

BY-LAWS
OF
CHAROTAR LEUA PATIDAR SAMAJ (CLiPS)

ARTICLE I

MEMBERSHIP

A. QUALIFICATION

Any person, over 21 years of age, whose native place is in Charotar (Kheda District), Vakad & Kanam (Vadodara District) or Daskoshi (Amdavad District) region, who is Leua Patidar, and duly fills out a membership application form of Charotar Leua Patidar Samaj (hereafter called the Samaj) and upon payment of membership dues can become a life member. All others, whose native place is not in Charotar, Vakad, Kanam or Daskoshi region can join the Samaj as Patron.

B. CLASSES

There shall be only one class of membership in the Samaj and that is the Life Membership. Others who do not qualify as a life member, can join Samaj as Patron. Life membership shall include member's immediate family living with the member. Immediate family shall include spouse, married and unmarried children and member's and his/her spouse's parents, brothers and sisters, if living with the member. Patron shall be single entity or an individual person including his/her spouse and children living with the Patron.

C. RIGHT, PRIVILEGES AND CONDUCT

1. The rights and privileges of a life member in good standing shall be:
 - a. To attend general and special membership meetings.
 - b. To present motion at the membership meetings.
 - c. To vote at the membership meetings.
 - d. To participate in any activities of the Samaj as may be called upon by the general body of life members and/or the board of directors.
 - e. To serve as a board of director/officer of the Samaj, if elected and/or as a committee member or a chairperson, if appointed.

2. Patron shall only attend and/or participate in selective events of the Samaj as determined by the Board. Patron shall receive periodic news letters of the Samaj and he/she may participate in selective committees as determined by the Board. Patron shall have no other rights and privileges of the Samaj including the voting rights.
3. The conduct and behavior of the Samaj members shall be worthy and in the best interest of the Indian community in general and the Patidar community in particular.
4. In case of a member/patron whose conduct and/or behavior has been detrimental to the goals and objectives of the Samaj, failing all efforts for compromise, he/she shall be removed from the Samaj by a two-thirds majority decision of the board members.
5. A life member who has been so removed from the roll of the membership may appeal the decision of the Board to the general body of the Samaj members, whose decision by a two-thirds majority of the members present, shall be binding and final to both the parties. Patrons shall have no right to appeal any decision of the Board.

D. FEES AND DUES

For a life membership, an amount of dues shall be determined by the board members. It shall not be retroactive. Membership dues are non-transferable. Patron shall donate an amount as determined by the board. A membership application form of the Samaj shall include the current required life membership dues and the minimum donation amount for a patron.

E. TERMINATION

Life membership shall be terminated upon a member's written resignation submitted to the Samaj Secretary. Resigned member can rejoin the Samaj by filling out the new membership application form with the life membership dues then in effect. If a voting member is removed by the board members and/or the general body of members in accordance with the Article V.D then such a member may not rejoin the Samaj for at least five (5) years following his/her removal. Patron can resign in a similar manner by submitting a written resignation to the Samaj Secretary. A Patron, removed by the board, may never be permitted to rejoin the Samaj.

ARTICLE II

MEETINGS

A. GENERAL MEMBERSHIP MEETING

There shall be at least one general membership (Life members and Patrons) meeting each year to be held in fourth (4th) quarter. The meeting shall be called and chaired by the President of the Samaj. Notice of general membership meeting shall be sent to all members by the Secretary, at least fifteen (15) days prior to the meeting.

B. SPECIAL MEMBERSHIP MEETING

A special membership meeting may be called by one of the following methods:

1. By the President of the Samaj.
2. By a written petition signed by at least six(6) or 50% of the board of directors whichever is greater.
3. By a written petition signed by at least 25% of the life (voting) members of the Samaj at that time.

Notice and agenda of such special membership meetings shall be sent to all members by the Secretary, at least fifteen (15) days prior to the meeting.

