

# CONSTITUTION & BYLAWS Ver 7.1



## **American Progressive Telugu Association**

The constitution of APTA contains the fundamental principles that govern its operation.

The bylaws establish the specific rules of guidance by which the group is to function.

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## ARTICLE I: NAME AND ORGANIZATION

The name and title of this organization are “American Progressive Telugu Association”, hereinafter referred to in short as “APTA”. It is a non-profit organization registered in 2008 under the laws of the State of Kansas and shall exist in perpetuity. APTA shall exercise all powers conferred by the Statutes of the State of Kansas for a not-for-profit corporation.

Life Members, Patron, and Grand Patron Members constitute the General Body of the Organization. Hereafter Life/Patron/Grand Patron Members will be referred to as General Body in this document. All APTA activities are supervised & executed by

- (i) Board and its Nominated committees and
- (ii) Executive and its Nominated Committees.

The above two bodies shall have the structure, authority, and responsibility detailed in Articles IV, V, VI, and VII.

## ARTICLE II: MISSION STATEMENT & OBJECTIVES

APTA Mission Statement: To empower the Telugu community in North America into a growing relationship of Fraternity and Extended Family and inspire them through the concepts of mutual help and support the needy people to bring a positive social change. The following are the objectives of APTA

- Assist and promote cultural, educational, social, economic, and community activities of the Telugu-speaking people. Collaborate, cooperate and assist in the organization of periodic member networking events
- Hold any other non-profit community service events (in India as well as in North America) as determined by the Board of Directors and/or the Executive Committee.
- Help and assist members of the APTA Organization in a few areas such as jobs, education, legal, immigration, medical/healthcare, women empowerment, and matrimonial services, to name a few. All services are for information only, APTA does not provide any ‘Legal/Professional Services.

## ARTICLE III: MEMBERSHIP

Membership in APTA shall be open to any Telugu community in North America and abide by the objectives defined in Article II as long as all new memberships are validated, verified, and approved by the APTA Membership Committee team. Any person interested to become a member of this APTA Organization must be referred by a current member of APTA. Membership guidelines are as follows.

- Any individual age 18 years is eligible for membership. Family is considered a unit for membership enrollment. The unit includes the individual, spouse, and legal dependents under 18 years only. The spouse inherits the membership category of the member. Children in a family who reached 18 years of age will be automatically enrolled in Student Membership, Student Members cannot Vote. Children in a family who become life members or higher category will be eligible to vote, but the minimum age to contest in the APTA elections shall be 25 years or older. Parents/In-Laws will have to be individual members. The same family unit rules apply.

## SECTION 1: MEMBERSHIP CATEGORIES

Depending upon the eligibility, an individual seeking an APTA membership shall be granted any one of the following five categories of memberships. All memberships shall be taken online (on the APTA website) none of the membership dues shall be paid via company-matched funds.

- **Student Members:** Membership is free for Students Student members are entitled to participate in all activities of the organization except that they are neither eligible to vote/contest in any APTA elections nor be nominated in non-student-related positions. Student memberships need to be validated every two years.
- **Life Members:** Members who pay a one-time membership fee of \$100 are considered Life members. Life members are entitled to all benefits in the organization for their lifetime. Life members are eligible to vote in any APTA elections and could be eligible to contest for elected positions and to be nominated or appointed to committees as per the eligibility criteria.
- **Patron Members:** Members who pay a membership fee of \$1000 or more (up to \$4999) are considered Patron members. It shall either be a one-time payment or through an upgrade from a Life membership. All Life members shall be allowed to upgrade to Patron memberships at any time by paying the balance amount of \$900.towards a minimum total of \$1000. Life members can become Patron Members by paying the differential amount of dues. Patron Members will gain the eligibility to contest as a Director of the Board in the APTA elections.
- **Grand Patron Members:** Members who pay a membership fee of \$5000 or more are considered Grand Patron members. It shall either be a one-time payment or through an upgrade from a Life/Patron membership. All Grand Patron members shall have all benefits, privileges, and rights (such as voting and contesting in APTA elections as well as getting nominated/appointed to any Board and Executive related Nominated positions) that Life and Patron members do have.
- **Honorary Members:** Membership is free for members of extraordinary ability in their fields or celebrities. Honorary members must be championed by a Board member. Honorary members are selected by the Board using a majority vote. Honorary members are entitled to participate in all activities of the organization except that

they are neither eligible to vote/contest in any APTA elections nor be nominated to any positions.

## SECTION 2: MEMBERSHIP ENROLLMENT AND RESPONSIBILITIES

- All new members shall be referred by at least one current APTA member. A person shall become an APTA member only upon a review by the Memberships team as mentioned in above Section 1. The membership team shall maintain records of all members along with respective sources of references and family details. The memberships team shall work closely and hand-in-hand with the Web Team to maintain the member list on the APTA website. All General Body members shall be added to an official Email distribution list such as apta\_reg\_members@googlegroups.com. At most, two email IDs per family (one for General Body Member & another for a legal spouse) can be added to this official distribution list, which in turn, shall be moderated by the Mail Moderation team. The Email distribution lists shall only be used for official communication and shall be moderated by the Mail Moderation team. All general body member details are stored safely and only shared with authorized members of the APTA Board and Executive Team. At no point should General Body members' details be used for personal or business reasons.
- Effective date: A membership is effective after it is validated, paid in full, and approved by the Membership team. The APTA membership fee is non-refundable in any circumstances including suspensions or expulsions due to disciplinary actions. A General Body member can be contacted through phone or email for APTA operations only.

## SECTION 3: RESIGNATION OF MEMBERSHIP

Any Member of APTA may withdraw from membership by tendering a written resignation to the Board at any time; however, no membership fees nor contributions to APTA will be refunded

## SECTION 4: TERMINATION OF MEMBERSHIP

- Termination or Suspension of a member may occur at any time during the membership period and for any reason, including but not limited to those specified below. Member openly repudiates the principles of the organization and works against their implementation.
- Member is found guilty by local, state, or federal authorities of some crime or misdemeanor and the Organization, therefore, feels it is no longer appropriate for the member to remain a member.

- Member physically, sexually, and/or mentally abuses another member or guest of the Organization or any child by any aggressive action and/or words which the Board interprets as sufficiently serious and/or likely to be repeated to warrant expulsion.
- The application of the foregoing provision to abusive words is not intended to inhibit the free expression of information, opinion, belief, or emotion. It is intended to apply when oral or written language is presented in a threatening, harassing, or violent manner such that it would be reasonably expected to cause physical, sexual, or mental harm.
- Member repeatedly and/or flagrantly violates the equality principle by appropriating to personal use of items (including but not limited to cash, and personal information) intended for the use of the Organization as a whole or property designated for other use, or if a member repeatedly or flagrantly steals property belonging to someone else.
- Member deliberately and overtly attempts to destroy or disband the Organization by any legal, extralegal, or financial means or in any other manner, provided that this shall not be broadly interrupted to the holding of disapproved opinions or to behavior which from time to time might be considered dangerous. It is intended to refer specifically to deliberately making trouble between the Organization and civil authority, involving the Organization in a lawsuit, involving the Organization in unauthorized financial obligations, and such similar hostile acts or attempted hostile acts.
- Member repeatedly and/or flagrantly violates the privacy of members of the organization by appropriating to personal use of members' data (including but not limited to creating social media groups, unauthorized calls, promoting business for personal gains, etc.) intended for the use of the Organization as a whole or property designated for other use.

