



KANNADA SANGHA OF ARIZONA

CONSTITUTION AND BY-LAWS

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March 1998	Initial Version	V. Seetha Ramaiah et al
October 28, 1995	First Amendments	HK Ramachandra et al
April 16, 2016	Formation of Board of Trustees (Appendix A)	Sahana Narsipur et al
November 12, 2017	Incorporated Appendix A in relevant sections in main document; Changes to banking procedures and approval authority; membership types and fees changes; fiscal and membership calendar change; format and language corrections	Arakere Ramesh et al

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SUMMARY

This Constitution was written by a committee consisting of V. Seetha Ramaiah, NV. Shamasundar, Usha Bhat, and Shantha Rao. The Constitution was approved by the General Body at the General Body meeting held in March 1988.

This Constitution was amended by a Committee consisting of HK Ramachandra (Chairman), HN Shivaswamy, Peri Shankar, BSB Murthy, Madeleine Ramaiah and Uma Ramchandra. Board of Directors of SANGHA approved the amendments at the Board meeting held on October 1, 1995. The amendments were approved by the General Body at the Special General Body meeting held on October 28, 1995.

This Constitution was amended by a Committee consisting of Sahana Narsipur (Chairperson), Arakere Ramesh, Arvind Kulkarni, Dinesh Rao, Hirisave K Ramchandra, Kavita Kulkarni, Mysore Suresh, and Vineet Rao. Board of Directors of KANNADA SANGHA approved the amendments at the Board meeting held on March 28, 2016. The amendments were approved by the General Body at the General Body meeting held on April 16, 2016.

This Constitution was amended by the Board of Trustees consisting of Arakere Ramesh (Chairperson), Mysore Suresh, Girija Krishnamurthy, Kumara Swamy and Vineet Rao, in consultation with the Board of Directors. Board of Directors of KANNADA SANGHA approved the amendments at the Board meeting held on October 12, 2017. The amendments were approved by the General Membership at the General Membership meeting held on November 12, 2017.

CONSTITUTION

CHAPTER I

NAME OF ASSOCIATION

The Association shall be known as KANNADA SANGHA of ARIZONA. Kannadigas shall be defined as people who promote Kannada, its dialects, cultures, sub-cultures, and heritage that are native to the great state of Karnataka.

In these articles, SANGHA shall mean Kannada Sangha of Arizona.

KSA (Kannada Sangha of Arizona) is incorporated in Arizona under General Not for Profit Corporation act of the state of Arizona on September 2, 1995. Internal Revenue Service (IRS) has determined that KSA is exempt from Federal Income Tax under IRS Code 501 (c) (3) effective May 15, 2010.

CHAPTER II

CONSTITUTION

Herein referred to as the CONSTITUTION, this document governs all activities of the SANGHA. The President rules on all Constitution interpretations during and in-between meetings. Such interpretations may be changed by a two-thirds majority vote of the Board of Directors

CHAPTER III

OBJECTIVES

The objectives of the SANGHA shall be:

1. To provide a non-sectarian, non-political, and non-profit cultural and social organization with a view to bringing together all those residing in Arizona and surrounding areas who are interested in cultural and linguistic heritage of Karnataka, India.
2. To organize cultural, literary, educational, and scientific programs of particular interest to KANNADIGAS. In these and other activities, cooperate and coordinate with other cultural Associations in Arizona and rest of North America.
3. To support and encourage community driven activities to promote the cultural and linguistic heritage of Karnataka.
4. To integrate our youth and other members of the local communities in the various cultural activities by way of direct participation.
5. To strive for representation of the SANGHA at the State, National and International organizations involved in the promotion of social and cultural activities.

CHAPTER IV

MEMBERS

Membership of the SANGHA shall be open to all adults who are desirous of furthering the objectives of the SANGHA and shall remain in effect after the initial approval by the Board of Directors so long as members remain in good standing, having paid all the current dues as set out in the by-laws and abide by the Constitution.

