



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

**ORIGINALLY RESOLVED AND ADOPTED BY THE
FEDERATION OF MALAYALEE ASSOCIATIONS OF
AMERICAS, INC.**

ON 15TH DAY OF NOVEMBER 2008,

SUBSEQUENT AMENDMENTS IN 2015 & 2017

**AND NOW REVISED AND PRESENTED
IN THE GENERAL BODY OF FOMAA ON OCTOBER 26, 2019.
AT DALLAS, TEXAS**

FOMAA CONSTITUTION AND BYLAWS AT A GLANCE

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PREAMBLE

We, the people of Indian origin from the State of Kerala, began migrating in large numbers 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/Malayalees 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 of America.

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. FOMAA is an umbrella organization of Malayalee/Kerala Associations in the Americas.
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 General 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 National Committee from term to term

ARTICLE II

AIMS AND OBJECTIVES

1. The objectives of the Federation of Malayalee Association of Americas shall be:
 - a) To organize and co-ordinate social, cultural, charitable and educational activities on national and international level for the benefit of its members;
 - b) To organize Conventions of Malayalees/Keralites
 - c) To educate and encourage Malayalees/ Keralites to fulfill their civic, social and cultural responsibilities and involvement.
 - d) To organize the youths of Kerala origin and provide them with a social forum to experience and appreciate the richness of Kerala/Indian culture.
 - e) To take a leading role in propagating the 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 interests of Kerala community in America and serve as its voice.
 - i) To solicit and raise funds and in order to carry out the above and other worthy humanitarian charitable causes.
 - j) To have innovative ideas in order to appeal to the Malayalee Pravasi community in Americas, especially the next generation of legal US residents of Kerala origin**

ARTICLE - III
MEMBERSHIP

1. All Kerala/Malayalee Associations shall receive membership in the Federation according to the provisions of these Constitution and Bylaws.

KERALA/MALAYALEE ASSOCIATIONS:

- a) A member of the Federation in this category shall be a non-political, secular, democratic and non-sectarian Keralite/Malayalee Association in Americas.
- b) Incorporated as a non-profit organization under the applicable Federal and State laws.
- c) Association has been operating and completed at least for one full year under a written constitution and /or bylaw, with at least 50 dues paying members.
- d) Member Associations shall have an operating US bank account and printed check books sequentially numbered for transactions.**
- e) Member Association shall have a declared viable jurisdiction, territory and State/States of activity and functioning area in Americas.**
- f) Member Associations shall function democratically and hold its general body and conduct elections periodically as per the member associations bylaws.**
- g) Member Associations shall submit to the General Secretary of FOMAA the names, address, phone number, email ID and signature of the new office bearers within thirty days of election along with a copy of membership/voters list.**

2. Admission of Members:

- a. All members are admitted to the Federation by the National Committee. All credentials and paperwork of the new member association shall be verified, confirmed and endorsed by the Compliance Council for they are found in compliance with before admission. If there are any deficiencies Compliance Council shall refer back to National Committee. The Compliance Council shall be the custodian of all such documents.
- b. Application for membership shall be submitted to the Secretary of the Federation in prescribed form along with appropriate membership fee paid by member association check. The check number shall be verifiable for its sequential order matching with its activities.
- c. The National Committee shall make a final decision about the initial applications for membership within Three (03) months from the date of the receipt of the application by the General Secretary of the Federation.
- d. It is mandatory for all seeking membership to Federation to submit to the Federations the following at the time of membership application:
 - 1) A copy of the by-law
 - 2) Declare Jurisdiction, territory and States of activities of the Association
 - 3) A copy of the members/voters list
 - 4) Names, addresses and phone numbers of the office bearers
 - 5) Membership fee check of the Association
 - 6) Copy of State/Federal Registration.

3. Membership Fee:

- a) Unless otherwise decided by the National Committee the Biennial Membership of Kerala/Malayalee Associations as below:
 - 1.Association having up to 500 members \$100.00 (One Hundred US Dollars) bi-annual**
 - 2.Association having 501 above members \$150.00 (One Hundred fifty US Dollars) bi-annual.**

- b) **The biennial membership shall be valid from June 01 to May 31. Biennial membership shall be paid forty (40) days before the General Body Meeting and shall include members/voters list, delegate list endorsed by the President and the Secretary.**
- c) Membership fees shall be payable in the name of FOMAA forty (40) days prior to the General Body Meeting. All payments shall be in the form of member association check. No Cashier's check or money order or personal checks are acceptable for membership purpose. Members Association voting rights may be suspended if the payment is not received within the stipulated time. The Treasurer shall send the membership fee payment notices to all members on file and attempt to collect the fees during this period.
- 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 member Associations to notify the General Secretary of the Federation any changes to their Office bearers; the names, addresses, email IDs and cell phone numbers along with their signatures and a membership/voters list within thirty (30) days of the member association General Body and election.**
- f) **The President and the Secretary of member organizations jointly shall also send in the names and address of delegates for the General Body meeting of the Federation to reach the Election Commissioners at least forty (40) days before the General Body meeting. All delegates shall be residents of the member association's jurisdiction, territory and state with valid ID and at least residents for a year.**

4. 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 By-laws 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 members are eligible to attend and vote in the General Body meetings, and to hold elected offices in the Federation in accordance with the provisions in these constitution and by-laws.

5. Revocation of Members:

- a) Membership may be revoked by the National Committee, if a member organization has been found guilty of violating this constitution and by-laws or acting against the interests of this Federation. A two-week show-cause notice in writing (by email or letter) shall be given by the General Secretary before the commencement of this revocation process. The General Secretary of the Federation shall communicate the decision of the National Committee to the member immediately after the decision has been made.
- b) The affected member has the right to appeal to the Judicial Council within thirty (30) days from the date of the receipt of the revocation. The decision of the Judicial Council must be made with thirty (30) days from the date of the appeal; and shall be final. The final decision of membership status shall be communicated by the Judicial Council in writing immediately after the final decision has been made.
- c) Membership fees shall not be refunded if membership is revoked.

ARTICLE # IV
ORGANIZATIONAL STRUCTURE

1. The organization structure of the Federation on National Level shall be as follows:

- a) General Body
- b) Executive Officers
- c) Executive Committee
- d) National Committee
- e) Internal Auditors**
- f) National Advisory Council
- g) Judicial Council
- h) Compliance Council

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ARTICLE - V
GENERAL BODY

1. Nature: General Body of FOMAA is the supreme authority of the Federation. Its decision is final. All member associations of the Federation shall have representation in the General Body of the Federation in accordance with the provisions of these constitution and by-laws.
2. Composition: The General Body of FOMAA shall consist of all the members of the National Committee: (Please refer to Article VI-2 National Committee)

Internal Auditors (2)

Delegates of all member associations as follows:

- a) A Member Association having 50 to 500 members shall have seven (07) delegates in the General Body;
- b) A Member Association having 501 and above members shall have Nine (9) delegates in the General Body;
- c) No proxy voting is allowed for any member of the General Body.
- d) All delegates qualified to vote must be registered for the Convention where the General Elections is conducted.
- e) Delegates shall be 18 years or older, Kerala Origin, and they must be residents of the jurisdiction and territory of functioning as described in the bylaws of member association, and member for at least a year on the association prior to the FOMAA general body meeting.
- f) Member Association Delegates must include **at least one opposite gender of the others.**
- g) The President of FOMAA shall have the option to invite former FOMAA Presidents to the General Body without voting rights.

