**CONSTITUTION OF THE BUNTS ASSOCIATION OF NORTH AMERICA**

We, the Bunts community in North America (including the United States of America, Canada, Mexico, and the Caribbean Islands), interested in preserving and promoting cultural activities and bringing together all Bunts, do hereby join together to form an Association.

ARTICLE I Name: The name of the Association shall be the BUNTS ASSOCIATION OF NORTH AMERICA (“BANA”).

ARTICLE II Office: The office of BANA shall be located at a place designated by the Executive Committee, in conjunction with the Board of Directors (BOD), from time to time.  BANA may also maintain additional offices at other places as the Executive Committee or BOD chooses to designate.

ARTICLE III Aims and Objectives: The Aims and Objectives of BANA shall be to preserve and promote cultural, literary, educational, scientific, charitable and other humanitarian activities for the Bunt community in and outside North America.

ARTICLE IV, SECTION 1 Membership: Anyone who subscribes to the objectives of BANA set forth in Article III, shall be eligible for membership subject to Article IV, Section 2.

ARTICLE IV, SECTION 2 Membership Types: There shall be three membership types, designated Patron Member, Life Member, and Student Member.  The applicable fees and requirements for each type of membership will be proposed by the Executive Committee and approved by the General Body.

ARTICLE IV, SECTION 3 Voting Rights: All members in good standing (having paid all applicable fees) shall be eligible to vote. The members must be present to exercise their voting right.  Patron Membership and Life Membership are granted to spouses/partners in a family for purposes of determining voting rights; children without a separate paid membership shall not have the right to vote.

ARTICLE V, SECTION 1 President: The President shall be a duly elected Officer of BANA, serving as the Chief Executive during his or her term.  The President shall be responsible for the operations of BANA.  The President has a fiduciary responsibility to the membership and shall be accountable to the General Body and the Board of Directors.

ARTICLE V, SECTION 2 The President shall be elected at the General Body Meeting on the basis of a simple majority vote. If no candidate secures a majority on the first ballot, then successive rounds of voting shall take place, eliminating the candidate from the preceding round who secured the fewest votes, until a candidate is elected by a majority of the votes cast.  The voting shall be by secret ballot if more than one candidate seeks the office.  The outgoing Executive Committee shall be responsible for arranging an orderly execution of the election process.  The members contesting the election to be the next President must be present at the General Body meeting to be eligible to be on the ballot and elected.

ARTICLE V, SECTION 3 The term of office of the President and Executive Committee shall be until the end of the next biennial meeting, a term of approximately two years.

ARTICLE V, SECTION 4 Only members of BANA in good standing and with voting rights are qualified to serve as President.

ARTICLE VI, SECTION 1 The Executive Committee shall consist of the President and the named Executive Committee members.  The Executive Committee shall be named by the newly elected President at or immediately after each biennial General Body Meeting.  The Executive Committee members shall not be paid for their services to BANA. The Executive Committee shall consist of the following office-bearers and members: President, Vice President, Secretary, Treasurer, Youth Representative, and other named positions or at-large Executive Committee members as deemed necessary by the President. At the discretion of the President, more than one individual may be appointed to the roles of Vice President, Secretary, Treasurer, and Youth Representative.  Each individual appointed to share an Office is responsible, both jointly and individually, for the disposition of all duties outlined in this Constitution.  If more than one individual is appointed as Vice President, the President must designate in writing to the Board of Directors the order in which these individuals would be considered for succession to the office of President as per Article X, Section 1.

ARTICLE VI, SECTION 2 Operations: The President of BANA shall be the Chairperson of the Executive Committee. Any decision in the Executive Committee shall be decided by majority vote of the members present. The Chairperson shall not vote unless there is a tie.  The quorum for the Executive Committee shall be four.

ARTICLE VI, SECTION 3 Duties: The Executive Committee is charged with the ongoing operations of BANA, including organization of the biennial General Body Meeting, maintenance of membership lists, communication, organization of events and activities between General Body Meetings, and proper filing of all regulatory, governmental, and tax documents,

ARTICLE VI, SECTION 4 Meetings: The Executive committee shall meet at least six times in a fiscal year.

ARTICLE VI, SECTION 5 Only members of BANA in good standing with voting rights are qualified to serve as members of the Executive Committee.  Children of members in good standing may serve as the Youth Representative.

ARTICLE VI, SECTION 6 If any member of the Executive Committee is absent consecutively for more than three meetings, and if the Executive Committee considers the reasons for such absence as not satisfactory, it may pass a resolution removing this member from the Executive Committee. Replacement shall be at the sole discretion of the President.

