

**FEDERATION OF MALAYALEE ASSOCIATIONS  
IN AMERICAS (FOMAA), INC**

**CONSTITUTION  
AND  
BYLAWS OF FOMAA**

APPROVED  
BY THE GENERAL BODY MEETING HELD ON NOVEMBER 15, 2008  
AT KENILWORTH INN, NEW JERSEY, USA

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CONSTITUTION AND BYLAWS  
OF  
FEDERATION OF MALAYALEE ASSOCIATIONS  
IN AMERICAS (FOMAA), INC.

PREAMBLE

We, the people of Indian origin from the state of Kerala, began migrating in large number to the United States in the 1970's. Since then, our number has grown significantly, and we have become a prosperous and identifiable community. Now it is our duty to become a vibrant community that serve all Keralites, and participate in and contribute to the mainstream of American life. And therefore, we constitute ourselves as a Federation of Malayalees and Kerala Organizations/Associations for the service of all Keralites, and people in Americas.

ARTICLE I  
NAME, NATURE AND ADDRESS

1. The Name of the organization shall be Federation of Malayalee Associations in Americas, hereinafter referred to as the Federation and generally known as FOMAA.
2. The Federation is a registered Texas Corporation. It is a non-profit, non-political, secular organization and shall operate under all the applicable Federal and State laws as a 501 (c) (3) corporation of the Internal Revenue Service Code.
3. The Post Office address of the President shall be the principal office of this Federation unless otherwise decided by the Executive Committee from term to term. The Federation may also have a Post Office Box address as decided by the Secretary from term to term.
4. The name and address of the resident agent for the state, where the corporation is registered shall be decided by the Executive Committee from term to term.

ARTICLE II  
AIMS AND OBJECTIVES

1. The objectives of the Federation shall be:
  - a. To organize and co-ordinate social, cultural, charitable and educational activities on national level for the benefit of its members;



- b. To organize conventions of Malayalees;
- c. To educate and encourage Malayalees to fulfill their civic responsibilities and political involvement;
- d. To organize the youth of Kerala origin and provide them a social forum to experience and appreciate the richness of Kerala/Indian culture.
- e. To take a leading role in propagating Malayalam language and Kerala culture in North America;
- f. To organize and co-ordinate activities that will promote medical, social, and economic development of Kerala/India;
- g. To foster understanding and friendship among various Indian organizations, especially Malayalee organizations, and coordinate activities of common interest;
- h. To represent the interest of Kerala community in America and serve as its voice.
- i. To solicit, raise funds and donations to carry out the above and other worthy humanitarian charitable causes.

### ARTICLE III MEMBERSHIP

1. Categories of Membership. The Federation shall have the following four categories of members:
  - a. Kerala Associations
  - b. Chapters
  - c. Affiliated Organizations

Each category of members receives membership in the Federation according to the provisions of these constitution and bylaws.

2. The above four categories of membership are defined as follows:
  - a. Kerala Associations: A member of the Federation in this category shall be a non-political, secular and non-sectarian Keralite/Malayalee Association in Americas which is incorporated as a non-profit organization under the applicable federal and state laws and has been operating at least for one year under a written constitution and/or bylaws, with at least 50 dues paying members.



- b. Chapters: A member of the Federation in this category is a subsidiary of the Federation established by the Executive Committee as a chapter in geographical areas where the Federation does not have a Kerala Association as a member. There shall be at least twenty-five dues paying persons to start a chapter. The Executive Committee shall provide a model bylaw and technical start up assistance to the chapters as needed.
  - c. Affiliated Organizations: These are Malayalee / Keralite professional organizations, incorporated as a non profit organization operating on a national level at least for one year under a written constitution and by-laws.
3. Admission of Members:
- a. All members are admitted to the Federation by the Executive Committee.
  - b. Application for membership shall be submitted to the Secretary of the Federation in prescribed form with appropriate membership fee.
  - c. The Executive committee shall make a decision about the initial applications for membership within six months from the receipt of the application.
4. Membership Fee:
- a. Unless otherwise decided by the executive committee the annual Membership fee for each category of members shall be as follows:
    - i) Kerala Associations - \$100.00 (one hundred US dollars);
    - ii) Chapter Members - \$100.00 (one hundred US dollars);
    - iii) Affiliated Members - \$100.00 (one hundred US dollars)
  - b. The membership shall be valid from October 1<sup>st</sup> to September 30<sup>th</sup> of the following year.
  - c. Membership fees are payable within ninety days from the beginning of the Federation's fiscal year, October 1<sup>st</sup>. During this period, all the members of the previous year shall be considered as fully paid members. After this date, members' voting rights may be suspended until the payment is received. The Treasurer shall send membership fee payment notices to all members on file and attempt to collect the fees during this period. Individual Membership fee shall be paid in full with application.
  - d. Members who had been admitted once and who missed membership fee payments during any fiscal year, shall pay all the fees in arrears before full membership rights and privileges can be reinstated.
  - e. It shall be the responsibility of members to notify the Secretary of the Federation any changes to their addresses and phone numbers. Secretaries of member organizations