The Organization may, but need not, terminate a member for any of the above reasons. The Organization also has the option of substituting other remedies or sanctions like suspending a member for notified period etc.

- **Procedure for termination of Membership.** Upon the occurrence of any of the events described in the above paragraph of this Section 4, or if termination or disciplinary action is proposed in writing and signed by at least Fifty (50) General body members, the Board may initiate proceedings for termination or suspension of membership by adopting a resolution of intention to take such action against the affected Member. The resolution must be adopted by the majority of the Board. A written notice shall thereupon be given to the affected Member stating the action proposed to be taken by the Board and the facts and circumstances relied upon by the Board as the justification for the such intended action. The notice shall also specify the date on which the Board proposes to take such action, which shall be not less than thirty (30) days from the date of the notice. The notice shall further advise the affected Member that the Member is entitled to an opportunity to be heard, either orally or in writing,

before the date of the intended action. Upon request by the Member, the Board shall schedule a meeting to hear any evidence the Member desires to present to the Board. The decision by the Board concerning suspension or revocation of membership shall be final and binding. A copy of the final notice should also be sent to the General body.

- **Loss of Membership Rights.** A Member whose membership is terminated for any reason shall forfeit any dues paid during membership. Terminated members will lose all membership privileges. Termination will apply to the whole unit of a family (including households i.e., spouses/children). Termination cannot be reinstated in the future. Suspended members will lose all previous duration validity counted towards eligibility for nominated positions.

## ARTICLE IV: GENERAL BODY

### SECTION 1: WHAT IS GENERAL BODY?

The General Body shall consist of Life Members, Patron, and Grand Patron Members.

### SECTION 2: RIGHTS OF GENERAL BODY

#### **Voting:**

The General Body member and his/her spouse shall have the right to vote in the APTA elections. Two ballots can be sent to each family (one for the husband and another for the wife). If the spouse's email id and phone number are not logged in the Membership data, then only one ballot shall be sent to the given email ID of the primary member. General Body can request the Bylaws amendments and approve/reject the Board proposed amendments as per Article XI.

#### **Recalling an APTA Elected Member**

- The General Body shall have a right to request AEC to recall the elected members such as the Executive committee, Board, and other delegates that represent APTA in affiliated organizations. At least Ten Percent (10%) of the General body needs to send written communications to AEC to recall an elected member for AEC to initiate proceedings of termination. AEC will need to initiate proceedings after receiving the recall petition.
- AEC can recall a subset of full elected committees with or without cause, by the consent of 33% of the whole General Body (in other words, the majority of the membership). Members responding to AEC's call with a "Yes" answer to the recall action will be counted as a consenting vote. Members that don't respond; their answers will be taken as "No". The tools for such response collection from the General Body shall entirely be left to the discretion and decision of the AEC.



## SECTION 3: DIRECT COMMUNICATION WITH BOARD AND/OR EXECUTIVE TEAM

- All registered members shall have a right to directly communicate either with the Board or with the Executive or with both via official mailing distributing lists (DLs) or shall directly contact them as per the contact information of the Leadership listed on the APTA website.
- The moderators of such official Board and Executive distribution lists shall let the members write to these distribution lists by making appropriate moderation settings so that the members' emails would not be bounced.

## ARTICLE VI: BOARD OF DIRECTORS

### SECTION 1: WHAT IS BOARD?

The business of the Board shall be managed by a team consisting of eleven (11) members, hereinafter referred to as “Board of Directors” or simply “Board”. Ten (10) members of the Board shall be elected by the General Body and the eleventh Board Member shall be the current President of the APTA Executive Committee.

- a. Voting right: All eleven Board members shall have equal voting privileges and responsibilities in the Board meetings.

**Elected Body:** All ten Board members (except the ex-officio President) shall be elected by the General Body in the biennial elections held by the Elections Committee. If the list of contestants for the Board Directors exceeds 10, then all of them will end up in the elections and the top ten people would be considered Elected. If a Director of the Board resigns voluntarily, is decapacitated for whatever reason, or gets removed with disciplinary action, then that position will be refilled within 30 days by the Board. The Board member contestant with the next highest majority of the vote (followed by the first 10 contestants) will be offered the vacant position.

**Term:** The AAC Chairperson shall swear in all newly elected Board members in the first Board meeting. All members shall be requested to complete their Oath forms and non-disclosure forms (sent to them by the AAC Chairperson) after their first Sworn-in board meeting and then shall send the filled-in forms to the General Secretary. Each Board Director's term shall be two years from the start date of the new term (usually at the beginning of the biennial term). In other words, the current term is valid until the day of the oath ceremony of all new Board members starting in the next term. However, the term of a Board Director can end prematurely due to

- Voluntary resignation duly processed and approved by the majority of the Board members or
  - Termination by the Board as a result of disciplinary proceedings initiated for violation as per Section 3 of Article IV.
- b. An elected Board member shall serve no more than two terms consecutively in any elected role. An elected Board member cannot serve more than four terms on the Board. An

exception is the ex- officio member, the current President, who primarily represents the Executive Committee and is expected to bring all Executive meeting updates to the Board. In other words, the President’s term on the Board shall not be counted against these two consecutive terms.

c. Chairperson and Secretary:

- The Board shall be headed by the Chairperson and shall be assisted by Secretary, in discharging assigned functions.
- Both Chairperson and Secretary shall be elected from the Board Members in their first Board meeting at the beginning of their new biennial term with a majority vote (6 out of 11 Board Members) The AAC Chairperson shall oversee the election process of both Board Chairperson and Secretary in the first Board Meeting and then shall swear both in, along with the rest of the Board members. All Board members shall be requested to complete their Oath forms (sent to them by the AAC Chairperson) after their first Sworn-in Board meeting and then shall send the filled-in forms to the General Secretary.
- The Term of both Chairperson and Secretary shall be one calendar year each.
- The Board Chairperson shall be the ex-officio member of the Executive committee automatically and shall have the voting privilege like any other Executive member in the Executive Committee meetings.
- Recalling the Board Chairperson and Board Secretary: In a case when the Chairperson/Secretary cannot do justice to his/her role or in a major conflict with a majority of the Board Directors or becomes a major impediment in the Board business, the rest of the Board Directors shall re-convene and re-elect by majority vote a new Board Chairperson/Secretary (Refer to ARTICLE VIII for the process). Albeit the Board Chairperson/Secretary has been recalled; he/she shall continue as the Board Director until his/her term expires.
- The Board Chairperson shall be responsible for filing the annual Certificate of Good Standing of the organization from the website of the Kansas State Secretary. All elected members (Board and Core Executive team) shall be required to provide whatever information (including their Social Security Numbers) is requested by the Executive team.

## SECTION 2: ELIGIBILITY FOR A BOARD DIRECTOR:

The following points are the eligible criteria (all criteria together must be met) for a valid APTA member to contest in elections as a Director on the APTA Board. Members who were previously terminated or suspended will not be eligible to contest. Full term is considered only if served for the entire term or at least 18 months (cumulative in max two terms) by Dec 31<sup>st</sup> of the term ending year. Term with resignations will not be counted towards full-term whether approved or not.