ARTICLE VII, SECTION 1 General Body: The general body shall consist of all members of BANA with voting rights as per Article IV, Section 3. Any decision shall become effective by majority vote, except as specifically delineated in this Constitution.

ARTICLE VII, SECTION 2 The quorum for the General Body Meeting shall be one-fifth of the total membership of BANA at the time of the meeting, or seventy five, whichever is less.

ARTICLE VII, SECTION 3 The biennial General Body Meeting shall be convened during the summer every odd year. At least two weeks’ notice should be given to the entire membership for the General Body Meeting.

ARTICLE VII, SECTION 4 In the event that one-fifth (1/5) of the members call for an extraordinary General Body Meeting in writing, the Secretary shall arrange such a meeting within one month of the receipt of the requisition. The Secretary shall give two weeks’ notice to the members for such a meeting, along with a brief description of the reason for this extraordinary General Body meeting.

ARTICLE VIII Fiscal Year The fiscal year of BANA shall be the first (1st) of September to the thirty first (31st) of August.

ARTICLE IX, SECTION 1Finance: The Executive Committee shall be responsible for the finances of BANA.

ARTICLE IX, SECTION 2 A financial account in the name of the Bunts Association of North America shall be opened in a bank and operated jointly by the President and the Treasurer.

ARTICLE IX, SECTION 3 The Executive Committee shall be required to report on all financial transactions conducted during its term of office at the General Body Meeting.

ARTICLE IX, SECTION 4 Any expenditure shall be approved by the Executive Committee. However, the President and the Secretary shall have the power to incur an expenditure of up to $250 each without prior approval, but must submit receipts and get approval of the entire Executive Committee to get reimbursed for all such expenditures.

ARTICLE X, SECTION 1 The Vice President shall assist the President in all responsibilities.  Should the President be unwilling or unable to complete his or her term, the Vice President will assume the position of President to serve the remainder of the term.  If more than one Vice President has been named, then the Office of President will be passed to the Vice Presidents in the order specified by Article VI, Section 1. In the absence of the President, the Vice President shall preside over meetings of the Executive Committee.

ARTICLE X, SECTION 2 The Secretary, in consultation with the President, shall arrange agenda for all meetings and shall notify members in advance. The Secretary shall be responsible for keeping the minutes of all meetings and maintain such records as may be necessary. At the General Body Meeting, the Secretary shall present a report of the activities of BANA during the term of the office.

ARTICLE X, SECTION 3 The Treasurer shall be responsible for filing the necessary financial returns to the concerned authorities, with the help of the Secretary.  The Treasurer shall be responsible for the maintenance of accounts and collection of all dues. The Executive Committee shall appoint one internal auditor from among the Executive Committee members. The Treasurer shall present a certified financial report at the General Body Meeting.

ARTICLE X, SECTION 4 The resignation of any office-bearer, in the period between two General Body Meetings, shall be accepted by the Executive Committee, and these letters of resignation shall be presented at the following General Body Meeting. Resigned Office Bearers may also have an opportunity at this meeting to explain the reasons, if they choose to do so.   The President shall have the power to fill the vacant position. However, a position vacated within 45 days prior to the biennial General Body Meeting shall not be filled.

ARTICLE XI, SECTION 1 Number of members on the Board of Directors: The Board shall be made up of a total of eleven members. The board will consist of nine voting members, including eight elected members and the immediate past BANA president. There will be two additional non-voting members: the current BANA president and a Youth Representative. The nine voting members will elect one Chairperson, one Vice Chair, one Secretary, and one Treasurer. The Board of Directors will not receive compensation.

ARTICLE XI, SECTION 2 Eligibility Criteria: (a) Elected Members: All BANA members in good standing shall be eligible to serve as a voting member of the Board of Directors. Each candidate must be nominated by a member in good standing and the nomination supported by two additional members in good standing. All candidates whose nominations have been completely and accurately submitted prior to the nomination deadline specified in the Election Policy will be placed on the ballot. (b) Youth Representative: Any BANA student member in good standing or individual between 15 and 21 years of age who is the child of a BANA member in good standing is eligible to be elected as the non-voting Youth Representative by the Board of Directors.

ARTICLE XI, SECTION 3 Term of office:  (a) Elected Members: The term of each elected Board member, after the first board election, shall be six years. Board members will be eligible for re-election; however, no elected member shall serve more than two consecutive terms. (b) Immediate Past President: The term of the immediate past BANA president shall be two years. The Immediate Past President is eligible to serve two subsequent consecutive elected terms on the Board following completion of the two year unelected term as Immediate Past President. (c) Youth Representative: The term of the Youth Representative shall be two years. The Youth Representative is eligible to serve two subsequent consecutive elected terms on the Board following completion of the two year unelected term as Youth Representative. An individual is eligible to serve as the elected non-voting Youth Representative only once. For purposes of these Bylaws, each two year period shall be considered to be the time between biennial General Body meetings.