shall also send in the names and addresses of delegates for the General Body meeting to reach the Secretary at least 15 days before the meeting.

5. Duties and Privileges of Membership:
  - a. All members of the Federation shall subscribe to the aims and objectives of the Federation and shall abide by the Constitution and Bylaws of the Federation.
  - b. Membership in good standing in the Federation entitles a member to participate in all the activities and privileges of the Federation.
  - c. Representatives of all categories of membership become eligible to attend, vote in the general Body meetings, and to hold elected offices in the Federation in accordance with the provisions in these constitution and bylaws.
6. Revocation of Members:
  - a. Membership of all categories may be revoked by the Executive Committee if an organization or individual has been found to be guilty of violating these constitution and bylaws or acting against the interests of this Federation. A two-week show cause notice shall be given before the commencement of this revocation process. Membership fee shall not be refunded if membership is revoked.
  - b. The affected member has the right to appeal to the Judicial Council.

#### ARTICLE IV ORGANIZATIONAL STRUCTURE

1. The organizational structure of the Federation on national level shall be as follows:
  - a. General Body
  - b. Executive Committee
  - c. National Advisory Council
  - d. Judicial Council



## ARTICLE V

### GENERAL BODY

1. Nature: General Body is the supreme authority of the Federation. Its decisions are final. All members of the Federation shall have representation in the General Body of the Federation in accordance with the provisions of these constitution and bylaws.
2. Composition: The General Body shall consist of all the members of the Executive Committee, and representatives of all categories of members, as follows:
  - a. A Kerala Association member shall have 5 representatives;
  - b. A Chapter member shall have 3 representatives;
  - c. An Affiliated Member shall have 2 representatives;
  - d. No proxy vote is allowed for any member of the General Body.
3. Meetings:
  - a. Regular Meetings: A regular meeting of the General Body shall be held at least once a year to transact the following:
    - i. Review the activities of the Federation;
    - ii. Adopt amendments to constitution and bylaws if there are any for which proper notice was given;
    - iii. Elect officers of the Federation if election is due;
    - iv. Review and approve, minutes, annual budget and audited accounts of the Federation;
    - v. Address member concerns regarding the federation and decide on them if the item is properly included in the agenda;
    - vi. Transact all other business properly placed in the agenda of the meeting.
  - b. Special Meetings:
    - i. If the Executive Committee deems it necessary it may convene special meeting of the General Body.
    - ii. Twenty-five percent of the total number of member associations' presidents may convene such a special General Body meeting by giving two weeks written notice about the meeting to all members and known member organizations.



- iii. Member organization presidents shall have the right to call this special General Body meeting in emergency situations and only when the executive committee refuses to call such a meeting. In such a situation, member association presidents shall designate a coordinator to convene the meeting.
4. Notice: A regular or special General Body meeting shall require thirty days notice either through E-mail or regular mail. The Secretary, under the direction of the President, shall send notice of the General Body to all the members of the Federation.
5. A quorum shall consist of 25% (twenty-five per cent) of the total membership of the General Body.
6. Voting at any meeting of the General Body shall be one vote per member present and voting.

ARTICLE VI  
EXECUTIVE COMMITTEE

1. Executive Committee shall manage the affairs of the Federation in accordance with the provisions of these constitution and bylaws.
2. Composition: The Executive Committee shall consist of the following forty-three (43) members elected by the General Body or appointed by the executive committee:

President

Vice President

Secretary

Joint Secretary

Treasurer

Joint Treasurer

Eleven Regional Vice-Presidents elected by the respective regional delegates in the General Body.