Delegates chosen by the Member Association to represent the General Body and General Election at the Convention will concurrently continue for a term of two years until before the next General Election at the next convention.

The Delegates shall continue to be the official delegates in the General Body convened subsequently during the two years term. However, the Member Association shall have the option to change the Delegates during the term by filing a Change Delegate list as per the Bylaw. No notification shall be forwarded for delegates list by the Executive Committee during this period.

4. MEETINGS

Regular Meetings: A regular meeting of the General Body shall be held at least once a year to transact the following:

- a) Review the activities of the Federation;
- b) Adopt amendments to constitution and by-laws if there are any for which proper notice was given; Elect officers of the Federation, if election is due or vacancy exist;
- c) Address the member concerns regarding the federation and decide on them if the item is properly included in the agenda;
- d) Transact all other business properly placed in the agenda of the meeting.

5. SPECIAL MEETINGS;

- a) If the National Committee deems necessary, it may convene special meeting of the General Body.
- b) Twenty five percent of the total number of Member Association's 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.
- c) Notice: A regular or Special General Body Meeting shall require Forty-Five (45) days' notice either through E-mail or regular mail. The General Secretary, under the direction of the President, shall send notice of the General Body to all the members of the Federation.
- d) A quorum shall consist of 25% (twenty-five percent) of the total membership of the General Body.

- e) Voting at any meeting of the General Body shall be one vote per member/delegate present and voting. No proxy vote is allowed for any member of the General Body.
- f) A voice vote is the most common type of voting. The chair will ask those in favor of a question to say “aye” and those opposed to say “nay”. Or, The President can ask for a show of hands. The Chair then announces the result of the vote. Simply stated, a “supermajority” vote is a vote that must exceed the number of votes comprising a “simple majority”. For example, a simple majority the 100 members” General Body is 51 votes; while a 2/3 supermajority requires 67 votes.

No individual shall be a delegate contest or eligible to hold any representative position in FOMAA if he/she attend any other Federation/Organization with similar objectives as FOMAA, as a delegate or delegate with voting rights as it shall be a conflict of interest of FOMAA. All previous occurrence to this date of adoption of this Bylaw Revision of 2018/19 shall be null and void.

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ARTICLE VI

NATIONAL COMMITTEE OF THE FEDERATION

EXECUTIVE OFFICERS

The President, The General Secretary and The Treasurer shall comprise the Executive Officers of the Federation. All the three Officers shall individually or severally represent the Federation matters of Federal and State Government bodies. Federation bank accounts shall be operated by all the three Executive Officers and the approval and signature of at least two of the three shall be a requirement. The Executive officers shall have the freedom to meet in person or on phone and discuss and plan matters of the Federation.

EXECUTIVE COMMITTEE

1. Composition: The Executive Committee shall consist of the following Six (06) Executive Committee Members elected by the General Body.

- | | | |
|----------------------------|---------------------------|-------------------------------|
| h) President | ii) Vice President | iii) General Secretary |
| iv) Joint Secretary | v) Treasurer | vi) Joint Treasurer |

3. Term:

- a) All Executive Committee members shall hold office for two (02) years (one term) and/or until their successors are elected or appointed and take charge.
- b) An Executive Committee Member shall not hold the same position for more than one term.
- c) The Executive Committee Members can meet, discuss and make suggestions and recommendations to the National Committee.

d) By virtue of being elected as the Executive Committee members; all Executive members shall work as a cohesive and homogeneous group; shall settle personal differences, disputes and personal views within themselves and shall unanimously present suggestions and recommendations to the National Committee or at the discretion of the President. In case of voting in the National Committee on any matter; each Executive Committee member is free to follow his/her discretion.

4. Eligibility to contest as Executive Committee positions: To contest as Executive Committee (six positions) of the Federation the candidate shall have previously completed a term in any of the following

i. FOMAA Founding Committee 2008

ii. FOMAA National Committee

iii. Former National Advisory Council as Officers

iv. Former Judicial Council.

v. Former Compliance Council

5. All Executive Committee members shall have read the Constitution and Bylaw of FOMAA and shall be aware of the provisions.

NATIONAL COMMITTEE

- 1) The National Committee shall administrate the affairs of the Federation in accordance with the provision of these constitution and bylaws. National Committee members shall assist the President and Executive Committee in coordinating Regional and National activities and perform such other duties as assigned by the Executive Committee or the President.
- 2) The National Committee shall consist of the following members elected by the General Body:

- i) Executive Committee – Six (06)
- ii) Regional Vice President: One (01) Member shall be elected for each Region by respective Regional Delegates; (12)
- iii) **National Committee Members: Three (03) Members shall be elected for each Region by respective Regional Delegates and at least one must be the opposite gender of the other two.** (Advocate 1/3 gender balance in FOMAA) (Total 36 Members)
- iv) Three (03) Youth Members (Between the ages of 18 and 30); elected or nominated.
- v) Three (03) Ex-Officio Members (Immediate Past President, General Secretary and Treasurer);
- vi) One (01) Convention Committee Chairman without voting rights

All Regions of FOMAA shall recommend; candidates for Regional Vice President who have successfully completed a position as President, Secretary and Treasurer of a member association.

Candidates for National Committee members shall have completed a term as committee member of a member association.

3. Term: All National Committee members shall hold office for two (02) years (one term) and/or until their successors are elected or appointed and take charge.

b) Meetings: The National Committee shall meet at least once in **two months** and as often as required at the call of the President.

Notice: The National Committee may be called into session with at least seven (07) days' notice by telephone/email or **at the urgency of the matter at the discretion of the President**

c) Quorum: At any meeting of the National Committee, Two-third (2/3) of its members shall constitute the quorum to transact business.

d) Voting: Voting at any meeting of the National 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. No proxy vote is allowed for any member of the National Committee.

e) Any action required or permitted to be taken at any meeting of the National 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 General Secretary statements of consent to the contemplated action and the writings are filed with the minutes of the proceedings of the National Committee.

f) Members of any Committee may participate in a meeting of such Committee by means of teleconference or similar communication methods 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.

