have not been paid in full by June30th of the year. All rights and privileges of membership in the IAG shall be suspended in the event that a member does not pay the annual dues by this date. The membership may be restored along with all the associated rights and privileges upon payment of delinquent dues, except for eligibility to run for any elected IAG position for the following year.

4. ARTICLE IV - Voting

4.1 All members in good standing as defined herein above shall be eligible to vote.

4.2 Each member shall have one vote at General Body and/or at other meetings. Family membership shall have one vote, consisting of one vote for each family.

4.3 Any new member following thirty (30) days after acceptance to initial (new) membership, shall be eligible to vote. This 30 day waiting period is not a requirement for renewed or restored members.

5. ARTICLE V - General Body Meetings

5.1. The General Body of the IAG shall be comprised of members.

5.2. Annual Meeting: An annual meeting of the Members shall be held at such place as may be designated by the Board of Directors, within, two to three weeks after the Diwali celebration (latest by the third Sunday in November) for the purpose of electing Directors to the Board of Directors and to elect the president of the Executive and the transaction of such other business as may come before the meeting. If the election of the Directors and/or the president of Executive is not held on the date designated herein for any annual meeting, or at any adjournment thereof, the Board of Directors shall cause the election to be held at a special meeting of the Members as soon thereafter as is convenient.

5.3. Special Meetings: Special meetings of the General Body may be convened by the BOD in their sole and absolute discretion to discuss any specific topic or subject matter. A special meeting may also be called upon at the written request of at least 10% of the total Membership submitted no less than FIFTEEN (15) days prior to the proposed date of the said meeting. No business other than that specified in the notice of the meeting shall be transacted at any special meeting of the General Body.

5.4. Every member in good standing shall be eligible to vote except as otherwise provided herein elsewhere.

5.5. Quorum: At least 10% of the voting members in good standing shall constitute a quorum at any regular or special meetings of the General Body.

5.6. All business which may properly be before the General Body meeting (except those matters regarding suspension of elected officers or as otherwise provided in these By-laws) shall be decided on the basis of a simple majority vote of members present and voting, provided conditions specified in Article 5.3 above, shall have been complied with.

5.7. Notice stating the place, day and hour of any meeting of Members shall be delivered by any usual means of communication, including electronic means, to each Member entitled to vote at such meeting, not less than ten (10) nor more than 30 days before the date of

such meeting, by or at the direction of the President, or the Secretary, or the Board of Directors or persons calling the meeting. In case of a special meeting or when required by statute or by these By-laws, the purpose or purposes for which the meeting is called shall be stated in the notice. If mailed, the notice of a meeting shall be deemed to be delivered when deposited in the United States mail addressed to the Member at his or her address as it appears on the records of IAG, with first-class postage thereon prepaid.

5.8. No Member may hold any public meetings or conduct any activities on behalf of IAG without the approval of the BOD.

6. ARTICLE VI – BOARD OF DIRECTORS

6.1 The BOD shall be comprised of only Members, as defined in Article 1.2(a). The BOD shall have the authority to carry out all operations of IAG.

6.2 The BOD shall consist of five (5) members.

6.3 Functions of the BOD:

- A. Asset Management;
- B. Land acquisition, construction and future Office;
- C. Fund raising activity;
- D. Upholding constitution and safeguarding By-Laws;
- E. Long term goals and continuation of established policies;
- F. Develop new procedures and policies as deemed necessary to meet the objectives of IAG;
- G. Works with the EC and provide guidance to the EC;
- H. Public relations;
- I. Facilitating with all community as well as humanitarian activities;
- J. Acting to uphold the conduct of IAG;
- K. Conducting organizational elections;
- L. Develops policy matters in accordance to the Constitution & By-Laws and exercises overall supervision and is responsible for the successful management of the IAG operations. Board is accountable to the General Body of the IAG. As deemed necessary, Board shall call for special meeting of the General Body prior to taking major decisions that may be perceived to significantly impact the overall IAG community;

6.4 **TERM LIMITS:**

- A. Any IAG Member in good standing for three (3) consecutive years (unless such time requirement is waived by the BOD) is eligible to be a candidate for election to the BOD for one (1) term of five (5) years.
- B. An Individual may serve a maximum of two terms as BOD member during his/her lifetime. The two terms may not be consecutive.