C. QUORUM

The quorum at any dully called membership meeting shall be 10% of the life (voting) members at that time in person. If the requisite is not formed within half an hour of the time notified, the chairperson may adjourn the meeting and then by consent of the majority of the members present, may decide upon same or another day, time and place to reconvene the meeting at which time the meeting will proceed with the voting members present.

D. VOTING RIGHT

Each life membership shall be entitled to maximum of two votes; one vote each by a member and his/her spouse, if married. Voting in person or by absentee ballot (as approved by the nomination/Election Committee) is acceptable. Patron members can not vote in any elections of the Samaj.

ARTICLE III
PARLAMENTARY AUTHORITY

The rules contained in the Roberts' Rules of Order shall govern the Samaj in all cases to which they are applicable and in which are not inconsistent with the by-laws thereof.

ARTICLE IV
FISCAL YEAR

The fiscal year of the Samaj shall cover a period beginning January 1st and ending with the following December 31st. The terms of board of directors shall follow the fiscal year.

ARTICLE V
CANDIDACY AND ELECTION OF BOARD OF DIRECTORS

A. THE BOARD

The board of directors (hereafter called the Board) shall consist of minimum of eleven(11) members and not to exceed fifteen (15) members. All directors shall serve without payment for their functions, but they may be reimbursed for expenses incurred in the performance of Samaj activities.

B. CANDIDACY

Candidates for directors must be from the voting life members of the Samaj in a good standing. They must submit their names for candidacy to the Nomination Committee. The candidate should have served satisfactorily in one of the appointed positions for at least one year or should have served on the board in the past. Patron members can not contest any elected position in the Samaj. Not more than one voting members from the same life membership shall be allowed in the elected board. Two voting members from the same life membership can run in the election for a director(s) position. However, if both elected then only one shall be allowed with the large numbers of votes or if the board is elected unopposed than the election committee can recommend only one from both spouses.

C. TERM

At least five (5) or 45% of the directors whichever is greater shall be elected every third (3rd) year by life membership. The incorporating board members upon completion of the Samaj incorporation will begin their first term which ends in 1993. The first election will

be held in 4th quarter of 1993 for the next three year term (1994 through 1996). Subsequent elections shall be held every third year thereafter. A director may serve more than one term. Outgoing directors shall be picked through a list of least active and interim directors by the board.

D. REMOVAL

A voting member, director or an officer may be removed from the board by a two-thirds majority decision of the board members with the concurrence of the Trustees (ARTICLE VIII) for any act or lack of act (omission) deemed by the board to be detrimental to the best interest of the Samaj. Voting shall be conducted by a secret ballot. A removed voting member or a director may appeal to the general body by a written notification to the board within 30 days from the date of notification sent to him/her by the board. A removed officer can only appeal to the board of trustees for reconsideration within 30 days from the date of notification sent by the board.

E. VACANCY

In the event of the vacancy of the board; if it is for a President, the Vice President and if it is for a Secretary, the Joint Secretary shall fill in for the remainder of the vacated term respectively. A vacated Treasurer and/or Joint Secretary's position (s) shall be appointed from the remaining board of directors by a simple majority decision of the board members. And a vacated director position shall be appointed from the life membership on an interim basis for the remainder of the vacated term by a simple majority vote of the remaining board of directors.

F. QUORUM

Whenever the board meets, 51% of the directors shall constitute a quorum for the transaction of business.

G. VOTING RIGHTS

Each director shall be entitled to one vote. Voting shall be done by the board members present at the duly called Board meeting. A director can send his/her representative at such meeting and with the consent of the majority board members present, his/her representative can have voting right on his/her behalf at that meeting. Such representation shall be limited to two times in any fiscal year.

ARTICLE VI

FUNCTIONS AND RESPONSIBILITIES OF BOARD OF DIRECTORS

A. ELECTION

The incumbent President shall call a Board meeting within thirty (30) days after the general membership meeting to elect as applicable, from the newly constituted board members, five (5) officers; President, Vice President, Treasurer, Secretary and Joint Secretary of the Samaj. Each corporate officer of the Samaj must be a member of the Board. No person shall hold more than one elected position at the same time.

