

# **NATIONAL FEDERATION OF INDIAN AMERICAN ASSOCIATIONS (NFIA)**

## **BYLAWS (Amended in 2012)**

### **PREAMBLE**

Indian American associations from all over the United States have federated together under this national umbrella organization to conduct, coordinate, and promote activities directed to preserve the values of Indian culture and to protect the rights of people of Indian origin in the United States.

The bylaws governing this organization are based on principles of secularism and equitable representation of all its members.

### **ARTICLE I**

#### **1.000-NAME**

1.100. The name of this organization shall be the National Federation of Indian-American Associations, Inc. herein after referred to as the National Federation or NFIA. It shall be a non-profit organization with Tax exempt status in the USA.

### **ARTICLE II**

#### **2.000 - OBJECTIVES**

The objectives of the National Federation are to:

- a. Represent the interests of the Indian American community.
- b. Conduct, coordinate and promote various social, cultural, educational, economic and political educational activities of common interest to the Indian-American community.
- c. Preserve and propagate Indian culture and heritage.
- d. Organize State, regional, national and global conventions and conferences with a view to accomplishing these objectives.
- e. Raise, solicit, receive and manage funds, charities and donations to carry out these and other worthy humanitarian causes either directly or in cooperation with other organizations.
- f. Foster friendship and understanding between Indian Americans and other people of the USA.
- g. Mobilize community in order to advocate actions favorable to the Indian American community and US-India Friendship at all levels of the political process and the Government.

### **ARTICLE III**

#### **3.1000 MEMBERSHIP**

3.1100. The Federation membership shall be divided into five classes as follows:

- 1 Association Members (Associations/Organizations)
- 2 Secondary Members

- 3 Honorary Members
- 4 International Members
- 5 Life Members

3.120. The five classes of membership are defined as follows:

3.121 Association Members include any Indian American Association/Organization that satisfies all of the following criteria:

- a. The organization has been in operation in the USA. for at least one year;
- b. has adopted and functions under a duly. written constitution and/or bylaws;
- c. elects its officers at regularly held meetings as laid down in its constitution/bylaws;
- d. is a “Not for Profit” organization and registered in any State in the USA;
- e. subscribes to the objectives of the NFIA constitution and bylaws;
- f. Agrees to pay the prescribed NFIA membership dues by its own Association’s check with duly completed application Form to the National Federation. If for some logistical reasons, the member association is unable to submit its association check, the President or CEO of the applicant organization may provide a personal check to be replaced by the association check within the stipulated deadline. Failure to meet this deadline may be grounds for disqualification of association membership but not the secondary membership.
- g. Has a minimum of 25 members.
- h. Membership is subject to verification/approval by the NFIA Board

3.122 Secondary Members shall be individuals or organizations that do not qualify for Association Membership as per Section 3.121. Such Members shall be entitled to all the privileges of membership except the right to contest or vote in the NFIA elections. Secondary Members may serve as members of any Committee except the nominating committee.

3.123 Honorary Members: An individual who has distinguished himself/herself in any artistic, scientific, educational or humanitarian activities by rendering outstanding services to the Indian Americans or any other community in North America shall be invited to join the Federation as an Honorary Member if there is a unanimous decision of the executive committee, and after such a resolution has been ratified by a two-thirds majority of the Board of Directors at its regularly convened annual or any other special meeting. Honorary Members shall be exempt from all dues, but shall be entitled to all privileges of membership except the right to hold office or Vote in an election of officers of the NFIA.

3.124 International Members shall be those foreign Indian organizations or other fraternal organizations that subscribe to the objectives of the National Federation and are approved by the Board of Directors. International Members shall be exempt from all dues at the discretion of the Board of Directors, but shall be entitled to all privileges of membership except the right to hold an office or to vote for the NFIA officers.

3.125 Umbrella organization members: An umbrella organization which has multiple (**more than 10**) member associations or chapters of its own and must have a current 501-c-3

federal tax exempt status. An Umbrella organization without a current 501-c-3 status will not be considered as an Umbrella organization by NFIA. The examples of a Umbrella organizations are the Federation of Indian American Associations (FIA), Federation of Kerala Associations of North America (FOKANA), FOGANA, AAPI, AAHOA and other similar organizations. The associations with multiple chapters shall also be considered as umbrella organizations

- 3.126 Life Member shall be any individual who pays prescribed dues determined by the NFIA Board, prescribes to the NFIA bylaws and is approved by the NFIA Board. The life members shall be eligible to vote in an election and contest for an officer after one year of their admittance, if nominated by an NFIA member association. They shall enjoy all the privileges of the regular member associations.