6.5 DUTIES OF BOARD OF DIRECTORS MEMBERS

A. The Board of Directors Chair Shall:

1. Call for and preside at all meetings of the BOD and the Members.
2. Prepare the agenda for the respective meetings and preside over each meeting.
3. Transact all business and sign all official and legal papers on behalf of IAG.
4. Perform other functions as deemed necessary assigned by the BOD and by the Board and as per By-Laws.
5. Coordinate with EC through its President to carry out all policies established by the BOD in conformance with the By-Laws.
6. Bring ideas, comments or complaints received from any member to the BOD attention for its discussion and resolution as necessary in the interest of the IAG.
7. Other responsibilities as deemed necessary of the BOD.

B. The Board of Directors Vice-Chair shall:

1. Perform all the duties of the BOD Chair in the absence of the Chair.
2. Perform other functions as assigned by the Chair or the BOD.

C. Standard Operating Procedure (SOP) Manual

1. BOD shall develop, maintain, and update periodically Standard Operating Procedure (SOP) Manual, establishing roles and responsibilities of each committee, BOD members, meeting rules, member orientation meetings, efficient communication, membership application and records, emergency and safety procedures, etc. for an orderly and efficient governance of BOD as per the By-Laws.

6.6 MEETINGS

- ### **A.**
- The BOD shall meet regularly at least once a quarter or more as deemed necessary by the BOD Chair. The BOD Vice Chair will send out meeting notices and minutes of meetings to each Director via e-mail provided by the member.

Each Director member must attend seventy (70) percent of IAG major events on calendar year.

- B. Special meetings of the BOD may be called by at least two out of five BOD members who must be present for a special meeting to the BOD Secretary, whenever necessary.
- C. Meeting Notice: Minimum five (5) days advance notice of all meetings shall be given by the BOD Vice-Chairman to all BOD members setting forth the place, date and time of meeting and in case of a special meeting, the purpose thereof by a letter or e-mail.
- D. Quorums and Meeting:
 - 1. Minimum of three (3) elected Directors or more present for a BOD meeting shall constitute a quorum for the transaction of the business.
 - 2. The majority vote of the members present in person and/or attending by phone shall be necessary for the adoption of any matter, except otherwise provided in the Constitution or the By-Laws. If the written resolution has been emailed to the BOD Director in advance, BOD member may vote on the said resolution via email, if she or he is not able to attend the meeting.
 - 3. Any action required by law to be taken at a meeting of the BOD, or any action that may be taken at a meeting of the BOD, may be taken without a meeting if a consent in writing, setting forth the action so taken, is signed by all the BOD entitled to vote with respect to the subject matter thereof.

6.7 Board of Directors Meetings & Attendance

- A. Attendance at each BOD meeting by each BOD Director is mandatory except that absence may be excused due to out-of-town travel, illness, conflict and emergency situations. BOD Director shall notify the BOD chair in advance of each meeting if he or she cannot attend the meeting and reason thereof by letter, e-mail or facsimile. The BOD Chair shall record meeting attendance and excused absence details.
- B. The BOD Chair shall keep track of BOD meeting attendance of each BOD member, and bring it to BOD's notice if any BOD member has two consecutive unexcused absences or three (3) consecutive excused absences. BOD will make decision on such a member and take an appropriate action which will be communicated to the said member by the BOD Chair, including expulsion, suspension.
- C. In circumstances, where the Board member resigns or is no longer able to serve due to expulsion, suspension or other circumstances, a replacement board member may be assigned to complete the term of the resigning Board member and both the withdrawing Board member and the replacement Board Member will be considered as having used up the one term out of the maximum two terms

allowed in a lifetime rule even though it is not a full term; provided, however, that any Board member who is expelled from the BOD shall not be permitted to serve as a Board member in the future.

6.8 Annual Meeting of the Board of Directors

- A. An annual BOD meeting shall be immediately following the annual meeting of the Members.
- B. The BOD Chair shall present reports of various activities, items on previous meeting and progress. The BOD shall also present the long-range plans, financial status report and future projects for the IAG.

6.9 BOD Members

Effective as of the March 2023 membership meeting, the BOD shall consist of five (5) members having terms of one (1), two (2), three (3), four (4) and five (5) years. BOD members shall be elected by the Members at the annual meeting. Commencing at the November 2023 annual meeting, at each annual meeting of the Members the Members shall elect one (1) director with a term of five (5) years ending of the date of the annual meeting in the fifth year. Vacancies may be filled by the BOD and each BOD member (including substitute BOD members) shall hold office for a term of remaining term or until a successor is duly elected and the replacement Board Member will be considered as having used up the one term out of the maximum two terms allowed in a lifetime.