General Membership meeting of the SANGHA shall be held in accordance with the by-laws.

Membership shall consist of four types, provided all fees are paid in full at the time they are due:

1. Lifetime
2. Term
3. Annual
4. Honoree

The following can subscribe to any of Lifetime, Term or Annual membership types

1. Institution
2. Corporation
3. Family
4. Individual
5. Student

For the purpose of membership, the following definitions will apply:

1. Institution: is a non-business entity. May designate in writing any individual to represent its interests.
2. Corporation: is a business entity. May designate in writing any individual to represent its interests.
3. Family: is either or both spouses, dependent children under the age of 26, and/or dependent parent(s).
4. Individual: is any person who chooses to represent only herself or himself.
5. Student: is a full-time student pursuing higher education at a recognized educational institution, post high school.
6. Honoree: is an individual to whom the Board grants an Honorary Membership for a one-year term. Upon the recommendation of the Board, honorary membership of the SANGHA may be granted to person(s) who have made a significant or a special contribution towards promoting the cultural and linguistic heritage of Karnataka.

Memberships are valid January 1st through December 31st of the same year to align with the SANGHA's fiscal calendar. Memberships can be purchased at any time of the year.

Annual memberships expire on December 31st each year.

Term Memberships expire on December 31st of the year in which the term concludes.

RESPONSIBILITIES OF MEMBERS

1. Members will exercise their right to vote where applicable.
2. Members will make every effort to attend all functions organized by SANGHA.
3. Members will keep their contact information up-to-date with the SANGHA.

CHAPTER V

THE BOARD OF DIRECTORS (BoD) AND BOARD OF TRUSTEES (BoT)

The business of the SANGHA shall be conducted by a Board of Directors, herein called the Board, and a Board of Trustees, herein called Trustees selected from, and elected by the membership.

Board and Trustees shall serve in a voluntary capacity. The Board shall be assisted as necessary by any committee set up for specific purpose with specified terms and duration, in the by-laws. The Board and Trustees both shall be responsible to the General Membership.

Board is responsible for the day-to-day activities of the SANGHA, communications outside of the SANGHA, legal and fiduciary responsibilities of the SANGHA.

Trustees perform their work as advisors to assist the Board, except as stated in RESPONSIBILITIES AND AUTHORITY OF TRUSTEES section.

Trustees shall operate with the spirit of letting the Board operate freely in making its own decisions. The Board is the officially elected body to carry out the SANGHA's operations for its term. It can make its own policies and procedures that apply to its term in line with the SANGHA's constitution. Collaboration and co-operation need to exist between the two bodies. Only where there is a deviation or violation of the Constitution, or a dispute, or policies/procedures/practices that have the potential to inhibit or adversely affect future Boards, should the Trustees get involved. Gentle persuasion, empathetic listening and friendly advice should be resorted to first.

FORMATION OF THE BOARD

The Board shall comprise of the following Nine (9) Directors:

1. An Executive Committee herein called Execs comprising of Four (4) positions, namely President, Vice President, Secretary and Treasurer.
2. Five (5) Officers for Three (3) other positions namely Marketing, Event Management and Hospitality.

The nine Directors shall, among themselves, elect the Execs and other Officers.

FUNCTIONS OF THE BOARD

PRESIDENT:

1. Provides general leadership and coordination within and outside of the SANGHA.
2. Presides over the General Membership and Board meetings of the SANGHA
3. Signs official documents of the SANGHA.
4. Is an Ex-officio member of all committees and BoT.
5. Shall coordinate matters among the Directors and if necessary act as an arbitrator, in case of conflict of jurisdiction.

VICE-PRESIDENT:

1. Assists the President.
2. Fulfills all functions of the office during the PRESIDENT's absence.
3. Becomes President if the post is declared vacant and serves until the next annual election.
4. Actively assists the Officers in the functioning of their portfolios.

