

**BY-LAWS OF THE
GUJARATI SAMAJ OF METROPOLITAN WASHINGTON, INC.**

Whereas a large number of Gujarati speaking people of Asian Indian heritage are becoming permanent residents of the United States of America be it resolved:

- That a non-profit organization be formed to maintain the identity of Gujaratis among ethnic groups from India;
- That a forum be provided for meeting, sharing and fostering literary, social, educational, religious and cultural advancement; and
- That a bond of purposeful unity be established to enrich the Asian-Indian community within the pluralistic society of America.

ARTICLE I: NAME

The name of this Organization shall be “the Gujarati Samaj of Metropolitan Washington,” hereinafter know as the SAMAJ

ARTICLE II: REGISTERED OFFICE

The Registered or Statutory Office of the SAMAJ in the State of Maryland is at 1428 Chilton Drive, Silver Spring, Maryland 20904-1515.

ARTICLE III: OBJECTIVES

The objectives of the SAMAJ are:

1. To promote the welfare and assimilation of Gujaratis in the mainstream of American Life;
2. To foster friendship and understanding among its members and to develop common loyalties and mutual interests thru literary, social, educational, religious, and cultural activities;
3. To cooperate and participate with other organizations in programs of common interest of the member;
4. To provide forum, resources, funds and facilities for Gujarati Language Education, Interpretation, Literary Activities and Library;
5. To sustain and perpetuate the cultural heritage of Gujarat; and
6. To abate and assist activities and projects in furtherance of any or all of the above.

No substantial part of the activities of the SAMAJ shall be carrying on of propaganda or influencing legislation and the SAMAJ shall not participate in or intervene in any political campaign on behalf of any candidate for public office.

NOTWITHSTANDING any other objectives hereof the SAMAJ shall not carry on any other activity not permitted to be carried on:

- a. By an organization exempt from Federal Income Tax under section 501 (c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law, or
- b. By an Organization, contributions to which are deductible under section 170(c)(2) of Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law.b

ARTICLE IV: MEMBERSHIP

1. Any person at least 18 years of age who subscribes to the objectives of the SAMAJ can become its member by paying dues as follows:
 - a) Life Member.....\$250.00/per Family
 - b) Annual Member
 - I) Family.....\$25.00 per calendar year

By-Laws of the Gujarati Samaj of Metropolitan Washington, Inc.

- II) Single.....\$10.00 per calendar year
- c) Membership year shall be from January 1 through December 31.

2. Membership dues may be revised from time to time at the General Body Meeting by an ordinary majority of members present.
3.
 - a) In the case of family(where Life or Annual) membership, the rights and privileges of membership are granted to the member, and his or her spouse, unmarried children of age 22 and under, and parents of the member or his or her spouse, all living in the same household, provided they are all registered at the time of becoming member or paying annual dues. Life membership is for applicant and spouse only and it is not transferable.
 - b) In the case of a single membership, the rights and privileges of membership restricted to the person paying the dues.
 - c) In case of death of any life member, membership will be transferred to surviving spouse with proper documentation.
4. New members paying the membership dues after the date of eligibility to vote in the December election, shall inure the benefit of membership to the calendar year that follows.
5. Honorary Membership may be conferred upon any individual who has made an outstanding contribution to any field in adherence of the objectives of the SAMAJ by the two third vote at the General Body Meeting. An honorary member shall be entitled to all the privileges of membership except that he may not vote or hold any elective office.

ARTICLE V: OFFICIAL YEAR

Calendar Year from January 1, to December 31 shall be the official year of the SAMAJ

ARTICLE VI: EXECUTIVE COMMITTEE

1. Structure: All the activities of the SAMAJ shall be organized, managed and carried out by they Executive Committee comprising of:

- President
- Vice President
- Treasurer
- Joint Treasurer
- Secretary
- Joint Secretary
- Ten Members – at – Large

2. Term of Office: The term of office of the President and Vice President shall be one year. The retiring Vice President shall succeed to the office of the President.

