

BYLAWS
of
MAHESHWARI MAHASABHA OF NORTH AMERICA
(Revised July 28, 2025)



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ARTICLE I: NAME, OFFICES, OBJECTIVES**SECTION 1: NAME**

The name of the corporation shall be Maheshwari Mahasabha of North America (hereinafter called the 'CORPORATION' or 'MMNA'), where the word 'Maheshwari' can also be spelled as 'Maheshwary'.

SECTION 2: OFFICES & COMMUNICATION

The registered office of the MMNA is in the State of New York located in the Queens County. The MMNA shall have and continuously maintain a registered office as required by the State of New York non-profit Corporation Act. The Trustees may change the registered office of the MMNA as deemed necessary.

Throughout these Bylaws, references to written communication will include both physical and electronic formats, including digital correspondence, records, and books of accounting. Meetings, conventions, elections and voting may be in person, in a hybrid format, or through virtual or digital means. References to publications include printed materials and digital media.

SECTION 3: OBJECTIVES

The purposes for which the Corporation is organized are exclusively cultural, religious, educational, literary, civic, social, and charitable. The Corporation will:

- A.** Represent the Maheshwari Community; sponsor and promote its welfare and interests; assist in unification with the mainstream of its adopted homeland.
- B.** Enhance awareness in Maheshwari heritage by observance of traditional customs during cultural programs and meetings.
- C.** Assist its members in education, economy, and commerce related activities.
- D.** Assist needy Maheshwari students with financial grants and/or loans.
- E.** Reach out to communities that follow the culture, heritage and traditions of Marwar/Rajasthan; create a forum to promote cultural and social activities, and exchange of ideas.
- F.** Promulgate MMNA goals and objectives by organizing regional, national, and international conventions through publication of newsletters, souvenirs, and other necessary materials.
- G.** Support philanthropic activities directly or in cooperation with other organizations by administering charities and soliciting/collecting monetary donations.

- H. Foster friendship and goodwill between Maheshwaris and other communities in North America and elsewhere.
- I. Facilitate and assist in forming groups within the Maheshwari community that foster and nurture activities for e.g., youth, senior citizens, women, matrimonial affairs etc.

ARTICLE II: FISCAL YEAR

The fiscal year of the corporation shall begin on the first day of January and end on the last day of December each year.

ARTICLE III: LOGO

The Board of Trustees (BOT or Board) shall provide a corporate logo, which shall have inscribed thereon the name of the corporation as, "Maheshwari Mahasabha of North America". Any change(s) to corporate logo shall require approval by two thirds (2/3rd) of those voting of BOT and NEC.

ARTICLE IV: MEMBERSHIP

SECTION 1: ELIGIBILITY

Any person of legal voting age, of good moral character and interested in furtherance of the stated objectives of MMNA is eligible for membership in MMNA.

SECTION 2: APPLICATION

All applications for membership shall be made in writing and submitted to MMNA along with applicable fees. Membership applications shall be subject to approval of the Board.

SECTION 3: FEES

Membership fees shall be as decided by the BOT and published on MMNA website. Membership fees to be reviewed in the first year of every new NEC term. Additionally, the BOT may review the fees at any other time as deemed appropriate.

SECTION 4: TYPES OF MEMBERSHIPS

There shall be three categories of membership to MMNA.

- I. Life Member
- II. General Member

III. Honorary Member

- A.** Life Member: Life Membership is accorded to individuals and both spouses if married couples. Life membership privileges shall remain in effect throughout the life of members.
- B.** General Member: Includes Students, Individuals or Families, who participate or attend any activities of MMNA, and are not life members.
- C.** Honorary Member: Honorary Membership shall be limited to scholars, spiritual leaders, civic leaders, visiting dignitaries, and others as deemed appropriate by the BOT. Honorary membership is awarded for the life- time of the member with no voting rights, and includes affiliation to a Chapter and access to MMNA sponsored events.

SECTION 5: MEMBERSHIP PRIVILEGES

- A.** Life members shall be entitled to the following privileges. These privileges are also extended to the life member's spouse, unmarried children (up to 30 years of age), and dependent parents residing in North America. The age for unmarried children inclusion can be reviewed by BOT.
 - (i) Membership affiliation to a chapter of the member's primary residence. At a given time, a Life Member may only be affiliated with any one chapter.
 - (ii) Access to MMNA sponsored functions and activities.
 - (iii) Receive discounted rates for various MMNA events and publications.
 - (iv) Cast vote to elect MMNA officers, nominate other members for MMNA elected positions and any other applicable voting situations. In case of couples, voting and nominating privileges will be available to both the spouses individually, so maximum of 2 votes per life member family. To enable proper data management in MMNA records, voting rights will confer after 90 days of becoming life member.
 - (v) In the event of a divorce between a Life Member couple, both individuals shall retain their Life Member privileges independently, each with a single voting right. In the event of the death of one partner, the surviving partner shall continue to enjoy Life Member privileges with a single voting right.
 - (vi) Only Life members can hold MMNA elected and appointed office.
- B.** Organizations and Corporations may make donations to MMNA but shall not exercise any rights of the members.

