

Proposed consolidated draft of SANA Bylaws.  
After adoption by SANA General Body, this document shall constitute the Bylaws of the  
Association and shall be called: SANA Bylaws  
Elections for new positions created in these bylaws shall be held in 2020 as per schedule.  
Such positions shall become operational when new EC takes over after 2020 elections.

سائينم سدائين ڪرين مٿي سنڌ سُڪار  
دوست مٺا دلدار، عالم سڀ آباد ڪرين

O' my Lord, may Sindh be blessed with abundance!  
O' my Friend, may the whole world flourish and prosper!

... Shah Abdul Latif Bhittai

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## **Preamble**

We, the members of North American Sindhi Diaspora, the people of Sindhi descent, proud inheritors of the Indus Valley Civilization and the followers of the philosophy of love, peace and tolerance as pronounced by the Poet Laureate, Shah Abdul Latif Bhittai, joined together in 1980s to form the SINDHI ASSOCIATION OF NORTH AMERICA (SANA).

The Association's purpose and objectives are reaffirmed and articulated in this document, called as "SANA Bylaws" or "Bylaws". The term of "Sindhi descent" in this document is used to describe the people, and their descendants, who historically belong to Sindh and have either directly migrated from Sindh to North America or from Sindh to any other country and then to North America.

The area of operation of the Sindhi Association of North America (SANA) shall be countries and territories of North America, including Bermuda, Canada, the Caribbean, Mexico, Puerto Rico and the United States of America. The affairs of the association shall be conducted in accordance with the Articles of Association and these Bylaws as approved and duly amended from time to time.

SANA shall be a non-profit organization. It shall be secular in its nature, outlook and operation and shall not discriminate on the basis of gender, faith, race, caste or creed. The Association shall broadly support the objectives of freedom, individual and collective human rights, peace, progress, prosperity and tolerance, gender equality, equal opportunity, justice and fairness.

## **Section I: Name and Address of the Association**

**Clause 1: Name:** The name of the association shall be "Sindhi Association of North America". Its abbreviation shall be SANA. In these bylaws it will also be mentioned as the "Association".

**Clause 2: Address:** SANA Executive Council shall determine the temporary official address of the Association until a permanent office is established with the approval of the Executive Council.

## **Section II: Purpose and Objectives**

### **Clause 1: Purpose and Objectives of the Association**

i. To provide a fully participatory forum for North American Sindhi Diaspora, also referred to as "The Community" or "North American Sindhi Community", to network and bond together and to create a sense of brotherhood/sisterhood, cooperation and cohesion within the community and with other communities.

- ii. To assist members of Sindhi Diaspora in their endeavors in various fields, including business, education and employment and to work for their welfare, well-being and cultural enrichment.
- iii. To provide North American Sindhi Diaspora a voice in the local affairs and promote and protect their individual and collective rights, and to represent and serve the interests of the nation of Sindh and Sindhi Diaspora in North America.
- iv. To help and assist the newly immigrant community members in their orientation, adjustment and settlement in North America and to encourage them to assimilate into their newly adopted homeland in North America without losing their unique and rich Sindhi heritage.
- v. To assist and provide guidance to the students from Sindh to obtain education and training in North America.
- vi. To endeavor for the preservation and promotion of Sindhi art, culture, language, literature and to maintain the community members' link with their roots in Sindh and to familiarize youth with Sindhi art, culture, language, literature, history and heritage.
- vii. To inform and educate and to create awareness among Sindhi and non-Sindhi populations about Sindhi peoples' way of life and civilization; values and philosophy; language and literature; music and culture; history, arts and architecture; and rights and interests; and to work to preserve and promote their cultural heritage.
- viii. To endeavor for, and defend, and support the historic national rights, human rights, civil rights, right to practice any religion, faith or philosophy, gender equality, right of self-determination and any other legitimate rights and aspirations of the people of Sindh and help make meaningful improvement in their social, economic, educational, health and social conditions.

## **Clause 2: Methods to Achieve the Purpose and the Objectives**

SANA through its EC and its committees and entities is committed to use legal, peaceful and democratic means to attain its organizational objectives, goals and vision.

## **Section III: Membership**

### **Clause 1: Membership - Eligibility, Categories, Rights and Privileges**

Any person of Sindhi descent who fulfills all the membership requirements as per the bylaws and who fully agrees with the stated purpose and the objectives, may become a member of the Association by completing the membership application form and paying appropriate fees for the applicable category subject to the verification and acceptance by the "Membership Committee".

Fully paid and qualified active members, as defined in the Bylaws, shall have the right and a privilege to vote, contest elections, nominate a candidate and be eligible to hold an office of the Association provided all the requirements for a particular office are met.

The Association membership shall consist of the following categories:

- i. Life members (individual or family)
- ii. Regular Members (individual or family)
- iii. Honorary Members

**Clause 2: "Life Member (s)" and "Regular Member(s)"**

- i. An individual or a family consisting of two or more persons can become life member(s) or regular member(s) of the Association by meeting all requirements of the membership and paying applicable "Life Membership" or "Regular Membership" fee.

**Clause 3: Children Attaining the Age of 18**

- i. Any children of 18 years' of age or above shall complete membership form and pay appropriate membership fee to be able to enjoy full rights and privileges of the membership.

**Clause 4: Honorary Members**

- i. Any person who does not fall under the above membership categories but has distinguished track record of serving people of Sindh and Sindhi Diaspora or has profoundly contributed toward Sindhi culture, history, literature, or in the fields of science & technology, business, social services, and charity, human rights, and gender equality, could be decorated with Honorary Membership of SANA. This shall be considered a rare recognition extended to individuals or institutions for their accomplishments and contributions.
- ii. Honorary membership shall be proposed and approved by unanimous vote of the Executive Council.
- iii. Honorary Members shall pay no fees and enjoy no voting and/or election rights. They may, however, be appointed to any special purpose committee(s).

**Clause 5: Membership Forms and Acceptance of Membership**

- i. Any person of 18 years' of age or older residing in North America who fulfills all the membership requirements as per these Bylaws, desirous of becoming member of SANA, shall complete the prescribed membership application form, sign it and send it to the designated SANA office along with the proper fee and any required documents for individual or family membership. Even if the membership fee is paid online, the membership form shall be completed, signed and sent/mailed to prescribed SANA office

along with required document(s). An applicant may be asked to provide proof of residence and legal status in North America. An applicant by signing a membership application shall be considered to affirm that he/she fully agrees with the purpose, objectives and other contents in these bylaws.

ii. A person can only pay his/her own membership fee and the membership fees for his/her children, parents and siblings. A person shall not pay fees for anybody else. Any membership applications in violation of this sub-clause shall be rejected.

iii. A membership applicant should be seconded by a SANA member of good standing.

iv. Any youth attaining the age of 18 years, desiring to become a SANA member, shall submit the proof of his/her age along with the membership form and appropriate fees to become a member of SANA in his/her own right.

v. With submission of the membership form, the applicant agrees and pledges that he/she will seek resolution, rectification and remedy for any grievance or dispute through the means prescribed in these Bylaws before seeking any outside arbitration or litigation. If in any case, a member or anybody else has to file a law suit, it shall only be filed in the city or the county where SANA has its current head office.

v. Membership renewals shall be requested by sending applicable fee to authorized SANA office/officer. A member shall keep his/her personal information updated with SANA office at all the times.

vi. The Membership Committee shall monitor and verify the membership application forms. It may ask for the proof of payment, references, proof of residence, legal status, age or any other required information to approve the membership applications as per SANA Bylaws.

vii. A SANA membership shall be deemed valid only after the Membership Committee appointed for the purpose approves the membership application. In the case of a denial of a membership, the membership fee paid by the applicant shall be refunded to the applicant along with the written reasons for declining the membership application within reasonable time not exceeding 10 working days after such determination is made.

