

# **THE KERALA ASSOCIATION OF GREATER WASHINGTON** **CONSTITUTION AND BY-LAWS**

As amended on October 22, 2016

## PREAMBLE

We, heirs of a rich heritage of Kerala, India, in order to maintain the great values of that heritage and establish a forum for the contribution of the unique culture and tradition of the people from Kerala to the enrichment of the American society, do ordain and dedicate this constitution for the Kerala Association of Greater Washington.

Article I. This organization shall be called "The Kerala Association of Greater Washington," and is hereunder referred to as the "Association."

Article II. Objectives.

The objectives of the Association are:

- To provide a forum for its members to meet and exchange views;
- To foster friendship and understanding among its members;
- To provide opportunity for literary, cultural and entertainment activities;
- To provide opportunity for members - men women and children - to participate and take leadership in all activities of the Association;
- To promote the well-being of new arrivals to the Washington area, to make their ingress to American life as smooth as possible and to be of service to those who are in need; and
- To cooperate with other organizations in programs of common interest.

Article III. Basic Policies.

The Association shall be governed by the following policies:

Sec. 1. The Association shall be non-profit, non-sectarian, non-political and non-commercial.

Sec. 2. Neither the name of the Association nor the name of any member in his or her official capacity with the Association shall be used in any connection with any commercial concern or with any political interest or for any purpose inconsistent with the objectives of the Association.

Sec. 3. When the Association cooperates with other groups in projects and programs of common interest, persons representing this Association in such matters shall not make any commitments that might bind the

Association, unless specifically authorized by the Association.

- Sec. 4. In the event of the dissolution of the Association, its assets shall be distributed as shall be decided in the last meeting of the general membership, which is duly called as prescribed in Sec. 1 of Article VII.

Article IV. Membership, Privileges and Dues.

- Sec. 1. There shall be two kinds of membership:

- A. Members. Anyone belonging to any of the following categories is eligible for membership in the Association.

- (i) Keralites,
- (ii) Malayalam speaking people,
- (iii) Descendants of Keralites,
- (iv) Persons related to Keralites and their descendants.

Only members who are eighteen years of age or older, and residents of Maryland, Virginia or the District of Columbia, are eligible to vote and hold any elected office of the Association.

- B. Associate Members. Any person who shall subscribe to the objectives of the Association as outlined in Article II, but ineligible for becoming members identified in Sec. 1 A, Article IV shall be eligible for associate membership.

- Sec. 2. Membership.

- (a) The membership year for all annual members shall be one year from the date of enrollment and will expire on the anniversary date of the membership unless renewed prior to the anniversary date by paying the membership fees.

- (b) There shall be four categories of membership:

- (i) Family annual membership (husband, wife and children under age of 18),
- (ii) Individual annual membership,
- (iii) Family life membership (husband, wife and children under age of 18, and
- (iv) Individual life membership.

- (c) All membership fees and privileges shall be set and periodically

adjusted by the general body of the Association upon recommendation of the executive committee.

- Sec. 3. Individuals may be enrolled any time of the year for the annual membership. However, only those members whose memberships are valid on October 1 of any year shall be eligible to be nominated to any office of the Association and to participate in the election of executive committee members during the same year. All the executive members are required to maintain valid membership status while in office.

Article V. Administration.

- Sec. 1. The association shall be administered and managed by an executive committee comprising:
- (a) all officers of the Association as described in Sec. 2 of Article V;
  - (b) the chairpersons of respective standing committees as described in Sec. 1 of Article VI;
  - (c) four other persons who are duly elected to serve on the committee;
  - (d) the immediate past President of the Association, and
  - (e) the president of the youth club of the Association. The president of the youth club, irrespective of his/her age, will be a voting member in the executive committee.
- Sec. 2. The Association shall have seven elected officers as listed below:
- (a) President,
  - (b) Vice-President,
  - (c) Secretary,
  - (d) Associate Secretary,
  - (e) Treasurer,
  - (f) Associate treasurer, and
  - (g) President-Elect.
- Sec. 3. The following procedure shall be used in the election of office bearers and committee members:
- (a) An election committee of three shall be appointed by the general body no later than October 31. The election committee shall elect a chairperson.
  - (b) A nominating committee of five, consisting of the president-elect and four other members appointed by the executive committee,