- a. Must be a Patron member for at least Ninety days (90) before the deadline date of the Board Director Nomination Form Submission Date.
- b. Must have served a full term in the current or previous terms (one of the following criteria shall suffice)
  - I. In Board or Core Executive committee or
  - II. As a Chairperson of a Board-nominated committee/Executive-nominated committee or
  - III. As a Regional Vice President
- c. Must agree to and sign the election rules and regulations as documented by AEC
- d. Must not be serving in elected or nominated positions in other USA 501© organizations.
- e. Must not have deliberately and overtly attempted to destroy or disband the Organization by any legal, extralegal, or financial means or in any other manner.
- f. Must not have been proven guilty by local, state, or federal authorities of some crime or misdemeanor.
- g. Must not have been openly repudiating the principles of the organization and working against the implementation of the organization's principles.
- h. Must not have filed a case under any provision of the federal bankruptcy law.

### SECTION 3: BOARD FUNCTIONS

- Both Board Chairperson and Board Secretary shall be the official representatives of the Board. All official Board-related communication to the General Body shall be handled either by the Chairperson or by the Secretary. In the absence of both, the rest of the Board members shall assign the temporary communication responsibilities to one among them (with a majority voting).
- Frequency of Board meetings: The Board shall meet at least once a month. The meeting shall be Chaired by the current Chairperson but moderated by the Secretary and all meeting proceedings shall be recorded by the Secretary unless the Chairperson delegates such responsibility to another Board member in special situations. In the absence of the Chairperson, the meetings shall be Chaired by the Secretary. The Board Meeting minutes shall be distributed to the extended executive team's DL such as APTA-exec@googlegroups.com and it is left to the Board's decision whether to share these meeting minutes with the General Body or not.
- All official communication among the Board Directors shall be done with a mailing distribution list such as apta\_bod@googlegroups.com. This distribution list shall be owned and moderated by both Board Chairperson and Board Secretary. The General Body shall have a right to communicate directly with the Board via this distribution list.

## SECTION 4: BOARD'S AUTHORITY AND RESPONSIBILITY

- The Board shall have total control over the affairs of the APTA Organization and shall exhibit leadership toward achieving APTA objectives.
- The Board safeguards all the properties and funds belonging to APTA. Except for a minimum balance mandated by bank limits and some amount for APTA operational maintenance expenditure, all unused funds shall be deposited in FDI-insured securities or similar deposits, to be able to withdraw the funds on demand.
- The Board shall have authority and is responsible for conducting an internal audit. It shall nominate a team of Internal Audit and appoint a valid APTA member as its Chairperson.
- In cases of all ambiguous matters that are listed or not at all listed in this Bylaws document or any other dilemma situations, the Board's decision shall be final (with a majority voting in the Board) and a few examples could be (but not limited to) Bylaws amendments, Election Process related matters, and Disciplinary/Violation related matters.
- The Board is the disciplinary body in APTA. For further details, refer to Section 4 of Article III.
- Board members are required to attend all monthly Board meetings. Refer to Article X for repercussions for not attending more than two consecutive meetings.
- Board needs to prepare and submit a standard operating manual for their draft plan and submit that to AAC in the first 60days after the first meeting.
- No Board member will participate in discussing APTA affairs in non-APTA groups. Every member of the Board is ethically and morally obligated to uphold the integrity of APTA.

## SECTION 5: BOARD-NOMINATED COMMITTEES

- a. The Board shall be responsible for appointing such Committees as APTA Advisory Committee (AAC), APTA Elections Committee (AEC), APTA Bylaws Committee (ABC), APTA Legal Advisory Committee (ALC), APTA Internal Audit Committee (AIC), and APTA Conference Advisory Committee (ACAC). All the Committees appointed by the Board shall report to the Board. The Board (with a majority voting in the Board) shall nominate the Chairperson for each of the Committees. All Board nominated Chairpersons shall be appointed by the Board within the first three months of the current term. In exceptional and valid cases when the Board cannot appoint a board-nominated Chairperson for a new or an existing Board-nominated committee beyond the first three months, then the board Chairperson can approve an additional 60days In case such nominations have not been done, the previous committee will continue operations into the new term. This team cannot be terminated once they assume the next term.
- b. At any time during his/her current term, if the performance of a Board-nominated Chairperson/member is dismal and not up to an acceptable level, the Board shall re-nominate another qualified member in the former's place.

- c. Each committee shall have a total of three or more members (one Chairperson and one Vice-Chairperson and others being members). Each Chairperson of these committees can nominate two or more members of his/her choice to be part of the committee.
- d. All Board-nominated committees (including the Bylaws and Elections Committee) shall submit their detailed plans of operations written or presented in a meeting to the Board and get the Board's approval. For instance, the Elections Committee shall first submit their plan of Election Procedure (deadlines of nomination filing/withdrawals/finalizations, election voting tools used, to name a few), and only after the Board's approval, the Elections team shall proceed to conduct the Elections. Similarly, the Bylaws team shall submit a plan (with a detailed amendment procedure and deadlines for the general body's feedback, approval/rejections, to name a few), and only after the Board's approval, the Bylaws team shall proceed to conduct the Bylaws Amendments Process.

### **Eligibility for all Board-Nominated Committee Chairpersons:**

From the below list of four requirements, he/she must meet the first requirement (i) as well as one of the three requirements (either ii or iii or iv).

- A valid APTA Life/Patron/Grand Patron Member for at least two full years. For a precise definition of "two full years", here is an example – he/she must be a Life/Patron/Grand Patron Member as of December 31, 2017, to be eligible to be nominated for the term, 2020-2021 and
- Served as a Director of the Board in the current or past terms or
- Served as a member of the Core Executive committee in the current or the past terms or
- Served as a member in AAC or any of the Board-nominated committees or an Extended Executive team in the current or past terms.

Note: Except for the Elections Committee Chairperson (and his/her team members), the rest of the Board-nominated Chairpersons shall be nominated by the new Board when the new term starts. The Elections Committee Chairperson, on the other hand, shall be nominated by the current/outgoing Board at least three months before the new term starts.

The Term of all Board-nominated positions shall be two years, along with the Board Director positions. The list of the Board-nominated Committees includes the following but is not limited to:

1. **APTA Bylaws Committee (ABC):** The purpose of this committee is to conduct the process to amend the current Bylaws based on brainstorming done within the bylaws team, feedback provided by the General Body (including the Extended Executive members), and subsequent approval by the Board (this team shall seek the feedback from the membership on what particular items in the current Bylaws need to be amended, the

Board shall be the final authority to make any decisions on the Bylaws amendment processes and procedures). For further details, refer to Article XI.