SECTION 6: TRANSFER OF MEMBERSHIP

Neither MMNA membership nor the accompanying voting rights are transferable or assignable.

SECTION 7: CERTIFICATION OF MEMBERSHIP

The BOT shall provide digital certification evidencing membership in MMNA, which shall be in such form as determined by the BOT. Such certification shall be duly authorized/ signed by the BOT Chairperson and/or President of MMNA. The name, address, and identification number of each member and date of certification shall be entered in the records of the MMNA.

SECTION 8: WITHDRAWAL

Any member may withdraw from membership by filing a written letter addressed to the BOT Chairperson and/or NEC President. Such withdrawal, however, shall not relieve the member of any financial obligation to MMNA. Any membership fees paid will be forfeited.

SECTION 9: REMOVAL

Any member who works against the interests and welfare of MMNA in the judgment of the BOT will be removed from its membership. The expelled member shall forfeit his/her membership fees and is automatically removed from any appointed or elected position in MMNA.

SECTION 10: REINSTATEMENT

Any member expelled under Article IV, Section 9 may be reinstated by BOT upon such terms, as the Board may deem appropriate. Any expelled member reinstated shall regain membership benefits; however, will not be eligible for any elected or appointed position in MMNA until after 5 years from the date of reinstatement.

SECTION 11: OPINIONS/STATEMENTS

No member of MMNA including members of NEC and Board shall speak or make public statements on behalf of MMNA unless authorized by BOT.

SECTION 12: DISPUTE(S)

Before considering any action, legal or otherwise, for a dispute(s) any member (current or expelled) must submit in writing to the BOT his/her dispute(s). After review, The BOT then shall refer to the Grievance Committee (Article VII, Section 5) to resolve the dispute and give its finding to the BOT for further action.

ARTICLE V: CORPORATION

SECTION 1: BOARD OF TRUSTEES (BOT or Board)

Trustees are elected officials of MMNA, representing each chapter. Each Trustee is elected by MMNA Life Members of their respective chapter. Any Chapter not yet represented on the Board would require 100 Life Member families for a BOT representation. This requirement can be reviewed by the BOT.

A. The Tenure: Term for the office of each Trustee shall not exceed term of 4 years. One Half (1/2) of Trustees shall retire every 2 years. The proposed amendments to these Bylaws pertaining to Term/Tenure shall become effective after the conclusion of the current terms/tenure of the incumbent members of Board of Trustees (BOT), National Executive Committee (NEC) and Chapter Executive Committee (CEC), and shall apply to all subsequent terms/tenure. The Terms of NEC and CEC should preferably be coterminous. A trustee shall not hold any other elected position in MMNA during their entire tenure.

B. Eligibility:

- (i) Life Membership of MMNA.
- (ii) Prior service/contributions to MMNA, preferably in NEC or Chapter /Initiative National Leadership level
- (iii) Demonstrated dedication for service.
- (iv) Availability of time that can be devoted to MMNA.
- (v) Good standing and reputation in the community.
- (vi) Must be of legal resident status for the entire period of tenure. A member is eligible to apply for a BOT position only after minimum 1 year gap after completing an NEC Term, and vice versa. After completing a BOT term, a member may seek BOT office again only after an interval of one term. A member is eligible for a maximum of 2 terms on the BOT. Since these are all critical roles and to avoid any Conflict of Interest, both spouses are not eligible to be Chapter President/ BOT member/ NEC member at the same time. If a spouse is applying or is in one of these roles, the other spouse is not eligible for them.
- (vii) Election Procedure: Election of the members of BOT shall be held as per the Article VII Section 2 (A).

C. Mid-term Elections: The Mid-term elections shall be called in by Chapter Executive Committee (CEC) President (see Article VI, Section 3) of the impacted Chapter as per the procedure described in Article VII Section 2 under the following circumstances,

- (i) that a Trustee has resigned.
- (ii) that a Trustee has changed his/her primary residence.

- (iii) that a Trustee is deceased.
- (iv) that a Trustee is removed as per Article IV, Section 9.
- (v) that more than one year is remaining in the term of affected position.