Fifteen Committee members, elected by the General Body, not exceeding two (2) from any single region, of whom nine shall serve as the Chairpersons of the Standing Committees as assigned by the executive committee.

Two executive committee members, one as the Convention Committee Chairperson and the other as the Public Relations Committee Chairperson



recommended by the executive officers and appointed by the executive committee.

Three youth members (between the ages of 18 and 30), elected by the General Body.

Three women members, elected by the General Body.

Immediate Past President, Secretary and treasurer of the Federation are ex-officio members of the executive committee with voting right.

3. President, Secretary and Treasurer shall be the executive officers of the Federation.
4. Term:
  - a. All Executive Committee members shall hold office for approximately two years and/or until their successors are elected or appointed as the case may be and take charge.
  - b. President, Secretary and Treasurer shall not hold the same position for more than one term.
5. Vacancy: In the event of death, resignation, removal from office for any reason, the orders of succession shall be as follows:
  - a. The Vice President shall succeed to the office of President.
  - b. All other vacancies shall be filled by the majority of the remaining members of the Executive Committee by appointment.
  - c. In the event of the nullification of an entire election, the most recent Executive Committee shall exercise holdover powers until a General Body meeting is held within 120 days and elect a new executive committee in accordance with these bylaws.
6. Duties and Responsibilities of the President:
  - a. The President shall be the Chief Executive Officer of the Federation. He/she shall be an ex-officio member of all committees, shall see that orders and resolutions of the General Body and Executive Committee are carried out, and shall have all the powers and duties usually vested in the office of the President. The President shall be the coordinator and the controller of all the affairs of this Federation.
  - b. The President shall preside over all the meetings of General Body, National Advisory Council and Executive Committee, and sign the minutes, reports and accounts presented in the meetings. The President shall have overall responsibility for the activities of all the committees.



- c. The President shall obtain and present at the annual General Body meeting a Certificate of Good Standing for the Federation from the Corporate Charter Division of the State where the Federation is registered. The President shall be responsible for filing all the required reports including the Tax Returns with the Government Agencies. The President shall notify the Corporate Charter Division of the State any changes to the names and addresses of the principal office and resident agent.
  - d. The President shall be responsible to keep the Executive Vice President informed of all matters and is actively involved therein to the extent that, if necessary, he/she can assume the responsibilities of the President.
  - e. The President shall be responsible for corresponding with governmental Agencies, dignitaries, and Presidents of other similar organizations
  - f. The President as the Chief Executive Officer shall have the authority, with the consent of the Executive Committee, to employ individuals, consultants, and management personnel for conducting the work of the Federation as needed and contracting with outside entities to carry out the objectives of the Federation.
  - g. The President with the consent of the Executive Committee shall appoint a public relations officer from either the Executive Committee or outside as a volunteer or an employee. This Public Relations Officer shall be responsible for overseeing all communications regarding Federation's programs, events and other public matters including but not limited to the newsletter and website and all other media and publications disseminated or sponsored by the Federation.
7. Duties and Responsibilities of Vice-President: The Vice President shall act in the place of the President in the absence or inability of the President. He/she shall perform such duties as may be assigned to him/her by the President, or the Executive Committee.
8. Duties and Responsibilities of Secretary:
- a. Secretary shall attend all meetings of the General Body and executive Committee meetings and record all votes. He/she shall record or supervise the recording of the minutes of all proceedings in a book to be kept for that purpose.
  - b. He/she shall give, or cause to be given, notice of all meetings of the Executive Committee and General Body in consultation with the president. The Secretary shall perform such other duties as may be required for the efficient and effective functioning of the Federation.
  - c. The Secretary shall control office work, carry on general correspondence and correspondence with members of the Federation, keep the minutes of the meetings and maintain records of businesses transacted. He/she shall arrange for Executive Committee meetings as and when required with the consent of the President by giving notice to the members as stated herein.