- g) A member of the National 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.
- h) A member of the National 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.
- i) Each member of the National 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 judgement.
- j) Any National Committee member who is absent for three consecutive committee meetings without enough cause shall forfeit his/her membership in the Committee. Such vacancy shall be filled by the National Committee from the same Region with a majority vote of the members present at the meeting
- k) Vacancy: In the event of death, resignation, removal from office for any reason, the orders of succession shall be as follows:
- 1) The Vice President, Joint Secretary and Joint Treasurer shall succeed respectively to the offices of the President, General Secretary and Treasurer.
- m) In the event of Article VI – 14 l. The Vice President, Joint Secretary and Joint Treasurer shall be appointed by the National Committee in consultation with National Advisory Council. Regional Vice-Presidents, National Committee Members shall be elected by the respective regions. The Youth members shall be elected/nominated by the Executive Committee.
- n) In the event of the nullification of an entire election, the most recent Executive Committee and National Committee shall holdover powers until a General Body meeting is held within 120 days and elect a new Executive and National Committee in accordance with these bylaws.

15. In the circumstances where there is confusion and /or ambiguity in by-law; the Executive Committee and National Committee shall not derive conclusions of convenience; and refer the matter to the National Advisory Council for their opinion and advise. Such advises from the National Advisory Council shall be a guide-line for the Executive Committee and the National Committee.

16. INTERNAL AUDITORS:

Federation shall elect two (2) Internal Auditors at the regular General Election of FOMAA. The candidates for Internal Auditors shall have proven experience in the field of accounting.

Term of the Internal Auditors shall be in concurrence with the National Committee term. Internal Auditors shall not be members of the National Committee. They shall be members of the FOMAA General Body with voting rights. Internal Auditors shall keep the confidentiality of the Federation and shall not disclose or discuss to the public/media or any member any matter. Internal Auditors shall present their report to the General Body.

Duties and Responsibilities of Internal Auditors:

- a) Review and analyze all contracts of the Federation:**
- b) Review and audit all receipts and expenses of the Federation**
- c) Review and analyze the funds and finances of all projects of the Federation.**
- d) Review and audit the National and International Convention funds.**
- e) Review the minutes of the meetings to refer financial matters.**
- f) Seek financial clarifications and explanation from FOMAA Executives and authority.**

- g) Make suggestions and recommendations to improve and streamline the financial working of the Federation with better financial controls and procedures.**

The Executive Committee and National Committee shall cooperate with Internal Auditors and shall furnish before them all details, documents, minutes of the meetings for the purpose of audit.

Any dispute, non-cooperation, complying to the requirements of audit between Internal Auditors and Executive Officers shall be referred to the Judicial Council, Compliance Council and National Advisory Council for their immediate intervention.

A copy of the Auditors Report shall be sent to Compliance Council for their records. The Auditors Report will be presented at the General Body to be held at the Handing and Taking over.

17. 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 National Committee are carried out, and shall have all the powers and duties 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 meeting of General Body, National Committee, Executive Committee and Executive Officers. President shall sign the minutes, reports and accounts presented in the meetings. The President shall have overall responsibility for the activities of all 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
- 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 and approval of the National 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) **President shall only have the authority to appoint any sub-committee constituted for any purpose in consultation with National Committee.**
- h) **Financial transactions/agreements approved by the Executive Committee or the National Committee; if it is not duly processed by the concerned official/authority on a timely manner; the President FOMAA may exercise his Executive power to fulfill all such commitment of FOMAA.**

18. 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 or the National Committee.

19. DUTIES AND RESPONSIBILITIES OF THE GENERAL SECRETARY:

- a) General Secretary shall attend all meetings of the General Body, Executive Officers, Executive Committee and National Committee meetings and record all minutes and 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) H/She shall give, or cause to be given, notice of all meetings of the Executive Committee, National Committee and General Body in consultation with the President. The General Secretary shall perform such other duties as may be required for the efficient and effective functioning of the Federation.
- c) The General 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 business transacted. He/She shall arrange for Executive Committee, National Committee and General Body meetings as and when required with the consent of the President by giving notice to the members as stated herein.
- d) The General 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.

20. DUTIES AND RESPONSIBILITIES OF THE JOINT SECRETARY.

The Joint Secretary shall act in the place of the General 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.

21. 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 National 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 along with items to the new Treasurer. He/She shall report the financial position of the Federation to the Executive Committee, National 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/She 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 **and to the Internal Auditors of the Federation**. He/She shall make available to the Executive Committee and National Committee any information or records on the financial affairs of the Federation that may be called for.
- e) The Treasurer shall make all payments of the Federation with the approval of the Executive Officers, Executive Committee and National Committee wherever is applicable.
- 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.

22. DUTIES AND RESPONSIBILITIES OF THE JOINT TREASURER

Joint Treasurer shall assist the Treasurer and perform such other duties as assigned by the President, Executive Committee and National Committee.

23. PUBLIC RELATIONS OFFICER:

The President in discussion with Executive Committee and with the consent of the National Committee shall appoint a Public Relations Officer either from the elected National Committee members or nominate from outside the National Committee as a volunteer or an employee. The Public Relations Officer nominated from outside the National Committee shall not be a member of the National Committee. However, He/She can attend the National Committee at the invitation of the President; and shall not participate in the deliberations and discussions in the National Committee.

The Public Relations Officer shall act in accordance with the direction of the Executive Officers. The President and General Secretary shall be responsible for all communications regarding the Federation's programs, events and other public matters including but not limited to the newsletter and website and all other media and publications dissemination or sponsored by the Federation.

ARTICLE – VII
NATIONAL ADVISORY COUNCIL (N.A.C.)

1. National Advisory Council (N.A.C.) shall consist of the National Committee of the Federation, the current Presidents or designees and immediate past President of designees of all Member Associations.
2. The Chairperson, Vice Chairperson, Secretary and Joint Secretary shall be elected for the National Advisory Council at its first meeting and they shall be officers of the N. A. C.

ELIGIBILITY: Candidates for the Officers of the National Advisory Council shall have served in the FOMAA National Committee or FOMAA National Advisory Council or FOMAA Judiciary Council or Compliance Council.

Election of National Advisory Council Officers shall be held at the General Body Meeting held at the fourth Saturday of October (Oath Taking and Handing and taking over) of the General Election year. The election meeting will be presided over by the Newly elected President.

3. Term: The N. A. C. shall hold office for approximately two (02) years (one term) and/or until their successors are elected or appointed and take charge.
4. Meeting: N.A.C. shall meet at least once a year in person and as often as the chairperson of the Council decides to have a meeting.
5. Notice: At least 30 days' notice is required for the meetings. The Secretary of N. A. C. or in his absence Joint Secretary shall give notices regarding meetings.
6. Quorum: Quorum is not required for the meetings.
7. Special Meeting: The National Advisory Council may hold special meeting at the request of twenty five percent (25%) or more of its members.

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. N.A.C. 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. All written request for advice will be acknowledged with three (03) working days.
9. N.A.C. members cannot participate in support, or promote any FOMAA election campaigns, meetings and debates etc.
10. The Chairperson of the N. A. C. shall chair its meetings.
- 11. National Advisory Council shall remain an independent entity and shall report its decision to the Executive Committee, National Committee and General Body.**

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ARTICLE VIII
JUDICIAL COUNCIL

The General Body shall elect five (05) members of the Federation, who shall not otherwise be members of the current National Committee to serve as members of Judicial Council.