2. **APTA Election Committee (AEC):** The purpose of this committee is primarily to conduct the biennial election process for all eligible elected positions, but also some similar tasks such as recalling an executive member, for example. For further details, refer to Article IX. The term of this team is valid until the next Election Committee is announced by the Board, irrespective of the current or new Board. AEC will work with AAC for election-related issues. AEC is responsible for effectively communicating the election process, dates, and candidates to the General Body. AEC can use various channels for this communication including social media groups, emails, websites, live debates with candidates, and any other means necessary for this process. **AEC will work as the transition team** after elections to liaison the newly elected members and outgoing members. Transition items include logins, documents, knowledge about the status of the programs, etc.,
3. **Legal Advisory Committee (LAC):** The purpose of this committee is to provide the appropriate legal advice to the Board. This team shall review the disciplinary cases and shall send its appropriate recommendations to the Board.
4. **Internal Audit Committee (IAC):** The purpose of this committee is to audit all APTA-related financial transactions and to closely work with the Executive Treasurer team (Treasurer and three Joint Treasurers) and assist them with the annual Tax filing procedure.
5. **Conference Advisory Committee (CAC):** The purpose of this committee is to find an appropriate location and suggest the names of potential Conference Conveners to hold the biennial APTA National Conference. This team shall take charge of planning the resources and other requirements for such meets and for communicating well in advance with the General Body, making arrangements for such conferences, to name a few.
  - CAC Chairperson will be nominated by the Board. The size of the CAC team may not exceed 3 members. If a member played the role of CAC Chairperson, he/she cannot play the same role for at least the next 3 national conventions.
  - This committee will coordinate and receive all the bids from various regions (that includes the budget and recommended convener in each bid) for an upcoming national convention. The CAC team will evaluate the bids as per the guidelines (prepared by the CAC team and approved by Board). Then the CAC team will recommend the place and convener to the Board for their approval.
  - Once the Convener is finalized and made the official announcement, the CAC team will take the back seat and will provide expert advice as and when requested by the Convener and the convention team.
6. **Ethics Code Committee (ECC):** The purpose of this committee is to define the Ethical Principles and Code of conduct for all APTA members. All such guidelines shall be posted on the APTA website.

7. **APTA Advisory Committee (AAC):** The main purpose of this committee is to function as an advisory body to the Board in legislative, legal, and disciplinary matters. AAC is responsible for taking initiative and working with the APTA board and executive committee during conflicts, lines of reasoning, or division issues in APTA. AAC shall review the matters referred by the Board and provide an opinion within the requested target time. Chairpersons of all Board-nominated committees shall attend the AAC meetings as ex-officio members to advise on their respective subjects. Board will appoint the AAC Chairperson. AAC Chairperson will nominate upto 10 new team members with the following eligibility criteria and every effort shall be made to select team members from different groups such as Doctors, Entrepreneurs, teachers/professors, women, Ex-Presidents, and Ex-Board Directors, and at least one member from each region. The board should approve all the members.

- Shall be a patron member.
- The term for the AAC Chairperson and members will be 2 years.
- AAC Chairperson or members shall not continue more than 2 terms in a row.

8. **APTA Founders Committee (AFC):**

APTA Founders Committee hereinafter called as AFC shall consist of three permanent Founder members with one of them as the Chairperson and the other two as members. This committee is a strategic committee that provides a long-term vision and goals for the organization. This committee shall provide recommendations to flagship programs and work towards the protection of the interests of the organization by providing advice/guidance to different arms of the organization. This is a permanent Committee.

9. **APTA Hall-Of-Fame (AHF):**

APTA Hall-Of-Fame, hereinafter called short AHF, is a strategic group that provides long-term vision and goals to the organization. This group shall provide recommendations to the Board on flagship programs, work towards the protection of the interests of the organization and provide advice/guidance to different arms of the organization if requested by these arms of the organization.

AHF shall consist of Ex-Presidents, Ex-Board Chairpersons, and members with extraordinary contributions to APTA. Extraordinary contributions included are,

- Must have contributed over \$25,000 to APTA programs in a 36month period.
- Must have served as an elected member or RVP or Chairperson of nominated committees for a minimum of 3 full terms.
- Must have referred a minimum of 50 members for APTA life memberships.
- Must have fundraised a minimum of \$100,000 for APTA programs in a 24month period.

Respective committees need to communicate the eligibility for extraordinary contributions to the President as to when they are qualified. The treasurer is responsible for the \$25,000 contribution goal, the Membership committee is responsible for communicating the referral goal and the executive committee Chairperson is responsible for communicating the 3 full terms of eligibility and the \$100,000 fundraising goal.

At times, other members of AHF can be recommended by the Board or Executive committee to the President for approval. Recommendations should be adjoined with proper supporting documentation on the reasons why the member is recommended for AHF.

## SECTION 6: UNANIMOUS OPTION

1. This is a special privilege to the Board that can be invoked in extraneous conditions with a minimum of 8 votes of the 11 voting members of the Board.
2. Unanimous process is not encouraged to be continued as it will impact the democratic nature which is one of the key success factors for the organization. (This approval is only for the years 2023 and 2024)
3. The Unanimously selected candidates are required to become Patron members.
4. The Unanimous team will take the Oath and sign the NDA.

## ARTICLE VII: EXECUTIVE COMMITTEE

### SECTION 1: CORE EXECUTIVE COMMITTEE

The Executive Committee shall be constituted of twelve (12) elected members as well as the Board Chairperson (being ex- officio member). To differentiate the Elected Executive Committee from other Executive-nominated committees, the former is often referred to as the “Core Executive Committee” as well. The total members of the Core Executive Committee shall be 12 - President (1); General Secretary (1); Treasurer (1); Three Vice Presidents (3); Three Joint Secretaries (3); Three Joint Treasurers (3).

The Executive committee shall be the Operating Committee that conducts the day-to-day business of the organization. The Executive Committee shall implement all or at least some of the annual goals and objectives established by AAC/Board. The AAC Chairperson shall swear in all newly elected twelve Executive members in the first Core Executive meeting. All twelve members shall be requested to complete their Oath forms and non-disclosure forms (sent to them by the AAC Chairperson) after their first Sworn-in Core Executive meeting and then shall send the filled-in forms to the General Secretary.



Quorum: Seven out of Thirteen (7 of 13) members of the Executive Committee shall constitute a quorum and the Executive committee.

Frequency of Meetings: Executive Committee shall meet minimally twice a month and all recorded Executive meeting minutes shall be posted on the APTA website with members-only viewing privilege or shall be shared with the General Body. All meetings are Chaired by President but moderated by the General Secretary. In the absence of the President, Vice-President shall Chairperson the Executive meetings. The Core Executive Meeting minutes shall be distributed to the nominated and extended executive team's distribution lists such as apta-exec@googlegroups.com and it is left to the team's decision whether to share these meeting minutes with the General Body or not.

Elected Body: All Core Executive team members (except the ex-officio Board Chairperson) shall be elected by the General Body in the biennial elections held by the Election Committee.

Term: Each Executive team member's term shall be two years from the start date of the new term. An Executive committee member can serve no more than two terms in the same role. An Executive committee member cannot serve more than two terms consecutively in any elected role. The term of the Board Chairperson as ex-officio of the Executive Committee shall not be counted against these two terms. However, the term of an Executive team member can end prematurely due to

- Voluntary resignation duly processed and approved by a majority of the Executive members or termination by the Board as a result of disciplinary proceedings initiated for violation as per Article III Section 4.
- All official communication among the Core Executive members shall be done with a mailing distribution list such as aptacore-exec@googlegroups.com. This distribution list shall be owned and moderated by both President and Secretary. The General Body shall have a right to communicate directly with the Core Executive team via this distribution list.