The Treasurer, Joint Treasurer, Secretary, and Joint Secretary shall hold office for one year. There is no limit to the number of times a member may be elected to these offices except that no incumbent may be reelected to his office more than once.

The Member-at-Large shall remain in office for two years. Five of the ten members shall retire every year and be replaced by the newly elected members.

3. Election: The Vice President, Treasurer, Secretary, Joint Secretary, and Five Members at Large shall be elected every year on or around the second Saturday of preceding December by secret ballot at the last entertainment or like Program for the year. The following rules shall govern the eligibility for voting, nomination and candidacy:

By-Laws of the Gujarati Samaj of Metropolitan Washington, Inc.

- a. Voters: Member shall be eligible to vote provided the membership dues are paid before November 1. in the case of family membership, only member and his or her spouse shall be eligible to vote and provided the membership dues are paid before November 1..
- b. Candidates: Any member who meets the following requirements shall be eligible to contest.
 - i. Membership dues must have been paid before ^{November 1st.}
 - ii. Member must have established residence in the Metropolitan Washington, D.C. area at least of July 1.
 - iii. If there is no nomination for any position on the Executive Committee than member who meets the requirements of candidates will be drafted to fill the position by draft committee.

Further, no more than one member in a family can be nominated for the Executive Committee. Members of the Election Committee and their family members are not eligible to contest for any office. Except youth committee.

If a member submits more than one nomination form to be considered for the position in the next year's committee fee of \$10 should be charged and must be payable by check or money order.

Member submitting nomination form for Vice President must be Life Member of SAMAJ and should have worked in the executive committee for minimum of 2 years during previous 5 years and must have served at least for one year in position of secretary, joint secretary, treasurer or joint treasurer within last two years.

- c. Nominations:
 - i. Any two members eligible to vote may nominate any other member eligible to contest.
 - ii. In case, there are not enough nominations to contest required positions than the following procedures shall govern:

A draft committee of five members, comprising of Managing Trustee, President, and three members of election committee shall be activated. The Managing Trustee shall act as the chairman. The committee shall draft members who are eligible to be Candidates to fill required positions. Persons thus nominated shall be declared elected with full rights and privileges.
- d. Dual Candidacy: Any member may file nomination and contest for more than one office; however, if elected for more than one offices, the election committee shall declare him or her the winner of the higher office per order enumerated in Clause 1 above and void the election to the other offices and declare the next contestant as winner to such office.

4. Transition: The newly elected Executive Committee shall take official charge at the annual general body meeting which shall be held on or around the first Saturday of February. The period between the election and the annual general body meeting shall be the transitional period during which the outgoing officers shall orient and brief the newly elected officers.

Vice President should get approval from current committee for following 1st quarter event. Incoming president can receive seed money of \$3000 by first week of January to open new account and balance of seed money can be provided during Annual General Body meeting.

Annual Operating Budget:

Operating Budget for each year shall be \$10,000 and shall be available to the new executive committee at the beginning of their term.

5. Meeting and Quorum: The Executive Committee shall meet at least once every two month. The

By-Laws of the Gujarati Samaj of Metropolitan Washington, Inc.

majority of the members present shall constitute a quorum. In case the quorum is not present the meeting shall be adjourned to a time up to one hour from the scheduled time of the meeting so that the quorum could be present. If the quorum is still not present, then the meeting shall automatically adjourn to a suitable time.

Any member of the SAMAJ may attend the regularly scheduled Executive Committee as an observer, however the onus to find out about the time and place shall rest with the member.

The Joint Secretary shall keep the minutes of the meetings and distribute them all the Executive Committee members, Trustees and Controller by mail. The minutes shall be approved at the next Executive Committee meeting with amendments (if any) and shall form part of the permanent record of the SAMAJ.