#### **Clause 6: Membership Fees**

i. The Executive Council, with a majority vote, shall determine the new membership and Renewal fees for each category. All the fees shall be submitted to SANA Treasurer.

ii. The life membership fees shall be earmarked for the establishment and operation of the Association's permanent office.

iii. Membership fees from other categories shall be used to meet organizational expenses.

iv. SANA regions and chapters may levy an additional fee on the member(s) from their respective region and/or chapter to meet their organizational expenses.

### **Clause 7: Validity of the Membership, Membership Number and Membership Card**

i. Life membership shall be valid for the whole life of an individual life member. In the case of a family life membership, the life membership shall be valid for the whole life of both the spouses.

ii. Regular memberships shall be valid for a calendar year, starting from the first day of January to the last day of December.

iii. If a member doesn't pay his/her membership dues for three (3) consecutive years, his/her membership shall be cancelled and his/her name shall be removed from the membership roster.

### **Clause 8: Active Members with Voting and Other Election Rights**

i. Life members of SANA who paid their membership fees by December 31 of the year prior to the election year.

ii. Regular members of SANA for two consecutive years. They should have paid fees for the past year by the 31st of December and the current year by 15th of July or as mentioned in these Bylaws for specific situations.

iii. The above categories of the members shall have the voting and election rights (right to nominate a candidate and become a candidate for an office provided all the requirements are fulfilled).

iv. Each individual member shall have one vote.

v. In a family membership, each spouse shall have one vote each.

vi. "Active members" may also be referred to as "voters" or "voting members" or "qualified to vote" members.

### **Clause 9: Revocation of Membership**

i. SANA membership may be revoked by a 2/3<sup>rd</sup> majority vote of the Executive Council, with a quorum of 80%, for deliberate and grave violation of SANA Bylaws or any other gross misconduct or misbehavior or any serious offense(s) against fellow members or if convicted of a felony or a crime by a court of law.

ii. In the case of a revocation of membership, the concerned member may request a review of the decision in writing to the Ethics and Grievances Committee and if not satisfied with its decision, it may be referred to the Past Presidents Committee.

## **Section IV: Regions**

### **Clause 1: Regions (abbreviations used for US and Canadian states, territories and provinces respectively)**

- i. Region 1: Bermuda, CT, DC, DE, KY, MA, MD, ME, NH, NJ, NY, OH, PA, Puerto Rico, RI, VA, VT and WV
- ii. Region 2: AL, AR, Caribbean, FL, GA, Mexico, MS, LA, NC, OK, SC, TN and TX
- iii. Region 3: IA, IL, IN, KS, MI, MN, MO, ND, NE, SD and WI
- iv. Region 4: AK, AZ, CA, CO, HI, ID, MT, NM, NV, OR, UT, WA and WY
- v. Region 5: NB, NL, NS, ON, PE and QC
- vi. Region 6: AB, BC, MB, NT, NU, SK and YT

## **Section V: Leadership and Management**

**Clause 1:** The Association shall comprise of an Executive Council (abbreviation: E.C. or EC) and an Advisory Council.

### **Clause 2: The Executive Council - Role and Responsibilities**

- i. The Executive Council shall play a leadership role in serving the SANA members and North American Sindhi Diaspora.
- ii. EC shall be the main policy making body of the Association and shall act on behalf of the General Body and solely represent the Association. It shall lead charge on organizational operations in transparent and diligent way.
- iii. The Executive Council office-bearers shall hold their office for a term of two years and for a maximum of two consecutive terms on the same position.
- iv. The Executive Council shall hold meetings at least six (6) times a year. One such meeting shall take place during the Annual Convention. It shall be considered Annual Meeting of the Executive Council.
- v. A meeting of the Executive Council can be held in person or via telephone or through any other medium. A quorum of fifty one percent (51%) is required for an EC meeting. An EC meeting shall not be valid without the presence of either the President or Senior Vice President or Vice President, Women or General Secretary. An EC meeting shall be presided over by the President. In his/her absence, the meeting shall be presided over by

the Senior Vice President or Vice President, Women or the General Secretary in that order of the preference.

vi. General Secretary or any other member of EC assigned the responsibility, shall take the notes and prepare the minutes of EC meetings. A report on the minutes of EC meetings shall be prepared by the General Secretary or the Information Secretary and made public for the information of the active membership.

vii. The General Body shall have the right to approve or disapprove any decision of the Executive Council by a simple majority vote.

viii. A Joint session of the Executive Council and the Advisory Council shall be held at least once each year. President SANA or in his/her absence, a member assigned by EC shall preside over the meeting. In this meeting, the President or in his/her absence, his/her nominee or General Secretary shall present a draft plan of the organizational activities for one year. The proposed plan and the annual budget of the expenditures and revenues shall be discussed and adopted with a majority vote. Quorum for the meeting shall be fifty one percent (51%) of the combined members of EC and the Advisory Council. The President shall be responsible for implementing the plan. Any deviations from the plan must be approved by the Executive Council with a simple majority vote.

ix. An EC or Advisory Council member may contact, meet or communicate with any other organization, media or a government official or an agency or political and/or other leaders only after explicit permission by EC. They shall report in writing to the EC within a month of such an occurrence. Consequent progress resulting from such contact(s) must also be furnished to the EC in writing on a timely basis.

x. EC members shall submit a progress/status report at the annual SANA general body meeting and answer any questions asked by SANA active members.

xi. Any contracts, deeds, documents and instruments shall be executed by the President on behalf of the Association or an EC member assigned by the president or the Executive Council through majority vote.

xii. Checks, notes, drafts and demands for money shall be signed by the Treasurer or an officer or officers designated by the Executive Council.

xiii. Special Meetings: The President may as he/she deems necessary, or the General Secretary on the written request of at least five (5) EC members, shall issue a call for a Special Meeting of the Executive Council.

xiv. Detailed notice, including the agenda of every meeting of the Executive Council, except only the Annual Meeting, shall be sent by mail, email or fax to each member of the Executive Council not less than seven (7) days prior to the meeting. All such notices shall be signed by the President or the General Secretary. Similarly a notice should be sent to the EC members in the case of a cancellation or postponement of an EC meeting.

For the Annual Meeting, EC members may be informed by the first day of the Annual Convention.