In situations where less than one year is remaining in the term of affected position, Chapter President of the impacted Chapter can fill the position by appointing a qualified life member to the board as 'Acting-Trustee'.

D. Duties:

- (i) BOT shall establish the vision for MMNA, supervise it's overall functioning, defend interests, and ensure long term well being of MMNA.
- (ii) BOT shall provide advice and guidance to the National Executive Committee (NEC, see Article V, Section 2) and the Chapter Executive Committees (CEC), specifically but not limited to the following aspects,
 - Development of prospective plans.
 - Fund raising campaigns.
 - Review of financial reports at least twice yearly.
 - Acquisition and management of assets - including but not limited to - financial, physical, membership data, digital assets
 - Consultation and reviews.
 - Taking a role in Initiatives and Committees.
 - Make investment decisions, address and resolve member's concerns, and serve as custodians of all MMNA records, and assets.
- (iii) BOT shall have authority to remove any member of NEC/CEC or dissolve the entire NEC/CEC, if the NEC/CEC member(s) are working against the bylaws and interest of MMNA. Such action shall be documented and properly conveyed to the affected party(ies). The BOT shall nominate alternative office bearer(s) for remainder term of the ousted member(s). When the entire NEC/CEC is dissolved, BOT shall function as NEC, whereas CEC charges will be assumed by the BOT member representing the affected chapter and NEC. BOT Chairperson shall convene the elections for a new NEC/CEC to complete the remainder of the term at the earliest but within 90 days.

E. Chairperson: The BOT members shall elect one of the members as Chairperson not to exceed a period of 2 years. The Chairperson shall provide leadership in formulating MMNA guidelines, call meetings,

assign committee leadership roles, and supervise overall business of MMNA. The incoming new Chairperson cannot be from the chapter of outgoing-Chairperson. In the event of Chairperson's position becoming vacant due to situations described in Article V, Section 1, a new Chairperson will be elected to complete the remainder of the term of outgoing Chairperson. The BOT Chairperson, in consultation with the BOT, can nominate a BOT member to function as Interim/Acting BOT Chairperson in absence of Chairperson.

SECTION 2: THE NATIONAL EXECUTIVE COMMITTEE (NEC)

- A.** NEC shall consist of the following elected officials, President, upto 7 Vice-Presidents/ Directors which will include Head of Technology, Head of Marketing & Outreach, General Secretary, Joint-Secretary, Treasurer, and Joint-Treasurer, from the forthcoming and all subsequent NEC Terms
- B. The Tenure:** The term of office of NEC shall be 3 years, read along with Article V Section 1(A) on Term/Tenure. No member shall hold more than one elected position at a given time, and shall not seek the same office again with same duties. After two consecutive NEC terms, a member may seek NEC office again after an interval of one term. A member is eligible for a maximum of three terms on the NEC.
- C. Eligibility:**
- (i) Life Membership of MMNA.
 - (ii) Demonstrated dedication for service. The person should preferably have prior leadership and community service experience in MMNA - in NEC or Chapters /Initiatives level - especially for President role.
 - (iii) Availability of time that can be devoted to MMNA.
 - (iv) Good standing and reputation in the community.
 - (v) Must be of legal resident status of North America during the entire period of tenure.
- D. Election Procedure:** Election of the members of NEC shall be held as per the Article VII Section 2.
- E. Mid-term Elections:** Mid-term elections will be called by BOT Chairperson as per the procedure described in Article VII Section 2 under the following circumstances:
- (i) that a NEC member has resigned.
 - (ii) that a NEC member is deceased.
 - (iii) that a NEC member is removed as per Article V, Section 1 D.

- (iv) that the entire NEC is removed by BOT as per Article V, Section 1 D.
- (v) that more than one year is remaining in the term of affected position.

In situations where less than 1 year is remaining in the term of affected position, BOT Chairperson can fill the position by appointing a qualified life member. If the entire committee is dissolved with less than 1 year remaining in the term of NEC, the BOT shall take over the NEC responsibilities.

After the NEC is elected, it can nominate and suggest names of two NEC Members to BOT to work as Interim President in absence of the President. BOT will select one of these two nominations to work as Acting/Interim NEC President, when NEC President is not available.

