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Madhya Pradesh Association of Atlanta (MPATL) By Laws

Version	Revision Date	Revised By	Role	Remarks
1.0.0	1/25/2023	GAC	Founders	Initial Draft
1.0.1	12/26/2023	GAC	Founders	Draft

ARTICLE I. NAME AND PURPOSE

Section 1 Name

The organization will bear the name " Madhya Pradesh Association of Atlanta " and will be duly incorporated in accordance with the statutes of the State of Georgia. Additionally, it may occasionally be referenced by the acronym MPATL. The individuals involved in its establishment are recognized as Founding Members.

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Section 2 Purpose

The organization is duly established as a nonprofit entity exclusively for charitable purposes, specifically aimed at promoting cultural activities within the community of Madhya Pradesh state (India) residing in the Atlanta Metropolitan Area. Its core mission revolves around preserving and fostering cultural heritage and connections within this community. The organization's activities are structured to organize and facilitate community gatherings, celebrations, and events, all designed to promote unity and cultural exchange among its members, aligning with its nonprofit and charitable objectives.

To further its nonprofit and charitable goals, the organization is committed to planning and executing community reunions and celebratory events. These endeavors are crafted to strengthen unity and foster cultural exchange among the individuals within its community, in accordance with its mission to uphold cultural heritage and foster greater cohesion within the community.

Section 3 Non-Discrimination Policy

MPATL Organization embraces the principles set forth in Title VI of the Civil Rights Act of 1964, Section 504 of the Rehabilitation Act of 1973, and the Age Discrimination Act of 1975. It welcomes volunteers and executive committee members without any form of bias or discrimination, ensuring fair and equal opportunities irrespective of age, gender, sexual orientation, disability, ethnic identity, religion, or creed.

ARTICLE II. Governance and Advisory Committee

The Founding Members will also function as the core default members of Governance and Advisory Committee (GAC), overseeing the organization's development. The Governance and Advisory Committee (GAC), though not involved in the daily operations, holds the authority to oversee and guide the organization's broader governance. GAC also possesses the power to terminate the Executive Committee through a formal voting process within GAC in cases of misconduct including financial, harassment, behavioral, social, cultural or breaches of established guidelines. Their role primarily focuses on providing advisory support, ensuring adherence to policies, and taking disciplinary action when necessary.

That structure for the Governance and Advisory Committee (GAC) seems quite comprehensive! Essentially, it outlines the following:

- **Committee Composition:** The GAC comprises a minimum of three and a maximum of 7 members to function. Founding Members are automatic GAC members, except when they are concurrently part of the Executive Committee (EC).
- **Exclusivity:** If a member serves in the EC, they cannot simultaneously hold a position within the GAC for that duration to prevent overlapping roles.
- **Vacancies or Resignations:** Should a Founding Member resign or choose not to be a part of the GAC; the vacancy will be filled by an existing EC member who has served for at least six months and hasn't been terminated from their position. This process ensures consistency and retains experienced individuals within the GAC.
- GAC can nominate additional (maximum 1) non founding GAC member through consensus.

This structure maintains a balance between Founding Members and EC members within the GAC, allowing for continuity and retaining experience within the committee's framework.

ARTICLE III. Eligibility to Apply and Vote for Executive Committee

Individuals actively engaged in volunteering and participating in scheduled MPATL events are eligible to apply and cast their votes for the Executive Committee. The Committee will release a roster of eligible voters prior to the election. During the voting process, only one vote per family will be considered.

Eligibility to Vote:

- Individuals need to be actively engaged in volunteering and have participated in at least two scheduled MPATL events to be eligible to vote.
- The Committee will release a list of eligible voters before the election, likely based on these criteria.

Voting Limit:

- Only one vote per family will be considered during the voting process. This means that even if multiple family members are eligible to vote, the family unit will only get one vote.

Nomination for Executive Committee:

- Those who meet the minimum criteria (participation in at least two events) are eligible not only to vote but also to nominate themselves for the Election Committee.
- Nominated individuals need to follow the guidelines of the Election Process document drafted by GAC.

ARTICLE IV. Executive Committee aka EC or Board of Directors

Section 1 Powers and Duties of the Executive Committee

The Executive Committee is entrusted with the management of the nonprofit organization and its affairs, holding the authority to exercise and delegate all organizational powers within the parameters set by statute, the organization's Articles of Incorporation, and these Bylaws. The Executive Committee's responsibilities encompass establishing corporate and administrative policies, setting operational goals and objectives, prioritizing comprehensive corporate planning, authorizing agreements and contracts, adopting budgets, endorsing committee appointments, dismissing executive committee members, sanctioning meetings, reviewing committee reports, and determining necessary actions. Additionally, committee members are expected to actively engage in community outreach, procure gifts, and contribute to event and campaign planning efforts.