### **Clause 3: Composition of the Executive Council**

The Executive Council shall comprise of the following officers:

- i. President
- ii. Senior Vice President
- iii. Vice President, Women
- iv. Vice President, Youth
- v. General Secretary
- vi. Joint Secretary
- vii. Information Secretary
- viii. Treasurer
- ix. Regional Secretary, Region 1
- x. Regional Secretary, Region 2
- xi. Regional Secretary, Region 3
- xii. Regional Secretary, Region 4
- xiii. Regional Secretary, Region 5
- xiv. Regional Secretary, Region 6

### **Clause 4: Responsibilities of the EC members**

#### **A. President**

- i. Shall represent the Association alone or along with EC member(s) or any EC or Advisory Council nominee(s).
- ii. Shall preside EC meetings, GB meetings and the joint meeting of EC and Advisory Council.
- iii. Shall form or dissolve committees and subcommittees, appoint or terminate heads of committees or sub committees, fix their tenure of office, give them any extensions and assign necessary tasks to the committees, their heads or to any other entities or individuals and appoint or terminate administrator(s) for any communication media, including e-list(s). facebook page(s), twitter, etc. with the approval of EC unless prescribed otherwise in some specific situations.
- iv. May issue quarterly status reports about SANA's activities and performance for the information of the members.
- v. Shall present a draft plan of activities along with the estimated budget at the joint meeting of EC and Advisory Council and be responsible for implementing the approved plan. Any deviations from the plan must be approved by the Executive Council with a simple majority vote.

vi. Shall be responsible for the formulation, articulation and implementation of SANA policies as approved by the Executive Council.

vii. Shall approve or disapprove the formation of SANA chapter(s) or dissolve any chapter(s) in case of a violation of EC decision(s) or bylaws.

viii. Shall be responsible for the management and the operation of any SANA e-list(s), e-group(s), website(s) or any other communication channel(s).

**B: Senior Vice President**

i. Shall take over the President's responsibilities in his/her absence.

ii. Shall be responsible for liaison with all SANA regional bodies and chapters.

iii. Shall establish and maintain contact and liaison with SANA membership and the community at large.

iv. Shall encourage the membership to participate in local affairs, and take measures to protect the rights of community members in North America.

v. Shall assist the President to achieve the purpose and the objectives of the Association mentioned in these bylaws.

vi. Shall maintain contacts with individuals and organizations in North America and elsewhere in the world to promote the cause of SANA as mentioned in these bylaws.

**C: Vice President, Women**

i. Shall take over the responsibilities of the Senior Vice President in his/her absence. Shall take over the responsibilities of the president in the absence of the President and the Senior Vice President.

ii. Shall be responsible for formulating, initiating and implementing SANA policies, initiatives and programs aimed at increasing the participation of women in SANA activities and programs. Such policies, initiatives and programs must be approved by EC.

iii. Shall establish and maintain contact and liaison with women in the community to promote SANA membership and also to encourage local events involving women. Shall plan and provide guidance and supervision for the programs for women at annual conventions.

iv. Shall represent SANA women in a GB meeting and all the EC meetings and other community gatherings, seminars and events.

## **D: Vice President, Youth**

- i. Shall be responsible for formulating, initiating and implementing SANA policies, initiatives and programs aimed at increasing the participation of youth in SANA activities and programs. Such policies, initiatives and programs must be approved by EC.
- ii. Shall assist and coordinate with the President to devise and implement Association's policies with respect to SANA youth and non-member Sindhi community youth.
- iii. Shall establish and maintain contact and liaison with youth in the community to promote SANA membership and also to encourage youth participation and involvement in the local community and organizational activities and events.
- iv. Shall plan and provide guidance and supervision for the programs for youth at annual conventions.
- v. Shall represent SANA youth in a GB meeting and all the EC meetings and other community gatherings, seminars and events.
- vi. Shall coordinate with and supervise the working of Sindhi Youth of North America (SYNA) and any other youth committees and activities on behalf of SANA EC.

## **E: General Secretary**

- i. Shall be responsible for legal affairs and day to day business of the Association in general and Executive Council in particular, including the certification of approval, production, publication and distribution of the Bylaws of the Association or any amendment(s) to the bylaws, preparation of status reports, preparation of agenda and minutes of EC and General Body meetings.
- ii. Shall be the focal person of the organizational operations.
- iii. Shall maintain all the organizational files and records including the membership files and records.
- iv. May send welcoming letters to new members, along with SANA bylaws and any recent publications.
- v. Shall call all, including extra ordinary meeting of Executive Council as prescribed in these Bylaws.
- vi. Shall coordinate with the Membership Committee and relevant EC officials and issue timely certified membership lists.
- vii. Shall coordinate with Treasurer and relevant office-bearers and committees to publish the membership lists and any newsletters and bulletins.

viii. Shall maintain communication with the membership and answer any questions from the membership.

### **F: Joint Secretary**

- i. Shall take over the General Secretary's responsibilities in his/her absence.
- ii. Shall be responsible for establishing ties with cultural and literary organizations in Sindh and elsewhere in the world to implement the relevant purpose and objectives mentioned in these Bylaws.
- iii. Shall work with the Senior Vice President to increase SANA membership.
- iv. Shall be responsible for updating, publication and distribution of the membership directory of the Association.

### **G: Information Secretary**

- i. Shall be responsible for issuing press releases, statements, information bulletins, newsletters and other material to print and electronic media with the approval of the President.
- ii. Shall gather information, establish and maintain contacts with information offices, journalists and media resources and disseminate information to the members and the media/information channels on regular basis about the activities and the events within the community.
- iii. Shall promote the purpose and the objectives of the Association and be in charge of the audio visual and print media related activities of the Association.
- iv. Shall record and circulate the minutes/proceedings of the organizational and community gatherings, meetings, activities and events.
- v. Shall plan, initiate, establish and maintain contacts with general media, institutions, organizations and relevant professionals to promote the cause of SANA.
- vi. May head the "Information and Publication Committee".

### **H: Treasurer**

- i. Shall maintain all accounts of the Association, including the receipts of all the subscriptions, revenue, membership fees and donations and keep a record of all the expenses and disbursements of funds.

- ii. Shall be responsible for filing annual returns, IRS forms, any other forms required by the state of incorporation and preparing annual accounts and auditing of the account reports. Shall present annual financial reports at the SANA annual convention.
- iii. Shall be responsible for the transfer of any fund(s), with the approval of the Executive Council, as required, on behalf of the Association.
- iv. Shall send renewal of membership reminders to SANA members through postal mail, emails or posts on organizational e-list(s) and SANA website and send such a list to the President for follow up.
- v. Shall coordinate with the Senior Vice President, the General Secretary and the Membership Committee and maintain all the record of the membership application forms and payments of membership fees. He/she shall share the required information with the General Secretary in a timely manner.
- vi. Shall fully coordinate and cooperate with the General Secretary to timely prepare the membership lists.
- vii. Shall certify validity of timely paid membership fees to establish voter eligibility compliance with SANA Bylaws.

## **I. Regional Secretaries**

- i. Shall be the focal and contact persons of SANA in their respective regions to communicate on behalf of SANA EC with local SANA chapters and members of the Association in their respective regions and to reach out to the non-members in the community.
- ii. Shall encourage and supervise the formation and the working of local SANA chapters in their regions with the approval of the President and EC.
- iii. Shall be responsible for establishing ties with SANA chapter(s), SANA members, community members and other individuals and organizations in their respective regions to create good will for SANA and to promote the purpose and the objectives of the Association as mentioned in these bylaws.
- iv. Shall initiate, conduct and supervise SANA membership drives in coordination with relevant SANA office bearers and committee(s). Shall encourage community members to become members of SANA and participate in SANA activities, programs and events.
- v. Shall work with EC, local chapters and in their own capacity to welcome and help newly immigrant community members in their orientation, adjustment and settlement in their respective regions.

vi. Shall assist SANA Fund Raising Committee and SANA FAME Fund Committee in their fund raising campaigns.

vii. Shall work with the Joint Secretary to prepare membership lists in their relevant regions.

viii. Shall encourage the community members to fully participate in the local, regional and national affairs in their respective areas and countries.

ix. Shall represent their respective regions in a GB meeting and all the EC meetings, gatherings, seminars and events.

x. Shall work with EC and local chapters and the community members in their respective regions to fight any discrimination against the community members and to defend their human and other rights.