F. Duties: NEC is collectively responsible for,

- Undertaking day-to-day administrative functions of MMNA.
- Working towards achieving the goals and objectives of MMNA. Specific duties,

(i) President

- Call and conduct meetings of the NEC and the General Body.
- Serve as liaison between NEC, BOT, and the Chapter Executive Committees (CEC).
- Allocate specific assignments to Vice-Presidents.
- Form ad-hoc committees to accomplish tasks and goals of MMNA.
- Initiate and coordinate preparation for national and international conventions.
- Prepare, present, and conduct overview of budget from BOT for the next fiscal year before the end of current fiscal year
- Upon completion of term, serve as 'Ex-officio' in the new NEC for a period of one year from the date of expiration of term, and attend meeting whenever invited. Past-President, however, shall not have any voting rights in decision making.

(ii) Vice-Presidents & Heads

- Vice Presidents/ Directors and Heads to steer different Initiatives and Chapters coordination as assigned by the President in consultation with NEC. They would also spearhead the Tech stack for entire MMNA, and lead Marketing, Community Outreach, Social Media efforts in MMNA and beyond. The duties of each of Vice President/Director and Head should be distinct

and well defined within the NEC by the President to encompass the captioned subjects.

- Promote membership drive.
- Assist in communicating MMNA's news, events, and announcements.
- Assist President in developing plans and projects.

(iii) Secretary

- Send out notices for all meetings of NEC and General Body.
- Take and maintain minutes of meetings.
- Regularly share minutes of meetings with members of NEC and assist in preparation of MMNA publications such as telephone directory and convention souvenirs.
- Maintain all books, records, and necessary documents.
- Maintain the membership list.
- Serve as custodian for all non-financial records.

(iv) Joint Secretary

- Assist Secretary in accomplishing his/her tasks
- In the absence of Secretary, assume and discharge the duties of Secretary.

(v) Treasurer

- Treasurer is the Chief Financial Officer of MMNA. The person preferably should have Finance background and experience.
- Receive, discharge, and serve as custodian of funds.
- Keep financial records of all pledges, donations, membership dues, loans issued, and its repayment.
- Communicate with members and donors as necessary.
- Help the Secretary in maintaining membership list from financial terms.
- Ensure that MMNA funds are spent in accordance with tax exempt laws of Internal Revenue Service for 501(c)(3) non-profit organizations.
- Maintains up to date balance sheet and present at-least once every quarter to the NEC, BOT, and at the General Body Meeting during national conventions.
- Share the balance sheet with life members when requested.
- Send all necessary documents requested by Audit Committee by January 15 of each calendar year.
- Report audited accounts to BOT before March 31.
- File tax documents to federal, state, and local agencies before May 15 or as required by law.

- To help and guide Chapter Treasurers, Initiative Leads including Education, Convention Treasurers in financial matters, maintaining records of receipts and outflows, internal controls and compliance with 501(c)(3) rules. This includes funds and records for Benvity/Corporate Donation -matching programs also.
- Dates/periodicity for providing information and financial statements will be determined and subject to change as required by law or as suggested by BOT/NEC.
- Details on these functions are covered in Finance Guidelines.

(vi) Joint-Treasurer

- Assist Treasurer in accomplishing his/her tasks. The person preferably should have appropriate Finance background and experience.
- In the absence of Treasurer, assume and discharge the duties of Treasurer.

ARTICLE VI: CHAPTERS

SECTION 1: OBJECTIVES

In addition to MMNA objectives described in Article I Section 3, the goals of chapters shall be,

- A.** To foster socio-cultural needs of local Maheshwari families.
- B.** Represent chapter at the national level activities of MMNA.
- C.** Serve as liaison between the local chapter, Initiatives and MMNA.
- D.** Support and drive participation, increase life membership in the Chapter.

SECTION 2: STRUCTURE

- A.** There are several MMNA Chapters within geographical areas of North America. Within a Chapter, there can be multiple Regions.
- B.** Any changes to existing Structure of Chapters - including but not limited to creation of new Chapter by splitting of an existing Chapter or by combination of few existing Chapters - can be initiated only with a written request by a group of 150 or more life member families to the BOT. (BOT can review this minimum stipulation). This request will be reviewed and approved by BOT only after exhausting all options of working within the current Chapter structure.

SECTION 3: CHAPTER EXECUTIVE COMMITTEE (CEC)

- A.** Each Chapter shall form a Chapter Executive Committee (CEC) consisting of a minimum of 4 positions, viz., President, Vice-President, Secretary, and Treasurer. The Chapter may have additional roles within their Chapter team to represent regions, activities, initiatives and outreach. At the time of Chapter Elections, The Election Committee will also seek Expression of Interest from Life members for roles in various Initiatives. The newly formed CEC will review these Expressions of Interest as the main basis in nomination of the new teams for Initiatives.
- B.** The tenure of CEC shall be 3 years, read along with Article V Section 1(A) on Term/Tenure. No member shall hold more than one elected position at a given time.
- C.** The eligibility of CEC shall be same as per Article V Section 1(B).
- D.** The CEC election shall be conducted as per Article VII Section 2.
- E.** Only chapter life members from specific chapter are eligible to vote.
- F.** The Mid-term elections shall be called in by Chapter-President under the following circumstances:
 - (i) that a CEC member has resigned.
 - (ii) that a CEC member has changed his/her primary residence.
 - (iii) that a CEC member is deceased.
 - (iv) that a CEC member is removed as per Article II, Section 9.
 - (v) that more than one year is remaining in the term of affected position.