## SECTION 2: ELIGIBILITY FOR CORE EXECUTIVE COMMITTEE MEMBERS

The following points are the eligible criteria (all criteria together must be met) for a valid APTA member to contest in elections as an Executive Committee Member. Members who were previously terminated or suspended will not be eligible to contest. Full term is considered only if served for the entire term or at least 18 months by Dec 31<sup>st</sup> of the term ending year. Term with resignations will not be counted towards full-term whether approved or not.

- Must have served Full term in the current or previous terms in the Executive committee or Extended Executive nominated position.

- For President only: Must have served a full term as an elected member of the Board, or Core Executive committee.
- For General Secretary, Treasurer, and Vice President: Must have served a full term as Regional Vice President, Core Executive Committee, Chairperson of a Board-nominated committee, or Executive-nominated committee.
- For Treasurer only: Must have served one full term as Treasurer or Joint Treasurer in previous terms.
- Must agree to and sign the election rules and regulations as documented by AEC
- Must not be serving in elected or nominated positions in other USA 501© organizations.
- Must not have deliberately and overtly attempted to destroy or disband the Organization by any legal, extralegal, or financial means or in any other manner.
- Must not have been proven guilty by local, state, or federal authorities of some crime or misdemeanor.
- Must not have been openly repudiating the principles of the organization and working against the implementation of the organization's principles.
- Must not have filed a case under any provision of the federal bankruptcy law.

### SECTION 3: EXECUTIVE TEAM ROLES

- **President:** The President shall be the principal Executive Officer of APTA and shall preside at all the meetings of the Executive Committee.
  - The President shall also be one of the Directors of the Board as an ex-officio member.
  - The President shall appoint Chairperson(s) for all potential Nominated Committee(s), after gaining approval by a majority (7 out of 13) support of the Executive Committee.
  - The President shall be an owner of all APTA official email distribution lists and a manager of all official APTA social media groups and any communication channels of APTA.
  - The President shall be the first official APTA Executive member on all APTA-owned Banks and PayPal accounts (the second one being the Treasurer).
  - All APTA-related official communication that goes out shall first be approved by the President.
- **Vice President:** Vice President shall assist the President in all matters and shall assume the duties of the President in his/her absence.
  - The Vice President will be an ex-officio member of all committees nominated by the Executive committee and shall hold regular meetings with all Regional Vice Presidents. The Vice President shall be a manager of all official APTA Social media groups
  - The additional duties and responsibilities of a Vice-President shall be defined by the President.

- **General Secretary:** General Secretary shall coordinate efforts in conjunction with the President. The Secretary shall be the custodian of the Seal of APTA and all records and papers belonging to APTA.
  - The Secretary shall be responsible for overseeing the development of documentation for all organization committees.
  - The Secretary shall collect all meeting agenda items, moderate the meetings, and keep minutes of all Executive meetings.
  - The Secretary shall maintain the list of all members and be responsible for conducting timely Regional meetings, General Body meetings, and notifying members.
  - The Secretary shall be a manager of all APTA official email distribution lists and manager of all official APTA Social media groups. Secretary will be responsible for modeling message systems to avoid irrelevant messages, unauthorized messages, and communications against APTA policies.
  - The Secretary shall create an efficient repository knowledge bank of common APTA queries, concerns, and issues for easy retrieval and future reference.
  - The Secretary shall collect all media for events and programs including Videos, Photos, flyers, etc., and save them for archival purposes.
  - The Secretary will model all scripts and document all content for news, media, certifications, programs, and any other communications including the APTA website.
  - The Secretary shall closely work with the Memberships team in all membership record-keeping and sending welcome letters to approved new members.
  - The Secretary shall closely work with the web team to document the changes from time to time and make sure the website is updated regularly.

The General Secretary may split the above tasks within his team only and be responsible for overseeing the team for the completion of the tasks.

- **Treasurer:** The Treasurer shall receive all monies for APTA and shall be the official bookkeeper of all APTA finances.
  - The Treasurer can write checks up to amounts of \$5000.00 without the Board's approval, but a documented approval of the President shall be required for the amounts exceeding a limit of \$1000.00 (in other words, up to \$1000, the Treasurer alone shall write a check). For the checks exceeding an amount of \$5000.00, the Treasurer shall seek the Board's approval. However, all the bills need to be kept safe to provide those bills to the internal or external auditors when needed.
  - The Treasurer shall be the second official APTA Executive member on all APTA-owned Bank and PayPal accounts (the first one being the President).
  - The Treasurer shall prepare the annual tax returns with the Internal Revenue Service in the current term. He/she shall also pass on all necessary information to the succeeding Treasurer that would file the tax returns in the following term.

- The Treasurer will also be responsible for finalizing annual accounts and getting them audited by a nominated internal auditor(s) and submitting them for approval within the Executive/Board of Directors meeting
- The Treasurer Team shall send a quarterly Finance Balance Sheet to the General Body (to the official DL such as [apta\\_reg\\_members@googlegroups.com](mailto:apta_reg_members@googlegroups.com)).
- **Joint Secretary:** The Joint Secretary shall assist the Secretary in all matters and assume the duties of the Secretary in his/her absence. The additional duties and responsibilities of the Joint Secretary shall be defined by both President and Secretary.
- **Joint Treasurer:** The Joint Treasurer shall assist the Treasurer in all account reconciliations and assume the duties of the Treasurer in his/her absence. The additional duties and responsibilities of the Joint Treasurer shall be defined by both President and Treasurer.

#### SECTION 4: REGIONAL VICE PRESIDENTS (RVP)

There shall be a Regional Vice President (RVP) for each of the ten US regions (New England, Mid-Atlantic, Capitol, Southeast, North, Midwest, Central, South, Pacific North, and Pacific South) and he/she shall be nominated by the President, with A majority of approval in the Executive Committee. A few more new regions in the US and Canada shall also be added depending on the membership growth in those regions.

Regional Vice Presidents shall have the following responsibilities, but are not limited to:

- Take a leadership role in all APTA-related activities in their respective regions.
- Take an initiative in conducting at least one or two regional get-together events and/or picnics to strengthen the bond among the members.
- Assist and coordinate with the national level Executive-nominated Committees in achieving their assigned tasks.
- Assist President and Vice Presidents in identifying and nominating the state/city level Coordinators, who shall act as points of contact for assisting members of APTA within their local jurisdictions with a few tasks such as membership drive, relocation assistance, etc.
- Manage and maintain the regional email distribution lists and social media groups, in consultation with the Secretary group as required.

#### SECTION 5: EXECUTIVE-NOMINATED COMMITTEES

The President shall appoint certain committees to support the Core Executive team in performing all APTA short-term and long-term Goals and Objectives. All Executive-nominated Chairpersons shall be appointed by the President with a majority of approval from the executive committee within the first three months of the current term. If the executive committee cannot come to a consensus in the first three months, then the President can appoint an executive-

nominated Chairperson for a new or existing Executive-nominated committee after three months. If an executive committee Chairperson is not nominated within six months, then the existing Chairperson can be renominated by the President. At any time during his/her current term, if the performance of an Executive-nominated Chairperson/member is dismal and not up to an acceptable level, the President shall re-nominate another qualified member in the former's place with majority approval from the executive committee. Each of these committees shall have three or more members (one Chairperson and others being members). Each Chairperson of these committees shall nominate, in conjunction with the President's approval, its members of his/her choice to be part of the committee. If there needs to be more members added to the committees, the Chairpersons of the committees shall work with the President and/or the Vice President.