- shall be constituted no later than September 30.
- (c) The secretary shall provide the nominating committee with the official membership roster as of September 30.
  - (d) The nominating committee shall nominate a person for each elective office from the official roster and report its slate to the president no later than October 31. Consideration should be given to representation from areas of membership concentration and all geographic areas. The president shall distribute the list of nominees to the members through appropriate media no later than November 7.
  - (e) Additional nominations, if any, from the members shall be submitted to the chairperson of the election committee no later than November 21. The nomination shall be in writing, and shall contain endorsement from at least ten members eligible to take part in the election and a declaration from the candidate consenting to serve if elected.
  - (f) If any position is contested, the candidates of the contested position shall be notified of the additional candidacies no later than December 1 by the election committee.
  - (g) Election shall be conducted by the election committee at a general body meeting in December by secret ballots, and the results shall be announced thereafter. A plurality of votes decides the outcome of the election. Any tie shall be broken by coin-toss.
  - (h) The time table for election may be adjusted on approval by a two-third majority vote in a duly called executive committee meeting.

Sec. 4. The term of office of the elected officers shall be from January 1 to December 31 of the same year. All Association documents shall be transferred to the new executive committee no later than January 31 of the following year.

Sec. 5. No member of the Association shall serve for more than two consecutive full terms in the same position, except for those in the long range planning committee.

Sec. 6. The term of any elected member shall automatically expire if that person shall cease to be a resident of Maryland, Virginia or the District of Columbia.

Sec. 7. If, in the judgement of the executive committee, an executive committee member fails to discharge his or her duties or acts to the detriment of the Association, that member may be removed from the position by a two-thirds majority decision in a duly called executive committee meeting. The aggrieved party, however, may appeal the decision to the general body.

Sec. 8. (a) The Executive Committee shall fill all vacancies in the committee including those of officers (except the President-elect).

(b) Should a vacancy arise in the position of the President-elect, it shall be filled by election at a duly called general body meeting of the Association.

Sec. 9. The Executive Committee shall transact all business including:

- (a) Approval of the program for the year;
- (b) Submission of the budget to the general body;
- (c) Selection of depository for Association funds;
- (d) Provision of an annual audit of accounts;
- (e) Smooth running of the Association.

Sec. 10. The duties of the President shall include among others:

- (a) Preside over all the general body and executive committee meetings;
- (b) Serve as spokesperson for the Association,
- (c) Coordinate work of the standing committees and ad hoc committees and receive reports of the respective committees.

Sec. 11. The duties of the Vice-president shall be:

- (a) Assist the president in his/her duties;
- (b) Perform the duties of the president in his/her absence; and
- (c) Advise and assist standing committees, subcommittees and ad hoc committees.

Sec. 12. The duties of the secretary shall be:

- (a) Convene the general body at the request of the executive committee;
- (b) Record the minutes of the meetings;
- (c) Help the president in coordinating the activities of the various committees;
- (d) Keep an official roster containing the addresses and telephone numbers of all the members.

Sec. 13. The duties of the Treasurer shall be:

- (a) Collect and disburse the operating funds as

directed by the executive committee;

- (b) Maintain a complete record of all income and expense of the Association and to make the records available to members upon request;
- (c) Submit the annual financial statements to the general membership;
- (d) Secure checks issued in the name of the Association countersigned jointly by the treasurer and president or secretary.

Sec. 14. The duties of the President-elect shall be:

- (a) Assist the President in the performance of his/her responsibilities in such a manner and to such extent as the president may request;
- (b) Perform such further duties as may be designed by the executive committee; and
- (c) Assume the presidency of the Association on the first day of the year for which he/she was duly elected.

Sec 15.

- (a) The Association shall not borrow or pledge its credit without the written consent of 2/3 (two-thirds) of the membership. This provision will not be applicable to any decision taken under Section 15(b).
- (b) Any decision taken by the executive committee to participate in any special project or program which may require an expenditure of \$2000.00 or more should be approved by a simple majority of those present and voting at a duly called general body meeting within 15 working days of the executive committee's action.

Sec 16. Individual members of the Association shall not be liable for any legal action taken against the Association.

Sec 17.

- (a) The executive committee shall meet quarterly and at such other times as it deems necessary. Notice shall be given to all members at least seven days prior to the date of the meeting, in writing, by telephone or by other electronic media.
- (b) Any emergency decision of the executive committee shall be taken by receiving their opinion through any medium of communication by the president after determination by the majority of the office bearers that an emergency situation has arisen and that it is impossible to convene a regular executive committee meeting. The executive committee shall keep a record of the deliberations. The decision shall be ratified in the following executive committee meeting.