The Mid-term elections shall be held as per Article VII, Section 2. In situations where less than one year is remaining in the term of affected position, Chapter-President may fill the position by appointing a qualified life member from that Chapter. If the affected position is of Chapter President, the mid-term election duties shall be performed by BOT member representing that chapter.

SECTION 4: DUTIES**A. President**

- Call and conduct meetings of CEC.
- Serve as liaison between NEC and CEC.
- Lead the election committee to elect BOT representing the chapter.
- Select chapter representative to be the member of NEC election committee.
- Allocate specific assignments to Vice-President.

- Form Ad-hoc committees to accomplish tasks and goals of chapter.
- Upon completion of term, serve as 'Ex-officio' in the new CEC for a period of one year from the date of expiration of term, and attend meeting whenever invited. Past-President, however, shall not have any voting rights in decision making.

B. Vice-President

- Maintain, update, and provide chapter membership database to NEC Vice-Presidents.
- Promote membership drive.
- Assist President in developing plans and projects.
- In the absence of President take charge of President's duties and tasks.

C. Secretary

- Send out notices for all CEC meetings.
- Maintain all books, records, and necessary documents.
- Send out events information to community members and post on MMNA website and forums.
- Take, maintain, and share minutes of meetings with CEC members.

D. Treasurer

- Receive, discharge, and serve as custodian of funds. The person preferably should have Finance background and experience.
- Communicate with members and donors as necessary.
- Help Chapter team in maintaining membership list from financial terms.
- Ensure that funds are spent in accordance with tax exempt laws of Internal Revenue Service for 501(c)(3) non-profit organizations. This includes funds and records for Benvity/Corporate Donation -matching programs also.
- Keep financial records of all monies collected, and submit to NEC-Treasurer at the end of fiscal year.
- Maintains upto date Balance Sheet and present at-least once every year to the CEC, and members during the local events.
- Send all necessary documents requested by Audit Committee by January 15 of each calendar year.
- When necessary, file tax documents to federal, state, and local agencies as per requirements.
- Dates/periodicity for providing information and financial statements will be determined and subject to change as required by law or as suggested by BOT/NEC.
- Details on these functions would be covered in Finance Guidelines.

SECTION 5: Events/Fee

- A.** CEC shall conduct Maheshwari-specific functions such as 'Gangaur', 'Mahesh Navami', 'Diwali' and 'Teej' whenever possible in addition to other events and festivals.
- B.** All events whenever possible shall be rotated to different towns/locations within a chapter to garner maximum participation.
- C.** CEC can charge fee/dues to defray the cost of conducting local events. Life members should be considered for discounted fees for attending Chapter events.

ARTICLE VII: INITIATIVES AND COMMITTEES**SECTION 1: Initiatives**

MMNA has many Initiatives for the furtherance of its Objectives and goals. More such Initiatives may be started in the future. This is the suggested structure for any initiative:

- A. Members:** One from BOT, one from NEC, 3-4 other Life members (Initiative Leads and Co-Leads) with relevant skills and expertise. The BOT member will be nominated by the BOT Chair, in consultation with BOT. The NEC member will be nominated by the NEC President, in consultation with NEC. At the time of NEC Elections, The Election Committee will also seek Expression of Interest from Life members for roles in various Initiatives. The NEC will review these Expressions of Interest as the main basis in nomination of the new teams for Initiatives - other than BOT, NEC Reps- coterminous with NEC Term.
- B. Roles and Responsibilities:**
 - (i) BOT Member: Provides governance oversight and ensures alignment with MMNA strategic direction.
 - (ii) NEC Member: Facilitates communication between the Initiatives Committee and NEC; supports for activity growth, budget overview and any disputes resolution.
 - (iii) Leads and Co-Leads: Develop and implement Initiative plans, including budgets, activities. Work with Initiative Reps in different Chapter Teams. Coordinate Initiative activities, including In Person/ Virtual Events, Conventions. Update progress to BOT, NEC.
- C. Operations:** Any member of the Initiative Team (Including Leads, Co Leads) shall not be eligible for re-nomination to the same role in the subsequent term, ensuring fresh perspectives and opportunities for

new members. Maximum of two terms for any member in all roles combined for any single Initiative.