- d. The Secretary shall make available to the President the records, books, etc. of the Federation as may be called upon by the President The Secretary shall be a coordinator of the special committees and sub-committees of this Federation.
9. Joint Secretary shall act in the place of the Secretary in the absence or inability of the Secretary. He/she shall also assume such other duties as may be assigned by the Executive Committee or the President.
10. Duties and Responsibilities of the Treasurer:
  - a. The Treasurer shall have general supervision over funds of the Federation and see that full and accurate accounts of receipts and disbursements are maintained that all funds and valuable assets belonging to the Federation shall be deposited in such depositories as may be designated by the Executive Committee and shall render whenever required, an accurate account of the financial condition of the Federation.
  - b. The Treasurer shall be responsible for the entire assets of this Federation. He/she shall maintain an inventory list and shall hand over it with along with items to the new treasurer. He/she shall report the financial position of the Federation to the Executive Committee and the General Body meetings.
  - c. The Treasurer shall keep proper accounts of all receipts and payments, keep inventory of all assets of the Federation. He shall present the statement of accounts and audit reports to the annual General Body meetings.
  - d. The Treasurer shall make available necessary materials and information requested by auditors appointed by the Federation. He/she shall make available to the Executive Committee any information or records on the financial affairs of the Federation that may be called for.
  - e. The Treasurer only shall make all payments of the Federation. All fees, donations and articles received by the Federation shall be acknowledged with proper receipts.
  - f. The Treasurer shall send notice of membership dues to all members and collect such fees within three months from the beginning of the fiscal year. During this three-month period, the paid members of the previous year shall be considered as members. However, in an election year all membership dues must be paid in order to participate in the election.
11. Joint Treasurer shall assist the Treasurer and perform such other duties as assigned by the Executive Committee or the President.
12. Duties and Responsibilities of Executive Committee members: Executive Committee Members shall assist the President and Secretary in coordinating regional and national activities and perform such other duties as assigned by the Executive Committee or the President.



13. Any Executive Committee member who is absent for three consecutive committee meetings without sufficient cause shall forfeit his/her membership in the committee. Such vacancy shall be filled by the Executive Committee with a majority vote of the members present at the meeting.
14. Any action required or permitted to be taken at any meeting of the Executive Committee may be taken without such a meeting if a majority of members eligible to attend such meeting has signed and forwarded to the President or Secretary statements of consent to the contemplated action and the writings are filed with the minutes of proceedings of the Committee.
15. Members of any Committee may participate in a meeting of such Committee by means of teleconference or similar communications method by means of which all persons participating in the meeting can hear the Chairperson and such participation shall constitute a presence in person at such meeting. Decisions made at such meeting by a majority vote shall be considered as the decision of such Committee.
16. Meetings: The Executive Committee shall meet at least once in three months and as often as required at the call of the President.
17. Notice: The Executive Committee may be called into session with at least seven days notice by postal mail notice or three days telephone/email notice.
18. Quorum: At any meetings of the Executive Committee, one-third of its members shall constitute a quorum to transact business.
19. Voting: Voting at any meeting of the Executive Committee shall be one vote for each member present notwithstanding the fact that such member may be present in more than one capacity. A majority vote of those present shall be required for making decisions.
20. Each member of the Executive Committee shall act in good faith and in a manner reasonably believed to be in the Federation's best interest, and with independent and informed judgment.
21. A member of the Executive Committee, who receives compensation directly or indirectly from the Federation for services, is precluded from voting on matters pertaining to that member's service and compensation.
22. A member of the Executive Committee, who enters into a business transaction on behalf of the Federation with an outside entity, must disclose to the respective committee if any conflict of interests exists which will result in a less advantageous deal for the Federation.



ARTICLE VII  
NATIONAL ADVISORY COUNCIL

1. National Advisory Council (NAC) shall consist of the Executive Committee of the Federation, the current presidents or designees and immediate past Presidents or designees of all Kerala Association members. The executive committee shall have the right to nominate other members.
2. At the first meeting of National Advisory Council convened and presided over by the President of the Federation a Chairperson, Vice Chairperson, Secretary and Joint Secretary shall be elected by this body from its members, and they shall be the officers of NAC.
3. The Chairperson of NAC shall chair its meetings.
4. NAC shall meet at least once a year in person and as often as the chairperson of the Council decides to have a meeting.
5. Special Meeting: The National Advisory Council may hold special meeting at the request of twenty-five percent or more of its members.
6. Notice: At least 30 days notice is required for the meetings. The secretary of NAC or in his/her absence joint secretary shall give notices regarding Meetings.
7. Quorum is not required for the meetings.
8. Duties: To make recommendations to the Executive Committee regarding long range planning and policy matters is the primary duty of the National Advisory Council.
9. NAC shall present its recommendation to the Executive Committee. It shall act as a think tank providing general advice and general policy suggestions. It shall come up with plans to improve the quality of life for the Keralites in the Americas and in Kerala.