SECRETARY:

1. Conducts all general correspondence.
2. Shall issue notice ~~to~~ for all General Membership Meetings and Board Meetings and keeps accurate minutes of such meetings.
3. Shall be responsible for record keeping of all official communication sent and received by the SANGHA by all means including but not limited to, electronic, postal and courier, and shall keep secure login information, mailbox keys and access cards, where applicable.
4. Shall carry out such other duties as may be assigned by the General Membership or the President.

TREASURER:

1. Keeps an accurate account of the receipts and expenditures of funds and all assets and liabilities of the SANGHA.
2. Deposits all funds received for or on behalf of the SANGHA in a Bank approved by the Executive Committee.
3. Maintains an up-to-date record of Membership.
4. Makes recommendations to the Board on the investment of the assets.
5. Facilitates the task of auditor(s) of accounts of the SANGHA in collaboration with the Secretary, arranges for the copies of the accounts and auditor's certificate to be circulated at the General Membership Meeting.
6. Prepares and submits the Annual Financial report to Corporation Commission on time, as applicable.
7. Coordinates the filing of all applicable Federal, State and Other tax and statutory artifacts with the appropriate authority.
8. Shall carry out such other duties as may be assigned by the General Membership or President.

DIRECTORS:

1. Make every effort to attend all functions organized by SANGHA and perform voluntary duties.
2. Shall be responsible for one of the following portfolios:
 - a. Event Management: will include planning for, and execution of all logistical and cultural activities at events as decided by the Board.
 - b. Hospitality: will include planning for, and execution of dining and reception at all events as decided by the Board.
 - c. Marketing: will include communications related to the SANGHA via all channels as decided by the Board.
3. In addition to their primary responsibility, shall perform other duties or assist other portfolios as assigned by the Board or President.

All correspondence related to contractual obligations set out in the by-Laws of the SANGHA, duly authorized by the BOARD, shall be signed by any two of the following: The President, The Secretary, and the Treasurer.

FORMATION OF THE TRUSTEES

Trustees shall comprise of following Five (5) Members:

1. Four (4) Trustees
2. One (1) current President of the Board.

Trustees shall elect a Chairperson among themselves.

FUNCTIONS OF THE TRUSTEES

TRUSTEES shall:

1. Ensure continuity and smooth functioning of the SANGHA.
2. Ensure safekeeping of the SANGHA's assets and documents.
3. Initiate the amendment to the Constitution and by-Laws if needed in consultation with the Board.
4. Ensure a smooth functioning and transition of responsibilities between Boards of Directors.
5. Resolve disputes within the Board or Members of the SANGHA.
6. Assist the Board in working, conforming and interpreting the requirements of the constitution.
7. Appoint sub-committees for special projects where warranted, in consultation

with the Board.

8. Receive feedback from members of the SANGHA and resolve them with the Board.
9. Apprise the newly elected directors with ~~KSA~~ the SANGHA's regulatory documents such as Constitution, by-laws and Standard Operating Procedures, as needed.
10. Verify the adequacy and veracity of the services procured by the Board as necessary, where such services span multiple years, and are legal and regulatory in nature.

RESPONSIBILITIES AND AUTHORITY OF TRUSTEES

1. Trustees shall ensure continuity of the SANGHA's operations in accordance with this constitution.
2. All resolutions provided by Trustees for disputes shall be final and binding on parties involved.
3. In those situations, when the Board fails to perform its intended functions in accordance with this constitution due to mass resignations (resignation of the entire Board), postponement/annulment of elections, Dismissal of Board by General Membership, the Trustees shall assume temporary custody of the SANGHA, all its assets and all accounts in its name. Only during this time, shall the Trustees be authorized to execute financial transactions on behalf of the SANGHA. Board of Trustees shall make urgent, motivated efforts to hold the General Membership meeting within forty five (45) days to elect the new Board in accordance with the constitution and by-laws and hand over the assets to them immediately.
4. Chairperson of Trustees shall keep safe the following documents of the previous 7 years:
 - i. Current version of the Constitution, record of changes including voting approval where applicable.
 - ii. Minutes of Board of Trustees meetings including voting record on resolutions passed.
 - iii. All dispute related documents.
 - iv. Annual Treasury report with auditor's signatures and exceptions noted
 - v. Names and contact information of current Directors and other sub-committees.
 - vi. Tax filing report.
 - vii. Insurance coverage, records of any claims, disposition and open issues
 - viii. Membership Database.
 - ix. All KSA accounts access information.