D. Any new Initiative: For any new Initiative to be started; the goals, objectives, plans should be firmed up. NEC can review these and based on merits, can propose to the BOT for approval before starting any activities on that Initiative.

E. Initiative Review: Each initiative will undergo a review by the NEC at the beginning of its term to assess its impact, relevance, and sustainability. NEC will present its report and recommendation to BOT for approval and decision. The recommendations could include to continue the initiative as it is, with any potential adjustment, revise and renew the initiative with new goals or objectives or Sunset (Closing) the initiative.

Currently, these are the main Initiatives across MMNA. The details of each of them are in MMNA Guidelines.

Education: Objectives of the Education Initiative are to manage, seek applications, and allocate financial support to the deserving Maheshwari individuals for higher education in North America. Financial support is aided by Fundraising for Education Initiative purposes by MMNA.

SAKHI: Women's group named 'Sakhi' (Hindi term for Lady Friend)

RAYS: Rajasthani Abroad Youth Samaj

Matrimonial

Philanthropy

BET: Business & Entrepreneurship Track

Pronet: Professional Network

Seniors

Sakha: Men's group named 'Sakha' (Hindi term for Men Friend)

Global NRI

SECTION 2: Nomination & Election Committee

Nomination & Election committees should be formed minimum 90 days prior to the expiration of the terms of outgoing MMNA officer(s), providing for appropriate transition period between existing and new teams. Election Committee's sole purpose is to seek nominations and conduct fair and free elections. Election committee shall dissolve once the election results are

registered and notified. Only MMNA life members are eligible to participate in elections.

A. Election of Board of Trustees (BOT) and Chapter Executive Committees (CEC):

- (i) The Chapter President with full consultation of rest of the Chapter Executive Committee (CEC) members shall form an election committee consisting of 3 life members that includes Chapter President, current member of BOT, and one other life member from the chapter not holding any position in MMNA.
- (ii) The election committee shall issue election-notification, seek nomination, and conduct election when more than one nomination has been received.
- (iii) Only life members shall take part in BOT/CEC election.
- (iv) Chapter President shall properly document, declare results to the chapter life members, and forward it in writing to the BOT Chairperson without delay. BOT Chairperson then shall communicate the results immediately to all MMNA members.

B. Election of National Executive Committee (NEC) :

- (i) BOT Chairperson in consultation with BOT members and chapter Presidents shall form the election committee consisting of one representative from each chapter.
- (ii) Members of NEC and BOT cannot be in the election committee.
- (iii) All committee members shall elect one of the members as their Chairperson.
- (iv) Members of election committee shall not contest any NEC position.
- (v) The election committee shall seek nomination for various NEC positions and prepare a slate of office bearers from the pool of candidates in a way that includes a widest array of chapters.
- (vi) In case of more than one candidate is contesting for a position, election shall be held.
- (vii) Chairperson of election committee with coordination of committee members shall document the election results, and forward in writing to the BOT Chairperson. Election Committee Chairperson then communicates the results directly to MMNA life members along with BOT without any delay.
- (viii) In the event a NEC position remains unfilled, BOT Chairperson shall fill the position with qualified life member(s) within 90 days.

SECTION 3: Audit Committee

BOT Chairperson shall form an audit committee. The audit committee shall consist of 3 members, including one member from BOT and 2 other members with accounting and auditing experience. The term of the committee shall coincide with the NEC term. The committee shall be dissolved after it has audited the final accounts of the outgoing NEC team. The audit committee shall obtain all financial records from the Treasurer within 8 weeks of calendar year completion. The committee shall check the financial records for accuracy, completeness and compliance to applicable laws and submit the report to BOT Chairperson within reasonable time period. BOT Chairperson will then share the report with members of BOT and NEC.

SECTION 4: Convention Committee

NEC President shall appoint a 2-3 member convention committee at least 9 months to 1 year before the official convention dates. These would include all International/National Conventions, and any specific Initiative/Geographic Conventions of MMNA. The Convention Committee members shall be from the Chapter/ Initiative in which the convention is planned. They should be familiar with the local businesses, vendors, and facilities. The members shall be responsible for selecting a venue, plan itinerary, and propose budget to NEC and BOT for approval. Convention Committee shall form several sub- committees to achieve the goals for the completion of convention. At the completion of convention, the committee shall transfer all related data, records and material to NEC, and be dissolved. Details of Convention planning, procedure, team selection, expenditure, events and programs are to adhere to the MMNA Guidelines for Conventions.