## **ARTICLE IV**

### **4.000. ADMISSION AND REVOCATION**

4.100. An organization seeking new regular membership to the National Federation shall submit an application, on the prescribed form, along with the following documents:

- a. A copy of the Certificate of Incorporation (if incorporated).
  - b. A copy of its Constitution and/or Bylaws.
  - c. A current list of elected officers' date of their election and date when their term ends, their titles, addresses and telephone numbers.
  - d. A certificate on the association letterhead, signed by the president and the secretary, indicating the total number of current paid members of the association.
  - e. Membership dues paid through the association's check only.
  - f. Provides documentary evidence of activities of the organization.
- 4.120 The application for membership received from an organization shall be reviewed by the Executive Committee and submitted to the Board of Directors for approval within 30 days of its receipt, only if it satisfies all criteria as per section 3.121.
- 4.121 If the Board fails to act on the membership application within 30 days after the Executive Committee received it and it meets the eligibility requirement, the membership shall be approved retroactively 91 days prior to the next Board or Central Council meeting.
- 4.130 The designated representative (delegate) of the approved member organization shall be eligible to vote 90 days after the approval of membership.
- 4.140 The head of the member organization shall be responsible to designate delegate(s) from the member association and to notify the National Federation any changes relating to the designated delegate. All delegates or changes in delegates shall be submitted by the head of the member organization by the deadline specified by the NFIA Board.
- 4.150 If a member organization fails to send a representative to three consecutive meetings of the Central Council, the National Federation shall have the right to remove such organization from the membership by a majority vote of the Central Council.
- 4.160 Membership of an organization can be revoked if it has been proven to be in violation of the Constitution and/or Bylaws of the National Federation and a resolution to that effect is passed by two-thirds of the members present and voting in the Central Council.

- 4.170 A written notice of at least twenty-one days specifying the alleged charges shall be given to the member organization prior to the commencement of action contemplated under sections 4.150 and 4.160.
- 4.180 An organization whose membership has been revoked as per Section 4.150 or 4.160 is not entitled to receive a refund of any unexpired portion of the annual dues.
- 4.181 Renewal of existing organizations shall be completed by the date determined by the NFIA Board. The organizations renewing their membership shall not be required to submit a copy of their bylaws, if they had submitted at the time when they first applied for membership, unless their legitimacy is questioned by another member association or an NFIA Board member.

**ARTICLE V**

**5.000 MEMBERSHIP DUES**

- 5.100. The Board of Directors shall prescribe a schedule of membership dues for all classes of membership.
- 5.110. Renewal dues are payable for two years by March 31 of the even numbered years or the date determined by the NFIA Board. All member organizations on record shall be informed of the deadline for payment of dues, if it is other than March 31, as determined by the Board.
- 5.120. If any member fails to pay the dues before the deadline, all rights and privileges shall automatically be suspended, except that upon application by it, the Executive Committee may, at its discretion, extend the time for payment of dues.

**ARTICLE VI**

**6.000-MANAGEMENT**

- 6.100 A Central Council of Delegates shall be the administrative body of the NFIA. It shall formulate policies, and guide, direct, and oversee the affairs of the National Federation.
- 6.120 The Central Council shall be composed of:
  - a. Representatives of the member organizations (6. 130)
  - b. Members of the Board of Directors, who are eligible to vote.
  - c. One non-voting delegate from the Associate Members,
  - d. One non-voting delegate from the International Members’ group.
  - e. Honorary and Donor Members.
- 6.130 Each member organization shall be entitled to at least one delegate to the Central Council. Organizations with more than 100 active members shall be entitled to two (2) delegates each. An umbrella association as defined below which has more than 10 member organizations shall be eligible to send delegates as follows:

Number of member associations of the Umbrella organization	Number of Delegates
10-19	2
20-29	3
30-39	4
40 or more	5