Current Chairperson shall handover the documents to the succeeding Chairperson on assumption of office.

CHAPTER VI

FISCAL DECISIONS

All major financial decision(s) shall be unanimously agreed to, by the Execs and the Trustees. The Trustees, at their discretion, may choose to place such decision(s) for ratification in front of the General Membership.

BANKING PROCEDURE AND MANAGEMENT OF FUNDS

The Execs and the Trustees shall approve the FDIC Insured Financial Institution in which the accounts of the SANGHA shall be kept. All accounts shall be kept in the name of SANGHA and the beneficiary of all accounts shall be the SANGHA.

Signatories on all financial accounts shall be the Execs (President, Vice-President, Secretary, and Treasurer) and two Trustees (Chairperson and an elected Trustee).

Transactions shall normally be by means of checks. All checks must be signed by one of the following three Execs (President, Secretary, or Treasurer). Only the President shall have authority to approve expenditures up to \$200 (Two Hundred Dollars) as required for the furtherance of the objectives of the SANGHA. Expenditures over this amount must be authorized by the Board. The Board shall set a zero-deficit budget for the full fiscal year at the beginning of the year. The Board may alter the budget at any time during the year for purposes related to activities of the SANGHA, with zero deficits. Any expense outside the budget must be approved by the President and the Treasurer. Any deficit that may arise can only be authorized by the Trustees.

Five distinct accounts shall be maintained at all times:

1. **Current account:** shall contain amounts incurred at events, including but not limited to, Annual Membership fees; or amounts received from the Contingency and, Lifetime and Term accounts; or Interest from other accounts. Amounts from this account shall be used for operating expenses of the current fiscal year. Any surplus from this account shall be transferred to the Contingency account at the end of each fiscal year.
2. **Lifetime and Term membership:** shall contain the amounts received towards Lifetime and Term memberships.
3. **Contingency account:** shall contain amounts incurred as surplus over the budget for any fiscal year. Each fiscal year, the Board may borrow nominal amounts as advance from this account to fulfill payment commitments for event venues, insurance and fees as applicable. Each fiscal year, the Trustees may approve amounts to be used for specific purposes including but not limited to, purchase of assets, subscriptions and storage rentals, which benefit the SANGHA across multiple Boards. Each Board shall replenish all such nominal amounts at the end of their fiscal year. In the event such amounts cannot be replenished, only under extenuating circumstances, shall the Trustees decide to override the preceding mandate. A healthy balance in this account must be maintained at all times to meet the long term needs of the SANGHA.
4. **Donors account:** shall contain amounts received as donation towards the SANGHA's activities. If specific activities are denoted by the Donor, such amounts can only be used for that purpose. All other amounts in this account shall not be used for any purpose, but for solvency of the SANGHA. Only under extenuating circumstances, where it becomes necessary to use amounts from this account, shall the Trustees and Board do so upon ratification from the General Membership.
5. **Erstwhile Life and Patron membership account:** shall contain the amounts received towards previous Life and Patron memberships. The principal amount in this account shall not be used for any other purpose, but for solvency of the SANGHA. Interest received from this account may be used for operating expenses of the SANGHA. Only under extenuating circumstances, where it becomes necessary to use amounts from this account, shall the Trustees and Board do so upon ratification from the General Membership.

For all other accounts created for other specific purposes, the FISCAL DECISIONS section shall apply.