ARTICLE VIII  
REGIONAL STRUCTURE

1. The Federation shall have the following regions
  - a. New England Region - Maine Vermont, New Hampshire, Massachusetts, Rhode Island, Connecticut.
  - b. New York Metro Region – New York City (five boroughs), Long Island, Nassau/Suffolk Counties, Staten Island.



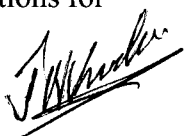
- c. New York Empire State – West Chester, Rockland, Putnam, Dutchess Counties, Albany, Rochester, Buffalo.
  - d. Mid Atlantic Region – Pennsylvania, New Jersey and Delaware
  - e. Capital Region -Maryland, District of Columbia, Virginia, West Virginia, North Carolina.
  - f. South East Region - Florida, Alabama, Mississippi, Louisiana, Georgia, Arkansas, Tennessee, and South Carolina.
  - g. Western Region - California, Nevada, Utah, Arizona, New Mexico, Colorado, Hawaii, Idaho, Montana, Oregon, Washington, Wyoming, North Dakota, South Dakota and Alaska.
  - h. Central Region – Missouri, Kentucky, Ohio, Indiana, Illinois, and Iowa.
  - i. Great Lake Region –Michigan, Wisconsin, and Minnesota
  - j. Southern Region – Texas, Oklahoma, Kansas and Nebraska.
  - k. At-large Region – Whole of Canada, Mexico and South America
2. Delegates from each region attending the general body convened for general elections shall elect regional vice presidents who will be members of the executive committee.
  3. Regions are encouraged to coordinate activities in their respective regions as well as jointly with adjacent regions.

## ARTICLE IX COMMITTEES

### 1. Standing Committees

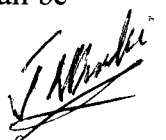
The Federation shall have the following permanent standing committees each with chairpersons selected by the Executive Committee from its members. Chairperson of each committee is authorized to appoint additional members with the approval of the Executive Committee. The chairpersons of these standing committees shall develop a plan of action based on the committee's mission described below:

- a. Credentials and bylaws: This committee will verify the qualifications of members to be admitted to the Federation and ensure that those who attend General Body meetings are duly authorized representatives. During the General Body meetings, it will assist the President in conducting the meetings in accordance with parliamentary procedures and will assist the members in drafting the resolutions for



making smooth decisions. It will ensure that the provisions of the constitution and bylaws are complied with at all times and will recommend amendments to the bylaws as needed.

- b. Finance: This committee will review the work of the Treasurer and continuously monitor the financial situation of the Federation and draft accounting procedures as needed. It will ensure that accounts are audited in a timely fashion by the Audit Committee; and bylaw provisions relating to financial transactions are complied with. The chairperson shall obtain and present at the annual General Body meeting a Certificate of Good Standing for the Federation from the Corporate Charter Division of the State where the Federation is registered. The committee shall be responsible for filing all the required financial reports including the Tax Returns with the Government Agencies and ensuring the 501 C (3) status is maintained.
- c. Fund Raising: This committee will continuously seek ways and means of raising funds for the activities of the Federation including conducting fund raising programs, contracting with outside fund raisers to generate funds; and will devise other methods for generating income. It will continuously solicit corporate and other sponsors for the Federation activities; and apply for eligible government grants.
- d. Civic and Political Affairs: The primary responsibility of this committee will be to direct the attention of the Executive Committee to the need for political involvement in each community and develop civic awareness and conduct voter registration drives. The committee shall also conduct educational seminars to improve the knowledge of the community with regard to the American system of government. The committee shall monitor major events in Kerala, India, and the United States. It shall monitor pending legislative changes on state and federal levels and will alert the Executive Committee with necessary recommendations.
- e. Charities and Social Service: The committee will develop a plan for caring for the needy in Kerala and in the United States and establish criteria for distribution of available assistance in the most equitable manner to serve the people deserving the most help.
- f. Youth Affairs: This committee will ensure that there are forums for the Keralite youth to voice their concerns and interact with other youth in different regions. Programs shall be developed to attract the youth to the activities sponsored or coordinated by the Federation and keep the youth interested in such activities and thereby instill a sense of cultural pride in them and appreciation for the many good aspects of Kerala culture.
- g. Member Relations: This committee will work closely with the members of the Federation, identifying their needs, concerns and talents, and report the same to the Executive Committee. The chairperson of this committee will help the Secretary and Treasurer in updating the changes in the leadership of all member organizations. This committee shall try to increase and retain members. It shall be