SECTION 5: Grievance Committee

The BOT Chairperson shall form a 3-member Grievance Committee to resolve member(s) issue/dispute. This term of the committee shall coincide with the NEC term. The Grievance Committee shall include a life member not holding any official position in MMNA, and a member each from BOT and NEC. The Grievance Committee shall work under the chairmanship of a BOT member and aim to resolve the member(s) dispute(s) within 90 days from the receipt of dispute(s), and present its finding to the BOT

ARTICLE VIII: MEETINGS

SECTION 1: NEC and BOT Meetings

NEC shall meet at least once a month and BOT shall meet at least once every other month. NEC and BOT shall conduct a joint meeting at least once every quarter (3 - months).

SECTION 2: General Body Meeting

General Body Meeting of MMNA life members shall be held separately or in conjunction with the national conventions. The meeting shall provide a forum for discussion of member's issues. Non-attending members can send their agenda for discussion on MMNA related issues in writing at-least 30 days before the meeting is planned addressed to NEC President / BOT Chairperson. Meeting shall be open to all life members for active participation and voting.

SECTION 3: Other Meetings

NEC President shall conduct meetings with Chapter Presidents and other groups and Initiatives described in Article VII as needed. Special meetings or meetings in exceptional circumstances may be held in accordance with MMNA Guidelines.

SECTION 4: Meeting Agenda and Notes

Agenda for each meeting shall be prepared in advance and distributed. Minutes of meeting shall be maintained and distributed to group members with a copy to BOT and NEC. Notice of the meeting shall be sent in accordance with the MMNA Guidelines.

SECTION 5: Quorum

A majority of members constitutes a quorum for any meeting of the BOT, the NEC, and CEC.

ARTICLE IX: FINANCES

SECTION 1: Bank Accounts

All Banking and investment Accounts shall be maintained in the name of "Maheshwari Mahasabha of North America". The opening of any new account either at National or Chapter/ Initiative/Convention shall need approval by the BOT, including policies for investing surplus funds in safe, conservative financial instruments. Regular Operation of all bank accounts and book- keeping shall be done in accordance with the Guidelines for Finance and Accounting.

SECTION 2: Disbursements

Receipt shall be documented with a written voucher describing the type of expense and duly signed by the recipient and/or beneficiary.

SECTION 3: Expenditure

- A.** All purchases made on behalf of MMNA shall be solely to conduct official MMNA business. All purchases shall be made using MMNA's 501(c)(3) tax exempt certificate.
- B.** Selection of a charitable organization for donation and the amount of donations shall be jointly decided by the NEC President and BOT Chairperson with approval of 3/4th majority vote of BOT and NEC members.
- C.** Any amount exceeding \$5000 (except convention related expenses) from General Operating Accounts shall be approved by 3/4th majority of BOT.
- D.** Convention related expenses shall be handled as authorized and budgeted (Article VII, Section 4).
- E.** All checks shall bear the signature of either Treasurer or Joint-Treasurer, or as authorized by BOT.

SECTION 4: Gifts

BOT on behalf of MMNA may accept any contribution, gifts, bequest, or device for the general purpose or for any special purpose of the corporation.

SECTION 5: Compensation

No officers and/or appointees of MMNA shall receive any salaries and/or perks for their services. Privileges of all officers, appointees, and their families shall be the same as of MMNA members (Article IV, Section 5).

ARTICLE X: RECORD-KEEPING

SECTION 1: Books and Records

- A.** The Corporation shall keep complete record of its accounts, minutes of meetings, list of membership either digitally or physically at its registered office, and with the BOT Chairperson, or with an official designated by the BOT Chairperson.
- B.** The corporation shall keep all records for up to the period of eight (8) years or as prescribed by law and update membership records from time-to-time.

- C.** Members are entitled to inspect the books and records; however, such inspections can be done during the convention gatherings or by request at any other time. A member desirous of viewing the books and records must send written notice to the NEC President or NEC Secretary with at least one (1) month of advance notice. Specific inquiries pertaining to books and records shall be provided to members in writing with written requests.
- D.** Records shall be maintained for all important aspects, categorically specifying membership revenue, list of donors, Educational Initiative information and details of MMNA Expenditure.

SECTION 2: Closing

All books of accounts shall be closed on last day of the fiscal year. The most updated accounts shall be presented to the BOT/ General Body Meeting (Article VIII, Section 2).