AUDIT OF ACCOUNTS

The Auditor(s) shall be selected by the Board. No auditor shall be a member of the Board or a member of his/her family. The Auditor(s) shall audit and certify all accounts for the SANGHA, including the annual statement of accounts at the end of the tenure of the Treasurer.

CHAPTER VII

RULES OF PROCEDURE

Membership Meetings may adopt such rules of procedure, consistent with these articles, as required for the proper conduct of their business. Without prejudice to the general provisions set out above, the President may, unless the membership decides otherwise, restrict the discussion on a motion to two interventions by a single member, each intervention being limited to two minutes duration.

ELECTION BY-LAWS

Detailed procedures for the appointment of the nomination committee, Date of election, and Publication of ballot papers with respect to the election of the Board and Trustees of the SANGHA shall be contained in the by-laws enacted by the General Membership.

CHAPTER VIII

AMENDMENTS

Proposals for amendments may originate from the Board or Trustees or by means of a written request from at least fifteen (15) percent of the membership.

A written copy of every proposed amendment must be received by the Secretary at least one month prior to the meeting.

CHAPTER IX

DISSOLUTION

Proposals for dissolution of the SANGHA shall originate only by means of a written request addressed to the Secretary signed by a simple majority of the General Membership. The secretary shall convene a meeting to discuss the dissolution of the SANGHA no less than one month and no more than two months after the receipt of the written request.

In the event a situation arises where the SANGHA needs to be dissolved, the Board of Trustees shall attempt to avoid the dissolution.

For the purpose of dissolution, the assets of the SANGHA shall be distributed as determined by the General Membership to organization(s) operating exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization(s) under section 501 (c) (3) of the Internal Revenue code of 1954.

CHAPTER X

QUALIFICATIONS FOR OFFICE

In order to be nominated for election as a Director or Trustee, a person shall be a member of the SANGHA, in good standing.

Qualification for Directors:

- i. Five of the nine Directors, including all four Execs, shall be able to read, write and speak in Kannada.

Qualifications for a Trustee:

- i. Should have been a previously elected Director or should have been elected to a KSA committee by the General Membership.
- ii. Should have been a Lifetime Member, or a Term Member, or a past Life Member/Patron Member, for a minimum of 5 years.
- iii. Only one spouse in a family can be part of the Board of Trustees for a given term.
- iv. There shall be at least one woman and one man on the Board of Trustees, unless there is no nomination.
- v. These requirements do not apply for a President to serve on the BoT.

TERM OF OFFICE

Each Director shall be elected for a two-year term. To the extent possible, four (4) directors shall be elected in every even year of operation and five (5) in every odd year of operation. In the event of a deviation from this norm, Trustees will be consulted for resolution.

No Director shall be eligible to serve for two consecutive terms. No Director shall serve more than two terms. No Director shall hold the same position as an Exec for more than one term.

In the event of a lack of response from the membership to serve on the Board, a past Director (or Directors) shall be allowed to serve with consent from the Trustees on advice of the Board.

Each Trustee shall be elected for a three-year term. Only at first formation, all four (4) Trustees will be elected - two (2) Trustees to a 3-year term and two (2) Trustees to a 2-year term. At the end of the first two years, two new Trustees will be elected to a 3-year term and at the end of first three years two new Trustees will be elected to a 3-year term. In subsequent years all Trustees will be elected for a 3-year term.

No Trustee shall be eligible to serve for two consecutive terms. No Trustee shall serve more than two terms.

In the event of a lack of response from the membership to serve as a Trustee, a past Trustee (or Trustees) shall be allowed to serve with consent from the General Membership.

BY-LAWS

1. Purpose

These by-laws complement the Constitution of KANNADA SANGHA OF ARIZONA. In the event of conflicts between the by-laws and the Constitution, the Constitution will prevail.

2. Amendment process

The by-laws can be amended at any time in a General Membership meeting by a simple majority of those members present, provided quorum is attained.