The individual who is the most senior member of the BOD (the individual who has sat on the BOD as a member for the longest), shall be appointed BOD Chair. The next most-senior individual shall be the BOD Vice-Chair. Provided, however, that if such person shall be unwilling to serve as BOD Chair or BOD Vice-Chair, the next most-senior individual shall serve.

Each Director shall transfer all original corporate records and other IAG assets in their possession; if any, in his/her possession to the successor in office not later than fifteen (15) days after his/her successor takes office.

Reflection for experience in the past executive committees and other subcommittees of IAG or similar organizations, financial contribution, community leadership, and dedication and commitment to serve in IAG activities should be given due consideration for electing the BOD Chair. The BOD should reflect the diversity of the Indian community.

A. Minimum Requirements for the BOD Candidate

- 1. Candidate shall be a Member in good standing as of June 30th of the election year. Candidates must meet with the current Board before the commencement of the nomination process. Note: There will be no change to the BOD election process: it will remain as is.

2. A member is permitted to serve in only one position in all bodies of BOD/EC/ELC as per these By-Laws except in an ex-officio capacity;
3. Each candidate shall sign IAG "Conflict of Interest" statement; and
4. Candidates may withdraw their candidacy by request to the ELC by email before the application closing date.

7. ARTICLE VII- Officers and Executive Committee (EC)

7.1 The Executive Committee

- A. The Executive Committee (EC) shall be responsible for the administration of day to-day operations and regular and special activities of the IAG within the framework of the Constitution and By-Laws and policy guidelines approved by the BOD.
- B. The EC may establish regular and special events or activities in keeping with the spirit of the Constitution.

7.2 The Executive Committee (EC) Members

The officers of the Executive committee shall consist of a President, Vice President, Secretary, Treasurer, Entertainment Chair, Membership Chair, and outgoing president (as a non-voting member). The officers shall be members of the EC.

7.3 Election, Qualification and Term of Office

The President and other EC officers shall be appointed by the BOD at the annual meeting of the General Body. Each candidate seeking the office of the President of IAG will provide a slate of proposed officers to the BOD. Members will be asked to confirm the appointment of the Preseident and other EC officers.

Each officer shall transfer all original corporate records and other IAG assets in their possession; if any, in his/her possession to the successor in office not later than fifteen (15) days after his/her successor takes office.

Reflection for experience in the past executive committees and other subcommittees of IAG or similar organizations, financial contribution, community leadership, and dedication and commitment to serve in IAG activities should be given due consideration for electing the EC President. The EC should reflect the diversity of the Indian community.

B. Minimum Requirements for the President

1. Candidate shall be a Member in good standing on June 30th of the election year. If

there is more than one eligible candidate, the President shall be elected by the IAG members, with one vote per purchased membership.

2. A member is permitted to serve in only one position in all bodies of BOD/EC/ELC as per these By-Laws;
3. Each candidate shall sign IAG "Conflict of Interest" statement; and
4. Candidates may withdraw their candidacy by request to the ELC by email before the application closing date.

7.4 President

The President shall be the chief executive officer of the EC, shall preside at all meetings of the EC, and subject to the supervision and direction of the EC, shall have general responsibility for the policies, business and affairs of IAG. The President shall communicate to the community at large through quarterly reports in the IAG website on the state of the IAG accomplishments, areas of concern with plans to mitigate such concerns and future outlook. The President shall make appropriate decisions and operational policies for the maintenance and routine administration of IAG within the policies prescribed by EC. In general, the President shall perform all duties incident to the office of the chief executive officer, and such other duties as may be prescribed from time to time by the EC and/or Board of Directors.

7.5 Vice President

In the absence of or unavailability of the President, the Vice President shall perform all the duties and exercise all the powers of the President. The Vice President shall have such further powers and duties as may be prescribed from time to time by the EC. In addition, he/she will carry out such functions as are delegated to him/her by President.

7.6 Secretary

The Secretary shall keep the minutes of the meeting of the EC in one or more books provided for that purpose, see that all notices are duly given in accordance with the provision of the constitution, be custodian of the corporate records, see that the seal of IAG is affixed to all documents and in general, perform all duties incident to the office of Secretary and such other duties as may be prescribed from time to time by the EC. The Secretary shall prepare the necessary progress reports, bulletins, etc., to keep the members informed at periodic intervals about the activities of IAG.