#### **Clause 5: Advisory Council**

i. Advisory Council shall be comprised of twenty one (21) members. All the immediate past EC members shall automatically become members of the Advisory Council unless any immediate past EC member does not want to be part of the Advisory Council.

ii. SANA EC shall appoint the rest of the members from amongst active SANA members.

iii. The newly elected EC shall appoint Advisory Council within sixty (60) days of the start of its term. The term of office of the Advisory Council shall start from the day of its appointment. Its term will be for two years. In case of an extra ordinary situation when new EC is not elected according to the time frame given in these bylaws, the Advisory Council shall fulfill its responsibilities as enshrined in these by laws and shall continue in its office until new EC is elected and it appoints new Advisory Council.

iv. The Advisory Council shall meet in person or through any other medium at least once a year.

v. Advisory Council shall work diligently to fulfill its responsibilities prescribed in these bylaws.

#### **Clause 6: Members of EC, Advisory Council, SANA committees and Their SANA Membership**

All members of EC, the Advisory Council and members of SANA committees and entities should maintain Active membership of the Association during their tenure in the office. If they default on paying the membership dues in time, they shall be suspended from their office until they pay their dues. If their dues are not paid within 30 days after the date of default or any issuance of such notice to them, whichever occurs first, they shall be removed from their office.

## **Section VI: Impeachment**

### **Clause 1: Impeachment**

i. If any member of an elected or appointed office or position misuses his/her office or is guilty of gross misconduct or violates SANA Bylaws or works against the purpose and the objectives of the Association or uses his/her position for personal gain or misappropriates funds of SANA or is convicted under a criminal offense shall be liable for impeachment or forfeiture of his or her position. In the case of a criminal trial in a court of law, the EC is authorized to remove such a person temporarily from the position held in SANA, pending the final outcome of any judicial proceeding.

ii. The impeachment process shall be conducted by the Advisory Council.

iii. An impeachment procedure may be initiated on a petition signed by a simple majority of the Executive Council, on a signed petition by at least 25 active members or on a recommendation by the Ethics and Grievances Committee. The evidence provided in a signed petition or a request shall be first thoroughly investigated by the Ethics and Grievances Committee. Upon the submission of Ethics and Grievances Committee's due diligence report, the Advisory Council shall conduct impeachment proceeding and announce its decision within 30 days. The office bearer under impeachment proceedings shall remain suspended until the decision is announced.

iv. After an impeachment procedure is initiated as provided in these Bylaws, the Advisory Council shall appoint a hearing committee and its head comprising of at least seven (7) members to conduct the hearings.

v. The Hearing Committee must hold transparent proceedings and report the proceedings to the EC and the membership. The minimum quorum requirement for the Impeachment Hearing Committee shall be 80%. It shall decide the matter by a majority vote of at least 67% of the voting committee members.

vi. The EC shall hold impeachment proceedings in case there is a complaint against any member/s of the Advisory Council. The EC shall appoint a 5-member committee to hold the proceedings and submit its findings to the full EC in a timely manner. The EC shall decide the matter with a majority of 67% vote. The minimum quorum requirement for EC to hold Impeachment Hearing shall be 80%.

## **Section VII: Quorum for EC, Advisory Council and Committee Meetings**

### **Clause 1: Quorum for EC, Advisory Council and Committee Meetings**

i. Quorum requirement for a meeting of the Executive Council or Advisory Council or any committees or sub committees or any other SANA entities shall be fifty one per cent (51%) of the particular body unless otherwise mentioned in these Bylaws.

ii. The above mentioned bodies shall make decisions by a simple majority vote unless otherwise mentioned in these Bylaws.

## **Section VIII: General Body**

### **Clause 1: General Body**

i. The General Body shall be the ultimate authority of the Association and shall act as per the Articles of Association and these Bylaws.

ii. The General Body shall consist of “Qualified to participate” and “Qualified to vote” members of the Association as described in these bylaws. It shall be referred to as "General Body" or "GB".

iii. The General Body shall meet at least once a year barring any extraordinary circumstances proclaimed by the President and confirmed by the EC with a 2/3rd majority. The President shall preside over a general body meeting. In his/her absence, the meeting shall be presided over by the Senior Vice President or Vice President, Women or General Secretary in that order of the preference.

iv. A General Body meeting shall not be valid without the presence and active participation of at least the simple majority of the EC members that must at least include the President or the Senior Vice President or the General Secretary.

v. Information about a General Body meeting, its date, time and venue shall be posted on SANA Website and/or on a SANA e-list at least thirty (30) days in advance. It shall be the responsibility of the active members to keep their email and postal address current with the SANA office and maintain subscription to any SANA e-list(s). It is highly desired that for the security and identification purposes, all attendees of the GB wear name badges officially issued by SANA. The chair may make it mandatory to wear name badges.

vi. General Body meeting shall be open to all the members but only Active Members as defined in these Bylaws shall have the right to vote. It shall be responsibility of the presiding officer to fully uphold and implement this and other pertinent clauses during a GB meeting.

vii. The Executive Council shall set the agenda of the Annual General Body meeting and any Special GB meetings and a 'Mail in Ballot' GB meeting.

viii. At an Annual General Body Meeting, those members present and eligible to vote may conduct the business of the General Body. If a member eligible to vote makes a quorum call, the Presiding Officer shall decide if a quorum is present.

ix. Twenty percent (20%) of the active/voting members registered at the annual convention shall constitute a quorum for the Annual General Body meeting to coincide with an annual SANA convention. (The GB quorum requirement for amending, repealing or adopting new bylaws shall be as per the **Section IX** of these Bylaws).

x. If, upon a quorum call, a quorum is not present as defined above, then the Presiding Officer may entertain motions to recess, adjourn, or adjourn to reconvene at a later time or date, (i.e., fix the time or date to which to adjourn).

xi. In case of an important issue, which needs immediate attention of the General Body, the Executive Council may arrange for a Special GB meeting or a Mail-in Ballots GB to decide specific and urgent issues, which cannot wait till the next General Body Meeting.

xii. Quorum for a Special GB meeting or a Mail-in Ballots GB shall be thirty three percent (33%) of the active members of the Association. (The GB quorum requirement for amending, repealing or adopting new bylaws shall be as per the **Section IX** of these Bylaws). A simple majority of the returned ballots shall decide the issue(s), so long as not otherwise required by the Articles of Incorporation or the Bylaws governing such matters.

xiii. Any member who wishes to bring new business matters before annual General Body meeting shall submit it in writing to the General Secretary, at least fifteen (15) days prior to the meeting of the General Body for consideration by the Executive Council as to whether to include such new business on the agenda.

xiv. Items not placed on the agenda by the Executive Council for consideration at the General Body meeting may only be placed on the agenda during the General Body meeting upon the affirmative vote of at least a majority of the active members present.

xv. Appropriate time shall be provided at each meeting for the members to introduce a question, which when approved by a majority, would be placed before the GB for discussion.

xvi. The Information Secretary or anyone else assigned by the President or General Secretary shall prepare a report on the annual convention and make it public for the membership and the media.