ARTICLE XI, SECTION 4 Selection Process: (a) Elected Members: An Election Policy will be drafted by the Executive Board and publicized to the General Body no later than 4 months prior to the biennial General Body meeting. This Election Policy will serve as a call for nominations for the upcoming election to the Board of Directors. At a minimum, this election policy should include procedures and requirements for submitting nominations, deadline for nominations, procedures to be followed at the time of the election, the number of elected positions to be filled, and the process for voting. The deadline for submission of nominations shall be set no sooner than 2 months after the publication of the Election Policy. At each subsequent biennial General Body meeting, an election must be held for any vacancies created by the end of the term of an elected member. (b) Immediate Past President: The Immediate Past President will serve as a voting member of the Board with a term of two years. This position will be automatically filled by the outgoing President at each biennial General Body meeting. If the Immediate Past President is unable to serve as a member of the Board due to illness or catastrophic family emergency, then one member of the outgoing Executive Board will be asked to serve in his/her place, in this order: Vice President, Secretary, and Treasurer. (c) Youth Representative: The Youth Representative will be elected by the Board of Directors as per the Youth Representative Selection Process, which will be revised and published prior to each General Body meeting by each outgoing Board.

ARTICLE XI, SECTION 5 Vacancies: If an elected member of the Board resigns or otherwise is unable to serve on the Board, the vacancy shall be filled by a simple majority of the Board. The candidates for this selection will be unelected candidates from the Board election held at the most recent biennial General Body meeting. The newly selected Board member will complete the remaining term of the member whom he/she is replacing. If no unelected candidates are available or none is willing to serve, then any member in good standing may be selected. An individual selected to fill the remainder of a vacated term will be eligible to serve two consecutive subsequent elected terms.

ARTICLE XI, SECTION 6 Removal: Removal of any Board member shall only be for cause. This cause should be documented by any general member in good standing and submitted to the Board of through the Executive Committee and can only be effected with a 2/3 majority of the then current Board of Directors.

ARTICLE XI, SECTION 7 Duties: (a) Long-term strategic plan: The Board of Directors shall be responsible for developing a long-term strategic plan that extends beyond the two year time horizon of the executive officers. This vision may include initiatives related to increased youth participation, increasing & maintaining membership, new programs or services, fundraising, public relations, and organizational finances. (b) Membership: The Board of Directors shall be responsible for monitoring membership levels, developing initiatives to increase membership, and ensuring that there is an archived master membership list. It is the responsibility of the Executive Committee to furnish an updated membership list and membership counts to the Board of Directors on a biannual basis. (c) Financial Oversight: The Board of Directors shall monitor all finances of the organization no less than once per year, including review of all accounts, tax returns, and audits. The Board will be responsible for maintaining a master list of all accounts and institutions in conjunction with the Executive Committee. The Board will oversee financial operations to confirm that an accountant/tax preparer has been appropriately retained and that tax and regulatory filings have been appropriately submitted, although the primary responsibility for these activities remains with the Executive Committee. (d) Advice on contracts & transactions: While the Executive Committee shall have primary discretion and decision making powers for contracts and transactions related to the biennial General Body meeting, the Board of Directors may be consulted for advice at any time. In particular, the Board shall maintain historical records of attendance and previous contracts that allow the Board to provide guidance to the current Executive Committee. This is particularly important in relation to decisions and commitments that may place BANA core funds at risk. (e) Emergency Funds: The Board of Directors shall have discretion to authorize disbursement of emergency charitable funds to causes or individuals in cases of dire need, maintaining at all times full compliance with relevant tax and legal requirements. The Board of Directors shall only consider funding requests that have been submitted and approved by the Executive Committee. These donations shall be disclosed to the General Body through the BANAVANI and at the biennial General Body meeting. (f) Documentation: The Board of Directors shall maintain a copy of all institutional documents, including certificates, tax documents, financial reports, contracts, and bank statements. This will serve as a backup copy in the case of loss or damage. The outgoing Executive Committee is responsible for delivering a copy of all documents to the Board no more than two months after the General Body meeting, and the Board may request documents at any time. (g) Constitution / Bylaws: The Board of Directors shall review the bylaws on a regular basis and recommend revisions to the General Body. All proposed changes must be approved by the General Body in accordance with the procedures outlined in the bylaws. (h) Fundraising: The Board of Directors will work in conjunction with the Executive Committee to support operating fundraising efforts and may initiate separate efforts to raise funds for charitable or reserve purposes. (i) The Board of Directors shall NOT be responsible for organizing elections of Executive Officers or the Board of Directors, serving on the nominating committee for the Executive Committee, planning or programming the biennial meeting, fundraising for operating funds, creating the membership directory or maintaining the membership lists, or selecting winners of awards or recognitions.