7.7 Treasurer

The Treasurer is responsible for receiving dues, keep accounts of all the receipts and expenses, and managing all funds received in the name of IAG. One designated member of the BOD will have viwing access to the IAG bank account. The Treasurer along with the President or his designee shall always be the signers on the checks in excess of \$1,000.00, or such other amount authorized by the EC which must be signed by BOD. For checks below such amount, the Treasure shall sign the checks in the name of IAG and make payments in the name of IAG as

may be authorized by the EC. The EC shall engage the services of an independent accountant to prepare periodic reports. The Treasurer shall perform all duties incident to the office of Treasurer and such other duties as may be prescribed by the EC.

7.8 Entertainment Chair

The Entertainment Chair will be an Officer of the Corporation and report to the President. The Entertainment Chair will be responsible for leading all entertainment related activities for all events organized by the Corporation. The Entertainment Chair will guide and assign tasks to the members of the Entertainment team, and strive to improve the standard of the events organized by the Corporation.

7.9 Membership Chair

The Membership Chair shall be willing and experienced in business and finance and who have good contacts with businesses and members of the community. The Treasurer will be one of the members of this committee. This Chair has the following responsibilities, in addition to the duties that may from time to time fall within its jurisdiction after approval of the BOD through the President. Actively solicit new funds by arranging and conducting fund-raising events or by any other appropriate and legal methods. Plan fund-raising events as needed.

8 ARTICLE VIII- Special Committees

8.1 Appointment

The President with the approval of the EC shall appoint appropriate committees and chairpersons to facilitate functioning of IAG.

8.2 Special Committees List

At the inception of the constitution, the following Special Committees may be established:

Administrative, Senior, Education/Cultural, Communications/Website/IT, Youth, Membership/Fund Raising, Public Relations, Political, and Humanitarian.

The Executive committee may revise the number of these special committees as and when necessary.

8.3 Special Committees General duties

- A. The EC at its discretion may change or add to the responsibilities of the above special committees. Each special committee may have at least three (3) active members, one of whom shall be appointed as Chairperson by the EC. The duration of each committee is for two (2) year unless extended by the EC.

- B. The Constitution and Nomination Committee and the Strategic Planning Committee shall report directly to the Board of Directors and work closely with the EC to get input on any operational issues related to a specific project.
- C. With the concurrence of the EC, each Special committee shall develop its own policy and operational procedures while maintaining the overall integrity of the IAG organization's mission and objectives.
- D. All Special committees' recommendations are advisory in nature.
- E. Special committees may meet once a quarter or more often as deemed necessary. Shall maintain records of all proceedings and meeting minutes, and be submitted to the EC Secretary in a timely manner (no later than two (2) weeks after the meeting).
- F. Each special committee can have unlimited number of volunteers.
- G. All members of such committees shall be the members of IAG in good standing. Reflection for experience in the past executive committees and other subcommittees of this Organization or similar organizations, financial contributions and community leadership and dedication and commitment to serve in IAG activities, should be given due consideration for electing the volunteers to serve on special committees or Ad hoc committees. The committees should reflect the diversity of the Indian community.
- H. The chairperson of each special committee (except the ones reporting to the BOD) shall report to the EC on the progress, status and update of committee activities at regular intervals.

8.4 Ad Hoc Committees

Ad hoc committees are appointed by the EC. These are special committees formed for a particular purpose and are dissolved when purpose has been served. Although temporary in nature their duration may be extended as deemed necessary. Ad Hoc Committees may meet once a week or month or more often as deemed necessary. General duties of the Special committees shall apply unless otherwise specified.

8.4a Independent Working Committees

The BOD will establish independent working committees in addition to the Executive Committee to focus on special events and specific objectives. The leads of these independent committees will be appointed by the BOD with a majority vote. These committees will operate under the supervision of the BOD and will consist of members from the EC as well as others. Leads of working committees must be IAG members in good standing and must sign a conflict-of-interest agreement.

The BOD can commission or decommission working committees by a majority vote. Independent working committees must submit a budget for specific events or purposes, which must be approved by the BOD, President, and Treasurer by majority vote.

9. ARTICLE IX – Election Committee (ELC) (for Executive Committee and Board of Directors)

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9.1 The Chairperson, with the approval of the BOD shall appoint an Election Committee (ELC) ordinarily at least three months before the election. The election committee shall consist of three members in good standing. One of the three members shall be appointed as chairperson of the committee by the Chairperson of the BOD. This committee shall be responsible for receiving nominations for vacant positions and conducting election of candidates for the vacant office.