6. Vacancies: Any member not attending three consecutive Executive Committee meetings without prior written intimation shall be deemed to have resigned from the Executive Committee. The Executive Committee shall fill all the vacancies whether by resignation or otherwise for the balance of the tenure of the Executive Committee except for the vacancy of the President which shall automatically pass on to the Vice-President – for the unexpired term of the Vice-President plus one year. Whenever a Vice-Presidency vacancy is filled by the Executive Committee the Vice President so nominated shall be known as Vice-president Pro-Tempore with all the powers and privileges of a Vice-President except the right to automatic assumption of Presidency at the turn of the year. In case the Presidential vacancy occurs when the Vice-President Pro-Tempore is in office, the Vice-President Pro-Tempore shall assume the Presidency as an acting President up to the annual general body meeting of February to be replaced by the President elected at the preceding December General Election.
7. Honorary Membership: An honorary, non-voting membership to the Executive Committee for a period of five years may be conferred on any member to recognize his valuable services to the SAMAJ. This honorary membership shall be conferred by a two third vote at a general body meeting provided the Joint Secretary has received a petition to that effect with the signature of at least 100 members of the SAMAJ (at the rate of one per family) and the consideration of such a petition is a definitive item on the agenda of the general body meeting.

ARTICLE VII: DUTIES AND RESPONSIBILITIES OF THE OFFICERS

1. President: President shall be the Chief Executive Officer of the SAMAJ. He/She shall preside over the meetings of the Executive Committee. He/She shall have general and active management of the business of the SAMAJ. He/She shall be an ex-officio member of all the committees, sub-committees and the Board of Trustees and shall have the general powers and duties of supervision and management usually vested in the officer of President of a Corporation. ***He or she shall be responsible for getting the accounts audited by the Auditors and annual tax return(s) filed by May 15 following the end of the reporting period.***

President shall submit income and expense account for each event to Comptroller and Managing Trustee within 30 days of the event completion.

2. Vice-President: Vice- President shall be responsible to coordinate the activities of various committees. He/She shall be responsible for the growth of membership and public relations. He/She shall preside over the Executive Committee meetings in the absence of the President. The Vice-President shall be an ex-officio member of the Board of Trustees.
3. Treasurer: Treasurer shall be responsible for collecting membership dues and receipts and shall disburse

By-Laws of the Gujarati Samaj of Metropolitan Washington, Inc.

all sums authorized and payable by the SAMAJ. He/She shall exercise budgetary control and report financial status to the Executive Committee from the time to time. He/She shall maintain all relevant records

and prepare annual Statement of Accounts *in coordination with the SAMAJ Controller. He or she shall follow, at a minimum, the requirements set forth in the Guidelines for the Treasurer, as incorporated herein.* He/She shall get the accounts audited by the Auditors for the

presentation to the Annual General Body Meeting. *He or she shall be responsible for getting the accounts audited by the Auditors and annual tax returns(s) filed by May 15 following the end of the reporting year.*

Treasurer in coordination with President shall submit income and expense account for each event to Comptroller and Managing Trustee within 30 days of the event completion.

The treasurer shall be an ex-officio member of the Board of Trustees.

4. Joint Treasurer: Assist the Treasurer in collecting membership dues and receipts and assist in disbursing all the sums authorized and payable by the SAMAJ. Assist the Treasurer in preparing budget and reporting financial status to the Executive Committee. He/She shall assist the Treasurer in maintaining all relevant records and preparing annual Statement Accounts. He/She shall assist the Treasurer in getting the accounts audited by the Auditors.

5. Secretary: Secretary shall be responsible for initiation and presentation of major plans and activities. He/She shall carry on all correspondence and publicity for the SAMAJ.