Sec 18. Any member may attend any executive committee meeting and express views; however, only executive committee members may vote at these meetings.

Sec 19. Nine members of the executive committee shall constitute a quorum. Proxy arrangements shall not be used for the purpose of constituting a quorum of the executive committee.

Sec 20. In any situation requiring the attention of the general body and where there is insufficient time to convene the same, the executive committee shall act on behalf of the general body, provided the decision is approved by two-thirds of the membership of the entire committee, notwithstanding Sec. 19 of this article V. Such action shall have the concurrence of the general body at its next scheduled meeting.

Sec 21. All inventories of properties and documents including correspondence, publications and accounts relating to the Association activities belong to the Association. All documents that are properties of the Association, including an audited account, shall be delivered to the newly elected officers by their counterparts no later than January 31 of the New Year. A verified and appropriately signed itemized list of documents transferred shall form part of the documents.

## Article VI. Committees.

### Sec. 1.

- (a) There shall be twelve standing committees:
  - (i) Membership committee;
  - (ii) Finance committee;
  - (iii) Entertainment and cultural affairs committee;
  - (iv) Long range planning committee;
  - (v) Editorial board;
  - (vi) Public relations committee;
  - (vii) Literary services committee;
  - (viii) Youth liaison and sports committee; and
  - (ix) Social services and special events committee.
  - (x) Web Site maintenance committee.
  - (xi) Women's club.
  - (xii) Pioneer's club.
  
- (b) The functions of these committees, except for the Long Range Planning Committee, shall be outlined by the executive committee.

- (c) The long range planning committee mentioned in section (a) shall be constituted as follows:
  - (i) The committee shall have seven members, consisting of the President of the Association, and six other members elected by the general body, at least two from among the ex-presidents.
  - (ii) The term of office of each member shall be three years with one-third members replaced (by lot if needed) every year, beginning in January 1991. The general body may re-elect any member of the committee for subsequent terms.
  - (iii) The members of the committee shall be elected by the general body of the Association at the annual General Election; any vacancy created by resignation or otherwise shall be filled by a duly called general body meeting of the Association.
  - (iv) The chairman of the Committee shall be elected by its members.
  - (v) The functions of the Committee shall be:
    1. Initiate goals and plans for the future of the Association.
    2. Raise funds for the achievement of the above goals and plans, and act as trustee for the funds.
    3. Raise/solicit Scholarship funds for the Association and advise the Association on the disbursement of scholarships.
    4. Make annual recommendations to the Association for raising funds and implementation of the plans. The funds shall be managed by the executive committee in consultation with the chairperson of the long range planning committee. Any disbursement of the trust funds should have the prior approval of the general body of the Association, with two-thirds of the members present voting.
- (d) The standing committees may appoint subcommittees if needed.
- (e) The entertainment and cultural affairs committee mentioned in section (a) shall have three chairpersons.

Sec. 2. The executive committee may appoint ad hoc committees as it may deem necessary to perform specific tasks.

Sec. 3. An executive committee meeting shall be called within two weeks if any five members of the committee shall request in writing to the President stating reasons for such meeting.

Sec. 4. The President shall be an ex officio member of all committees except the Nominating Committee and the election committee.

Article VII. General body meetings.

Sec. 1. The Executive Committee shall arrange at least two general body meetings a year. The annual meeting of the Association shall be held in December, at which time elections shall be conducted and results shall be announced. At least 15 days' notice shall be given for a general body meeting.

Sec. 2. A general body meeting of the Association shall be called if twenty-five voting members of the Association request such a meeting in writing to the executive committee, and such meeting shall be convened no later than four weeks from the time the request is received.

Article VIII. Restricted Funds.

The Association may maintain RESTRICTED FUNDS.

(a) Life Membership Fund.

The life membership fees collected shall be deposited in a restricted fund. Only the interest and dividend income from this fund may be used by the executive committee for administrative expenses.

(b) Special Funds.

The Association may create and maintain SPECIAL FUNDS. Deposits to and withdrawal from the funds shall be made only with the approval of the general body of the Association.

Article IX. Rules of Order.

Robert's Rules of Order (newly revised) shall govern all applicable cases in which they are not in open conflict with Articles of the Constitution of the Association.