1. Term:

The term of the Judicial Council shall be four (04) years. For each term, the first meeting of the elected Judicial Council shall be convened and presided over by the President of the Federation. The Chairperson, Vice Chairperson and Secretary shall be elected from this council and they shall be officers of the Judicial Council.

ELEGIBILITY: Candidates for the Judicial Council shall have served in the FOMAA National Committee or FOMAA National Advisory Council or FOMAA Judiciary Council or Compliance Council.

2. Duties:

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 and National 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.

- a) All written complains will be acknowledged within three (03) working days.
- b) The Judicial Council has the authority to intervene in any crisis of the Federation.
- c) The Judicial Council shall have the authority to adopt its own rules of procedures for the resolution or disputes, subject to the provision of the Constitution and Bylaws.

- d) 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.
- e) 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.
- f) The Judicial Council shall remain an independent entity and shall report its decision to the Executive Committee, National Committee and General Body.

3. TRANSITION OF POWER AND HANDING AND TAKING OVER. FOMAA Judicial Council along with Compliance Council shall have the responsibility of smooth transferring the duties and responsibilities from the Outgoing Executive Committee to the newly elected Executive Committee. Judicial Council and Compliance shall oversee the handing over and taking over procedures, ascertain the records handed over, the transition of Websites and password, etc., as per ARTICL XII - 13 - b of the By-law. Any discrepancies or lapses may be reported to the General Body

4. Any member of the Federation shall have the right to file a complaint with Judicial Council about the actions of any of the Committees of FOMAA or its officers. If an individual member of a Member-Association having a complaint, he/she should submit it through his/her Association President. If no action is initiated the complainant may forward the same to the FOMAA President. After review of the same the President shall forward the complaint to the Judicial Council if it deemed appropriate. All complaints filed with the Judicial Council should be in writing with full details of the action(s) prompting the complaint, and the name, position and signature of the person submitting it. The complaint shall not be released to the media or press by any of the parties.

If the decision of Judicial Council is not acceptable, the complainant shall have the right to appeal to the General Body through the President of the federation. Next regularly scheduled General Body meeting shall discuss the matter. The decision or the recommendation of the General Body shall be final.

A complaint must be filed with the Judicial Council within three months of the action(s) causing the complaint.

The Executive Committee, National Committee or Judicial Committee shall not act or discuss based on hearsay, media reports or posting from any source.

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ARTICLE - IX
COMPLIANCE COUNCIL

The General Body shall elect five (05) members, who shall not otherwise be members of the current National Committee of FOMAA or National Advisory Council or Judicial Council, to serve as members of the Compliance Council.

Term:

Term of the Compliance Council will be **for four (4) years**. Election to the Compliance Council must be held other than the General Election year.

Election:

The General Body will elect the Compliance Council from active members of the Federation who have proven experience in the field of Accounting, Legal and Management and have served in the FOMAA National Committee or National Advisory Council or Judicial Council. General Council will decide about the election of the Compliance Council for each term.

For each term, the first meeting of the elected Compliance Council shall be convened and presided over by the President of the Federation. The Chairperson, Vice Chairperson and Secretary shall be elected from this elected council and they shall be officers of the Compliance Council. All subsequent meeting of the Compliance Council during their term shall be presided by the Chairperson of Compliance Council.

Duties:

- i) To oversee all Compliance issues for the federation in terms of Annual Tax Filing, Federal and State compliance.
- ii) Ensure the Registration of FOMAA Corporate entity by incoming President in the States where he/she domiciled.
- iii) Compliance Council will act as custodian of all FOMAA intellectual properties.
- iv) Will oversee all FOMAA official records including Past Minutes Books, Accounting Records and Tax and Official Registration Records.

- v) Will oversee all Physical properties and FOMAA Banners and any other properties acquired by FOMAA in future.
- vi) Ensure compliance of the FOMAA By-Law Article XII Para 13 ‘a’ and ‘b’ for Handing over / taking over procedure by immediate past and the newly elected Executive Committee.
- vii) The Council shall not interfere with any day to day operations and functioning of the Federation.
- viii) The outgoing committee does not comply with tax filing, submitting other audited reports along with good standing certificate, the Council shall bring it to the attention of the General Body.
- ix) Recommend to the National Committee constituting a Sub Committee for “By Law Revisions, Changes and Amendments” as deemed necessary.
- x) **All General Election records shall be kept with the Compliance Council.**
- xi) **Compliance Council shall review, verify and confirm the credentials and documents of the new member association admissions.**

The Compliance Council will be responsible to the General Body of FOMAA and submit its reports, views, suggestions and recommendations to the General Body

ARTICLE – X COMMITTEES

1. STANDING COMMITTEES

The Federation shall have the following permanent standing committees each with a Coordinator selected by the National 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:

i. 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 by the **Internal Auditors and External Auditors** in a timely fashion; and bylaw provisions relating to financial transaction are compiled 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 (3) © status is maintained

ii. 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.

iii. 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 regarding the American system of government.

The committee shall monitor major events in Kerala, India, and United States. It shall monitor pending legislative changes on state and federal levels and will alert the Executive Committee with necessary recommendations.

iv. 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.

v. Youth Forum

Youth Forum will be constituted with a Coordinator and other two members of youth from National Committee. Chairperson, Vice-Chairperson, Secretary and youth representatives will be appointed by the Executive Officers giving the Committee a wide Regional representation of youth. This Committee will ensure that there are forums for the Kerala origin youth to voice their concerns and for interactions among youths in different regions. Program shall be developed to attract the youth to the activities sponsored or coordinated by the Federation and keep the youth interest in such activities and thereby instill a sense of cultural pride in them and appreciation for the many good aspects of Kerala Culture.

vi. Member Relations:

This committee will work closely with members of the Federation, identifying their needs, concerns and talents and report the same to the National Committee. The chairperson of this committee will help the General 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 General Secretary and Treasurer and other committees by furnishing the membership information in a timely manner. This committee shall also conduct membership drives.

vii. Language and Education, Cultural Affairs and Malayalathinnu Orupidi Dollar:

This committee will coordinate activities pertaining to teaching Malayalam and promoting Malayalam literature. Responsibility of this committee shall further extend to benefit, revitalize and promote Malayalam language and revive the “Malayalathinnu Orupidi Dollar”. FOMAA biennial Literary & Education day celebration shall be held.

viii. By-Law Committee:

The Executive Officers with the approval of the National Committee shall appoint a By-Law Committee not to exceed (7) members at the recommendations of the Compliance Council. The Committee shall have a Chairman, Vice Chairman, Secretary and members as selected among themselves. The FOMAA President, General Secretary and Treasurer will be Ex-Officio members. The Committee will study and amend as necessary the bylaw in consultation with the member Associations and FOMAA well-wishers. The Committee shall recommend amendments to the By-Laws as deemed necessary to the General Body.

ix. FOMAA SPORTS AND GAMES FORUM:

The Committee shall be constituted to encourage and attract talents of our youths in Sports and Games activities. Coordinator of Sports and Games form shall be a National Committee member. A Committee of the Sports & Games Forum shall be appointed by the Executive Committee from various Sports and Games. FOMAA National Sports and Games event shall be conducted on a yearly basis.

x. WOMEN'S FORUM:

Women's Forum - National Women's Forum and Regional Women's Forum will be constituted to actively participate and involve in the Federation and the socio, cultural and political areas of the Keralites in USA. A Woman member of the National Committee will be the coordinator. National Women's Forum Committee will be constituted by appointment by the Executive Committee having its Chairperson, Vice Chairperson, Secretary and Chairpersons of the Regional Forum as members. The committee duration will be for the term of the Executive Committee and continue till the next National Women's Forum committee is constituted and transfer of credentials. The President, General Secretary and Treasurer will be Ex-officio members of the National Women's Forum. It is the task and responsibility of the National Women's Forum to constitute and function all the Regional Women's Forum. The National and Regional Women's Forum shall have the responsibility to outline their programs, functions and address the issues which concerns the Pravasi Keralite Women.

xi. Sub Committees:

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

All the Standing Committees under ARTICLE X shall have a functioning structure with Chairperson, Vice-Chairperson, Secretary, and a minimum of three members who are appointed by Executive Committee from outside the National Committee; who shall be members from the Keralite community and associated with member association of FOMAA and having expertise and eminence in the respective fields. FOMAA President, General Secretary and Treasurer will be ex-officio members of the Standing Committees.

ARTICLE – XI
REGIONAL STRUCTURE

1. The Federation shall have the following Regions:

- i) New England Region
Maine, Vermont, New Hampshire, Massachusetts, Rhode Island,
Connecticut
- ii) New York Metro Region
New York City (five boroughs), Long Island, Nassau/Suffolk Counties,
Staten Island
- iii) New York Empire State Region:
West Chester, Rockland, Putnam, Dutchess Counties, Albany, Rochester,
Buffalo.
- iv) Mid-Atlantic Region:
Pennsylvania, New Jersey and Delaware.
- v) Capital Region:
Maryland, District of Columbia, Virginia, West Virginia, North Carolina.
- vi) South East Region:
Alabama, Mississippi, Louisiana, Arkansas, Tennessee, Georgia and South
Carolina.
- vii) Sunshine Region:
Florida
- viii) Great Lake Region:
Michigan, Wisconsin, Minnesota
- ix) Central Region:
Missouri, Kentucky, Ohio, Indiana, Illinois, and Iowa
- x) Southern Region:
Texas, Oklahoma, Kansas and Nebraska.
- xi) Western Region

California, Nevada, Utah, Arizona, New Mexico, Colorado, Hawaii, Idaho, Montana, Oregon, Washington, Wyoming, North Dakota, South Dakota and Alaska.

xii) **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-President and National Committee Members who will be members of the National Committee.
3. Regions are encouraged to coordinate activities in their respective regions as well as jointly with adjacent regions.
4. Regions with more than fifteen (15) member associations shall be divided in to two separate regions. The request shall be by the primary region and for the consideration of the National Committee to put forth to the General Body.
5. FOMAA Regional Committees shall be formed in all Regions with Chairperson, Vice Chairperson, Secretary, Treasurer and Women's Representative. Presidents of all member Associations will be members of the Regional Committee. Region can include the committee members based on the programs and agenda. FOMAA National Committee members from the Region will also be in the Regional Committee. Regional Vice President from the region has the responsibility to constitute this Committee. Regional Committees programs and plans should go along with the FOMAA programs and plans.

ARTICLE - XII
DISCIPLINE AND RECOURSE ACTION TO INDISCIPLINE

All elected representatives of the Federation such as members of the National Committee, Internal Auditors, National Advisory Council, Judicial Council, Compliance Council, members and members of the FOMAA General Body shall keep the discipline and decorum of the committee/assembly and positions they represent in official meetings convened in person or on tele-conference or electronic media.

- a) No individual shall disturb the discipline, the peace and the smooth proceedings/functioning of the FOMAA committee/General Body meeting;
- b) No individual shall disrupt the FOMAA/General Body meeting by continuously raising his/her voice or engaging in any other form of disorderly contact
- c) No individual shall use disparaging statements, un-parliamentary and abusive languages to any member at the FOMAA committee/General Body.
- d) All personal displeasure, dislikes, enmity to another individual/ individuals shall not be reflected in the meetings and disturb the proceeding of the FOMAA Committee /General Body.
- e) Any physical attacks of any intensity on any individual at FOMAA meetings and assembly shall be considered a crime and may be reported to law enforcement by the President.
- f) All individuals shall keep the confidentiality of the proceedings of the FOMAA Committee.
- g) No individual shall have the right to go public or write in the media about displeasure in the proceedings of any meetings; and shall learn to resolve among the members they interact. The grievances shall be referred in writing to the President of FOMAA
- h) No individual shall have the right to start an official media group of FOMAA or with FOMAA emblem without express consent of the President. All permission granted by the President shall be ratified in the National Committee.
- i) All official FOMAA Media group shall include the President, General Secretary and Treasurer.
- j) All FOMAA Regional Official Media Groups shall have the permission of the Regional Vice President and the Regional Committee and shall confine only to the Regional Members.

- k) All officials, committee members, delegates shall have the inner discipline, patience, decency, understanding and wisdom to resolve issues that may arise in meetings of the Federation and learn to listen the points of others and accept the majority decision.
- l) All member associations of the Federation shall conduct and transact with the Federation truthfully, honestly and in good faith and shall act as the conscience keepers of the Federation.
- m) All individuals have the option to seek advises and resolve issues through the independent bodies of FOMAA, such as The Advisory Council, Judicial Council and Compliance Council based on the nature of the issues.
- n) No elected representative member of FOMAA seeking any legal action of any nature outside the preview of FOMAA without prior approval of the Executive Committee of FOMAA shall have no binding on the Federation.

RECOUSE OF ACTIONS TO INDISCIPLINE

In the event of wrongful behavior, languages, actions, abusive use of media or any other violation of Article XII, section A to N. FOMAA President has the following options.

- a) **Speak to such individual/individuals and try to resolve such issues.**
- b) **Warn such individual/individuals and request them to conduct themselves appropriately.**
- c) **If the above two options fail and the individual/individuals further violates the discipline of FOMMA the President shall have the following process.**
 - d) **The President of FOMAA shall have the authority to suspend the individual /individuals of the National Committee for a period of sixty (60) days or less completing the following process.**
 2. **Record in the minutes of the National Committee the nature of indiscipline and action taken with the approval of 2/3 members present at a National Committee meeting having regular quorum.**
 3. **President shall inform the Chairmen of National Advisory Council and Compliance Council regarding the details of indiscipline and the reason for action taken.**
 4. **President shall make necessary arrangements to hand over the duties and responsibilities of the individual/individuals to the immediate authorized person and inform the National Committee of such arrangements.**
 5. **The individual/individuals shall receive a detailed letter of suspension signed by the President within 48 hours of such actions by email or by mail.**

- 6. The individual/individuals under suspension shall have the option to appeal to the Judiciary Council with a plea to redress the action of the President.**
- 7. The Judiciary Council shall make investigation into the indiscipline and shall make enquiries with the Executive Officers and shall give a hearing to the individual/individuals concerned and shall have the following options:**
 - i. To endorse the suspension**
 - ii. Pardon the individual/individuals after taking an undertaking of good behavior and written apology.**

Dismissal of an Individual/individuals

The Judicial Council shall recommend to the General Body if it deemed necessary the dismissal of an individual/individuals from FOMAA.

