

February 10, 2007

Dear ICC Members:

I want to congratulate all the ICC members. It has been a great accomplishment for the Constitution Subcommittee to produce a consensus constitution document and get it approved by the members in the AGM with minor changes as follows.





I attach herewith the final copy of the Constitution and By-Laws of ICC approved in the Annual General Meeting (AGM) held in January 28, 2007 with the following changes incorporated in the final draft sent to all members for approval.

1. In Item 2, Section V (Executive Committee), the EC shall consist of the nine elected members as follows: President, Vice President, Treasurer, General Secretary, Social Secretary, Cultural Secretary, Recreational Secretary and Communications Secretary and one member-at-large (in stead of four elected positions such as President, Vice President, Treasurer and General Secretary, and five members-at-large).
2. In item 4, Section V, the President can veto on one occasion per fiscal year (in stead of two per fiscal year).
3. in item 2a, Section XIII (BY-LAWS), the membership fee is \$50.00 per family year and \$25.00 per person per year respectively (in stead of \$40.00 per family year and \$20.00 per person per year respectively).

Sincerely yours,

Dilip Guha

Constitution Review Committee:

<u>Name</u>	<u>Signature</u>	<u>Date</u>
Dilip Guha		3/4/07
Rupak Raha		3/4/07
Bikas Chatterjee	(NOT CONSENTED) (A)	
Amal De		3/4/07
Nirmal Kundu		3/4/07

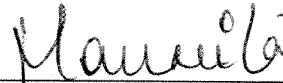
This Constitution, consisting of twelve pages including this page, initialed on each page by the Constitution Review Committee, was accepted and approved by the General Members of Indian Community Center on _____.

Signed by:



(Name)
President
Tapan Ray

Date 3/4/07




(Name)
General Secretary
Moumita Bajpai

Date 3/4/07

(A)

NEED ADDITIONAL MODIFICATION.
(SEE COPY OF THE E-MAIL ADDRESSED
TO DILIP GUHA DATED APRIL 2,
2007). [ATTACHED].



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INDIAN COMMUNITY CENTER CONSTITUTION

I. NAME

The name of the organization shall be “The Indian Community Center of Garden State”, hereinafter referred to as ICC.

II. OBJECTIVES

1. The ICC is a non-profit, religious, social, cultural, educational, charitable and non-political organization.
2. The major objective of the organization is to foster cultural, social, educational and religious traditions of the Indian community residing in the state of New Jersey.
3. The intention of the ICC is to organize and celebrate the major religious functions including cultural events and arrange social activities from time to time to serve the community.

III. MEMBERSHIP

1. The membership of the organization is open to all who is at least eighteen years old, subscribes to the objectives of the organization and shall abide by the Constitution and by-laws of the organization, and pays a non-refundable annual membership or Life-membership fee. Membership year must be the same as the fiscal year.
2. A member can be terminated from the membership for not abiding by the constitution or By-laws of the organization as specified in By-Laws.
3. Membership Category:
 - A. General Member: An individual of at least eighteen years old and paying annual membership fee annually on or before a specified date as defined in By-Laws.
 - B. Life Member: an individual who pays a one time membership fee for the whole life, Membership fee is specified in By-Laws.
 - C. Junior Member: A youngster below the age of eighteen and is sponsored by their parent or a consenting General Member or Life Member.

4. The family members i.e. the spouse and all the children below the age of eighteen (18) of a General or Life member automatically become members. However, as soon as a child becomes eighteen (18) i.e. adult, he/she becomes no longer a member and has to pay dues separately to become a member.

IV. VOTING RIGHTS & PRINCIPLES

1. Only the General Member and the Life Member have the voting right. The spouse of a General or Life member also has the voting right. But their children below the age of eighteen (18) do not have voting right and children of age 18 or above being adult also do not have voting right unless they become member themselves.
2. Junior Member shall not have voting right.
3. The new member will be eligible for voting right after sixty (60) days into membership.
4. Voting for the election of a personnel including Executive Committee members shall be done by secret ballot following the procedures described in the By-Laws. On the other hand, voting for issues/matters shall be done by open ballot (voice vote).