responsible to maintain the database of members of the Federation, and assist the Secretary and Treasurer and other committees by furnishing the membership information in a timely manner. This committee shall also conduct membership drives.

- h. Language and Education: This committee will coordinate activities pertaining to teaching Malayalam and promoting Malayalam literature.
- i. Cultural Affairs Committee: This committee shall strive to promote Kerala culture, especially the traditional art forms of Kerala, in America by coordinating various programs and promoting artists in Kerala and in Americas.

## 2. Sub-Committees

- a. The Executive Committee has the right to form additional sub-committees as and when required, in its judgment, to efficiently carry out the functions of the Federation
- b. All sub-committees shall be directly responsible to the Executive Committee and President for all its actions.
- c. Chairpersons of all sub-committees shall convene and conduct its meetings as and when needed.
- d. A sub-committee may co-opt members with the approval of the executive committee

## ARTICLE X CONVENTIONS

### 1. General Provisions

- a. The Federation is authorized to hold International, national or regional Conventions, and other Conferences.
- b. The chairperson and location of the national or international conventions/conferences shall be appointed by the Executive Committee.
- c. The convention committee shall work in coordination with Executive Committee.
- d. The Executive Committee shall approve the budget for the conventions.
- e. The Chairperson of the convention committee shall have the right to form convention committee in consultation with the Executive Committee.

### 2. International Conventions

Bi-annual International Convention of Malayalees shall be one of the major activities of the Federation.



ARTICLE XI  
FINANCIAL ADMINISTRATION

1. Collection of Funds:

- a. The Federation shall have the right to use any and every lawful means befitting its nonprofit status in raising funds.
- b. No one shall solicit funds for the Federation unless authorized by the Executive Committee.
- c. All funds received by the treasurer shall be deposited into the Federation's account(s) within 10 (ten) working days.
- d. Any money collected by authorized persons on behalf of the Federation shall be forwarded to the treasurer within 10 (ten) working days.

2. Disbursements:

All disbursements of money shall be through the Treasurer of the Federation with proper authorization according to these by-laws.

3. General Account:

- a. General Account: the Federation shall open and operate a joint bank account for its daily operation, in any commercial bank or savings and loan association in the United States of America. Signatories in this account shall be the President, Secretary and Treasurer; and they shall use the Federal ID number issued to the Federation. Signatures of the treasurer and either one of the other two signatories are required for all withdrawals.
- b. Any payments in excess of \$1,000 up to a maximum of \$5,000 shall be made only with approval of the Executive officers. All Payments over \$5,000 shall have the approval of the Executive Committee. All expenses should be within the budget.
- c. The Federation shall not maintain separate account(s) for its project(s)/activities, except in the case of national/international conventions/conferences, and special projects. All accounts shall be opened and operated only with the approval of the executive committee. Special project accounts shall be closed within ninety days from the completion of the project. Any amount designated for a special purpose shall be separately accounted under suitable sub-headings.



4. Collective Responsibility and Performance Bond:

- a. Any financial liability incurred by the Federation shall be the collective responsibility of the elected members of the executive committee.
- b. Before assuming their offices the newly elected President, Secretary and Treasurer shall obtain performance bonds, each for \$100,000.00 (one hundred thousand U. S. dollars) in favor of FOMAA – Federation of Malayalee Associations in Americas, Inc.