The General Body of FOMAA shall have the final authority to dismiss an individual/individuals from FOMAA when convened.

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**ARTICLE XIII
ELECTION COMMISSION AND ELECTION PROCEDURES**

1. ELECTION COMMISSIONS;

a) Any election for the National Committee for the two (02) years term is call the “General Election”. The National Committee shall appoint a three (03) member Election Commission with a designated Chairperson at least six (06) months prior to the meeting of the General Body for the “General Election”. This Election Commission shall hold office for one (01) year from the date of appointment.

b) The National Committee shall appoint a three (03) member temporary Election Commission with a designated Chairperson at least two (02) months prior to the meeting of the General Body for any other Elections or By-Elections. This Election Commission shall hold office for Three (03) months from the date of appointment. This temporary commission is not valid, if a commission for General Election is existing.

2. The Election Commission shall invite nominations for the General Election by sending letters to the members, and may also post announcements through the news media, regarding position for which elections are being conducted, at sixty (60) days prior to the meeting of the General Body.

3. Nominations in the prescribed form supplied by the Election Commission of that year along with nomination fee shall be filed at least forty (40) days prior to the General Body meeting for the General Election. Election Commission must notify the date at which nominations to reach the Election Commission based on the forty (40) day period. Nomination form of an organization or chapter member of the Federation shall be endorsed by the President and Secretary of the organization.

4. Nominations for all National Committee positions from Associations and from the Regions must include nomination papers duly filed and signed as per the instructions from the Election Commissioners and must include nomination fees even though the positions are uncontested. Any position not filled during the General Election and later nominated for the Region must submit the required form and full fees of the position to the Executive Officers for consideration. No candidacy is valid and approved without nomination papers and fees. All nominations shall be submitted to the Election Commissioners.

Nomination Fees:

- | | | |
|-------|--|--------------------------------------|
| i) | President | \$500.00 (Five Hundred Dollars) |
| ii) | General Secretary | \$500.00 (Five Hundred Dollars) |
| iii) | Treasurer | \$500.00 (Five Hundred Dollars) |
| iv) | Vice President/Jt. Secretary/
Jt. Treasurer | \$350.00 (Two hundred fifty Dollars) |
| v) | Regional Vice Presidents | \$150.00 (One hundred fifty Dollars) |
| vi) | National Committee Members | \$150.00 (One hundred fifty Dollars) |
| vii) | Youth Members | No nomination fees. |
| viii) | Internal Auditors | No nomination fees |
| ix) | National Advisory Council Members | |
| x) | Judicial Council Members | |
| xi) | Compliance Council Members | |

At every General Election 50% of the nomination fees shall be deposited in a bank account designated as a separate FOMAA Fund which can be utilized by the approval of the Executive Committee and Chairmen of Compliance Committee and National Advisory Committee.

- 5 Nomination can be withdrawn with full refund amount of the nomination fee thirty (30) days prior to the General Elections or prior to the date announced for withdrawal by the Election Commissioners.
- 6 **The General Secretary of FOMAA shall forward to the Election Commissioners the list of Member Associations, contact details of the President and Secretary of member associations and the members list of the member associations immediately on appointment of the Election Commissioners.**
- 7 **The Member Associations shall send to the Election Commissioners of FOMAA the list of Delegates of the associations in the prescribed form forty (40) days prior to the general election.**

- 8 Election Commissioners shall verify the eligibility of delegates from member associations and shall have authority to seek clarifications and approve the delegates list or disqualify the delegates.**
- 9 The Election Commission shall announce the names of the candidates and their offices at least twenty (20) days prior to the General Elections.
10. 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. He/She shall pay the nomination fee for the position nominated.
- 11.The person nominated shall be a member in good standing, qualified, eligible to participate and vote at the meeting of the General Body.
- 12.The candidates for the position of Executive Committee shall have demonstrated leadership skills by having served for two years in FOMAA National Committee or National Advisory Council or Judicial Council or Compliance Council.
- 13.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 National Committee from time to time.
- 14.The Election Commission shall have the authority to confirm eligibility and validity of the delegates and shall verify the valid ID of the delegates as per the jurisdiction, territory and states of the member association and shall have the power to disqualify a delegate or delegates at the election.**
- 15.Election for position that have more than one contestant shall be conducted by the use of secret ballots. A valid government issued photo identifications (ID) includes a driver's license or a state issued photo ID, or a passport. No proxy vote is allowed for any member of the General Body.
- 16.The Election Commission shall be jointly responsible to take measures to ensure that the election is conducted in a fair and democratic manner. **If there shall be any dispute or difference the majority decision among Election Commissioners shall prevail.**

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.

16. Election Commission shall declare the results of the General Election on the last session of the International Convention day of the election year. Election Commission shall also introduce to the members at the convention the winners of the National Executive Committee members in the presence of the Judicial Council Chairman, The National Advisory Council Chairman and Compliance Council Chairman.

17. Election Commissioners shall hand over all election procedural documents, papers election results signed by all the Election Commissioners to the Compliance Council and the Compliance Council shall be the custodian of all such documents.

18. The National Committee at the International Convention and General Election will continue to be the Official National Committee of FOMAA until the fourth Saturday of October in the election year and on the day of the FOMAA General Body.

19. HANDING OVER AND TAKING OVER: Handing and taking over shall take place on the fourth Saturday of October in the election year. The Outgoing President shall preside the first section of the general Body and shall present the annual report, audited financial statements in the General Body and the incoming National Committee shall present the budget for their two (2) year term.

20. The Outgoing Office Bearers shall hand over all balance of funds, assets, minutes of meetings, accounting and tax documents and all other documents to Compliance Council for verifications. The Compliance Council shall hand over the documents to the incoming Office Bearers after the Oath taking.

21. OATH TAKING: Oath taking of the newly elected Office Bearers and National Committee shall be held on the fourth Saturday of October in the election year and at the General Body Meeting convened by the outgoing National Committee in consultation with the incoming National Committee. The Oath of Office shall be only for National Committee and Internal Auditors.

22. The Judicial Council and the Compliance Council shall oversee the Oath Taking and all procedures of the handing and taking over at the General Body Meeting held at the last Saturday of October of the election year.

23. There shall be no excuse or delay from the Outgoing National Committee for convening the General Body and presenting the report and accounts. If there shall be a situation, the Judicial Council and Compliance Council shall take charge of Oath of Office and handing over the responsibility and functions to the Incoming National Committee.