V. EXECUTIVE COMMITTEE

1. The management and the administration shall be vested in a body hereafter called the Executive Committee, hereinafter referred to as EC. All decisions made by the EC have to be approved by the simple majority of the EC members.
2. The EC shall consist of the nine elected members as follows: President, Vice President, Treasurer, General Secretary, Social Secretary, Cultural Secretary, Recreational Secretary and Communications Secretary and one member-at-large.
3. Members of the EC shall be elected for a term of two years by membership at large. If the position of any EC member becomes vacant by reason of resignation, sickness or otherwise, the remaining members shall appoint a successor from the elected members-at-large for the rest of the term until the next election. If the total number of EC members becomes less than five (lack of quorum) as a result of having not enough members-at-large to fill up the vacant positions, the EC shall be dissolved and a special General Meeting has to be called to elect the new EC for the remaining time up to next General Meeting in January plus two (2) years.

4. The President shall be the head and responsible for overall management and administration of the organization for the best interest of the community; coordinate all activities of the organization in consultation with all EC Members. Though the President is the head of EC, all decisions he/she makes have to be approved by the simple majority of the EC members. However, if the President's decision is not approved by the simple majority vote of the EC members, the President has the "Veto Power" to bring the issue back to the EC for second or final time to reconsider the matter at which point the President's decision can only be disapproved by two-third (2/3) majority vote of the EC members. Otherwise, President's decision upholds. However, the President can veto on maximum one occasion in a fiscal year.
5. The Vice-President shall assist the President in performing his/her duties. In the absence of the President, the vice-President shall act as President. The Vice-President shall perform such duties as necessary from time to time to be assigned or delegated to him/her by the EC.
6. The General Secretary's main responsibility is to act as the custodian of the organization's records except such as are specifically assigned to others. This includes all correspondence between the committee and members. The respective secretaries shall be primarily responsible for organizing the activities associated with the position such as religious, cultural or social events in coordination with the General Secretary.
7. The Treasurer shall be responsible for maintaining the accounting of the Organization. He/she shall be responsible for the maintenance of adequate books of account for the Organization and keep full and accurate accounts of the receipts and disbursements in the books belonging to the organization and shall deposit all monies in the name and to the credit of the organization. The Treasurer shall receive and disburse the funds of the organization as authorized by the EC. He/she shall issue audited income and expense statements and balance sheets in the Annual General Meeting. He shall produce all records necessary for internal Audit by the Auditor. He shall be responsible for filing the annual income tax returns in time to the Internal Revenue Service to maintain the tax-exempt status for the Organization.
8. Social Secretary shall arrange the meals and refreshments to be served in all the events and organize the procurement, preparations and distribution.
9. Cultural Secretary shall organize cultural programs for Durga Puja, Saraswati Puja, and other special programs which may be decided by the EC from time to time.

10. Recreational Secretary shall organize recreational activities like picnic, Camping, Trips and other similar activities which may be decided by the EC from time to time.
11. Communications Secretary shall act as a public relation officer i.e. interact with the community, the general members, updates the membership list and the mailing list of donors/patrons, prepares puja brochure, invitation cards/hand outs and arranges to mail them for all major events.
12. Members-at-large shall perform duties for various activities from time to time as assigned by the President and the EC.

VI. AUDITOR

An Auditor (accountant) elected by the General members at the annual General Meeting shall not be a part of the EC and, as an independent body, shall audit the books from time to time of the organization including the annual account at the end of the year.

VII. SUBCOMMITTEE

Functional Subcommittees such as cultural, social etc. may be formed for carrying major functions in any big event such as Durga-Puja etc. The subcommittees shall be formed by the respective secretary and approved by the EC. The EC shall specify the length of the term of the subcommittee at the time of its formation and, if not specified, will expire simultaneously with the termination of the event.

The respective secretary shall be the head of the corresponding functional Subcommittee. The President and the General Secretary shall be the ex-officio member of all functional Subcommittees.

VIII. FISCAL YEAR

January 1 through December 31 of each year shall be considered as the fiscal year. The incoming EC shall assume its responsibilities starting January 1 of the year following the election.

IX. REGISTERED OFFICE

The organization shall hold a registered office in New Jersey as specified in By-laws.

X. MEETINGS

1. The EC shall be responsible for holding one general membership meeting, called Annual General meeting, in each fiscal year during the month of November but no later than end of December for election year or no later than

Saraswati Puja for non-election year. Written notice of the annual general meeting together with the place, date and copy of the agenda shall be sent by the General Secretary to each members of ICC preferably 30 days or at least 20 days prior to the date of the meeting or in time as specified in By-Laws.