6. Joint Secretary: Joint Secretary shall be responsible for issuing notices of meetings with proper agenda, take notes of the proceedings at meetings, and keep minutes of all meetings of the SAMAJ. *He or she shall forward a copy of all notices of meetings, agenda, minutes of meetings, and any other notes of official SAMAJ proceedings to the Comptroller.*

ARTICLE VIII YOUTH COMMITTEE

1. STRUCTURE: Member younger than 24 and the children, brothers, and sisters of the member between ages 12 and 24 shall elect a youth committee comprising of a convener and four members at the election to be held on or around the second Saturday of December.
2. Electorate: The Executive Committee shall assign one of its members to assist the Election committee in compiling the electorate of youth members. All prospective youth members or the parents of the youth members shall furnish the relevant details of name, date of birth, etc., at the time of becoming member or paying annual dues.
3. Objectives: Youth Committee shall provide leadership in organizing youth activities. The committee shall meet from time to time to formulate programs of youth interests. The Convener shall coordinate their activities with the executive committee and shall present budget incidental to the youth activities.

ARTICLE IX: GUJARATI INTERPRETATION BOARD

The President in consultation with the members shall appoint a "Gujarati Interpretation Board comprising of a Chairman and at least two members to help members, non members. Public Institutions and Government & Quasi Government Agencies in Authoritative Interpretation, Translation and Transliteration of or into Gujarati Language.

ARTICLE X: ASSETS AND LIABILITIES

By-Laws of the Gujarati Samaj of Metropolitan Washington, Inc.

Assets and Liabilities of the SAMAJ shall be administered by a Board of Trustees. No Trustee shall, however, be personally held responsible for any liability of the SAMAJ unless he was culpably negligent.

The Board of Trustees and Controller shall administer cash funds in excess of annual operating budget. All Samaj CDs and other account should have at least 1 signature of the current trustees or comptroller.

Comptroller should provide trustees with Samaj CD and other account info atleast 2 times a year July and January.

Out going president to give to incoming president, trustees and comptroller the complete list of assets during Annual General Body Meeting.

Current operating account - outgoing president to close and transfer funds into CD by March if there is any balance.

ARTICLE XI: BOARD OF TRUSTEES

1. Structure: The Board of Trustees of the SAMAJ shall consist of at least seven Trustees.
 - a. Elected Trustees: There shall be four Elected Trustees. Each Trustees shall hold office for four years. One of four Trustees shall automatically retire every year in rotation. Only one new Trustee shall be elected each year at the annual general body meeting to replace the retiring Trustee. Any retiring Trustee may seek reelection as a Trustee. The Election Committee shall administer the election of a Trustee. Not more than one member in a family may be elected to serve on the Board of Trustees and/or the Executive Committee at any given time. Also, no elected member of the Board of Trustees shall be a member of the Executive Committee.
 - b. Ex-Officio Members: The President, Vice President, and Treasurer of the SAMAJ shall be the Ex-Officio Member of the Board of Trustees.
 - c. Contributing Trustees: In recognition of the substantial financial contribution the board of Trustees may coopt additional contributing Trustees for a four- year term. The cooption of odd number Trustees shall be deferred until the eligibility of an additional contributors that only an even number of Trustees are coopted at a time.
2. Managing Trustee: The Senior-most Trustee shall be the Managing Trustee. The Managing Trustee shall preside over al the general body meetings.

Comptroller and Managing trustee will be responsible to publish the draft account to Samaj members every 3 months.

3. Vacancies: The Executive Committee shall fill any vacancy for the balance of the tenure of the vacant Trusteeship due to resignation or otherwise.

ARTICLE XII: ELECTION COMMITTEE

An Election Committee consisting of a Chairman and two members and one alternate shall be elected at the annual general body meeting to conduct the election including but not limited to receiving nominations, preparing ballots, supervising elections, counting of votes, and declaration of results.

By-Laws of the Gujarati Samaj of Metropolitan Washington, Inc.

The decision of the election committee shall be final in all respect except when there is a conflict between this constitution and any directive of the Election Committee the provisions of this constitution shall prevail.

The Election Committee shall fill any vacancy in the committee by activating the alternate member and simultaneously appointing a new alternate member.