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ARTICLE XIV
CONVENTIONS

1. General Provisions

- a) The Federations is authorized to hold International, National or Regional Conventions and other Conferences/Seminars/Meetings.
- b) The Chairpersons, Co-Chairpersons, Coordinators and Location of the National or International Conventions/Conferences/Seminars and Meetings shall be appointed by the National Committee.
- c) The Convention Committee shall work in coordination with the National Committee.
- d) The National Committee shall approve the budget for the conventions.
- e) The Chairperson of the Convention Committee shall have the right to form sub-committees in consultation with the Executive Committee.
- f) The Federation Convention Committee Chairman shall select sub-committee Chairpersons from the National Committee.

2. INTERNATIONAL CONVENTIONS:

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

3. KERALA CONVENTION:

The Chairman and the Kerala Convention Committee shall have authority to collect funds directly from FOMAA members, Organizations and Corporations.

No Agents shall be authorized to collect funds on behalf of the Federation and no commission shall be given to any individuals or organizations.

Kerala Convention Chairman shall present a report and financial statement of the Kerala convention in the General Body of FOMAA.

ARTICLE XV 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 National Committee
- c) All funds received by the Treasurer shall be deposited into the Federation's Bank account(s) within ten (10) working days.
- d) Any money collected by authorized persons on behalf of the Federation shall be forwarded to the Treasurer within ten (10) 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) 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, General 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 Committee. All payments over \$5,000 shall have the approval of the National Committee. All expenses should be within the budget.
- c) **The Executive Officers shall document and sign all the vouchers, bills and documents of payment.**

4. The Federation shall not maintain separate accounts(s) for its projects(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 and National 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.

5. 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 office, the newly elected President, General Secretary and Treasurer shall obtain performance bonds, each for \$100,000.00 (on hundred thousand U. S. Dollars) in favor of FOMAA – Federation of Malayalee Associations in Americas, Inc.

24. BUDGETS:

- a) The Treasurer with the approval of the Executive Committee and National 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.

25.AUDITING:

- a) Executive Committee with the approval of the National Committee shall appoint a Controller of Public Accounts firm as external auditor for a term of two years, to be concurrent with National Committee's term, preferably with accounting experience of Federal 501(3) © who shall audit the corporate accounts each year.
- b) Audited financial statements by qualified person/persons must be present in a General Body meeting each year, and it must be published in the official publications of the Federation and website with limited access (balance sheet)
- c) **Internal Auditors' report shall be presented in the General Body. Recommendations and suggestions of the Internal Auditors shall be discussed and implemented if found necessary by the General Body.**

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ARTICLE - XVI

AMENDMENTS TO THE CONSTITUTION AND BY-LAWS

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 (30) days prior to such meeting.
2. An affirmative vote of two-third majority of the members present at such meeting shall constitute adoption of the proposed amendments, or suspension.
3. Voting shall be conducted using “voice vote”
4. **By-Law Committee.** The Executive Committee will appoint a By-law Committee Chairman and committee members not to exceed seven (7) members at the recommendations of the Compliance Council. **Compliance Council shall advise the National Committee the nature and purpose of revision or amendment.**
5. The Committee shall have a Vice-Chairman, Secretary and members as selected in the by-law Committee. The FOMAA President, General Secretary and Treasurer shall be Ex-Officio members. The Committee will study and recommend as necessary the by-law **revision / amendment** in consultation with the member Associations and FOMAA well-wishers. The Committee shall recommend revision or amendments to the By-laws as deemed necessary to the General Body.
6. **Amendment to Constitution and By-laws from time to time shall be published and posted separately on official website of FOMAA as amendment to the By-laws.**
7. **At the adoption of Revision of By-law by the General Body all previous years By-laws and Amendments shall be ceased to exist. The revised By-laws shall be the Constitution and By-laws of the Federation.**
8. **The Original Constitution and By-law of the Federation of 2008 adopted by the General Body on November 15, 2008 shall always be posted at the official website of FOMAA.**

ARTICLE – XVII
PARLIAMENTARY PROCEDURES

1. 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 Officers, Executive Committee, National 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 specials rules of order the Federation may adopt.

ARTICLE – XVIII
DISSOLUTION OF THE FEDERATION

1. A resolution to dissolve the federation shall be approved by two-thirds (2/3) 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 of in accordance with the provisions of applicable law to non-profit organization/s of similar nature operating as 501 © (3) Corporation where in state the Federation was incorporated.

ARTICLE – XIX

RESOLUTION

It is resolved that the General Body of the Federation of Malayalee Association in Americas, Inc. held on this 15th day of November 2008 adopted the Constitution and Bylaws presented by the Bylaw Committee in that General Body Meeting held in Houston, Texas.

And that, the Bylaw Committee appointed by the General Body for the revision of the Constitution and Bylaw in 2018/19 and presented in the General Body Meeting held at Dallas on October 26, 2019;

And that, the same has been approved and adopted by the General Body meeting of FOMAA, Federation of Malayalee Associations in Americas, Inc. held at Dallas, Texas on this 26th day of October 2019.

PRESENTED IN AND APPROVED BY THE General Body meeting of Federation of Malayalee Association in Americas, Inc. held on this 26th day of October 2019 at Dallas.

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PHILIP CHAMATHIL
President, FOMAA

JOSE ABRAHAM
General Secretary, FOMAA

EASOW SAM OOMMEN
Chairman, Bylaw Revision Committee
Committee

SAJI ABRAHAM
Secretary, Bylaw Revision

Constitution and Bylaw Committee 2018/19

Mr. Easow Sam Oommen, Chairman
Mr. Thomas Jose. Vice Chairman
Mr. Saji Abraham, Secretary
Mr. Chacko Koikkalethu, Coordinator
Mr. Joseph Kunnel, Member
Mr. Sam John, Member
Mr. Raju Varghese, Consultant

Mr. Philip Chamathil, President
Mr. Jose Abraham, General Secretary
Mr. Shinu Joseph, Treasurer.

CONSTITUTION AND BY-LAWS COMMITTEE 2008

DR. JAMES KURICH – CHAIRMAN
MR. THOMAS T. OOMMEN – VICE CHAIRMAN
MR. RAJU VARGHESE - SECRETARY
MR. GEORGE MATHEW, CPA - MEMBER
MR. GEORGE PARNEL - MEMBER
MR. SASIDHARAN NAIR – PRESIDENT FOMAA
MR. ANIYAN GEORGE – SECRETARY FOMAA
MR. JOHN TITUS – PRESIDENT FOMAA AD HOC COMMITTEE
MR. JOHN C. VARGHESE – SECRETARY FOMAA AD HOC COMMITTEE

**CONSTITUTION AND BY-LAWS COMMITTEE 2015
AMENDMENT TO BYL-AW**

Mr. Pandalam Biju Thomas – Chairman
Dr. James Kurichi – Member
Mr. Raju Varghese – Member
Mr. J. Mathews – Member
Mr. Anandan Niravel – President
Mr. Feisal Edward – General Secretary

**CREDENTIAL AND BY LAW COMMITTEE 2017
AMENDMENT & ADDITIONS TO BY-LAW**

Mr. Joseph Ouso -Chairman
Mr. James Kurichi – Co-Chairman
Mr. Raju Varghese – Co-Chairman
Mr. Easow Sam Oommen – Secretary
Mr. J. Mathews – Member
Mr. John Varghese – Member
Mr. George Mathew – Member
Mr. Mathew Cheruvil – Member
Mr. Vinson Palathingal – Member
Mr. Benny Vachachira – President
Mr. Jiby M. Thoma – General Secretary
Mr. Josey Kurisinkel - Treasurer



GENERAL ELECTION OFFICIAL NOMINATION FORM
For the Term 20__/20__

I, Mr./Ms./Mrs. _____ (Full Name)
 address _____

file the nomination in FOMAA for the position of _____

for the term 20__/20___. I am 18 years older and a legal resident in America.