Eligibility for an Executive-Nominated Committee Chairperson:

Valid APTA Life/Patron/Grand Patron Member for at least two full years. The Term of all Executive-nominated positions shall be two years, along with the Core Executive Committee positions.

APTA through its executive committees provides enormous services including educating members on various topics and services like healthcare, and emergency services that members value. The full list of committees can be found in the Executive Handbook. The executive handbook is the living document for all executive committees and shall be maintained by the General Secretary.

## SECTION 6: EXTENDED EXECUTIVE TEAM

- Extended Executive Team shall comprise all team members of AAC, the Board, Board-nominated committees, Core Executive, RVPs, Executive-nominated committees, and State/City/Area coordinators.
- The General Secretary shall call for all Extended-Executive team meetings at least once a quarter.
- All the official communication among the Extended Executive team members shall be sent to the official distribution list, [apta-exec@googlegroups.com](mailto:apta-exec@googlegroups.com) and it shall be owned and moderated by the Secretary team (General Secretary and three Joint Secretaries). The General Body shall have a right to communicate directly with the Extended Executive team via this distribution list and the required moderation settings shall be done by the Secretary team.

## SECTION 7: CORE LEADERSHIP

- The total members of the Core Leadership Committee shall be 5, President (1); General Secretary (1); Treasurer (1); Board Chairperson (1); Board Secretary (1).

## ARTICLE VIII: DECISION MAKING IN BOARD AND EXECUTIVE COMMITTEE:

- All decisions are made in meetings with a minimum attendance (quorum) of 6 out of 11 on the Board or of 7 out of 13 on the Executive Committee.
- How is the Majority measured?
  - All decisions are made by the majority (6 votes out of 11 for the Board and 7 out of 13 for the Executive committee)
  - In case the Board/Executive Committee does not have the majority votes, email communication will be sent by the representative of the Board/Executive Committee to the absentee board/executive committee members requesting their decision. These absentee members will have to communicate their decision within two weeks or in the next board meeting whichever comes first. If the Board/Executive Committee does not have majority votes by this time, the following criteria will apply to make a decision
    - Out of a minimum of six votes, at least four members shall have to say “Yes” to a proposed item (and it shall be four members out of seven in the Executive meetings to say “Yes”).
    - Other examples: 5 votes out of 9 should be “Yes”; 6 votes out of 10 should be “Yes”.
- All financial decisions exceeding the amount of \$10,000.00 made by the executive committee must be reviewed and approved by the Board.
- The Board shall be the ultimate decision-making body in the APTA Organization. Its decision shall be final in all matters (Bylaws, Elections, Disciplinary, and Finances, to name a few) that have not been listed here in the Bylaws.
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## ARTICLE IX: ELECTION AND VOTING

### SECTION 1: ELECTION FREQUENCY, VOTING & CONTESTING ELIGIBILITY

- Frequency: Elections to fill in the positions in the Board and the Core Executive Committee shall occur once every two years (biennial term).
- a) Voting & Contesting Eligibility:
  - All members of age 18 and older are eligible to vote.
  - All Life/Patron/Grand Patron members shall be eligible to vote for APTA General Body Elections provided they are on the list of members prepared by the Memberships team at least two months before the Election Notification Date. In other words, a voter must have been a valid Life/Patron/Grand Patron member two months

before the Election Notification Date. For example, the voter's eligibility cut-off date shall be Aug 20th, if the Election Notification Date is Oct 20th.

- Life/Patron/Grand Patron members can contest in the APTA elections subject to the eligibility criteria defined for those positions as per Articles VI and VII. Before contesting, each contestant shall be required to qualify for filing his/her nomination for the chosen position as per Section 2.
- Student Members are not eligible to contest in any elections whatsoever and they shall not have a voting right for deciding any motion or proposal concerning bylaws, legislative, legal, or budget matters.

## SECTION 2: CONTESTING REQUIREMENTS:

- a) Any contestant must be 25 years old.
- b) While filing a nomination, a contestant cannot file for more than one position. For example, a Board Director contestant can file only for the Board Director position but cannot file for another nomination for the President position simultaneously.
- c) Nomination Validation Process: As a part of the nomination filing process, the contestant shall furnish the endorsement details of three APTA members that shall second the nomination. A valid member shall endorse more than one contestant but cannot contest in the same elections. In other words, the current contestants shall not endorse themselves or other contestants. The Nomination Validation sub-team of the Election Committee shall call or write to each endorser listed in the contestants' nomination forms to verify the endorsements. The contestants with disqualified nominations shall not appear in the finalized list of qualified nominations.
- d) The contestant, if currently holds an elected or nominated Board/Executive position, doesn't have to relinquish the said position but shall not take part in any budget or policymaking proceedings in the Board and Executive meetings related to the elections.
- e) Election Committee members shall not be the contestants for any elected positions, and they shall be neutral to all the matters related to the whole Election process.
- f) Overriding principles on eligibility for Executive Committee, Board of Directors, and Chairpersons of nominated committees:
  - No contestant is eligible for filing nominations for more than one position either on the Board or in the Executive Committee or both combined.
  - No elected member shall hold two positions simultaneously. The definition of a position, in this context, is a position either in the Executive committee or on the Board or the position of a Chairperson/Member of any nominated committee.
  - Before accepting the 2nd position, one must resign from the previous position.
  - The Board Chairperson and the Board Secretary shall be considered as board members only and hence treated as holding only one position respectively.

## SECTION 3: ELECTION VOTING TOOLS USED

It is left to the discretion and decision of AEC as to which Election Voting tools shall be used for Online Voting. AEC shall demonstrate to the Board and a few other interested members how the Voting tools work before using them during the Voting phase of the Election Process.

#### SECTION 4: ELECTION CAMPAIGNING

Contestants will be able to campaign only through the APTA election website. Each contestant will submit a biodata form and a cover letter to AEC. A cover letter can include details on how the contestant is planning to serve APTA in his contested position. These details will be published on the APTA election website and AEC will send reminders using Emails and Social media platforms to the General body with a link encouraging them to read about the candidates and the position they are contesting for.

- a) Direct campaigning to the APTA members is not allowed by the contestants. No Emails, phone calls, texts, or social media channels like WhatsApp, Discord, Facebook, etc... or any other means can be used to reach APTA members directly.
- b) All Election campaign-related emails by the candidates shall be sent to AEC.
- c) No slandering e-mails shall be released to the members.
- d) Direct sending or blind copying of any campaign-related emails to an APTA member or all APTA members shall not be allowed.
- e) The Elections Committee shall not be responsible for any campaigning done on social media such as WhatsApp groups. Muting all official APTA WhatsApp groups shall be recommended and all of them are handed over to the AEC team right after the Election notification is released to the General body. No election campaigning in the official APTA WhatsApp groups shall be allowed.