2. Special General Meeting may be called by the minimum of two-third of the EC members at any time in case of emergency or upon a written request from the minimum of one-third of the eligible voting members. The General Secretary shall give written notice of the Special General Meeting together with the purpose of the meeting to each member preferably 30 days or at least 20 days prior to the date of the meeting or in time as specified in the By-Laws.
3. A minimum of one-third (33%) of the voting members shall constitute the quorum of the Annual or Special General Meeting. If the quorum is not met first time because of lack of quorum (33%), a minimum of one-fourth (25%) of the voting members shall constitute the quorum at any later General Meeting. Absentee and Proxy voter who could not attend the meeting for some reason, shall be allowed to cast his or her vote and, therefore, be part of the quorum for the Annual or Special General Meeting. Quorum for EC meeting shall be met when five of the committee members are present.

XI. ACCOUNTS

The organization shall maintain an account with any chartered bank of New Jersey approved by the EC. The treasurer shall be responsible for maintaining and disbursement of the accounts. The treasurer shall not take any independent financial decision. The EC shall take final decision about the financial or regulatory matters as per guideline set forth in By-Laws.

XII. AMENDMENTS

1. Any proposed amendment to the Constitution and Bylaws shall be submitted to the General Secretary supported by a petition signed by at least one-third of the voting members.
2. The proposed amendment shall be notified in writing to the General Members preferably 30 days or at least 20 days prior to the scheduled deadline for voting on the amendments in Annual or Special General Meeting.
3. A two-thirds (2/3) majority cast vote on such proposed amendment shall be required in order to make the said amendment effective.

XIII. BY-LAWS

1. The EC is by and large responsible for all day-to-day events of the organization.

- a. The President and General Secretary can be elected for the position for two consecutive terms (continuously for four years).
- b. Either one of the spouses can only become member of the EC. Similarly, either one of the spouses can only become member of a particular subcommittee
- c. President and General Secretary are always ex-officio members of any subcommittee formed by the EC.
- d. Any member can attend any EC or Subcommittee meeting except in the meetings which are considered confidential (not open to the general members) by the EC or Subcommittee. However, the member can not participate in any proceeding of the meeting including voting.
- e. The number of EC which consists of nine (9) members at present, can only be changed by the general members at the Annual General Meeting by two-thirds (2/3) majority vote.
- f. To be elected in the EC, one must be member for at least six-month in good faith prior to election. To be nominated for President or Vice-President, the nominee must complete one term (2 years) in the EC.
- g. The Committee member(s) shall perform duties as assigned by the EC and can be removed from the EC for negligence of duties by the general members in a special or annual general meeting by the two-thirds (2/3) votes of the general members. The intention to remove a committee member must be initiated by 50% of the voting members and written notice of the intention shall be provided preferably thirty (30) days or at least twenty (20) days prior to the meeting date.
- h. A general member can be terminated from the membership for not abiding the constitution and By-laws by the general members in a special or annual general meeting by the two-thirds votes of the general members. The intention to remove a general member must be initiated by 50% of the voting members and written notice of the intention shall be provided preferably thirty (30) days or at least twenty (20) days prior to the meeting date.
- i. Any issue/event/matter considered by the EC to be larger issues after evaluation shall be handled by the General Body members only However, the following issues are currently only under the jurisdiction of General Body Members:

1. The Cessation of the DurgaPuja-Laksmipuja, Saraswatipuja, Annual Picnic, Yearly General Meeting, Biennial General Election, and change of yearly membership dues.
2. The membership is open to all. All signed applications for membership shall be referred to the EC for processing. Approval shall not be unreasonably withheld.
Members:
 - a. The general membership fee is \$50.00 per family per year and the life membership is \$500.00 dollars per family for the whole life. A family is defined as an adult couple and their children under age eighteen, who are entitled to all benefits and rights of a member including voting rights for the adult couples. For singles, the fee is \$25 dollars per person per year or \$300.00 dollars per person for the whole life.
 - b. Active members who have paid membership fees at least sixty (60) days prior to voting are only eligible to vote.
 - c. The membership fee may be modified which must be approved by the two-third (2/3) majority vote by General Members at the Annual General Meeting.
3. The Treasurer will form a budget and submit for approval and shall limit all expenditure within approved budget.
 - a. Budget of all events should be individually balanced and self-sustained.
 - b. At minimum, the cost of yearly picnic and the AGM shall be covered from the yearly subscription of the members. No additional contribution shall be taken for these two events
 - c. Any event (except Durga-puja and Swaraswati-puja) with estimated budget of more than \$5,000.00 must be approved by two-thirds (2/3) majority voting within the general body members.
 - d. Any spending or disbursement of ICC Puja Fund or any big event must be approved by two-thirds (2/3) majority voting within general body members.
 - e. For Larger events like Durga-Puja or any big event, the EC shall decide whether and what functional subcommittees, if any, to form to run events efficiently and effectively.
4. The registered office address of the organization shall normally be the home address of the current Treasurer of ICC, unless the change of address of the