ARTICLE XI, SECTION 8 Officers: The Board shall have 4 officers, self selected from among the eight elected members and the Immediate Past President: Chairperson, Vice Chair, Secretary, and Treasurer. Officers will be selected at the first meeting of the Board of Directors following each biennial General Body meeting, to take place no more than 4 weeks following the election of the newest Directors. The term of the officers will be 2 years, and officers may be selected for consecutive terms. The responsibilities of the Officers are as follows: (a) Chairperson of the Board shall be responsible to call & chair the meetings. The Chairperson shall report on the activities and progress of the Board in BANAVANI and at each biennial General Body. (b) Vice Chair of the Board will assist the Chairperson and shall chair the meetings in his/her absence. The Vice Chair shall be responsible for maintaining the duplicate archive copies of organizational documents and membership lists. The Vice Chair will coordinate the Youth Representative selection process at the start of each two year term. (c) Secretary of the Board shall be responsible for maintaining Board of Director meeting minutes, recording actions of the board, and sending meeting notices. (d) Treasurer of the Board shall be responsible for maintaining a master list of all organizational accounts and shall organize regular financial reviews in conjunction with the Executive Committee. The Treasurer shall chair any finance committees and shall help develop charitable and reserve fundraising plans and activities as well as long-range financial plans. The Treasurer will work with the Executive Committee to ensure that an Accountant/Tax Preparer has been retained and that all regulatory/tax documents are filed within appropriate timelines.

ARTICLE XI, SECTION 9 Subcommittees: Subcommittees may be established as needed and shall be chaired by a person selected by the Chairperson of the Board. Subcommittee shall have specific tasks and will expire unless renewed within two years. Subcommittee membership may include any member in good standing, to be selected by the subcommittee chair with advice from the Board of Directors.

ARTICLE XI, SECTION 10 Meetings: Meetings shall be held as often as required but at least once per quarter. The meetings shall be called by the Chairperson with the assistance of the Secretary. Meetings may be held via teleconference. Meeting minutes shall be sent to the BANA Executive Committee.

ARTICLE XI, SECTION 11 Quorum: Attendance by at least 6 voting directors is required for a quorum. Approval of any action/transaction requires consent of at least five Directors of those who are present. A motion may be carried over to the next meeting, if the sponsoring Director so desires.

ARTICLE XI, SECTION 12 Unexcused Absence: If any member of the Board of Directors fails to attend three consecutive meetings, he/she will be automatically removed from the Board and the vacancy will be filled as called for under  Article XI, Section 5.

ARTICLE XII, SECTION 1 Amendments to the Constitution: Amendments to the Constitution must be approved by the General Body and require a two-thirds (2/3) majority of those present and voting. The notice for Amendments to the Constitution shall be given to all members at least two weeks in advance.

ARTICLE XII, SECTION 2 If and when such amendments are approved at the General Body Meeting, the outgoing Secretary shall file such Amendments to the Constitution with the concerned authorities as may be necessary.

ARTICLE XIII Dissolution: Upon the dissolution of BANA, the Executive Committee shall, after paying or making provision for the payment of all the liabilities of BANA, dispose of all the assets of BANA exclusively for the purposes of BANA in such manner, or to such organization or organizations, organized and operated exclusively for charitable, educational, or scientific purposes as shall, at the time, qualify as an exempt organization under section 501 (c) (3) of the Internal Revenue Code of 1954 (or corresponding provision of any future United States Internal Revenue Law), as the Executive Committee shall determine.

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NOTES:

Rev 5: Minor clerical updates, 2015-2017 BANA Team

Rev 4: Revised BANA constitution, Effective on July 6 2013. Approved during BANA 2013 general body meeting.

Rev 3 Summary: Changes to ARTICLE IV, SECTION 2; ARTICLE V, SECTION 1; ARTICLE IX, SECTION 4 Rev 3 Compiled: Shreenath Shetty, Secretary 2009-11, Satish S. Shetty, President 2009-11 Ratified on: July 3, 2011.           Effective on: September 1, 2011 BANA Constitution (Rev3)

Rev 2 Compiled on August 4, 1995 by Subhas V. Shetty, Joint Secretary, 1994-95, Dr. Kushala K. Hegde President, 1994-95. Date: August 26, 1995

Adoption Date: September 4, 1987