6.131 An umbrella organization is defined as the one that has multiple associations as its members. The example of an umbrella organizations are the Federation of Indian American Associations (FIA), Federation of Kerala Associations of North America (FOKANA), FOGANA, AAPI, AAHOA and other similar organizations. The NFIA board shall accept only one umbrella association, such as Federation of Indian American Associations in a city or State. Similarly the NFIA will also accept only one each of language and profession based umbrella organization from any city or State. No other umbrella association with similar name and/or objectives located within 100 miles radius of the already accepted organization in the same State will be admitted as an umbrella organization. Any other active umbrella organization from the same geographical area may be admitted, at the discretion of the Board, as a Regular association limited to no more than 2 delegates to the Central Council. Only one approved umbrella organization from a given city or state with at least 15 member associations shall have its president or designee to be included on the NFIA Board of Directors (See 8.100-C). Similarly, each of the language or profession based accepted umbrella organization (e.g. FOKANA, FOGANA, AAPI, AAHOA etc.) with 15 member associations or chapters shall have its president or designee serve on the NFIA Board. The admittance of an umbrella organization and its representation on the NFIA Board are subject to approval by the NFIA Board.

6.140 The Honorary, Donor, and Associate members shall not be counted towards the determination of the quorum in Section 11.500.

## **ARTICLE VII**

### **7.000 REGIONS**

7.100. For administrative purposes of the National Federation, the United States of America shall be Geographically divided into twelve (12) regions.

- 1 NEW ENGLAND: Connecticut, Maine, Massachusetts, New Hampshire, Rhode Island, and Vermont
- 2 NEW YORK: New York
- 3 MID ATLANTIC: Delaware, New Jersey, Pennsylvania
- 4 CAPITAL: District of Columbia, Maryland, Virginia, and West Virginia
- 5 SOUTHEAST: Florida, Georgia, North Carolina, South Carolina
- 6 SOUTHERN: Alabama, Arkansas, Kentucky, Louisiana, Mississippi, Tennessee
- 7 SOUTHWEST: Arizona, New Mexico, Oklahoma, and Texas.
- 8 GREAT LAKES: Indiana, Michigan, and Ohio.
- 9 CENTRAL Illinois, Iowa, Minnesota, Missouri, Wisconsin
- 10 MOUNTAIN: Colorado, Idaho, Kansas, Montana, Nebraska, North Dakota, South Dakota, Utah, Wyoming
- 11 NORTH PACIFIC: Alaska, Hawaii, and Oregon, Washington.
- 12 SOUTH PACIFIC: California and Nevada.

7.110 The Board of Directors may realign any regions or add or reduce the total number of regions.

7.120 There shall be a Regional Vice President from each region.

7.130 The Vice President from each region shall be elected by the members of the Central Council residing in that region as per Article XII.

7.140 The Vice President from each region shall coordinate the activities of that region in cooperation with the member organizations and shall facilitate holding of the regional convention.

7.150 A region's Vice President shall be eligible for re-election to a second term provided she/he has fulfilled his responsibility as assigned by the NFIA Board.

## ARTICLE VIII

### 8.000- BOARD OF DIRECTORS

8.100. There shall be a Board of Directors, which is charged with the responsibility of implementing the objectives of the National Federation set forth in the bylaws and also as per direction by the Central Council of Delegates.

The Board shall consist of:

- a. Members of the Executive Committee;
  - b. Regional Vice Presidents of different regions;
  - c. Presidents or in their absence, their designees of the approved umbrella organizations which have at least 15 member organizations, approved national apex regional associations based on profession or chapters. The representatives of these organizations shall be subject to the approval of the Board. These officers shall not count towards the determination of the for the Board meetings.
  - d. Seven elected Directors at Large.
  - e. Executive Director for Administration appointed by the NFIA Board to perform administrative duties such as sending letters seeking membership, receiving the name of delegates and nominations and carrying out other tasks as determined by the NFIA Board.
- 8.110 The chairman of the NFIA Foundation shall be ex-officio voting member of the Board. In case, the chair is not the immediate past president, then, both the chair and immediate past president shall be voting members of the Board.
- 8.111 The newly elected NFIA Board of Directors shall hold office for a term of two years. The term of office shall begin on January 1 of the odd numbered years and end on December 31 of the even numbered years. The elections of the board of directors, except that of the Chairman of the Foundation (who is elected by the newly elected Board of Directors) and appointed Executive Directors shall normally be conducted at the NFIA biennial convention to be held in even numbered years. In case no convention is held in any even numbered years, an election shall be conducted at a Special meeting called for this purpose or through mail, e-mail or any other approved electronic procedure before December 15 of the even numbered years and the new board shall be elected by the duly accepted members of the Council of Delegates. The membership to the Council of Delegates will be sought for and accepted at least 4 weeks before the elections. If the current president does not call for the elections and does not conduct a convention, he shall be subject to recall. The election shall be conducted by the Nomination-Election Committee appointed by the NFIA Board as per the protocol approved by the NFIA Board.
- 8.112 The Executive Committee shall be composed of eight elected officers of the Board of Directors and shall conduct the day-to-day business of the National Federation.
- 8.113 Any action required or permitted to be taken at a meeting of the Board of Directors or any Committee may be taken without a meeting, if the majority of the members of the Board or Committee consent Decisions may be made through telephone conference calls, through e-mail, or any other means of communication technology, provided two weeks notice is given prior to following this process. The minutes of all such deliberations shall be recorded, published and distributed within 30 days. Emergency meetings or Tele-conferences as determined by the President that require immediate action may be held with a three days notice.

- 8.114 The Board of Directors shall form sub-committees and Task Forces as deemed necessary and shall determine their function and term of existence.
- 8.115 The Board of Directors shall hold periodic meetings to transact the following business as deemed necessary:
- a. To review the activities of the National Federation.
  - b. To review NFIA and NFIA related accounts.
  - c. To consider and recommend NFIA policy changes and new policies.
  - d. To consider any other NFIA business on the agenda that is allowed by the presiding officer at his/her. sole discretion
  - e. To finalize date and place for the biennial convention and to appoint a nominating/election committee for the biennial election.
  - f. The place for the biennial convention shall also be determined by voting of the Board through an approved electronic procedure.

## **ARTICLE IX**

### **9.000 OFFICERS AND THEIR DUTIES**

- 9.100 The officers of the National Federation shall be a president, an executive vice president, three vice presidents, a secretary, a joint secretary, and a treasurer. These officers shall constitute the Executive Committee. The chairman of the NFIA foundation may sit in the executive committee as nonvoting member.
- 9.101 The officers shall be elected by the Central Council of Delegates as per the procedure described under article XII.
- 9.102 The candidate for the position of president must have served at least one full term on the Board of Directors prior to the election. In case of the directors of NFIA representing an umbrella organization, the term implies the term of their office with a minimum of one year on the NFIA Board.
- 9.103 The term of office for the Executive Committee members shall be two years.
- 9.104 No member of the Executive Committee, other than the President or the NFIA Board of Directors shall hold the same office for more than two consecutive terms. The President of the NFIA shall serve one term of two years.
- 9.105 In the absence of the president due to death, resignation or removal, the executive vice president shall temporarily assume the office of the president until a new president is elected by the NFIA Board as per Section 9.106.
- 9.106 Vacancies on the Executive Committee and/or NFIA Board shall be filled by the members of the NFIA Board either at a meeting of the NFIA Board called for this purpose or by mail or by an electronic procedure approved by the NFIA Board.