ARTICLE XI: GUIDELINES

- A.** BOT shall provide guidelines specifying the detailed procedures pertaining but not limited to conducting elections, organizing conventions, maintaining finances, and awarding student loans. Guidelines should also be established for functioning of Chapters, Induction/ onboarding/ knowledge transfer for incoming / outgoing Officers at different roles in MMNA, and detailed working of each of the Initiatives in operation.
- B.** The guidelines must be approved by 2/3rd majority of BOT.
- C.** Guidelines shall follow and remain bound to bylaws ,and followed by all elected and appointed officials of MMNA.
- D.** Any change to guidelines must be approved by 2/3rd majority of BOT, and a copy of change(s) shall be provided in writing to NEC, CEC, and appropriate committees (Article V).
- E.** Any change(s) to guidelines shall be effective 30 days after its official approval.

ARTICLE XII: AMENDMENT(S) TO BYLAWS

- A.** The Bylaws may be reviewed and amended once during a single NEC term, preferably in its final year. The BOT or a Bylaws Committee appointed by the BOT, shall review the existing bylaws, accompanying guidelines, and identify potential areas for amendment.

- B.** The BOT will determine the composition of the Bylaws Committee, taking into account relevant experience within MMNA, diversity of perspectives, and members' ability to dedicate time to the process. The BOT or Bylaws Committee will also solicit input from life members regarding potential amendments or topics for review. Life Members can send their suggestions on Bylaws to BOT at any time, which would also be included in the Bylaws review process.
- C.** Following a comprehensive review—which may include consultations with current and former MMNA Officers—the BOT or Bylaws Committee shall present their recommendations for amendments to the life members.
- D.** Notice of proposed bylaw amendments shall be communicated electronically to all voting members by BOT Chairperson/NEC President at least 30 days prior to the closure of voting deadline, which may align with GBM for this purpose. Amendments shall be adopted by a majority vote of life members who vote.
- E.** The BOT must incorporate all approved amendments within sixty (60) days of its final approval to existing Bylaws.

ARTICLE XIII: DISSOLUTION/INDIVISIBILITY

SECTION 1

In the event that MMNA is dissolved, the BOT, after paying or making provisions for the payment of all liabilities of the corporation, shall distribute all of the remaining assets of MMNA to organization(s) that,

- A.** Are organized and operated for objectives related to one or more of the objectives specific in Article I of this Bylaws, and
- B.** Are tax-exempt under the appropriate Internal Revenue Code.

Any assets not so disposed of shall be disposed of by a New York court of appropriate Jurisdiction to such organizations, which subscribe exclusively to Maheshwari or Rajasthani philosophy.

SECTION 2

MMNA is an indivisible organization. Any group or sector of it seceding to form a separate organization shall not be entitled to any part or the assets of MMNA.

ARTICLE XIV: MISCELLANEOUS

SECTION 1

Candidates seeking any BOT, NEC, Chapter, Initiatives position shall sign the following statement prior to election/appointment: "I certify that I have read and understood the bylaws and guidelines of MMNA. If elected/appointed to the position of, I agree to fully abide by them".

SECTION 2

All decisions shall be communicated in writing, unless otherwise stated.

SECTION 3

All decisions of BOT including formation of various committees are taken with Two Thirds (2/3rd) majority unless otherwise stated. Similarly, NEC as well as CEC decisions and committee appointments are also taken with 2/3rd majority vote unless otherwise stated.

SECTION 4

MMNA bylaws and MMNA guidelines are official operating manuals of MMNA and shall be displayed on MMNA's website at all times.

SECTION 5

- A.** MMNA shall have an Indemnification Policy adopted by BOT in the MMNA Guidelines. Such policy shall govern the indemnification of all Trustees, Officers, Committee and Initiative Leads of MMNA for any costs, expenses, or liabilities necessarily incurred in connection with the defense of any action, suit, or proceeding in which they are made a part by reason of being or having been a member serving MMNA in an elected or an appointed capacity.
- B.** The rights of trustees, officers, and committee members shall be limited as provided in the Conflict-of-Interest Policy adopted by BOT. MMNA shall have a Conflict-of-Interest Policy in the MMNA Guidelines.
- C.** Any Officer or individual representing MMNA should observe high ethical standards in conducting their duties and responsibilities. All members have a responsibility to report their concerns to the BOT. MMNA Guidelines shall have a Whistleblower Policy.
- D.** For any interpretation or additional scenario - including but not limited to - for membership, privileges, Election procedure & eligibility, Term commencement & completion dates, Initiative & Committees, Conventions & Finance; If the Bylaws and Guidelines are unclear, BOT has the power to review & decide any and all such topics.