## **Clause 2: Members' Eligibility for Participation in Annual General Body Meeting**

Annual General Body meeting shall be open to all the SANA members but only the following categories of members shall have the right to vote:

i. Active Life members who have paid their fees on or before December 31 of the preceding year.

ii. Active regular members who paid their membership fees for the previous year on or before the 31st of December and their membership renewal fees for the current year at least 30 days prior to the date of the proposed annual General Body meeting.

iii. The General Secretary shall make available the "qualified to participate" and "qualified to vote" membership lists for the annual General Body meeting at least two (2) weeks before the proposed date of the annual GB meeting.

iv. No proxy voting shall be permitted.

### **Clause 3: Members' Eligibility for Participation in a Special General Body Meeting**

i. Active Life members who have paid their fees on or before December 31 of the preceding year.

ii. Active regular members who paid their membership fees for the past year on or before the 31st of December and their membership renewal fees for the current year at least thirty (30) days prior to the date of the proposed special General Body meeting.

iii. The General Secretary shall make available the list of the "voting members" for a special meeting of the General Body at least two (2) weeks before the proposed date of a special GB meeting.

### **Clause 4: Members' Eligibility for Participation in 'Mail in Ballots' General Body**

i. Active Life members who have paid their fees on or before December 31 of the preceding year.

ii. Active regular members who paid their membership fees for the past year on or before the 31st of December and their membership renewal fees for the current year at least sixty (60) days prior to the last date of sending the ballots to the members shall be allowed to vote.

iii. The General Secretary shall make available the list of the "voting members" for mail in ballots General Body at least 40 (forty) days before the deadline for sending the ballots to the members.

## **Section IX: Amendment(s) to the Bylaws**

### **Clause 1: Amendment(s) to the Bylaws**

i. These Bylaws may be amended or repealed or replaced in whole or in part by a two-thirds (2/3) majority vote of a duly organized General Body meeting. The quorum requirement for a GB meeting to amend, repeal or replace these Bylaws shall be Fifty One per cent (51%) of the active members.

ii. Any proposed amendment(s) may be initiated in writing to the EC by twenty five (25) or more voting members at least sixty days before a GB meeting.

iii. The proposed amendment, duly initiated, shall be referred to the Bylaws Committee for consideration. The Bylaws Committee may also initiate any necessary amendment(s) on its own or on the recommendations of EC or the Advisory Council. The Bylaws committee shall consider the proposed amendment(s) and formulate its recommendation(s) for submission to the EC, which shall approve the proposed amendment(s) with a majority vote.

iv. The proposed amendment(s) as approved by the Executive Council shall be submitted to a General Body meeting for consideration and approval. The proposed amendment(s) may be mailed or emailed to the active members of the General Body, or posted on SANA e-list(s) or on the SANA website to notify the members at least thirty (30) days before the proposed meeting of the General Body where the amendments are to be considered and voted upon. On approval by the General Body, the amendments shall be incorporated into these Bylaws with immediate effect.

v. In the event of a conflict between any of the provision(s) in the Articles of Incorporation and these Bylaws, the provision(s) contained in the Articles of Incorporation shall be given precedence and priority over the conflicting provision(s) in these Bylaws.

vi. The duly adopted amendments shall be incorporated into these Bylaws with immediate effect or as specified in a duly adopted amendment. Duly adopted new bylaws shall come into effect immediately.

## **Section X: Elections**

### **Clause 1: Qualifications to Hold an Office**

i. Any and all the person(s) and candidate(s) desirous of holding a SANA office, including an office with the EC, Advisory Council, any affiliated entities and any committees shall be well-conversant with, and fully knowledgeable of these SANA Bylaws.

ii. They shall fully agree with the purpose and the objectives of the Association and pledge to uphold, defend, promote and abide by the Bylaws in any and all circumstances.

iii. They shall also make a solemn pledge to not use any SANA position for personal gains, favors or benefit(s).

iv. They shall express their dedication and willingness to work for SANA voluntarily, without expecting any remuneration or compensation and promise to give appropriate time to the organizational work.

v. Shall be legal resident in North America for at least two (2) years and shall not be convict of any felony or a crime in any country.

vi. Shall not be an active member, patron or office-bearer of any other organization.

### **Additional Requirements for Particular Offices**

#### **Clause 2: President, Senior Vice President and General Secretary**

i. Shall be active member of SANA for at least four (4) immediate past consecutive years or a total of eight (8) years.

ii. Shall be at least twenty five (25) years of age on the last date of the filing of the nomination papers.

#### **Clause 3: Vice President, Women**

i. Shall be active member of SANA at least for the past two (2) years.

ii. Shall be at least twenty one (21) years of age on the last date of the filing of nomination papers.

iii. Candidate shall be a female.

#### **Clause 4: Vice President, Youth**

i. Shall be an active member of SANA for at least one (1) year.

ii. Shall be 19 to 29 years of age on the last date of the filing of the nomination papers.

#### **Clause 5: All Other Office Bearers**

i. Shall be active members of SANA at least for the past two (2) years.

ii. Shall be at least twenty one (21) years of age on the last date of the filing of nomination papers.

#### **Clause 6: Eligibility Criteria for the Voters and Publication of Active Member Lists**

i. All the Active SANA members as defined in these bylaws shall have voting and other election rights.

ii. The General Secretary shall prepare and release the certified list of the active, voting members of SANA as defined in these Bylaws, through postal mail, email or posts on SANA e-lists(s) or website on or before July 31st of the election year.

iii. If there are any discrepancies in the active members/voters' list, or if any names and/or addresses are not correct or if any active member(s) has/have any complains or grievances, the affected active member(s) shall contact the General Secretary through telephone, email or a postal mail letter within ten (10) days of the publications of the list. The General Secretary must attend to any such complaints or requests for correction on urgent basis and verify the list and make appropriate changes.

iv. The General Secretary shall publish the final certified list on or before 31st of August. The final certified list shall be binding on all parties. After that date only minor correction in name or address (postal and/or email) shall be accepted up to the 30th of September.

#### **Clause 7: Call for Nominations**

i. The Election Committee shall invite nominations from the entire active “Qualified to vote” membership via any mode such as postal-mail, e-mail, fax, telephone, SANA Website(s), SANA e-group(s), SANA e-list(s) or any SANA newsletter for all positions on the Executive Council on or before 15th of August of the election year for EC.

ii. An active SANA member can make a nomination under his/her signature on behalf of a candidate. Nominations must be seconded by another active member under his/her signature. Candidate shall include a written and signed statement of acceptance and also his/her willingness to serve the office diligently according to SANA Bylaws if elected.

iii. A candidate can contest for only one position in any given election. Members are prohibited from nominating more than one candidate in an election. Deadline for filing a nomination shall be 10th of September. If a candidate, who is nominated for more than one (1) position, does not withdraw from additional positions by the deadline for withdrawals of nominations, the Election Committee is obligated to reject his/her nomination for any or all the positions.

iv. The Executive Council may levy a Filing Fee for all the Nominees.

#### **Clause 8: Announcement of the Slate of Candidates**

i. The Election Committee shall announce the slate of the nominees for all the positions on or before 20th of September.

ii. The candidates may withdraw from the election by writing to the Chair of the Election Committee on or before 1st of October.

iii. The Election Committee shall announce the final list of the candidates on or before 10th of October.