Article X. Official Language

Malayalam and English shall be the official languages of the Association.

## Article XI. Amendments to the Constitution.

This constitution may be amended at any general body meeting of the Association by a two-thirds vote of the membership present and voting, or a plurality vote of the membership of the Association, whichever is less, provided notice of any proposed amendment shall be given at least thirty (30) days prior to the meeting at which the amendment is voted upon.

## Article XII. Effective Dates of Constitution Amendments.

This constitution shall take effect on May 9, 1976.

Approved at the general body meeting on May 9, 1976

Amended at the general body meeting on October 31, 1982

Amended at the general body meeting on December 19, 1987

Amended at the general body meeting on October 25, 1997

Amended at the general body meeting on December 2, 2007

Amended at the general body meeting on December 5, 2010

Amended at the general body meeting on October 6, 2012 [Added (1) Article VI. Committees, Sec. 1, (e) and (2) entire Article XIII]

## Article X111 Board of Advisors

### Sec 1 Membership and Tenure

- a) The Board of Advisors shall consist of 4 members, each with a two year term. .
- b) Each year, half of the board of the Advisors will "retire by rotation" - vacate their positions - leaving them open for new membership. In the first year after the constitution amendment that incorporated the Board of Advisors, two members of the board will be selected for a one year term and two for a two year term. At the end of this year, the 2 retiring members will be replaced and from then on all the members will have a two year term.
- c) Any individual can come back to serve on the Board of Advisors after a gap of two years.
- d) The President shall be the exofficio Chairman of the Board of Advisors.
- e) The incoming members of the board shall be selected by the incoming President, proposed by the incoming Executive committee and ratified by the general body before the beginning of the New Year.

### Sec 2 Functions

- a) The role of the Board of Advisors shall be strictly limited to advisory in nature without any executive power.
- b) The members of the Board of Advisors shall individually and collectively provide wise advice and counsel to the Executive Committee on a regular basis on matters related to
  - a. Planning, fund-raising, and community relations

- b. Enabling the organization to achieve its goals and protect public interest
- c. Determining which programs are consistent with the organization's mission and monitor their effectiveness
- d. Ensuring legal and ethical integrity.
- e. Enhancing the organization's public standing.
- f. Other responsibilities as directed by the Executive Committee.

### Sec 3 Meetings

- a) As the Chairman of the Board of Advisors, the president shall call meetings of the Board of Advisors, as and when required.

### Sec 3 Removals and Resignation

- a) If, in the judgement of the executive committee, a member of the Board of Advisors fails to discharge his or her duties or acts to the detriment of the Association, that member may be removed from the position by a two-thirds majority decision in a duly called executive committee meeting. The aggrieved party, however, may appeal the decision to the general body.
- b) A member of the Board of Advisors can choose to resign at any time and the Executive Committee shall have the authority to fill all vacancies in the Board of Advisors.

## **BY-LAWS**

### **PRIVILEGES OF LIFE MEMBERS.**

In cultural and entertainment activities organized by the Association where admission is restricted by tickets, the life members are entitled to the uppermost class of seating with purchase of the lowest class of tickets.

Enacted in 1993

### **THE EMERGENCY FUND.**

The Association maintains an emergency fund. The objective of the fund is to extend financial and other support to Keralites in emergency situations.

#### **Definition of Emergency:**

Emergency includes death, accident or any other crisis situation as determined by the committee administering emergency fund payments.

#### **Eligibility Conditions:**

Primary beneficiaries of the fund are current members of the Association. Secondary beneficiaries are individuals eligible to become members according to the constitution of the Association.

#### **Administration of the Fund:**

The emergency fund shall be administered by a committee made up of the current office bearers of the Association.

Enacted in 1994; revised on October 25, 1997.

## **MEMBERSHIP BENEFITS**

To be eligible to avail the KAGW membership discount benefits, the membership should be active for least thirty days from the date of the said event.

Amended at the general body meeting on February 20, 2016

## **MEMBERSHIP FEES**

Increase annual membership fee \$25 for family and \$20 individual.

Amended at the general body meeting on 2014.

#### LIFE MEMBERSHIP IN THE EVENT OF SEPARATION

In the event of life members who have undergone divorce or separation, both spouses can contact KAGW membership to update their status. Both spouses will continue to hold all life membership privileges.

Amended at the general body meeting on October 22, 2016.