5. Budgets:

- a. The treasurer with approval of the executive committee shall prepare and submit the annual budget of the Federation for approval in a General Body meeting.
- b. Prior to the submission of general budget, each standing committee shall prepare its own budget and submit to the treasurer for approval by the executive committee and incorporation into the general budget.
- c. To operate within the budget is a grave responsibility of the Executive Committee during the term. Expenses beyond the total budgeted amount shall be the individual and collective responsibility of the elected executive committee members.

6. Auditing:

- a. General Body shall form an audit committee and appoint a chairperson for a term of two years, to be concurrent with executive committee's term, preferably with accounting experience who shall audit the Federation accounts at least once a year. He/She shall have authority to co-opt two additional members to the committee in consultation with the Executive committee for the concurrent term.
- b. Audited financial statements by qualified person/persons must be presented in a General Body meeting each year, and it may be published in the official publication of the Federation.

7. Reimbursements:

Any official of the Federation who incurs authorized expenses for the Federation shall submit request for reimbursement along with proper receipts. Proper vouchers or receipts must be signed by the recipient and filed by the treasurer.

8. Fiscal Year

The fiscal year of the Federation shall be from October 1<sup>st</sup> to September 30<sup>th</sup> to be in line with the activities of the Federation.



ARTICLE XII  
JUDICIAL COUNCIL

1. The General body shall elect five members of the Federation, who shall not otherwise be members of the current Executive Committee to serve as members of Judicial Council.
2. In the event of a dispute among members of the Federation about the results of any election conducted by the General Body pursuant to these Constitution and Bylaws, or a dispute among members of the Federation about any action taken by the Executive Committee which cannot be resolved by that body acting under the Constitution and Bylaws by majority vote of such body a quorum being present, such dispute shall be referred to the Judicial Council for resolution.
3. The Judicial Council shall have the authority to adopt its own rules of procedures for the resolution of disputes, subject to the provisions of the Constitution and Bylaws.
4. Judicial Council has the authority to intervene in any crisis of the Federation.
5. Judicial Council shall remain an independent entity; and shall report its decision to the Executive Committee and General Body.
6. The council shall undertake investigations if allegations are made that warrant such investigation and shall have the authority to seek the help of private agencies in conducting such investigations.
7. Any intentional act of individuals to damage the reputation of the Federation or its current or past officials shall be investigated and acted upon by the Judicial Council and appropriate disciplinary actions shall be taken; and it shall have the authority to commence legal proceedings against the parties causing such damage.
8. The quorum for any meeting of the Judicial Council shall be three out of five.
9. The term of the Judicial Council shall be four years; but for the first time this body is established, it shall have a term of three years. In the first meeting of the Judicial Council, Chairman, Vice Chairman and Secretary shall be elected by the council members.
10. Decision of the Judicial Council to initiate disciplinary action shall require three out of five votes.
11. The decision of the Judicial Council with respect to any dispute shall be binding on the Federation and on all of its members. However, in the event there is disagreement regarding the decision of the Judicial Council the affected party/parties shall have the right to appeal to

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the general body which will discuss the matter in its next regularly scheduled meeting; and the decision of the general body shall be final.

## ARTICLE XIII

### ELECTION PROCEDURES

#### 1. Election Commission

- a. The Executive Committee shall appoint a three member Election Commission with a designated Chairperson at least six months prior to the meeting of the General Body for election.
- b. The election commission shall invite nominations by sending letters to the members, and may also post announcements through the news media, regarding positions for which elections are being conducted, at least sixty days prior to the meeting of the General Body.
- c. Nominations in the prescribed form along with nomination fee shall be filed at least forty-five days prior to the General Body meeting for the Election. Nominations from an organization or chapter member of the Federation shall be endorsed by the president and secretary of the organization or the chapter member to which the nominee belongs.
- d. The Election Commission shall announce the names of the nominees and their offices at least twenty days prior to the General Elections.
- e. The Chairperson of the Election Commission shall call for nominations from the floor of the General Body if there is no nomination for a position.
- f. The person nominated shall be a member in good standing, eligible to participate and vote at the meeting of the General Body.
- g. The candidates for the position of President and Secretary shall have demonstrated leadership skills by having served as President or Secretary of a member association of the Federation.
- h. The Chairperson of the Election Commission shall submit the names of the nominees to the meeting of the General Body, supervise the election in accordance with these bylaws and additional procedures decided by the Executive Committee from time to time.