3. Dues

The Membership dues are as follows:

- i. Lifetime Member: a complimentary lifetime membership upon one-time donation of \$1,000 or more.
- ii. Term Member: a one-time payment of \$200, valid for 10 years effective January 1st of the year paid in.
- iii. Family Member: an annual payment of \$30, effective January 1st of the year paid in.
- iv. Individual Member: an annual payment of \$15, effective January 1st of the year paid in.
- v. Student Member: an annual payment of \$5, effective January 1st of the year paid in.
- vi. Honoree: a one-year complimentary membership, effective January 1st of the year it is bestowed in.

The Board may, upon approval from the Trustees, alter the membership dues at the start of a fiscal year to meet its financial obligations.

Each fiscal year, the Board may use up to 2% per member from Lifetime membership and up to 10% per member from Term membership for operating expenses of the SANGHA. The percentages shall apply to the principal amount paid by a member for these two memberships types only.

4. Cadence

The SANGHA shall hold General Membership meetings at least once every fiscal year. Under no circumstances shall the interval between the successive meetings exceed fifteen months.

5. Special Membership Meetings

Special membership meetings may be convened:

- i. By the BOARD on its own initiative; or
- ii. Within twenty-one (21) days of the receipt by the Secretary of a request for such a meeting signed by at least twenty (20) percent of the membership. The twenty-one (21) days maximum period may be waived subject to the agreement of all persons signing the request.
- iii. The agenda for such a meeting shall consist only of those items mentioned in the request.

6. Meeting Notice

The Secretary of the SANGHA shall issue notice to all members at least two weeks in advance, of any General or Special Membership meeting. In the absence of the Secretary, the President shall perform this task. An agenda and any

supporting document shall be published with such notice. In the case of the General Membership Meeting, the supporting papers shall include the Presidents report, Treasurer's report, the Auditor's report, and the report of any subsidiary body not covered in the President's Report.

7. Agenda Items

The following items shall be included in the agenda of the General Membership Meeting, as applicable.

- i. Approval of Minutes of the Previous General Membership Meeting.
- ii. Consideration of the President's report
- iii. Discussion of the Treasurer's and Auditor's report.
- iv. Election of the Board of Directors for the next term.
- v. Election of the Board of Trustees for the next term.
- vi. Approval of the Auditor's report.
- vii. Any proposed amendments to the Constitution or by-laws.

8. Quorum

Prior to any General Membership meeting, the Trustees, in consultation with the Board, shall establish a minimum number from Lifetime and Term memberships to be counted towards quorum.

A quorum shall mean the presence of at least fifty percent plus one (50%+1) of the voting members of the General Membership at the meeting or validly represented in writing (via print or electronic means) to the Secretary at least one day prior to the meeting.

9. Votes

Families get two (2) individual adult votes if they belong to Lifetime, Term, or Annual membership. All other memberships, except Honoree get one (1) adult vote each. For the vote to be valid, members must be present or validly represented in writing (via print or electronic means) to the Secretary at least one day prior to the meeting. The President shall exercise his/her vote only in case of a tie.

10. Majority Requirement

The following motions shall be deemed carried via vote by a two-thirds majority of the voting members, provided quorum is attained:

- i. Removal of a Director or a Trustee from office.
- ii. Expulsion of a member from the SANGHA.
- iii. Change to Qualifications for Office or Term of Office.
- iv. Dissolution of the SANGHA.

All other motions shall be deemed carried via vote by a simple majority of the voting members.

11. Term of Position

In any given term, a Director shall hold a position for one (1) year unless re-elected to the same position at the BoD position election.

In any given term, a Trustee shall hold the position of Chairperson for one (1) year unless re-elected to the same position at the Trustee position election.

The current President cannot be the Chairperson.

