

Calcutta University Alumni Association. Inc.

(CUAA-DC)

BY- LAWS

These by laws of CUAA Inc. shall be read in conjunction with and as subsidiary to the Article of Incorporation of CUAA-DC, INC, originally registered with the State of Maryland on October 20, 2000. The activities and the business of CUAA shall be managed or conducted in accordance with the provisions of these By-Laws as provided in Article 6 of the Articles of Incorporation of the CUAA. In the event of any conflict between the provisions of the Articles of Incorporation and the By-Laws, those of the Articles of Incorporation shall prevail indicating that it will be a fully autonomous body in all aspects.

1. Location :

The base of operation of CUAA shall be the District of Columbia and its suburbs in Maryland and Virginia.

2. Business and Fiscal Years :

The business or working year and the fiscal year of CUAA shall be the Calender year January 1 to December31.

3. Activities/Events :

- CUAA will organize one annual meeting that will include cultural activities and one annual picnic.
- CUAA will organize additional meetings of its members/or working Committees to evolve strategies to initiate/continue various activities as needed.

- CUAA will explore the feasibility of extending manageable financial assistance to various departments of Calcutta University (e.g., scholarships, stipend, awards etc.)

4. Membership :

- Calcutta University Alumni and well-wishers of the University are eligible to be a member of CUAA. The Board of Directors (BOD) shall determine membership fees for regular and life members. The membership fee is due on Jan.1, every year, or for new member, on acceptance of membership.
- Only members have the right (a) to be nominated to elective positions of CUAA; and (b) to vote in any election or on any resolution or issue concerning CUAA affairs.

5. Board of Directors (BOD) :

- The number of Directors shall be seven, half of whom shall be elected every year, alternating five and four in successive year.
- Each Director shall be elected for an initial term of two years. A Director if elected can serve two additional terms, for a maximum total of six consecutive years.
- Following the election of new Directors, there shall be carried-out the elections of office bearers from among the new and continuing Directors, in a meeting organized by the Election Committee. Elections will be held successfully for the offices of the President, the Secretary and the Treasurer. Simple plurality will determine the elections of the Secretary and the Treasurer. For the office of the President, a valid nomination will require the candidate to have been a past member of the Board-of Directors for at least one year. In the event there are two validly nominated candidates, the President will be elected by Members-at-large.

- No office bearer shall hold the same office for more than two years consecutively.
- The censure of a Director shall require a resolution adopted by a two-third majority vote of the other Directors.
- The President is the Chief Executive Officer of CUAA. The President chairs Board meetings and represents CUAA to the outside bodies and the BOD to the General Body of Members.
- The Secretary is the second in order of precedence to the President. The Secretary is responsible for all administrative matters including keeping minutes of Board and General Body Meetings and the coordination in the execution of Board decisions.
- The Treasurer is third in order of precedence among office bearer of CUAA. The Treasurer shall manage the financial affairs of CUAA, including maintenance of up-to-date record of all financial transactions, preparation of accounts and budget, and keeping a current list of members.

6. Committee :

The BOD will establish from time to time committee to carry out particular functions. Examples will include cultural committee, fund raising committee etc.

7. The Advisory Council :

The Advisory council will be responsible for certain advisory, oversight and executive activities. The main purpose of the council is to play the role of an Ombudsman by ensuring the transparency and fairness in CUAA's operations in general and in its election process in particular . Also in case of any disputes, the council is mandated to take the role of an arbitrator /mediator, upon request by the BOD or general members by resolution. The council shall be composed of three members each serving for three years with one member retiring every year. Annually,

one person will be elected to membership of the council for a three year term to replace a retiring member. To be eligible for nomination a person should have been a member of the BOD for at least one year .

The Chairman of the council shall be the member who will be due to retire at the end of the current year.

In exercise of its executive authority, the Council will appoint the members of the Election Committee . The council will mandate or adjudicate dispute, arising in connection with elections.

The council will receive and renew the CUAA's account, and after review forward to the BOD for presentation by the Board to the General Body of Members.

8. Election Committee :

The Election Committee shall be responsible for administering the nomination process and conducting elections to all elective positions of CUAA and will consist of three members. Initially the 3 members of this committee will be appointed for one, two and three year terms respectively. Every year a member will retire by rotation and be replaced by a member appointed to serve for 3 years. Maximum time for an Election Committee member will be two terms. To be eligible for appointment as a member of Election Committee a person shall have served in the BOD for at least one year. The Election Committee shall prepare a report for presentation at Annual General Meeting.

9. Financial Matters :

Auditors will be appointed for one year, and will be eligible for reappointment up to 5 years. Every year the Treasurer will prepare a schedule acceptable to the Board of Director and the Advisory Council, for the closing of books, preparation of financial statement (balance sheet and income statements) and their audit. Treasurer will prepare a budget (or estimate of income and expenditure) for the current year. Annual budget (approved by BOD) will be presented to the General Body Members.

The BOD will set aside a part of annual and accumulated income in a reserve account, which will be used only in contingencies or other specific purposes approved by the BOD under the advice to the General Body Members.

CUAA will maintain checking and saving accounts in local banks so as to insure optimal returns consistent with liquidity.

The Treasurer will have the authority to sign checks up to \$ 300, above which the signature of another office bearer will be required.

10. General Meetings :

The Annual General Meeting shall be held during the last two months of the calendar year (Nov. 1 – Dec. 31). The members shall be notified of the date, time, place and the proposed agenda (if possible) of the meeting at least ten days prior to the meeting. If needed, a special General Meeting may be called by the BOD with not less than 14days notice.

The Chairperson of the Advisory council or his designated representative shall chair all General Body Meetings.

11. Amendment of By –Laws:

Voting on any amendment proposed by Members shall be completed within 90 days by the BOD of a valid petition for this purpose.