#### **Clause 9: The Election Process**

i. The Election Committee shall conduct the elections for EC every two years.

ii. The active/voting members shall have the right to vote. No proxy vote is permitted in elections. Each member shall have one vote for each vacant office.

iii. The elections shall be conducted by a mail in or electronic ballot. Ballots shall be sent/mailed on or before 21st of October to qualified voting members.

iv. The only ballots received via mail at the specified address by the third Saturday of November shall be eligible for counting.

v. The Election Commissioner along with his/her team shall open the envelopes and count the votes in person at a previously announced place, date and time. If election is conducted through electronic vote, the election commissioner along with his/her team shall count the votes as previously announced by him/her.

vi. The Executive Council, if it chooses so, may engage the services of an independent agency to conduct the election process under the supervision of the Election Committee.

vii. The Executive Council may choose to hold elections through a credible and secure electronic process under the supervision of the Election Committee.

viii. The results of the election shall be announced by the Election Commissioner immediately after counting the ballots. The results shall be announced through email, newsletter and/or a press release and posted on a SANA e-list and/or the SANA website. This process must be completed by 25th of November. All ballots should be securely stored by the Election Commissioner until the next EC Election.

ix. The Election Commissioner shall cast his/her vote only in the case of a tie.

x. If requested, at least one representative of each candidate for the contested position shall be permitted to observe the count.

#### **Clause 10: Recount of Election Ballots**

i. Any Candidate may request a recount through his/her representative physically present at the count in writing or through a letter to the Election Commissioner. A request sent by postal mail or a courier service, must be post marked by 1st of December.

ii. The candidate requesting the recount shall bear the cost of the recount except in the case of a difference being 1% or less.

iii. Only one recount for any one position shall be permitted.

iv. At least one representative of each candidate for the contested position shall be permitted to observe the recount.

v. The recount result shall be announced by 15th of December and shall be binding on all parties.

### **Clause 11: Changes in the Election Schedule**

i. In an extra ordinary situation, when elections cannot be held according to the schedule as per these Bylaws, a joint meeting of the Executive Council and the Advisory Council shall be held to consider the matter. The quorum for the joint meeting shall be fifty one per cent (51%) of the members of the two bodies. The joint meeting with a simple majority vote may announce a new schedule ensuring that the whole election process is completed by the 31st of December.

ii. The EC shall not continue beyond its term in case elections are not completed by 31st of December. The Advisory Council shall appoint a Three (3) member Council consisted of Advisory Council members to hold elections according to a new schedule. All the dates, including the deadline for membership may be changed accordingly.

iii. The Advisory Council shall look after immediate organizational matters until a new EC is elected and takes over.

### **Clause 12: Commencement of the Term of EC**

i. Term of office of the newly elected EC shall commence on the 1st day of January or a later date in case the elections are held according to a new schedule.

ii. The newly elected office bearers may take a ceremonial oath of office through a conference call, Skype, WebEx or any other communication media administered by a past president.

### **Clause 13: Vacancies**

i. A vacancy in the EC or the Advisory Council due to the death, resignation or disqualification of an office bearer or if there has been no contest for a position in elections or for any other reason shall be nominated by the President and confirmed by the Executive Council during its next meeting. President may also ask the members of the Executive Council to propose nominations for the position by a majority vote.

### **Clause 14: Electorate for the Candidates**

i. All the Active Members of SANA shall elect the president, senior vice president, vice president, women, vice president, youth, general secretary, joint secretary, information secretary and Treasurer.

ii. Active members of the respective regions shall elect regional secretary for their region.

### **Section XI: Proof of the Compliance of Deadlines**

## **Clause 1: Proof of Deadlines' Compliance**

Postmarked dates, courier shipping dates or original electronic mail dates respectively shall provide a proof of meeting any of the deadlines mentioned in these Bylaws. The relevant Committees and officials shall save the envelopes, shipping labels or electronic mails at least for six (6) months.

## **Section XII: Committees, Entities**

**Clause 1:** President, with the approval of EC, may form any committee(s), sub-committee(s) and entities for any specific purpose. The members of the committees may be replaced, appointed or re-appointed by the President with approval of EC whenever necessary.

The EC shall fix the term of office of any committee or Sub-committee. Rules for the appointment and working of the Trustees to manage life members' fees are prescribed separately. The following is the recommended but not mandatory list of SANA committees:

- i. Election Committee
- ii. Bylaws Committee
- iii. Ethics and Grievances Committee
- iv. SANA FAME Fund Committee
- v. Information and Publications Committee
- vi. Fund Raising Committee
- vii. SANA Education Committee
- viii. SYNA and/or Any Other SANA Youth Committee
- ix. Convention Advisory & Site Selection Committee
- x. Awards Committee
- xi. Local Host Committee
- xii. Editor of SANGAT and/or Any Other Organizational Newsletter/Publication
- Xiii. Trustees to Manage Life Members' Fees
- xiv: Past Presidents' Committee
- xv: Membership Committee

## **Clause 2. Election Committee**

- i. The Election Committee (also called Election Commission) shall consist of at least three (3) members (including the Chair or the Election Commissioner) who shall be familiar with the Bylaws, the working of SANA and the election process.
- ii. The SANA EC shall appoint the Election Commissioner who shall nominate at least two (2) members to the committee and forward the names to the president who shall appoint them as members of the Election Committee with approval of EC.

- iii. The Committee shall be charged with the responsibilities to call and receive the nominations and to conduct the elections.
- iv. The Committee shall evaluate the qualifications of the nominees for their respective positions according to the eligibility criteria mentioned in these bylaws.
- v. The Committee Chair and members shall not show any favor or canvass support and/or solicit votes for any candidate(s).
- vi. The committee is bound to hold the elections on the basis of the final, verified membership list issued by the General Secretary. The Election Committee is not authorized to receive or entertain any complaints regarding the membership list or engage in the verification of the membership or make any changes to the list. Any and all the verifications and the changes and corrections to the membership list shall be made according to the specific provisions in these Bylaws.
- vii. If there is any discrepancy or an unresolved matter or if any active member has any complaints, objections or grievances, he/she shall seek the remedies as per these Bylaws.
- viii. If something is not particularly mentioned in these Bylaws, the grievances and complaints, including any complaints and grievances with respect to election process or any complaints and grievances against the Election Committee shall be directed to the Ethics and the Grievances Committee. If a matter is not solved at any level, it may be presented to the Past Presidents Committee, which shall work as final and ultimate arbitrator in any disputes or conflicts or any matters related to the Bylaws. A Past Presidents Committee decision in such matters shall be final and binding on all the parties.
- ix. A candidate and his/her supporters shall run election campaign in a polite and civilized manner. The Election Committee may hear any complaints against a candidate who violates rules and abuses the election process and uses foul means and offensive, hateful, rude and vicious language and creates hostility and divisions within the community. The Election Committee may take measures to restrain such candidate and his/her supporters and may take appropriate actions against such candidate(s) and his/her/their supporters, including the revocation of the nomination(s) and the suspension of their membership, if they persist in their questionable behavior and tactics.
- x. A complaint may also be lodged with the Ethics and Grievances Committee against any such candidate and his/her supporters. The committee, with a majority vote, may take an appropriate action against such a candidate and his/her supporter(s) including the revocation of the nomination(s) and the suspension of their membership, if they persist in their questionable behavior and tactics.