**Any contestant not adhering to the rules or trying to circumvent the rules to reach the APTA members will be disqualified. Repeated violations or interfering with the elections can lead to disciplinary action like suspension or barring from all future elections by the Board**

#### SECTION 5: ELECTION PROCEDURE

The Board shall appoint an APTA Election Committee (AEC), three months before the expiry of the current term and inform the latter about the upcoming vacant positions for the new term. The official Election Process starts only after AEC sends out its first Election Notification to the General Body, not from the announcement date of the AEC Chairperson's nomination. AEC shall be the "final authority" in all election-related matters, but it shall consult the Board and seek the Board's opinion in cases of ambiguity. The Executive Secretary team along with the Memberships team shall send a list of all eligible voters' info (name, marital status, spouse name, spouse email, spouse phone, email, phone number, referrer name, referrer number, state/city, etc.) right after the election notification is released. Any discrepancies or disputes in the voter list



shall be addressed by the Memberships and Secretary Teams together. AEC shall seek approval from the Board on its proposed steps of the Election Process.

Below shall be a (but can change as per the circumstances) normal list of steps in the Election Process. As listed in subsection (d) of Section 5 of Article VI, AEC shall first submit a plan of the below Election Process to the Board to seek its approval.

- The AEC shall send a mail to all APTA registered members seeking nominations for the positions falling vacant including those of the existing Board of Directors and Core Executive Team members.
- The nomination filing/validation/finalizing process shall normally be closed within the first three weeks from the date of Election Notification, but such a decision on the particular dates shall be left to the discretion and comfort of AEC.
- If the nomination process results in more than one candidate for any of the announced positions, the AEC shall take such positions to the Elections. If there is only one nomination received for an announced position, the contestant shall unanimously be declared as “elected”.
- If two contestants for the same position get an equal number of votes, they both shall share the position during the specified term. For instance, if two contestants for the Treasurer position get 500 votes each, both shall share the position one year each during its two-year term.
- The modus operandi for conducting elections and the communication mechanism for the whole process shall be the exclusive jurisdiction of the AEC.
- The decisions made by the AEC shall be revoked or recalled only if 33% of the whole General Body pass a motion to do so.
- Online Ballot papers shall be sent to all the eligible members (via either email or online) with the date and the time of the voting deadline. Physical postal mailing of Ballot papers to the voters and non-online voting shall not be allowed.
- Spouse voting shall be allowed as per the voter eligibility criteria defined in Article IV Section 2: “Rights of General Body Voting”.
- Online Ballot papers upon receipt will be counted by the AEC and subsequently, the candidates with majority votes will be declared as “elected”.
- Once the AEC has the Election voting results, it shall pass them on to the outgoing Board, which in turn shall announce the voting results to the whole General Body.

## ARTICLE X: MEETINGS

- Annual/Quarterly Meetings: There shall normally be one Annual meeting and four quarterly General Body meetings in a calendar year, and they shall be moderated by the General Secretary.

- Special Meetings: Special meetings of the General Body may be called for by the Board of Directors or upon the written request to the President of the Executive by at least one-third (33%) of the total voting members.
- Quorum: Please refer to ARTICLE VIII
- Failure to attend three meetings successively by any Board Director or Executive member, without prior notice to the Board Chairperson or General Secretary, may be considered a lack of commitment. Unless a satisfactory explanation is received in advance, the Board Chairperson or General Secretary will initiate voting for the Board Director or the Executive member to be suspended from their position with a majority (quorum for a decision to be taken - six out of eleven in the case of Board and seven out of thirteen in the case of Core Executive) voting and the position shall be declared vacant. Vacancies in the Board and Executive committee will be offered to the next contestant who had the majority of votes in that position. Members once resigned/suspended will not be eligible to contest in the consecutive election for any position. The term of such Board Director or Executive will be valid until the current term expires which is generally the 31<sup>st</sup> of December.

## ARTICLE XI: BYLAWS AMENDMENTS

### SECTION 1: PROCEDURE

- The Board shall request the Bylaws team to collect all amendment requests from the General Body. All emails with the amendment requests from the General Body shall be sent to an official email distribution list such as [apta\\_bylaws@googlegroups.com](mailto:apta_bylaws@googlegroups.com). This distribution list shall be owned and moderated by the Bylaws team members. Alternatively, the Bylaws team shall consider better polling tools, if available. But the selection of such tools (either email communication or polling tools) shall be left to the decision of the Bylaws team.
- The Bylaws team shall communicate with the General Body by setting up deadline dates for receiving all new amendment requests and/or updating the existing amendments and for the Board to approve the new Bylaws amendments and finally for the General Body to approve/reject the proposed Bylaws amendments.
- The Bylaws team members shall brainstorm and discuss all received/proposed amendment requests. The Board Chairperson (representing the Board) and President (representing the Executive Committee) shall be the ex-officio members of the Bylaws team and they both shall participate in all Bylaws-related discussions.
- The Bylaws Chairperson shall send a final copy of the updated Bylaws document to the Board. After the Board reviews the document, it can either suggest any further updates or directly send it back to the Bylaws team with its approval. Notwithstanding the foregoing, approval by Board for Bylaws changes requires a 2/3 majority of the board. The latter shall then send the finalized copy to the General Body to seek its approval.

- General Body will be given three weeks to review the new Bylaws document that comprises all newly added and/or updated amendments and within the targeted deadline date, the General Body shall send its approval/rejection back to the Bylaws team on any particular item(s) in the document. Refer to below Section 2 for the approval/rejection criteria. All replies from the General Body shall only be sent back to the official email distribution list, [apta\\_bylaws@googlegroups.com](mailto:apta_bylaws@googlegroups.com). The Bylaws shall then send the approval/rejection results to the Board and the Board, in turn, shall make further decisions on the Bylaws amendment process depending on the received feedback from the General Body. Once approved, the Board shall announce the new Bylaws “official” shall instruct the Web team to upload them to the APTA website, and shall send a copy of the new Bylaws to the Elections Committee and the General Body.
- All email communication related to the Bylaws amendments shall only be sent (by the Bylaws team) to the official registered membership distribution list, [apta\\_reg\\_members@googlegroups.com](mailto:apta_reg_members@googlegroups.com).
- The cut-off date for the new officialized Bylaws document with all approved amendments is recommended to be before the Election Notification Date (for the new term). The elections must be planned to be concluded by the end of the current biennial term (by the Dec 31<sup>st</sup> of the 2nd year in the term) so that the new term would start on the following Jan1st.

## SECTION 2: CRITERIA FOR GENERAL BODY’S APPROVAL/REJECTION OF BYLAWS AMENDMENTS

- 33% of the whole General Body (in other words, total APTA membership as of the date the Bylaws team sends an email to the General Body seeking the latter’s approval for the new amendments) shall need to say “No” to reject any new/updated amendment(s) in a specific Article/Section in the document. If members of the whole General Body do not reply by the deadline date for the General Body’s feedback, their replies shall be counted as “Yes” to the proposed amendments. The Bylaws team may optionally either choose polling tools on its own or shall take assistance from the AEC team to collect the responses from the General Body.
- The Memberships and/or Secretary Teams shall confirm the total valid membership count to the Board and the Bylaws team a day before the Bylaws team sends an updated Bylaws document to the General Body for the latter’s approval.
- If the Bylaws team receives equal to or greater than 33% (a little over 1/3rd of the total membership) “No” replies to the new/updated Bylaws amendment(s) from the General Body, the former shall incorporate the General Body’s majority decision in the place of its proposed amendments. In addition, if there is a valid and convincing recommendation from a member (albeit it doesn’t meet the 33% criterion), the Bylaws shall consider incorporating it into the new Bylaws document.