9.2 The nominations should be proposed by a member in good standing and duly seconded by another member in good standing on a form prescribed for the purpose. The nomination form may be sent by mail or electronically as decided by the election committee to the election committee chairperson duly signed by the proposed person, person seconding the candidate as well as the nominee before the deadline established by the Board.

		<u>Dates of Election Process:</u>
A.	Request of nominations	60 days prior to election
B.	Receiving nominations	30 days prior to election
C.	Announcing tentative nominations	10 days prior to election
D.	Final list of nominees	One week prior to election
E.	Election	Annual membership meeting

9.3

- A. Upon receipt of all nominations, the Election Committee shall evaluate the nominations for conformity with eligibility requirements and select such nominations as are in accordance with the By-Laws of the Organization for presentation at the annual General Body meeting.
- B. In case of a discrepancy regarding the eligibility of a nominee, the burden of proof of eligibility will rest on the nominee.
- C. The election of BOD members shall be conducted at the annual General Body meeting.
- D. If the number of nominations exceed the number of vacant positions, the floor shall not be open for nominations and, a secret ballot voting by the members present at the annual General Body meeting shall be used to elect the BOD.
- E. If the nominations received by election committee are less than the number of vacancies in the BOD, the election committee shall open the vacancy/vacancies by inviting the nominations from the floor.
- F. The names of the newly elected members shall be published in IAG newsletter (posted on IAG website) as soon as possible.
- G. If there are not enough members to form a quorum at the annual meeting, all the members present shall vote to waive the requirements for a quorum. If the waiver

is approved by a majority vote, the election committee shall proceed with the election of officers.

H. In case of a dispute on the eligibility status to vote, the decision of the BOD is final.

I. For quorum requirements refer to Article V (5.6).

10. ARTICLE X – By-Laws

10.1 The By-Laws are written and adopted for the smooth running of IAG.

10.2 The BOD stipulates the By-Laws enumerating the duties and responsibilities of the BODs, members of the Executive Board, members of the Special Committees and all other committees. The rules and regulations, code of conduct, and disciplines for everyone to follow will be stated.

10.3 All committees of the Organization shall devise and adopt their own rules for governance and smooth running as necessary. All such rules should be approved by the Board of Directors.

10.4 All committee rules formulated should conform to the provisions of the Constitution.

10.5 These By-Laws, rules, manuals, handbooks or instruction manuals on a variety of activities including annual program services will be given to the concerned members or individuals.

10.6 This organization shall function in accordance with this constitution and its By-Laws. Any amendments to the By-Laws shall be made in accordance with the procedures outlined in Article XII.

11. ARTICLE XI – Indemnification

11.1 Unless otherwise prohibited by law, IAG shall indemnify any and all members, BODs, or officers, or any and all former members, BODs, or officers or any person who may have served at its request or by its election as a BOD or officer of the BOD or the EC against any and all expenses and liabilities incurred by him or her in connection with any claim, action, suit, or proceeding to which he or she is made a party by reason of being a member, BOD or officer. However, there shall be no indemnification in relation to matters as to which he or she shall be adjudged to be guilty of a criminal offense or liable to IAG for damages arising out of his or her own gross negligence in the performance of a duty to IAG.

11.2 IAG will authorize the purchase of insurance on behalf of members, BODs and officers against any liability incurred by him/her which arises out of such person's status as a member, BOD, and officer, elected or appointed officer.

12. ARTICLE XII – Amendments to the By-Laws

The By-Laws may be altered, amended or replaced at any duly noticed Special Meeting or the duly convened General Body meeting of the Organization, pursuant to the procedure stated below:

12.1 The BOD may propose an amendment to the By-Laws provided it is passed by a two-thirds (2/3) membership of the full BOD.

12.2 A proposed amendment to the By-Laws duly presented for voting to the members shall be deemed to be approved if it is accepted by at least two-thirds (2/3) of all the eligible members of the IAG. No new proposals or changes in By-Laws shall be allowed from the floor at the special or annual meeting of the members.