- i. Elections for positions that have more than one contestant shall be conducted by the use of secret ballots.
- j. The election Commission shall be jointly responsible to take measures to insure that the election is conducted in a fair and democratic manner.
- k. The candidates that meet all the qualifications and receive the highest number of votes shall be declared as elected in the General Body meeting by the Chairperson of the election Commission.
- l. Handing Over and Taking Over of the Federation shall be on the fourth Saturday of October in the election year in a General Body meeting convened by the outgoing executive committee in consultation with the incoming committee. In that meeting the outgoing executive committee shall present the audited financial statements, and the incoming committee shall present the budget for their term. Outgoing executive committee shall turn over all balance of funds, assets, minutes of meetings, accounting and tax documents, and all other documents of the Federation to the incoming Office Bearers at the time of handing over and taking over.

#### ARTICLE XIV

##### AMENDMENTS TO THE CONSTITUTION AND BYLAWS

1. The provisions of these Constitution and Bylaws may be amended, or suspended in case of an emergency, by the General Body at any regular or special General Body meeting provided written notice of the proposed amendment or suspension with details has been mailed to all General Body members not later than thirty days prior to such meeting.
2. An affirmative vote of two-thirds majority of the members present at such meeting shall constitute adoption of the proposed amendments, or suspension.

#### ARTICLE XV

##### PARLIAMENTARY PROCEDURES

The rules contained in the current edition of Robert's Rules of Order on Parliamentary Procedures shall govern this Federation in all cases including but not limited to the conducting of meetings held by the General Body, the Executive Committee or any other committee established by or pursuant to this Bylaw and to which they are applicable and in which they are not inconsistent with this Bylaws and any special rules of order the Federation may adopt.



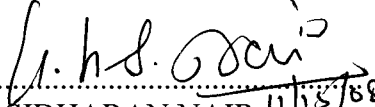
ARTICLE XVI  
DISSOLUTION OF THE FEDERATION

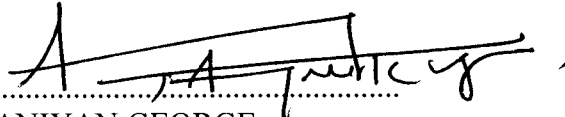
1. A resolution to dissolve the federation shall be approved by two-thirds majority of the total members of the General Body.
2. In the event of the dissolution of the Federation, after paying or providing for payment of all liabilities, all the assets shall be disposed off in accordance with the provisions of applicable law to non-profit organization/s of similar nature operating as 501 (c) (3) Corporation.

**RESOLUTION**

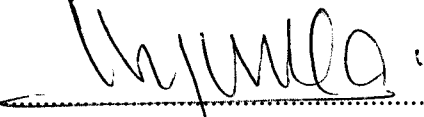
It is resolved that this General Body of the Federation of Malayalee Associations in Americas, Inc. held on this 15<sup>th</sup> day of November, 2008 adopt the Constitution and Bylaws presented by the Bylaw Committee constituted in the General Council meeting held in Houston, TX and these Constitution and Bylaws shall govern the Federation of Malayalee Associations in Americas, Inc.; and such Constitution and Bylaws shall be immediately effective with authorization to make grammatical and editorial corrections if needed.

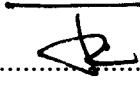
**Presented in and approved by the General Body meeting of FOMAA, Malayalee Associations in Americas, Inc held on this 15<sup>th</sup> day of November, 2008 at Kenilworth New Jersey, USA**


  
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SASIDHARAN NAIR  
President, FOMAA  
Malayalee Association in Americas, Inc

  
.....  
ANIYAN GEORGE  
Secretary, FOMAA  
Malayalee Association in Americas, Inc

  
.....  
DR. JAMES KURICHI  
Chairman, Bylaw Committee

  
.....  
RAJU M. VARGHESE  
Secretary, Bylaw Committee

  
.....  
JOHN TITUS  
President, FOMAA ad hoc Committee

  
.....  
JOHN C. VARGHESE  
Secretary, FOMAA ad hoc Committee

Drafting Committee:  
Dr. James Kurichi  
Mr. Thomas T. Oommen  
Mr. Raju Varghese  
Mr. George Mathew, CPA  
Mr. George Parnel