## **9.200 DUTIES OF OFFICERS**

- 9.210 The President shall be the chief executive officer of the NFIA. He shall be an ex-officio member of all Sub-Committees and shall see that orders and resolutions of the Board of Directors and the Executive Committee are implemented in a timely fashion, and shall have all powers and duties vested in the office the president.
- 9.211 The President shall preside over all the meetings of the Executive Committee, the Board of Directors and the Central Council of Delegates.
- 9.212 The Executive Vice President shall assume the duties of the President in his/her absence.
- 9.213 The Executive Vice President shall assist the president in coordinating the activities of the regional Vice Presidents and/or any other duties assigned by the President or the NFIA Board.
- 9.214 The Vice Presidents shall assume duties as follows: Vice President for Public Affairs; Vice President for finance/fundraising, and Vice President for membership. The board shall designate each of the elected vice president with duties as per their abilities and willingness to work.
- 9.215 The Secretary shall record all proceedings of the meetings of the Executive Committee, the Board of Directors and the Central Council.
- 9.216 The Secretary shall distribute minutes of the meetings to the appropriate members within one month of the date of the meeting to which the minutes pertain.
- 9.217 The Secretary shall mail or e-mail agenda and all other types of communication to the appropriate members.
- 9.218 The Secretary shall perform such other duties as may be assigned by the president for the functioning of NFIA
- 9.219 The Joint Secretary shall assume the duties of the Secretary in the absence or inability of the Secretary to function. The Joint Secretary shall be the historian of the NFIA. The Joint Secretary shall perform such other duties as may be assigned by the President or Secretary.
- 9.220 The Treasurer shall be the custodian of all funds of the NFIA, shall maintain full and accurate accounts of receipts and disbursements of funds, and shall give complete reports to the Executive Committee, Board of Directors and the Central Council of Delegates.
- 9.221 All checks written on behalf of the NFIA shall bear two signatures. The Treasurer will sign every check along with the President or the Secretary of the NFIA. The amount of each check signed by the Treasurer and President or Secretary shall be pre-approved by the Board of Directors of the NFIA or on its discretion (by resolution) by the Executive Committee of the NFIA.
- 9.222 No elected officer of the NFIA shall receive any salary, fee or stipend from the NFIA by virtue of such position.

## **9.500 RECALL OF OFFICERS**

- 9.510 Any elected official is subject to recall by the Board of Directors for gross misconduct, neglect of duties or failure to attend, without cause 3 consecutive meetings of NFIA at which he/she is expected to be present. Gross misconduct includes any abuse of or not following the bylaws
- 9.511 Actions to recall shall take place at a meeting duly convened for the purpose and agenda for the meeting distributed at least two weeks prior to the meeting.



- 9.512 Action for removal must be approved by a two-thirds majority of the Board of Directors, present and voting at the NFIA Board meeting.
- 9.513 Action for removal of an officer for misconduct, failure to follow the bylaws, not calling any NFIA Board meeting, holding the biennial convention or ignoring the motions approved by the NFIA Board, after giving a two-week notice specifying the nature of misconduct to the officer being recalled and after receiving a response from that officer within two weeks, may also be approved through a mail ballot or any other electronic procedure, provided a majority of the total board members serving vote to approve the removal of the officer. The process of mail balloting shall be carried out by the President, Executive Vice president, Secretary or any member appointed by the NFIA Board.

### **9.600 APPOINTED OFFICERS**

- 9.610 The Board of Directors shall appoint an Executive Director (Administration) for carrying out the administrative work of the NFIA. The Executive Director (Administration) shall be a voting member of the NFIA Board. The NFIA may appoint one or more non-voting Executive Directors for a specific task of the NFIA, under the direct control of the Executive Committee. The appointed officers shall hold their offices for a term and exercise powers and duties as specified by the Board. The executive Directors shall not be appointed without a specific responsibility approved by the NFIA Board.

## **ARTICLE X**

### **10.00 NFIA FOUNDATION**

- 10.100 The Foundation of the National Federation shall act in an advisory capacity to the Board of Directors. The Foundation shall be responsible for coordination of raising, managing and disbursing funds collected for charitable and educational causes in India as well as in the U.S. All activities of the Foundation shall be subject to approval by the Board of Directors.
- 10.101 The Foundation shall be composed of minimum of 11 and maximum of 15 voting members including the NFIA President and the NFIA Treasurer who shall be as ex-officio members of the Foundation. Each year, the Board of Directors will elect one half of Foundation members for a term of two years before the expiration of the term of the outgoing members, except in the year when the biennial Central Council meeting takes place, the Foundation members shall be elected by the new Board of Directors. In addition to the regular members, four additional non-voting members maybe appointed by the Board for a specified time period to conduct its activities effectively. A controller to handle the finances of the Foundation may be appointed by the Foundation, who shall report to the NFIA Board.
- 10.102 Except for ex-officio members, a voting member of Board of Directors shall not be a voting member of the Foundation and vice versa. If a person is elected or appointed as a voting member of both these bodies, he/she shall have to relinquish one of the positions.
- 10.103 The Foundation shall meet as deemed necessary. The notice of the Foundation meeting and the quorum required shall be the same as that of the Board of Directors.
- 10.104 An annual report of its activities and a financial report of the Foundation shall be submitted by the Chair to the Board of Directors.
- 10.105 The Chair of the NFIA Foundation shall be elected by the incoming (newly elected) NFIA Board of Directors from the candidates who have served at least two terms on the NFIA Board and shall be a voting member of the Board. The immediate past president shall be eligible to contest for the chair of the Foundation.