### **Clause 3: Bylaws Committee**

i. The Bylaws Committee shall consist of at least three (3) members including the Chair. The President, with the approval of EC, shall appoint an active and a knowledgeable SANA member to head the committee.

ii. It shall be the Committee's responsibility to review the Bylaws at least once a year to keep the organizational structure and function responsive to the current needs. The Committee may suggest any amendments as needed for consideration by the Executive Council and the General Body. The Committee shall also review any proposed amendments to the Bylaws.

iii. This Committee shall serve as a resource and advisory body to the Association on the Bylaws and related matters.

iv. This Committee shall organize educational programs for the leadership of the Association regarding the understanding of the Bylaws and the conduct of meetings and other organizational business.

v. The Committee, if asked by the EC or the Advisory Council, may give its opinion to interpret the Bylaws in the case of any confusion or questions over any clause(s) of the Bylaws.

#### **Clause 4: Ethics and Grievances Committee**

i. The Ethics and Grievances Committee shall consist of at least three (3) members including the Chair of the committee.

ii. This Committee shall receive, review and give an opinion on all the grievances brought forward by any of the members of the organization.

iii. This Committee shall review and make recommendations to the Executive Council regarding any questions of ethical conduct that may be raised about any of the members of the organization.

iv. This Committee shall present its reports, findings and recommendations to the Executive Council for action. An action by the Council against a member may be appealed to the Past Presidents Committee. The decision of the Past Presidents Committee shall be final unless overturned by the General Body.

#### **Clause 5: SANA FAME Fund Committee**

i. SANA FAME Fund Committee (Dr Feroz Ahmed Memorial Education Fund Committee) shall comprise of three (3) or more members including the chair of the committee, who shall be appointed by the President with the approval of EC. The head of the FAME Fund Committee shall appoint members of the committee with the approval of the President and EC.

ii. The committee shall generate, manage and distribute scholarship funds. It shall set procedures and make decisions to award scholarships to qualified students.

#### **Clause 6: Information and Publications Committee**

i. Information and Publications Committee shall consist three (3) or more members including the Chair of the committee. The Chair will be encouraged to include subject matter experts and one (1) or more school or college interns as members of this committee.

ii. The SANA Information Secretary or an active member nominated by EC shall be Chair of the Information and Publication Committee. The Chair of the committee shall appoint the members of the committee with the approval of the President and EC.

iii. The Committee shall be charged with the responsibility to publicize the purpose and activities of SANA, as well as overseeing the designing, editing, printing and mailing of "SANGAT" or any other newsletter(s) as directed by the Executive Council. It shall also be responsible for maintaining SANA's official website and its content and printing of any other publications of the organization.

iv. Editor of SANGAT or any other organizational newsletter(s) shall be member of the committee.

#### **Clause 7: Fund Raising Committee**

i. There shall be a minimum of three (3) members in the Fund Raising Committee including the Chair of the Committee.

ii. The Fund Raising Committee shall raise funds for the purposes of charitable, disaster relief and rehabilitation work and the work in the fields of education, research, health and any other fields and purposes as decided by the Executive Council.

iii. The Fund Raising Committee shall work in close coordination with the President and the General Secretary and any other EC officer(s) assigned the work by the President with the approval of the Executive Council.

#### **Clause 8: SANA Education Committee**

i. SANA President, with the approval of EC, shall appoint the head of the SANA Education Committee. The head of the committee shall appoint at least two (2) members to the committee with the approval of the president and EC.

ii. The Education Committee shall work in the field of Education in Sindh and also help the students from within the community in North America or the students from Sindh intending to get education and training in North America.

### **Clause 9: SYNA and/or Any Other SANA Youth Committee**

- i. SANA EC shall make all possible efforts to involve the youth in organizational activities. The EC shall supervise and provide guidance to youth to form a committee with the nomenclature of "Sindhi Youth of North America" or "SYNA" to coordinate and work with the community youth.
- ii. SYNA shall make its rules of procedure in accordance with SANA Bylaws with the approval of SANA EC.
- iii. SANA EC may take any other measures and appoint any other committee(s) to involve the youth with the organizational activities.

### **Clause 10: Convention Advisory and Site Selection Committee**

- i. The Convention Advisory Committee shall consist of at least three (3) members, including the head of the Committee.
- ii. The Chair shall be nominated by the President and approved by the Executive Council.
- iii. The term of the Committee shall be one (1) to two (2) years.
- iv. The Committee shall make recommendations to the Executive Council for future convention locations, dates, convention management, budget and selection of guest speakers, artists, etc.
- v. The Committee, if asked, may also assist in negotiations with hotel(s) and other vendors.

### **Clause 11: Awards Committee**

- i. The Awards Committee shall consist of the Chair and at least two (2) members.
- ii. It shall gather information with respect to the outstanding work of the members of SANA or Sindhi community in North America or elsewhere in the fields of professional, social, charitable or leadership avenues.
- iii. It shall also gather information regarding the outstanding work of distinguished personalities and institutions in the fields of human rights, science, research, education, health and empowerment of the people of Sindh or any extra-ordinary work to spread the message of tolerance, peace, gender equality and democracy or extraordinary work towards the promotion of Sindhi culture, heritage, art, literature, language or extra-ordinary services to the empowerment of women, minorities and less privileged sections of the population and advancement and progress in the lives of the people.

iv. It shall recommend to the Executive Council the names of such personalities and institutions, by a consensus vote, for awards and recognition during the Annual Conventions.

**Clause 12: Local Host Committee**

i. This Committee shall assist the EC in hosting and making any assigned local arrangements for an annual convention and/or regional meeting(s) of the Association. This assistance shall include but not be limited to the site selection, hotel negotiations, budget development, fund raising, providing local manpower for registration desk, food arrangements etc.

ii. The committee shall be formed by local area community members, chapters or regional organizations with the approval of the President and EC. The committee shall elect its head and shall distribute work to members of the committee and other volunteers.

**Clause 13: Editor, SANGAT and/or Any Other Organizational Newsletter**

Editor of "SANGAT" or any other organizational newsletter shall be appointed by the President with the approval of EC. He/she shall be voting member of the Information and Publications Committee. He/she shall also attend the EC meetings but will have no right to vote in an EC meeting.

**Clause 14: Trustees to Manage SANA Life Members' Fees**

i. SANA EC with a 2/3rd majority vote shall appoint three (3) or five (5) or any greater than that odd number autonomous Trustees to manage SANA Life Members' fees. Once a number is fixed, the EC can not change it. The number of Trustees can only be changed by a General Body fulfilling the quorum requirements under Section IX of these Bylaws.

ii. Trustees shall work independently and shall open, operate and manage a separate bank account for the life members' fees. They shall make decisions by a simple majority vote among themselves and shall inform the EC and membership of their decisions.

iii. Trustees shall approve the budget for SANA office(s) and ensure proper use of funds. They may make decisions to invest available funds in a responsible way with EC approval.

iv. Trustees shall maintain the record and minutes of their meetings and inform the EC and membership when asked.

v. Trustees shall be appointed for an indefinite term/period. Only a GB meeting quorum requirements under section IX of SANA Bylaws can terminate the term of a Trustee.

vi. If a vacancy occurs, EC may fill it with a 2/3rd majority vote.

vii. Trustees can only be appointed from among the SANA Life Members.

**Clause 15: Past Presidents Committee**

i. The committee shall comprise at least five (5) past SANA presidents. SANA president with approval of EC shall nominate a past president to head the committee, who in turn will appoint rest of the committee members with approval of SANA president.

ii, Past Presidents Committee shall hear the complaints, petitions and matters as described in these bylaws.

iii. The committee's decisions shall be binding on all the parties unless overturned by a duly convened general body meeting.