organization is decided by the general members at the Annual General Meeting. The appropriate department of New Jersey State shall be promptly notified of any changes of address.

5. The EC will be elected by the procedure described in this paragraph. An Election Subcommittee selected by the President and the EC shall be responsible for conducting election to conduct a free and fair election. The following procedure will be followed in conducting election:

- a. The Election Subcommittee shall prepare a list of members eligible to vote and contact them by mail for nomination at least thirty (30) days prior to general meeting and election.
- b. Nominations shall be received by the Election Subcommittee at least one week before the election to prepare the list of candidates for all positions. If the nominations are not received one week before the election, they will be accepted at the floor on the day of the election.
- c. Ballot papers with the names of the nominated candidates for each position will be distributed to the voting members at the voting place on the day of election and voting will be done in secret.
- d. There will be no campaigning on the day of voting. However, the candidates shall be given the opportunity to talk about his or her candidacy for maximum five (5) minutes at the floor on the day of the meeting.
- e. The Election Subcommittee shall count all the ballot papers at the voting place on the same day after all the voting members cast their vote and certify the election results. The absentee votes and the proxy votes shall be included in the total count. The absentee voter who can not attend the meeting for some reason, shall cast his or her vote by regular mail or via e-mail latest by the date of election to the Election Subcommittee. Similarly, the proxy voter who can not attend the meeting for some reason, shall assign a person by regular mail or via e-mail latest by the date of election to the Election Subcommittee to represent him/her in casting his/her vote.
- f. In case of a tie vote for any position, the re-election shall be conducted on the same day for that position only.
- g. No considerations of further voting are permitted directly or indirectly once the voting event is over.
- h. For any kind of voting event, absentee votes and proxy votes may be permitted. In this case, the Election Subcommittee presents a fair procedure for conducting absentee votes, which has to be approved by the EC.

- i. In any controversy arises because of interpretation of constitution and By-laws by the Election Subcommittee, the EC will step in and undertake appropriate actions to resolve the situation.
6. All checks of amount less than \$500 dollars and withdrawal slips shall bear the signature of the Treasurer or the President (or Vice-President if the President is not available).
 - a. However, any check of amount exceeding \$500 dollars must be signed by both the Treasurer and the President (or Vice-President if the President is not available).
 - b. The President has the authority to spend up to \$250 dollars at one time for some measure(s) without prior approval of the EC. For this, the President has to get the approval from the EC at a later time before which the President can not spend any more money for any other measure(s).
 - c. Any charitable contribution up to \$500 dollars can be signed jointly by the Treasurer and the President provided they obtain the prior approval of the EC for each measure with stated reason.
 - d. Any charitable contribution exceeding \$500 dollars must be approved by the two-third (2/3) majority of the members. However, total expense due to charitable contribution in a fiscal year must not exceed \$2000 dollars.
7. The outgoing treasurer shall have the account audited by the auditor and hand over to the incoming treasurer all the financial records including the following documents at a minimum for the smooth operation of the organization:
 - a. Up to date bank statements
 - b. List of membership fees paid/dues
 - c. Cash at hand, accounts receivable and payable.
 - d. All the supporting documents including cash receipts (deposit slips) related to all disbursements. In the event of missing records, the treasurer shall arrange to get the supporting documents from the bank.
8. The Annual General Meeting at the end of the year will cover the following items:
 - a. Report on membership status
 - b. Reading of the minutes of the previous annual meeting

- c. Summary of the year's activities
- d. Annual financial report by the Treasurer, which must be audited by the Auditor.