10.106 The Chair shall perform such duties as assigned by the Board of Directors.

## **ARTICLE XI**

### **11.000 MEETINGS**

11.100 The Central Council of Delegates shall hold at least one meeting every two years during the biennial convention or at the appropriate time to transact the following business:

- a. To review the NFIA activities for the past two years.
- b. To elect NFIA officers.
- c. To receive and adopt amendments, if any, to the constitution and/or by laws.
- d. To consider any policy changes or new policies.
- e. To transact any other business included in the agenda or allowed by the presiding officer at his/her discretion.

11.200 The head of each member association shall submit the names of the delegates representing that association by the deadline established by the NFIA Board. The delegates attending such meeting shall be required to provide appropriate credentials issued by the head of the organization the delegate represents, when requested by the NFIA Secretary or the nominating committee.

11.201 Each delegate qualified to vote shall have only one vote irrespective of the number of organization he/she represents.

11.202 The delegates shall be required to pay a registration fee to be eligible to vote at the biennial convention or to contest elections.

11.203 The delegates from a member association shall be the resident of the region or city served by that organization.

### **11.400 SPECIAL MEETINGS**

11.410 Except for the meetings of the Board of Directors, and biennial meetings of the Central Council of Delegates, all meetings are special meetings and shall be convened by the Secretary when the Board, the Council or its executives decide to hold it for the consideration of any special matter.

11.411 If for any reason, a meeting of the Central Council is deemed necessary by a 25% of the regular members and the Board of Directors or the Executive Committee to that effect receives a representation, such a meeting shall be called by the Secretary within thirty days of the receipt of such a request.

11.412 The President after seeking the approval of the NFIA Board shall specify the place, date and time of the biennial convention, special and other meetings of the board and Central Council.

11.413 Any meeting or meetings called shall be upon 30 days' notice in writing sent by mail or e-mail to each of the members at such address as appears in the records of the National Federation, except in case of the meetings of Board of Directors for which a notice of 14 days shall suffice. In the case of a special meeting or when required by statute or by this Constitution, notice of meetings

shall be deemed delivered when deposited in the postal mail address as it appears in the official records of the National Federation, with adequate postage thereon paid or e-mailed.

## **11.500 QUORUM & MEETINGS**

- 11.501 A quorum shall consist of 10% of the members of the Central Council of Delegates or at least 25 Delegates, whichever is less. The official business of the Federation shall not be conducted in the absence of a quorum. The Honorary members shall not count towards the quorum.
- 11.502 In case of Board of Directors meetings, one thirds membership shall constitute the quorum. The officers of the umbrella organizations are not counted to determine the quorum.
- 11.503 In the case of the Executive Committee meeting, a majority of its membership present constitutes the quorum.

## **ARTICLE XII**

### **12.000- ELECTION PROCEDURE**

- 12.100** The Board of Directors shall appoint a nominating committee consisting of any three reputed members of the Central Council of Delegates and/or past Presidents who are not themselves candidates for any elective position for the current election or from among any other individuals of Indian-American community of outstanding merit. These three members shall elect a chairperson of the committee.
- 12.101 The Nominating Committee shall invite nominations for the positions of president executive vice president, three vice presidents, secretary, joint secretary, and seven members at large by the deadline established by the NFIA board. Nominations for Regional Vice Presidents shall come from their respective regions.
- 12.102 Nominations in the prescribed form duly signed by the accredited official of the nominating organization as accepted by the nominee must be filed at least 45 days prior to the biennial meeting of the Central Council of Delegates.
- 12.103 The person nominated shall be one of the official delegates eligible to participate and vote at the meeting of the Central Council.
- 12.104 A person shall contest election for only one office.
- 12.105 The Nominating Committee shall announce the names of nominees and the offices at least 30 days prior to the biennial meeting of the Central Council.
- 12.106 The chair of the Nominating Committee shall submit the names of the nominees to the biennial meeting of the Central Council and supervise the election process.
- 12.107 All persons nominated except those who have withdrawn before the deadline shall contest election through a secret ballot.
- 12.108 The person receiving the majority of votes for a designated position shall be declared winner. In case of multiple positions (vice presidents and Members at large etc.), the candidates getting top plurality of votes will be declared winners.
- 12.109 All deadlines pertaining to nominations and elections are subject to review and change by the NFIA board before the elections of officers each year, provided at least 30 days notice is available for any deadline.
- 12.110 The elections shall be conducted according to the Protocol approved by the Board of Directors, before each election. The protocol shall be in accord with these bylaws.