The election committee family members shall be ineligible to contest for any position in the year their member was nominated. Even if that member resigns from the election committee position for that year their family will be ineligible to contest/apply for any position for the following year. Election committee member can provide resignation to Election committee chair. Election committee chair can provide their resignation to Managing Trustee. Only Draft committee will be able to appoint election committee chair to complete remaining term.

ARTICLE XIII: GENERAL BODY MEETINGS

1. Annual General Body Meeting of the SAMAJ shall be held on or around the first Saturday of February with a prior written notice of at least 15 days. The following business shall be transacted at the Annual General Body Meeting:
 - a. Approval of minutes of last General Body Meeting;
 - b. Approval of annual Report and the audited Statement of Accounts;
 - c. Election of a Trustee and Election Committee;
 - d. Appointment of an Auditor and an alternate Auditor;
 - e. Formal Statement as to the change of administration and the Inauguration of the new President and Executive Committee.
 - f. Any other matter brought forward with prior notice.
 - g. Out going president to give to new president, trustees and comptroller the complete list of assets during Annual General Body Meeting.
 - h.
2. Special General Body Meeting may be held at the instant of the resolution of the Executive Committee or a petition with signatures of at least one third members or 100 members of SAMAJ. A prior written notice of at least 11 days with the agenda of business to be transacted shall be mailed to all members.
3. The Managing Trustee shall preside over all the General Body Meetings held during his term of office. In the absence of the Managing Trustee any other member who is not holding any elective office shall be elected to preside by the members present.
4. The Quorum for a General Body Meeting shall be constituted by the presence of twenty five members. In case the Quorum is not present the meeting shall be adjourned for thirty minutes for the Quorum to be present. If the Quorum is still not present, then the meeting shall automatically adjourn to a time at least twelve days and not more than thirty days after the meeting date. In case of such an automatic adjournment the Joint Secretary shall provide a notice of the date and time and the place of the adjourned meeting by mail, postmarked at least 11 days prior to the meeting.

ARTICLE XIV: SEMI-PERMANENT OFFICES

Registered Agent: The person residing at the registered office in Article II shall be the Registered Agent of the SAMAJ. The Board of Trustees may change the Registered Office at their discretion. Consequently, the Registered Agent will also be changed. Until then the Registered Agent shall be holding the office in continuity. The yearly change of administration will not change his or her status.

By-Laws of the Gujarati Samaj of Metropolitan Washington, Inc.

Comptroller: The Board of Trustees shall appoint an honorary Comptroller for a term determined by the Board of Trustees. The incumbent should be a life member of the SAMAJ and should be a professional Accountant (preferably a Certified Public Accountant) domiciled in the State of Maryland. It will be the primary responsibility of the Comptroller to keep all the permanent records and books of the SAMAJ. The Comptroller shall, in coordination with the SAMAJ Treasurer, get the accounts audited by the auditors. The Comptroller shall prepare and file the SAMAJ tax returns. The Comptroller shall assist the Board of Trustees in maintaining the investment portfolio of the funds of the SAMAJ and act as the Treasurer of the permanent funds controlled by the Board of Trustees. The Comptroller shall have joint signatory authority to operate the Bank Account(s) of the SAMAJ.

Comptroller should provide trustees with Samaj CD and other account info atleast 2 times a year July and January.

Comptroller and Managing Trustee will be responsible to publish the draft account to Samaj members every three months.

ARTICLE XV: FINANCIAL TRANSACTIONS

1. All financial transactions shall need an approval of the Executive Committee, however, in case of necessity the Secretary may incur expenditure up to \$100/- and the President may incur expenditure up to \$250/- without the prior approval.
2. The President, Secretary or Treasurer shall individually or jointly operate any Bank Account of the SAMAJ. The Executive Committee may stipulate specific requirement and manner in which the account/s shall be operated.
3. Any Expenditure, not related to normal activities of the Samaj, of \$1,000/- and above shall have the prior approval of the Board of trustees.