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Section 2 Number of Directors and Compensation

The Executive Committee (EC) shall consist of a minimum of five and a maximum of six members. Board members shall not receive any compensation for their services, except for reimbursement of expenses incurred during their duties.

Section 3 Term

The members of the Executive Committee (EC) shall be elected to serve one-year terms and may stand for election for a maximum of two consecutive terms. After a one-year absence from the board, former EC members become eligible for re-nomination to serve on the board.

Section 4 Elections

MPATL group eligible individuals (non-Executive Committee members) are entitled to self-nominate for each vacant position on the Executive Committee by November annually. The election of new EC members will be conducted through email or online voting, necessitating a majority vote from eligible MPATL individuals. Successfully elected EC members will commence their term on the first day of the subsequent fiscal year.

Section 5 Quorum

A quorum for the EC Board of Directors shall be constituted by a simple majority, which is defined as 51% of the total number of Board members. The presence of this quorum is mandatory to conduct official business during Board meetings.

Section 6 Meetings

Regular meetings of the Executive Committee will convene as scheduled by the Board. Special meetings of the Committee can be arranged at any time upon receipt of a twenty-four (24) hour notice, either orally or in writing, issued by the President, Secretary, Treasurer, or by three other members of the Board of Directors.

Section 7 Notice of Meetings

Written notice on any IM platform stating the place, date and hour of any regular meeting of the Executive committee shall be delivered electronically to each Director with a minimum of 5 days' notice.

Section 8 Electronic Meetings

Members of the Executive Committee (EC) or any subcommittee appointed by the EC Board have the option to participate in Board or committee meetings through conference telephone or similar communication equipment. This method allows all participants to communicate effectively during the meeting. Attendance through this means shall be regarded as presence at the meeting for all intents and purposes.

Section 9 Resignations, Termination and Absences

A resignation from the EC must be submitted in writing and received by either the President or the Secretary. EC Board members are permitted to be excused from attendance by notifying the President before the scheduled meeting. However, if a member exceeds 3 unexcused absences from board meetings within a year, they shall be subject to termination from the EC board. In addition, a board member may be removed for other reasons through a three-fourths vote by the remaining directors.

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Section 10 Vacancies

Vacancies occurring on the EC Board of Directors may be filled at any time by appointment of the President with approval of two-thirds vote of the Board of Directors. The appointment will be for the unexpired term of the position. Fulfillment of appointed partial terms shall not count toward a director's term; appointed directors may serve additional full terms subject to term limitations addressed in Section 3.

ARTICLE V. OFFICERS

Section 1 General

The Officers of this Corporation shall be President, Cultural Director, Secretary, Public Relation & IT officer and Treasurer.

Each Officer of this Corporation shall be a member of the EC Board of Directors.

Section 2 Election and Terms of Office

All officers shall be elected for a one (1) year term with no more than two (2) consecutive one-year terms in the same office. No one person may hold more than one office at the same time.

Section 3 Resignation and Removal

Whenever the EC Board of Directors deems it in the organization's best interests, an officer may be removed from their position by a two-thirds affirmative vote of the Executive Committee, which constitutes at least 4 out of 5 members. Additionally, any officer holds the right to resign at any given time by submitting a written resignation to the President or the Secretary.

Section 4 Vacancies

In the event of a vacancy in an Officer's position, the following interim arrangements will be observed until the next annual election:

1. President: If vacant, the General Secretary will assume the responsibilities of the President.
2. If both the President and General Secretary positions are vacant, the Treasurer will perform the duties of the President until new appointments are made by the executive committee.
3. For all other vacancies, the Executive Committee will elect replacements.

Section 5 Duties and Responsibilities of Officers

The Officers shall possess such powers and perform such duties as shall be determined by the EC Board of Directors. All EC Board members should be Legal Resident of United States.

a. The President of the executive committee shall:

- Be appointed through the election process.
- Preside over all meetings of the membership and the Executive Committee.
- Fulfill other responsibilities customary to the Office of President, as discussed by the executive Board.
- Serve as an ex officio non-voting member of all committees.