- 12.111 The name of the delegates shall be submitted by the head of a member organization before the deadline set by the NFIA Board.
- 12.112 In the absence of any designated delegate from a member association at the time of elections, only the head of that organization shall be eligible to vote in place of the designated delegate.
- 12.113 The decision about the elections or election process by the nomination/election committee shall be final and binding at the time of elections. Any such decision can be challenged in writing within 60 days of the elections, which will be considered at next Board meeting. The Board is empowered to overrule the decision of the nomination/election committee, provided at least half of its total directors serving vote to do so. The Board shall meet within 30 days after a complaint about the elections is filed with the Secretary or at its discretion may resolve the issue through an approved electronic procedure.
- 12.114 All deadlines are subject to be amended by the NFIA Board provided a thirty day notice is given before changing any deadline.

## **ARTICLE XIII**

### **13.000 WAIVER OF NOTICE**

- 13.100 Whenever any notice is required to be given under the provision of these bylaws or any other statute, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein shall be equivalent to the giving of such notice.

## **ARTICLE XIV**

### **14.000 AMENDMENTS**

- 14.100 These bylaws may be amended by the Central Council of Delegates at any meeting, provided a notice of the proposed amendment has been mailed or e-mailed to all members no later than thirty days prior to such meeting. The amendments must first be discussed in the Executive Committee and then approved by the NFIA Board before presenting to the Central Council of Delegates for its approval. No such amendment shall be contrary to the provision set forth in Section 501 (c) (3) of the Internal Revenue Service Code of 1954.
- 14.101 An affirmative vote of a two-thirds majority of the members present at such meeting of the Delegates shall constitute an acceptance of the proposed amendment.
- 14.102 The approved amendment shall be implemented and become effective immediately unless a specified date of implementation is voted upon, before the vote is taken to approve the amendment.

## **ARTICLE XV**

### **15.000 DISSOLUTION**

- 15.100 In the event of the dissolution of the National Federation, the National Federation shall, with the approval of the Central Council of Delegates, after paying or providing for payment of all liabilities and deposits of member organizations, dispose of all the assets in accordance with the Provision of applicable laws.

## **ARTICLE XVI**

## **16.000 Robert's Rule of Order**

**16.100** The NFIA shall operate according to the latest edition of the Robert's Rules of Order and shall follow the Robert's Rules of Order for any omissions in these bylaws.

## **ARTICLE XVII**

### **17.000 ARTICLE XVII**

17. 000 HOLDING OF NFIA CONVENTIONS (Biennial Convention).

Request for Proposal (RFP) shall be sent by the NFIA Board at least six months prior to the end of the current term of office (December 31 of the even numbered year) for the holding of the NFIA Biennial Convention.

Deadline to receive the proposals should be 60 days from the day of dispatch of RFP by NFIA.

The Board shall approve the venue, Election dates, the Convener after due diligence and announce the date of the Biennial Convention at least 6 months prior to end of the term of office (December 31 of the even number of the year).

A signed MOU between the Convener and the NFIA president must be received by the Board within 30 days of the Board announcement of the Biennial Convention.

Board reserves the right to disqualify the Convener for reasons of non-performance or non-compliance with the MOU.

These Bylaws approved at San Jose, September 2, 1990 were amended at the Central Council of Delegates meetings in Chicago on September 5, 1994 and in Dallas on November 19, 2000. Amendments were also approved at the biennial convention in Detroit on October 13, 2002 and at the biennial convention held in Long Beach November 19, 2006. Amendments by Subash Razdan were extensively considered at the 2012 NFIA Convention in Chicago, IL. The approved sections by the Central Council of Delegates were incorporated in these bylaws. Compiled by: Rajen Anand, President of the NFIA, 2004-2006.