B. SECRET BALLOT

The officers of the Samaj including President shall be elected by secret ballot at the annual Board of Directors meeting every third (3rd) year, following the election. A simple majority of those present shall elect. No substitute voting of any director shall be allowed for this election.

C. RUNOFF

In the event that no candidate for an office receives a majority (i.e. 51%) of the total board votes on the first ballot, a second ballot for that office shall be taken. The second ballot shall list only those two candidates with highest number of votes from the first ballot.

D. OFFICERS

The officers of the Samaj shall be President, Vice President, Treasurer, Secretary and Joint Secretary. The officers are charged with the responsibilities to meet all federal, state and local governmental regulations, and to maintain tax-exempt status of the Samaj with all governments including Internal Revenue Service (IRS). Specific functions and responsibilities of each officer shall be as follows:

1. President: See Article VII of the by-laws.
2. Vice President: Vice President shall, in the absence, disability or a conflict of interest by the president, perform all duties of the President and when so acting shall have the powers of and coordinate activities of all the committees and chair the committee chairpersons meeting when held. Vice President shall report the status of activities of the committees at each Board meeting.

3. Treasurer: Treasurer shall maintain adequate and correct books of account showing the receipts and disbursements of the Samaj and an account of its cash and other assets. Such books and accounts shall be at all reasonable times be open for inspection by any life member of the Samaj. The treasurer shall collect monies coming to the Samaj and deposit all monies of the Samaj with such depositories as are designated by the board of directors and shall disburse the funds of the Samaj as may be ordered by the board of directors and shall render to the president and /or the board members, upon request, statements of the financial condition of the Samaj. All payments and withdrawals from the Samaj bank account shall be by checks only and must be signed by any two of the four designated officers of the corporation. The treasurer and president shall be included in the four designated officers.
4. Secretary: Secretary shall keep at the principal office or at other office of the Samaj as designated by the board a Book of Minutes of all meetings of board of directors and all general or special membership meetings with the time and place of holdings, hour called or authorized, notice thereof given, the names of those persons present and the proceedings thereof. Secretary should at the principal and designated office(s) of the Samaj the names and addresses of the members and patrons.
4. Joint Secretary: Joint Secretary shall, in the absence, disability or a conflict of interest by the secretary, perform all the duties of the secretary as stated in the Article VI.D.4 of the by-laws. He/She shall assist secretary and treasurer in performing their duties. Joint Secretary shall keep all the membership records including completed membership application forms and coordinate the activities of the membership drive and fund raising committee.

E. FUNDS

The board shall control all expenditures of the Samaj and shall not disburse funds for purposes other than those of the Samaj. No funds shall ever be spent without an approval of the board beyond the limit setup for petty cash. Petty cash not exceeding \$50 for any directors, \$100 for any officers and \$250 for the president without prior authorization must be approved by at least three Samaj officers before reimbursement.

F. AUTHORITY

The board has authority and responsibility to maintain continuity. It shall effectively manage and control all activities of the non profit corporation. The Board shall receive, review, modify, recommend approve programs, services and budget proposals submitted by the president and/or by any board of director(s). Board members are required to assist in the execution and implementation of Board's resolution to their best abilities. The board's spending authority shall be provided in Article VI.E of the by-laws.

G. GENERAL MEMBERSHIP MEETING

The shall be responsible for organizing and conducting all membership meetings which shall be chaired by the president of the Samaj. In the absence of both president and vice president, the treasurer shall chair the meeting. The board shall appoint a Nomination Committee for the nomination of candidates for directors, and conduct an election of directors.

H. REMOVAL

Any director or an officer of the corporation may be removed from the board as stated in Article V.D of this by-laws. The board may dismiss any other appointed, invited or volunteered positions by a simple majority decision of the board members.