- If the Bylaws team receives less than 33% (a little less than 1/3rd of the total membership) “No” replies from the General Body, the Board shall declare the New Bylaws “official and approved” by sending a mail to the General Body and the Web team shall upload the New Bylaws to the APTA Web site with an immediate effect.
- In any case of ambiguities, the decision on the Bylaws amendment process shall entirely be left to the Board’s decision (with a majority voting in the Board).

## ARTICLE XII: BUDGET AND FINANCING

### SECTION 1: BUDGET

The President and/or Treasurer shall submit an annual budget at the beginning of each year to the Board to seek the Board’s approval. Once approved by the Board, the Executive team shall share the proposed annual budget with the General Body and publish it on the APTA website (available only to the General Body with member login access, not to the non-members).

### SECTION 2: BANK TRANSACTION

- a) The Treasurer shall open and maintain the required savings/checking accounts in reputed banks.
- b) All APTA Bank Accounts shall be joint accounts to be operated jointly by President and Treasurer. Separate accounts (or sub-accounts within the main accounts) are strongly recommended for Membership Fees, Web/Mail, ASEP finances, Local/Regional Events, National Conferences, Emergency Funds, and APTA Operational Expenses, to name a few.
- c) The Treasurer shall alone sign on Checks up to \$1000 and above \$1000, the President shall be an approver along with the Treasurer.
- d) The Treasurer shall seek Board’s prior approval for any expenditure exceeding \$5000. With prior approval from the Board, Treasurer shall transfer Funds from the Secured Deposit Account to the Checking/Savings Account, to meet pre-approved expenditures.

### SECTION 3: INTERNAL AUDIT

The Treasurer shall maintain all the records of the expenses and receipts and get them audited on an annual basis and submit a balance sheet of assets and liabilities along with other Financial Statements as required by the Government and shall seek Board’s approval.

### SECTION 4: ALLOCATION

- APTA shall allocate up to \$10,000 per year for annual operational expenses such as website hosting/design/maintenance, PO Box renewal, Accounting, Legal, and other miscellaneous ones. This amount shall be taken out from the Membership fund. For amounts exceeding \$10,000, the Executive team shall seek the Board's approval.
- For ASEP and other Major projects (such as eminent Telugu community stalwarts' Statue setups, and financial help to kids with extraordinary skills, to name a few), the Executive team shall seek donations from the General Body, but the Membership funds shall not be utilized. The Executive team shall spend up to \$5000 for each event such as an ASEP function held in India. If the total expenditure for each of such events exceeds \$5000, the Executive team shall seek the Board's approval. If the total expenditure of all such events exceeds \$20,000 per year, the Executive team shall seek the Board's approval. The funds collected shall be sent to the Treasurer who will be responsible for disbursing the checks along with the President with board approval.
- Annual local region-level event expense Guidelines: For the regions exceeding 250 registered members, the local leadership and/or RVP shall be entitled to spend up to \$5000 and for the regions less than 250 members, it shall be \$3000. This is mainly meant for lunch/dinner or welcome events to entertain guests coming from other regions of India. But the money spent on these kinds of events shall only be collected locally from the members/ company match and the collected money shall be sent to the Treasury team, which in turn, shall pay for these events.

### ARTICLE XIII: APTA CONFERENCE GUIDELINES

- A list of all applicable guidelines for local, regional, and national events shall be prepared by CAC (Conference Advisory Committee) and shall be posted on the Web site.
- Annual/biennial National conventions/conferences shall be planned by the Core Executive team and the Board together and shall involve CAC in all such Conference related matters. The CAC team shall collect all potential proposals from different regions and submit a report to the Board and the latter, will, in turn, shall finalize a prospective Convention Chairperson. The Board shall approve the Budget for such conferences.
- All local/regional events shall be planned by the respective Regional Vice Presidents along with the local leadership.
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### ARTICLE XIV: COMMUNICATION MODERATION

- A list of all applicable Communication Moderation Guidelines shall be prepared by the Communication Moderation team and shall be posted on the Web site.
- Ideally, the official communication channels (email distribution lists, WhatsApp groups, etc.) shall help the Leadership team to communicate Organization related news and updates to the General Body.

- General Body shall communicate among themselves and also with the Extended Executive team (refer to Section 7 of Article VII for the definition of an Extended Executive team) by writing to the official Email distribution lists (as per Articles VI and VII). All these distribution lists shall be moderated by the Secretary team and the Communication Moderation team. Only emails with useful information shall be released to avoid spamming the whole membership.
- WhatsApp groups shall be official only when they are authorized either by President or by General Secretary and shall only be moderated by the APTA Extended Executive team members. None of the Extended Executive team members shall be allowed to moderate any unofficial communication groups that shall conflict with the objectives of APTA and/or that shall damage the reputation of APTA.
- All local/regional official WhatsApp groups shall be moderated by a few of the respective local Extended Executive team members that shall be appointed by the respective Regional Vice Presidents (with an official confirmation from either President or Vice-Presidents or the Secretary team).
- For all unlisted and new official Mail distribution lists and WhatsApp groups, the moderation rights shall be with President/Vice-Presidents/Secretary team. Subject-level discussions shall be avoided in the official email distribution lists, but they can be held in the web-based discussion forums on the APTA website.
- Whoever from the General Body violates the official Communication protocols shall be subjected to disciplinary proceedings by the Board. Deliberate misuse of the official email distribution lists shall not be tolerated by the Leadership.

## ARTICLE XV: ASEP RULES AND GUIDELINES

A detailed list of all applicable ASEP Rules and Guidelines shall be prepared by the ASEP team and shall be posted on the Web site. These rules and guidelines shall change with time. The ASEP team shall seek approvals from the Core Executive Committee and Board if any of the existing rules/guidelines need to be changed. After the ASEP team finalizes the list of scholarship recipients, the President shall submit the budget to the Board meeting for the latter's approval.

## ARTICLE XVI: WEBSITE AND PO BOX

- APTA shall have a dedicated website to host all APTA-related content. The Budget will be presented by the Web Chairperson to the Board and Treasurer
- APTA shall have a dedicated mailbox for all postal-related mail communication. The annual budget for its renewal shall be allocated by the Board/Treasurer.

## ARTICLE XVII: ORDER OF BUSINESS

1) Roll Call 2) Reading of the Minutes of the preceding meeting 3) Reports of Committees 4) Reports of Officers 5) Old and Unfinished Business 6) New Business 7) Adjournment

#### ARTICLE XVIII: SEAL

APTA shall have a common seal with the power to break, change or renew the same when necessary.

#### ARTICLE XIX: DISSOLUTION

In the event of the dissolution of APTA, it shall, after paying or providing for payment of all liabilities under Sec. 501 c (3), transfer the funds and assets to another not-for-profit organization as approved by the General Body.