12.3 Whenever referred, members in good standing refer to the members with voting rights.

12.4 Notwithstanding any contrary provision in these By-Laws, any “writing” may be executed in counterparts, each of which shall be deemed an original but all of which together will constitute one and the same instrument. Counterpart signature pages transmitted by facsimile transmission, by electronic mail in portable document format (.pdf), or by any other electronic means intended to preserve the original graphic and pictorial appearance of a document, will have the same effect as physical delivery of the paper document bearing an original signature.

13. ARTICLE XIII – Utilization of Funds

13.1 No part of the net earnings of IAG shall inure to the benefit of, or be distributable to its members, BODs, officers, or other private person(s) or organization(s), except that IAG shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in this Constitution as deemed appropriate by the EC in their sole and absolute discretion.

13.2 Notwithstanding any other provisions of these articles, IAG shall not engage in any activities not permitted (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal revenue code, or the 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 the corresponding section of any future federal tax code.

14. ARTICLE XIV – Maintenance of Discipline & Disciplinary Action

14.1 Members disobeying the rules or acting against the best interests of the Organization or displaying objectionable behavior shall be promptly relieved of their membership and all privileges, including voting rights. Membership of disbarred members will not be restored unless approved by the Board of Directors and the Executive Committee.

14.2 The disciplinary action may be initiated by the Board of Directors on recommendations of the Executive Board.

14.3 All elected and appointed members to various offices shall sign an oath of Office and agree to uphold and foster the high principles of IAG and its mission and objectives. Also agree to abide by the code of ethics, conduct and discipline policy of IAG.

15. ARTICLE XV - Dissolution of the Organization

15.1 In the event that The India Association of Greenville, South Carolina has to be dissolved for any reason such decision should be taken by the unanimous vote of the EC and the BOD. The Chairperson of the BOD shall call the General Body meeting with a notice explaining the reasons for dissolution. Seventy-five percent (75%) approval vote of the attending members of IAG shall be needed for the dissolution to pass.

15.2 A special ad hoc committee will be formed to organize the dissolution. The net assets of the Organization will be distributed to a similar non-profit religious organization that is in concert with the stated purposes of this organization having tax-exempt status under section 501(c)(3) of the Internal revenue Code such distribution shall be relieved and approved through a joint vote of the BOD and EC.

End of Document

It is hereby certified that these amended By-Laws were adopted by the General Body of Members of the India Association of Greenville at a Special Meeting held at Greenville, SC on __December 15_____, 2024.

Sanjay Tellur
Chairman-Board of Directors

Reshma Gramopadhye
Vice Chairman-Board of Directors

Cima Mathur
Director

Dr. Satyakumar Amirichetty
Director

Monica Bharadwaj
Director

Mandy Chidambaram
President

APPENDIX

All Exhibits, Operation Manual and any future changes to the Appendix are not subject to By-Laws amendments as they are referenced here for the understanding and coordination.

EXHIBIT A- Membership Dues Schedule

As per By-Laws Article III- Dues and Assessments:

Annual Dues shall be as follows for the various membership classifications as determined by BOD:

Current Dues:

- A. Board of Directors: \$500 per year
- B. Plus Membership: \$199 per year.
- C. Youth Membership: \$25 per year.
- D. Regular Membership: \$50 per year.

Note: Membership comments are subject to revision periodically.

EXHIBIT B-Executive Sub-Committees

C.1 As per By-Laws Article VIII, the committees of EC will be formed to carry out the following major functions/ activities. Their activities/roles and responsibilities will be described in the EC Operation Manual which may be revised from time to time by the EC with review from BOD.

1. Religious Committee

- A. Holi.
- B. India Day
- C. Diwali

2. Community Activities (Senior)

- A. Recognition/awards/Graduation
- B. Community Service.
- C. Senior Programs,
- D. Health Awareness Programs.
- E. Outreach
- F. Youth Summer Camp

3. Cultural and Education Committee

- A. School-Dharma, Culture and Languages
- B. Yoga & Meditation
- C. Summer Camps
- D. Graduate Honoring
- E. Interfaith Education
- F. Library
- G. Summer Internship
- H. Career Fairs
- I. Math and Science Camp
- J. Adult Education
- K. Health Fair

4. Communication/Website/IT

- A. E-newsletter
- B. Coordination with other Committees
- C. Web Site
- D. Email address /data management
- E. E-Commerce
- F. Audio/Video

5. Youth Committee:

- A. Lead Teenager Activities
- B. Partner with Education & Cultural Committees.
- C. Assist Outreach to Colleges.
- D. Involve teenagers to IAG activities.

6. Humanitarian Committee

- A. Emergency Support