I. BOARD MEETINGS

The board of directors shall be held at least once every three (3) months. The board of directors meeting notice with agenda including all issues need to be voted upon shall be sent to all the directors, by the secretary of the corporation, at least ten(10) days prior to the meeting. Special meetings of the board of directors may be held at any time and place upon the call of the President, a Vice President, or three (3) Board of Directors for any emergency. Written notice of the time, place and purposes of any special meetings shall be provided to each director at least twenty four (24) hours before the meeting by telegraph or by telephone to the last known address of each director.

ARTICLE VII

FUNCTIONS AND RESPONSIBILITIES OF THE PRESIDENT

A. DUTIES

President shall be the Chief Executive Officer (CEO) of the corporation and the Samaj. President has the overall responsibility to ensure that the corporation has met all its legal and financial obligations; and the Samaj functions effectively. Also, the president shall be responsible for effective execution and implementation of programs and projects approval by the board.

B. BOARD MEETING

President shall chair all the board of director meetings. President alongwith other elected officers and directors with the help of other appointed committees (its chairpersons and members), shall effectively direct and operate all Samaj activities and initiate new programs and service projects. President shall also be required to make a report on the STATE OF THE SAMAJ at annual general membership meeting including the financial status. In the absence of both and vice president, the treasurer shall chair the board meeting.

C. COMMITTEE CHAIRPERSONS

Committee chairpersons may be appointed by the president with concurrence of the board of directors to assist him/her and board to carry out programs must be life members in good standing.

D. EXPENSES

The president, officers, directors and any other elected or appointed member of the Samaj shall serve without payment for their functions; but may be reimbursed for expenses incurred in the performance of their functions.

ARTICLE VIII

TRUSTEES

A. PURPOSE AND FUNCTIONS

The purpose and functions of the Trustees shall be as follows:

1. To oversee the CliPS board and Samaj activities on a semi-annual basis.

2. In any event, the Corporation becomes inactive due to lack of interest of the board members, the Trustees shall be responsible for calling a general body meeting and take an immediate actions to resume activities of the Corporation (even if the Trustees have to take charge of the board on an interim basis).
3. Trustees can attend any of the board meetings without any voting rights. However, they shall attend at least two (2) meetings per year.
4. Trustees shall act as guardian of the constitution and act as mediator to resolve any dispute(s).
5. Trustees can not be a candidate for any elected position in the CliPS until his/her term expires.
6. Trustees can call a meeting with the board members as deemed necessary.
7. Trustees shall elect their own Chairperson for a three (3) year term.

B. NUMBER OF TRUSTEES, QUALIFICATIONS AND TERMS

The minimum of five (5) Trustees shall consist of the following:

1. First three (3) year term of Trustees begins effective January 1997 coincides with the next three year term of the Board.
2. The outgoing President shall be one of the five trustees and he should Chair the board of trustees with the consent of majority of the trustees. Out of total five (5) trustees, at least 50% shall be filled from the past board members of the Samaj (including an outgoing President) and remaining trustees shall be from the (matured and elderly) general voting members in good standing. Honorary trustees can be added (in addition to 5) as non-functional members of the board of trustees from the list of Presidents of other U. S. Patidar Samaj.
3. Trustees term shall be limited to three (3) years, the same as the board members.
4. Trustees shall meet all the board of directors candidate requirements per Article V.B as well as mentioned above shall be appointed by the then current Board.
5. Any vacated position shall be filled by the Board members as an interim basis for the remaining term.