ARTICLE XVI: BENEFITS

No parts of the net earnings of the SAMAJ shall inure to the benefit of or be distributable to its members, officers or trustees, however, this provision shall in no way prevent the institution of merit scholarship or award for educational, literary and artistic endeavors of the members and their children.

ARTICLE XVII: DISSOLUTION

In the event of the dissolution, the Assets of the SAMAJ remaining after the satisfaction of the Creditors shall be disposed off by the Board of Trustees exclusively of the attainment for one or more objective of the SAMAJ in such 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 510 (c)(3) of the Internal Revenue code of 1954.

ARTICLE XVIII: AMENDMENT TO THE CONSTITUTION AND BYLAWS

Amendment may be initiated either by the action of the Board of Trustees, or the Executive committee or one third voting members or one hundred members(at the rate of one per family). The Notice of any meeting at which the amendment will be considered shall include the full text of the proposed amendments. Amendments shall be approved by a two thirds majority of members present at the general body meeting at which a Quorum is present. Amendment so approved need not be the verbatim copy of the original amendment proposed advised to the members.

Constitution changes will be effective immediately unless specified in the change. Also changes should be notified to members in upcoming publication.

By-Laws of the Gujarati Samaj of Metropolitan Washington, Inc.

Notification to Samaj members via electronic notifications (email/Samaj website) is valid including current Samaj Constitution and future updates, AGB notification, Executive committee meeting notification, Account information etc. This supercedes all other notification requirements in this constitution.

ARTICLE XIX: FORCE AND EFFECT

This consortium is subject to the provisions of the laws of the State of Maryland and the SAMAJ's Certificate of Incorporation. If any provisions in this constitution is inconsistent with a provision in the State Statutes or the Certificate of Incorporation, the provision of the State statues or the Certificate of Incorporation shall govern.

Whenever there is a reference to a masculine gender it should be construed to read masculine or feminine gender or both.

ARTICLE XX: TRANSITION

Amendments approved at the Special General Body Meeting of Saturday, October 7, 1995 will be effective as follows:

- A. The Amendment to Article IV-Membership, Clause 3(a) changes to the definition of "Family" membership will be effective for calendar year beginning January 1, 1996.
- B. The Amendment to Article VI-Executive Committee, Clause 3(a)-changes to the voting privileges will be effective for calendar year beginning January 1, 1996.
- C. The Amendment to Article IV-Membership, Clause 1(a) – Life Member Dues for the Calendar Year 1996 will be \$201 per Family.
- D. The Amendment to Article IV-Membership, Clause 1(b)- Annual Member Dues will be effective for membership year beginning September 1, 1996.
- E. For the membership period from January 1, 1996 through August 31, 1996 the Membership Dues will be as follows:

Annual Member

- I) Family.....\$10.00
- II) Single.....\$ 5.00

- F. All other changes are effective October 7, 1995.

The provisions of this article are self-limiting as to their applications.

ARTICLE XXI: AUDIT

Per IRS form 990 or 990EZ, if charitable contributions are at least \$200,000 but less than \$500,000, a copy of a financial Review performed by an independent CPA or if charitable contributions are at least \$500,000 a copy of financial Audit performed by independent CPA is required. Based on the instructions, it implies that if charitable contributions are less than \$200,000 then no financial review/audit by an independent CPA is required. However, an independent CPA of Samaj should issue a compilation report, which is a set of un-audited financial report signed by them.

By-Laws of the Gujarati Samaj of Metropolitan Washington, Inc.

Revision History:

Date/Year	Version	Description
October 1995	Initial Version	Base line
October 7, 1995	2.0	Changes to By Laws
July 7, 2002		Changes approved in Special General Body Meeting on 6/28/2002
February 4, 2007		Constitution Changes approved at AGB
March 2, 2008		Constitution Changes approved at AGB
February 8, 2009		Constitution Changes approved at AGB

Supporting Documents:

1. Treasurer Guidelines
2. Email from CPA office regarding Audit requirements