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b. The Cultural Director

- Perform such duties related to all cultural events including Program Registration.
- Be appointed through the election Process.
- Audio Registration ensuring participants are members of organization.
- Stage decoration and Photo booths if any
- Games Planning if any.

c. The IT Director: shall

- Be appointed through the election Process.
- Be charged with the responsibility of operating Website, email of the organization, Drafting Event banners, maintaining Social Media updates.
- Other IT Requirements and other administrative work as directed by President.

d. The General Secretary shall:

- Be appointed through the election Process.
- Also oversee Sports events for the Organization
- Oversee notice and maintenance of the minutes of the meetings the EC Board of Directors, and the Executive Committee; and
- Perform other duties customary to the Office of the Secretary, and as may be required by the EC Board of Directors or the President of the Board.
- Ensuring proper documentation, filing, and safekeeping of organizational records and important documents.

- Providing administrative support to the leadership team, assisting in decision-making processes, and executing directives from higher authorities.
- Food and other administrative arrangement with president for the events.

e. The Treasurer shall:

- Be appointed through the election Process.
- Managing and overseeing the organization's finances, including budgets and financial statements.
- Developing annual budgets and tracking expenses.
- Presenting financial reports to the GAC and EC Board and ensuring compliance with financial regulations.
- Managing the organization's bank accounts and overseeing transactions.
- Ensuring compliance with financial regulations and tax laws related to the organization's tax-exempt status.
- Disburse the funds of MPATL as ordered by the EC Board.
- Supervise the keeping and auditing of the accounts which shall always be open to inspection by the GAC and the Executive Committee
- Ensuring Ticketing and registration during the event.
- Work closely with EC Board for obtaining Sponsorship for the event and for the organization.

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f. The Public relation officer shall:

- Be appointed through the election Process.
- Responsible for expanding MPATL outreach.
- Creating compelling and newsworthy press releases to announce organizational news, events, or initiatives.
- Developing and disseminating communication materials such as newsletters, brochures, or website content to convey the organization's messages effectively.
- Overseeing the organization's social media presence, engaging with the audience, and managing online reputation.
- Coordinating with external organization.
- Organizing publication across multiple magazines.
- Work closely with EC Board for obtaining Sponsorship for the event and for the organization.

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ARTICLE VI. COMMITTEES

Section 1 Committee formation

The executive committee may create sub committees as needed. The director of the executive committee

will be responsible for communication and addressing any tasks in subcommittees. President and other board member will only be responsible for communicating with director (e.g., IT, cultural).

Section 2 Executive Committee

The Executive Committee functions as the custodian of the nonprofit for the year. They possess all powers and authority to manage the organization, excluding the ability to amend the articles of incorporation and bylaws, which require a different process. Essentially, the Executive Committee is responsible for the overall operation and management of MAPTL within defined limitations.

Changes in the Bylaws will take effect in the following year. The President must collaborate with the Treasurer to ensure that tax documents are filed; failure to do so risks the loss of MPATL's nonprofit status. Both the President and Treasurer share equal responsibility in this matter, holding joint accountability for the organization's tax compliance and nonprofit status.

ARTICLE VII. EXECUTION OF DOCUMENTS

Section 1 Documents, Obligations and Disbursements

Policies regarding Bylaws and Roles and responsibilities are set forth on the Websites and Google Drive which shall be reviewed on an annual basis by the board if required. **Any changes made to document will be applicable from Next Fiscal Year.**

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ARTICLE VIII. PARLIAMENTARY AUTHORITY

Section 1 Fiscal Year

The designated fiscal year of this corporation shall be January 1st to December 31st.

Section 2 Parliamentary Authority

The most recent edition of *Robert's Rules of Order* shall serve as the Parliamentary Authority for the organization.

ARTICLE IX. INDEMNIFICATION

Section 1 General

Unless expressly prohibited by law, the MAPTL shall fully indemnify any person made, or threatened to be made, a party to an action, suit or proceeding (whether civil, criminal, administrative or investigative) by reason of the fact that such person, or such person's testator or in testate, is or was a GAC member, EC member, or Volunteer of the MAPTL, against all expenses (including attorneys' fees), judgments, fines and amounts paid or to be paid in settlement incurred in connection with such action, suit or proceeding.

Section 2 Limitation of Liability

GAC, Executive directors and other persons who perform services for the corporation and who do not receive compensation other than reimbursement of expenses ("volunteers") shall be immune from civil liability.

ARTICLE X. AMENDMENTS

Section 1. Amendments

The GAC shall review the Bylaws annually. To amend the Bylaws, notice of the proposed amendment shall be delivered personally, electronically or by mail to each member of the GAC committee at least one week prior to the time of the vote on the proposed amendment. The Bylaws shall be amended by a 2/3 vote of the GAC Board. **Amended bylaws will be applicable from next year.**

Above Bylaws are still under review by GAC and subject to change.

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