12. Elections

Elections to the BoD and the BoT shall be held in the fourth quarter of each fiscal year. Elections shall be overseen by an Election Committee as appointed by the then BoT, in consultation with the then BoD. Every effort shall be made by the Election Committee to find consensus on candidates for the BoD and the BoT. In the event consensus cannot be achieved, elections shall be held via secret ballot. Such ballots shall be provided by the Secretary at the venue of the elections.

13. Nominations

Candidates for BoD or BoT shall be nominated by one member and seconded by another. Nominations shall be sent in writing (via print or electronic means) to the Secretary at least 2 weeks in advance of the General Membership meeting where the BoD or BoT election is to take place. Nominations may be made from the floor only in the event of lack of candidates to fill vacant positions. Floor nominations need the concurrence of the BoT for BoD elections and General Membership for BoT elections. No nomination is valid unless the nominee is present at the time of the nomination or has provided acceptance of the nomination in writing (via print or electronic means).

The Board of Directors may appoint a Nominating Committee to bring in a slate of nominees, without prejudice to this Article.

14. Filling of Vacancies

In the event a vacancy arises due to a Director ceasing to hold a position, the Board may, at its discretion, hold a special election, leave the post vacant or co-opt any member who meets the required qualification to fill out the remainder of the term. The Board may not have more than two co-opted members at any one time. All such appointments shall require BoT concurrence. Such appointments shall not count towards that Director's term.

In the event a vacancy arises due to a Trustee ceasing to hold a position, the remaining Trustees may appoint any member who meets the required qualification to fill out the remainder of the term. Such appointments shall be announced to the General Membership and ratification sought at the next immediate General Membership meeting.

15. Meeting Convener

The meeting of the Board of Directors shall be called by the President, at intervals of not more than three months. Five Directors shall constitute a quorum. The President shall also call a meeting of the Board of Directors if requested in writing by at least three Directors. A motion at the Board meeting is deemed carried if approved by a simple majority of Directors, provided quorum is attained.

The Secretary or designee shall be responsible for taking, distribution and record keeping of minutes of Board meetings.

The meeting of the Board of Trustees shall be called by the Chairperson, at least two times a year. Three Trustees shall constitute a quorum. The Chairperson shall also call a meeting of the Trustees if requested in writing by at least three Directors. A motion at the Trustee meeting is deemed carried if approved by a simple majority of Trustees, provided quorum is attained. The Chairperson or designee shall be responsible for taking, distribution and

record keeping of minutes of Trustee meetings. The Chairperson shall make a request to the President to organize the dissemination of the information to the General Membership.

16. Committee Formation

The Board may, in order to deal with specific questions or events, establish such committees or workgroups as deemed necessary. In establishing such bodies, the Board shall define their terms and duration. The Chairperson and members of such groups need not all be Directors. However, each such body shall include at least one Director besides the President.

Trustees shall be assisted as necessary by any committee set up for specific purpose with specified terms and duration. Trustees shall be responsible to the General Membership.

17. Contract Signatories

All contracts with other organizations and Individuals shall be in writing and must have the prior approval of the Board of Directors. Contracts shall be signed by two of the three Execs (President, Secretary, or Treasurer). Multi-year contracts shall need to be approved by the Trustees.

18. Auditor's Report

The Auditor (s) report shall be approved by the General Membership

19. Documents Retention

Current President shall hand over following documents of previous year to Chairperson of the Board of Trustees for safekeeping. President should put considerable effort to provide chairperson of Board of Trustees documents of previous 7 years.

Documents to be handed over:

- i. Current version of the Constitution, record of changes including voting approval where applicable.
- ii. Minutes of Board of Trustees meetings including voting record on resolutions passed.
- iii. All dispute related documents.
- iv. Annual Treasury report with auditor's signatures and exceptions noted
- v. Names and contact information of current Directors and other sub-committees.
- vi. Tax filing report.
- vii. Insurance coverage, records of any claims, disposition and open issues
- viii. Membership Database.
- ix. All KSA accounts access information.