ARTICLE IX
COMMITTEES

The following committees may be established to deal with respective community issues and to initiate Samaj activities with the consent of the board. Activities, functions and/or committee(s) of the Samaj may be added or deleted as need determined and approved by the board members:

1. Cultural & Social Affairs: Arrange and coordinate cultural programs, dinner/dance, picnic, religious gatherings, etc.
2. Evergreen Club: Organize activities related to senior citizens and elderly members of the Samaj.
3. Inter-Community Affairs: Liaison with other local, national and international community organizations. Publish periodic news letters, Samaj directories and other publications as deemed necessary.
4. Membership and Donations: Organize membership and donation drives. Arrange fund raisers for a needed purpose(s) and organize foundation activities.
5. Youth Programs: Organize youth and children related programs and activities such as; academic scholarship program, language classes, summer camps, dances, sports, educational tours and/or short trips, etc.
6. Women Club: Arrange and coordinate sight seeing tours, shopping sprees, garba & raas, liaison with local schools, religious activities, etc.
7. Marriage Bureau: Develop and coordinate publication and maintenance of the Leua Patidars (Samaj) directory. Provide marriage related services from the Samaj research/directory data base.
8. Community Center: To erect or acquire and maintain a community center(s) or an interest in such center(s) for the Samaj. This committee may organize fund raisers and establish Samaj's requirements for such center(s). The committee may investigate availability of such facility with the consent of the board.

ARTICLE X
BY-LAWS AMENDMENTS

These by-laws may be amended only by a two-thirds majority decision of members present at the duly called general or special membership meeting.

ARTICLE XI

INSIGNIA

The board of directors may adopt and register insignia, colors, badges and flags for the Samaj, if it deems desirable.

ARTICLE XII

HONORARIUM

Honorarium(s) may be granted by the Samaj president to a deserving community member (he/she may or may not be life member of the Samaj) with the board of directors approval by a simple majority vote.

ARTICLE XIII

THE INCORPORATING BOARD

The management, control and execution of all decisions and operation of the Samaj shall be made by the incorporating board of directors. The incorporating board of directors shall be as listed in Article VI of the Samaj's Articles of Incorporation. Upon completion of incorporation of the Samaj, the incorporating board members shall become the first board of directors of the incorporated Samaj.

All other aspects of controls shall be described under the various Articles of Incorporation and by-laws of the Samaj.

KNOW ALL MEN BY THESE PRESENTS:

I, the undersigned, the duly elected and acting Secretary of the Samaj, a California non-profit corporation, do hereby certify

That the within and foregoing by-laws were duly adopted by the Samaj on January 21, 1990, and the first amendment to it was approved by the general body on September 9, 1995, and that the same do now constitute the by-laws of the Samaj.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed the seal of the said corporation on this 9th day of September, 1995.

Secretary

Niranjan D. Desai
(Type Name of Secretary)

ARTICLE XIV

(BY-LAWS AMENDMENTS – II)

These changes are not retroactive

1. Change the term of the Board and trustees to 2 years instead of 3 years.
2. Married children, living with the member, will not count as part of member's family and should become individual CLIPS member.
3. If a member's brother or sister is 21 years or older, they will not count as part of member's family. They should become individual CLIPS member. The only exception to this is if the person is disabled.
4. General membership meeting will be held in first quarter instead of fourth quarter as specified in bylaws.
5. The board of directors shall be consist of minimum of nine (9) members instead of eleven (11) as specified in bylaws.
6. The officer instead of candidate as specified in bylaws, should have served satisfactorily in one of the appointed positions for at least one year or should have served on the board in the past.
7. Add another class of membership which is Annual membership. Annual member will enjoy all the privileges as life member. Annual membership applies to non life members that do not want to commit to life membership. The Board will decide the annual membership dues.
8. At least 4 of the directors shall be elected every 2 years by life membership (instead of at least 5 of the directors every 3 years)
9. Board shall have minimum 3 trustees instead of 5 trustees specified in the bylaws

KNOW ALL MEN BY THESE PRESENTS:

I, the undersigned, the duly elected and acting Secretary of the Samaj, a California non-profit corporation, do hereby certify

That the within and foregoing by-laws were duly adopted by the Samaj on January 21, 1990, the first amendment to it was approved by the general body on September 9, 1995, and the second amendment to it was approved by the general body on April 15, 2006, the same do now constitute the by-laws of the Samaj.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed the seal of the said corporation on this 14th day of June, 2006.

Secretary

Ankur K. Patel
(Type Name of Secretary)