I am an active member of (Name and address of Association) _____
 _____ in the _____ Region
 for the last _____ years.

Candidate's Phone # _____ email ID _____

I have previously held position as _____ in FOMAA/Member Association
 _____ during the term 20__/20__

I am enclosing a check # _____ for \$ _____ towards nomination fee in favor of FOMAA

DECLARATION OF CANDIDATE: I certify that the information provided to FOMAA are true and accurate and understand that in the event of any untrue and inaccurate information FOMAA has the authority to disqualify my candidacy. I hereby grant FOMAA permission to verify any information furnished by me. I acknowledge that I have read and accept the provisions detailed in the FOMAA Bylaws and abide by it.

 Signature of candidate Date Place Region in FOMAA

CERTIFICATION OF MEMBER ASSOCIATION: We, the undersigned Officers of the member association _____ hereby certify that the above nominee is an active member of our organization for _____ years and held position as _____ during the year _____ and he/she has been designated as a delegate to represent our organization at the upcoming FOMAA General Body Meeting on _____. We acknowledge and accept the provisions detailed in the FOMAA Bylaws and abide by the decision of EC of FOMAA.

 Name of President Signature of President Date Phone Number Email ID

 Name of Secretary Signature of Secretary Date Phone Number Email ID

Notes of Election Commission.

FOMAA GENERAL BODY DELEGATE LIST

**FROM MEMBER ASSOCIATIONS
FOR THE TERM 20__/20__**

Name of Association _____

Address of Association _____

Region of FOMAA _____

Territory and Jurisdiction of functioning _____

Membership of Member Association _____ (Delegates shall be members of the member association for an year. Member association having up to 500 members 7 delegates, 501 and above members have 9 delegates)

Sr.No.	Name of Delegate	Phone #	Email ID
1.	_____	_____	_____
2.	_____	_____	_____
3.	_____	_____	_____
4.	_____	_____	_____
5.	_____	_____	_____
6.	_____	_____	_____
7.	_____	_____	_____
8.	_____	_____	_____
9.	_____	_____	_____

CERTIFICATION OF MEMBER ASSOCIATION: We the undersigned officers of member association hereby certify that the above delegates are active members of our organization for more than an year and residing within the territory, jurisdiction and states of our association activity. We have designated them as delegates to represent our association in the General Body Meetings for the term 20__/20__ as per the provision of FOMAA Bylaw. We acknowledge and accept the decision of the election commission.

_____	_____	_____	_____	_____
Name of President	Signature of President	Date	Phone #	Email ID

_____	_____	_____	_____	_____
Name of Secretary	Signature of Secretary	Date	Phone #	Email ID



FEDERATION OF MALAYALEE ASSOCIATIONS OF AMERICAS

MEMBERSHIP / RENEWAL APPLICATION FORM

Name of the Association _____

Registered Address _____

Mailing Address: _____

Jurisdiction/Territory/State/States of Operation: _____

Date of in-incorporation, State and Registration No. _____
(Attach Copy of state registration for new membership)

Federal ID if Registered with IRS _____
(Attach copy of Federal ID for new membership)

Do you have a written Constitution/Bylaws: _____
(Attach copy of Constitution/Bylaw for new membership)

Summarize the nature, aims and objectives of the Association: _____

Membership of Association:

(Attach copy of membership/voters list) (membership fee Bi-annual June 01 to May 31) \$100 up to 500 members \$150 for Members above 501)

Term of Officer bearers of Association: (Annual - Biannual)

Contd. Page 2

Are you a member of any other Federation: Yes/No

If yes, Name of the Federation _____

Date of Last General Body held _____

Do you have Bank Account Yes / No If Yes, Name of Bank _____

Do you have a printed Check of the Bank : Yes / No

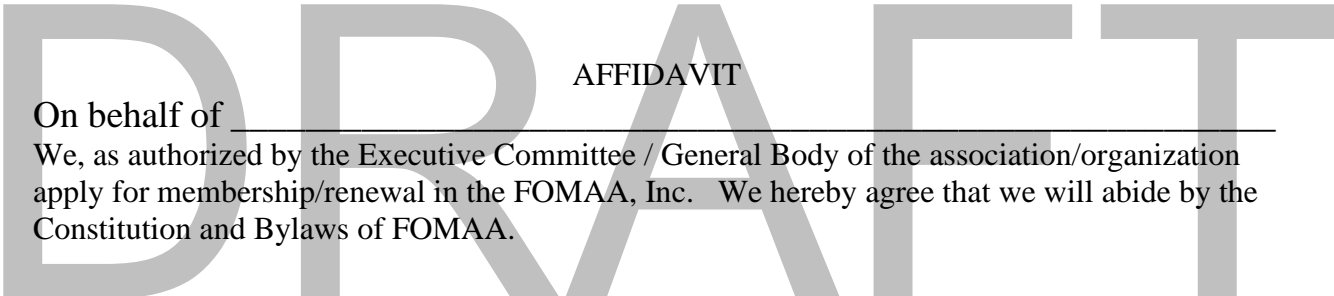
(Attach a void Bank Check)

Details of Office bearers of Association

Name of President _____ Phone # _____ email ID _____

Name of Secretary _____ Phone # _____ email ID _____

Name of Treasurer _____ Phone # _____ email ID _____



AFFIDAVIT

On behalf of _____

We, as authorized by the Executive Committee / General Body of the association/organization apply for membership/renewal in the FOMAA, Inc. We hereby agree that we will abide by the Constitution and Bylaws of FOMAA.

Signature _____ President of Association _____ Date _____ Secretary of Association _____ Date _____

OFFICIAL USE ONLY

_____ Date of Receipt _____ Region of Member Association _____

Check Received _____ Amount _____ Bank _____

State ID _____ Copy of Bylaw _____ Members/Voters List _____

Compliance Council Endorsement _____

Approval/Denial By National Committee _____ Date approved _____

Registered Office: 1219 Stewart Dr., Irving, TX 75061 Tel # 1 469 877 7266 Email: info@fomaa.org

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www.FOMAA.org

DRAFT