**Clause 16: Membership Committee**

i. The committee shall comprise a minimum of three (3) members.

ii. It shall fulfill its responsibilities diligently as enshrined in these bylaws.

**Clause 17: Formation of the Committees**

i. If not mentioned otherwise, the President, with the concurrence of EC, shall appoint the head/chair of a committee.

ii. The head/chair of a committee shall suggest the names of the required number of members of the committee to the President. The President, with the concurrence of EC, shall appoint the members of the committee.

iii. Rules for the formation of the Trustees to manage life members' fees are prescribed separately.

**Clause 18: Term of Office for Committees**

i. The term of office for the committees shall be announced at the time of the formation of a committee. It could be extended or terminated by the President with the approval of EC.

ii. Rules for the appointment, working and term of the Trustees to manage life members' fees are prescribed separately.

**Clause 19: Quorum for Committees**

i. The quorum requirement for a committee shall be the fifty one per cent (51%) of the total membership of the committee.

ii. The committees shall make their decision(s) by consensus or a majority vote.

### **Clause 20: Minutes of Committee Meetings**

The committees shall maintain the minutes of their meetings. They shall submit reports on their meetings to the EC within 10 days of the occurrence of the meetings. Rules for the working of the Trustees to manage life members' fees are prescribed separately.

## **Section XIII: Regional Bodies and Chapters**

### **Clause 1: Formation and Working of Regional Bodies and Chapter(s)**

i. SANA regional bodies and chapters may be established by at least five (5) active SANA members in any city or a region in North America.

ii. The regional bodies and local chapters may decide their own organizational structure and enact any procedural rules to address their unique requirements. However, such procedural rules shall not be in conflict with SANA Articles of Association or SANA Bylaws and must not be in the areas that are covered by the SANA Bylaws. Regional bodies and chapters' structure and their governing rules must be approved by the EC.

iii. Regional bodies and chapters could register themselves as per the requirements of the laws of the land with the explicit and written permission by the SANA Executive Council. The nomenclature and the articles/rules of business for local registration of the regional bodies and chapters shall be approved by SANA Executive Council.

iv. The SANA Executive Council has the right to require an amendment or repeal of any regional body or chapter rule(s) to maintain SANA as a unified organization of North American Sindhis.

v. Any medium of communication, including any newsletter, audio, video, or a web presence pertaining to a regional body or a chapter shall follow the rules as devised by SANA EC. SANA EC shall have the authority to ask a regional body or a chapter to discontinue any form of communication found in violation or contradiction to SANA EC's policies, guidelines or instructions.

vi. The President shall approve all regional bodies and chapters after consulting the Executive Council.

vii. All regional bodies and Chapters shall hold annual meetings and send report(s) on their activities to the EC.

viii. Only SANA members can participate in a chapter or regional body election.

## **Section XIV: Annual Convention**

**Clause 1: Purpose:** The Annual Convention shall serve as an occasion for the Annual Meeting of the General Body and shall be held at least once a year at the time and the place designated by the Executive Council. Another purpose of the Annual Convention is to bring together the members of the Association once a year to network and to discuss issues of interest to the community members. EC has the prerogative to schedule any informative, educational, cultural and other programs to coincide with the convention(s).

**Clause 2: Organization:** The EC shall manage and hold the conventions with the help of the Local Host Committee and the Convention Advisory and Site Selection Committee.

**Clause 3: Selection of Site:** The Convention Advisory and Site Selection Committee, if in place, shall make recommendations for the future Convention sites/locations. The convention site/location shall be selected by the Executive Council well in time to make appropriate preparations for the convention.

**Clause 4: Dates:** At the recommendation of the Convention Advisory and Site Selection Committee, the Executive Council shall determine the dates of the Annual Convention.

**Clause 5: Convention Expenses:** Convention expenses shall be met by SANA funds generated through annual membership dues from regular members, convention registration fees, funds generated by SANA EC, the Fund Raising Committee, the local host committee and through donations.

#### **Section XV: SANA Fiscal Year**

**Clause 1:** A calendar year shall be the fiscal year for the Association.

#### **Section XVI: Representing SANA**

##### **Clause 1: Representing SANA**

i. President shall represent the Association in his/her own capacity or along with the Senior Vice President, General Secretary or any other EC or Advisory Council nominee. He/she shall report to the EC in due course of time on any meeting(s), contact(s) or communication with outside individuals, agencies, officials, media or institutions.

ii. Any EC or Advisory Council member or a member of SANA or a member of the community at large or anybody else shall not meet any political leader(s) or media or government official(s) or any agency, institution or individual and make any representation or issue any statement or in any way act on behalf of SANA without prior approval of the Executive Council. EC may reprimand or take an action against any SANA member(s) or any non-SANA-member(s) if he/she/they violate this clause.

#### **Section XVII: Indemnity**

**Clause 1: Indemnity**

- i. Members of the Executive Council, the Advisory Council and any committees and entities, working on behalf of SANA, have a responsibility to exercise their powers and discharge their duties at all times with reasonable care and diligence in accordance with Articles of Association and the Bylaws.
  
- ii. In case a prosecution or an action of legal suit is brought against any member(s) of the Executive Council, the Advisory Council or any committees and entities working on behalf of SANA for something done by him/her in the proper and reasonable discharge of his/her duties in good faith, he/she shall be indemnified and defended in the court of law. Any legal fees involved shall be borne by the Association.

**Section XVIII: Minor Corrections in the Bylaws**

**Clause 1:** If SANA Bylaws Committee finds a minor grammatical, punctuation, paragraphing or spelling mistake or a minor error or omission in the Bylaws or if a member points out such a mistake, error or omission to the Bylaws Committee, the Bylaws Committee shall give it due consideration and prepare a corrected version. It shall send the corrected version to the EC and Advisory Council for approval. If EC and Advisory Council approve the Bylaws Committee's recommendation with a simple majority vote, the Bylaws shall stand properly amended/corrected with immediate effect.

**Section XIX: Dissolution**

**Clause 1: Dissolution:**

- i. No proposal for dissolution of the Association shall be considered unless recommended by the majority of the combined membership of the EC and the Advisory Council. In case majority of the members of EC and the Advisory Council recommend dissolution, it shall be discussed at a joint meeting of the Executive Council and the Advisory Council after four (4) weeks' notice in writing has been given to each EC and Advisory Council members and the active members of the Association are notified about it through email and/or a posting on SANA website or a SANA e-list. A simple majority of EC and Advisory Council may decide to dissolve the Association in a joint meeting. The quorum for such a joint meeting shall be fifty one percent (51%) of the each of the EC and the Advisory Council.
  
- ii. In case of dissolution of this Association, assets of the Association, after satisfying all of its liabilities, shall be earmarked for the promotion of Sindhi Language and shall be given to any university or any educational institution in Sindh or to a North American University and/or to any non-profit organization/s in Sindh or in North America.

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**Certificate of the Adoption of the Bylaws**

I do hereby certify that the above stated Bylaws of the Sindhi Association of North America were properly approved by the General Body of the Sindhi Association of North America on ..... (Day), ..... (month), ..... (year) and constitute the complete copy of the Bylaws of the Association.

General Secretary \_\_\_\_\_ (Signature)

Name in block letters \_\_\_\_\_

Date \_\_\_\_\_