

# Constitution of Pakistani American Association Of Tampa Bay

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## **PREAMBLE**

We the American residents of Pakistani origin/descent, out of our conviction for our cultural, and ethnic heritage, and our conviction to our original motherland do hereby proclaim the establishment of Pakistani-American Association so that collectively we all can uphold our ethical and moral values and keep our ethnic and cultural values alive for us and our posterity to promote friendship between peoples of Pakistan and U.S.A.

To this effect, we hereby set forth and enact the following laws governing the association which shall be binding on each and all of us in totality, until and unless properly amended by the provisions herein' so help us God; Amen. Enacted on the 21<sup>st</sup> day of December in the year one millennium, nine hundred, and ninety one.

## **THE CONSTITUTION**

### Article I

#### **NAME**

The name of this organization shall be the PAKISTANI-AMERICAN ASSOCIATION OF TAMPA BAY; it will be referred to as "The Association"

### Article II

#### **AFFILIATIONS**

The Pakistani American Association shall be independent, non-profit organization incorporated in the United States of American.

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## Article III

### **AIMS AND OBJECTIVES**

This non-profit association is organized for cultural and ethnic purposes, including, but not limited to the following:

- a) To celebrate national and cultural holidays of Pakistan and U.S.A.
- b) To facilitate better understanding and relations amongst Pakistani American themselves and between them and the people of the local communities
- c) To support the efforts of those who would preserve, protect and enhance the reputation and services of the Pakistani culture and heritage.
- d) To assist newly arriving Pakistanis in orientation and adjustment.
- e) To institute ways and means to cooperate with other similar organizations.
- f) To educate local communities and our children by arranging lectures, tours and other similar activities about Pakistani national and cultural heritage.
- g) To participate in relief and other charitable activities in Pakistan, U.S.A. and abroad.

## Article IV

### **MEMBERSHIPS**

- a) Active and life membership shall be open only to Pakistani Americans (as defined by the bylaws). Only active and life members, (hereto referred as voting members), shall be given the privileges of voting or holding office. Husband and wife each will have one vote with family memberships. Children under 18 may not vote. Children over 18 will require separate membership to be able to vote.
- b) All other interested and supportive persons shall be given honorary or associate membership. They may be entitled to privileges of The Association but shall not vote or hold office.

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- c) Students shall be given special consideration as defined in the bylaws.

## Article V

### **INTERNAL STRUCTUE AND ORGANIZATION**

The Association shall have the following three major divisions.

- a) THE GENERAL BODY, consisting of voting members of The Association according to the provisions provided herein. This will be the supreme authority of The Association wielding absolute power on the conduct of the affairs; it may delegate this authority to various components as outlined herein. All actions taken by an officer or committee of The Association may be approved, rejected, or amended by this body.
- b) BOARD OF TRUSTEES, Herein after called BOT. This “board” shall act as the overseer of The Association. It shall consist of voting members of The Association, as prescribed in the bylaws. In this capacity the trustees shall be the “ombudsmen” on behalf of the general members and shall act to preserve and protect The Association.
- c) THE EXECUTIVE COUNCIL, Herein after called “Council”. This Council shall be the legislative and the executive body of The Association and shall consist of voting members, as defined in the bylaws.
  - i. This council shall fix the date and place of the meetings.
  - ii. It shall create and authorize the appointment of standing committee and keep an up-to-date directory of members.
  - iii. It shall control the management of the affairs of The Association and shall be responsible for proposing the budget at the meetings.

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- iv. It shall have the control of the funds of The Association, for day to day management of The Association, as defined by the bylaws and shall act for The Association as a whole between sessions of the general body.

## Article VI

### **OFFICERS AND ELECTED REPRESENTATIVES**

- a) The Officers of The Association shall be a president, president elect, a secretary, and a treasurer.
- b) The president, president elect, a secretary and a treasurer, shall be elected by the general body as otherwise provided by the bylaws with respect to the filling of vacancies.
- c) Each officer of The Association and councilor shall maintain physical residence in the Tampa Bay Area during his/her tenure.

## Article VII

### **FINANCES**

- a) Funds for meetings and expenses of The Association shall be raised by the annual dues, special assessments and voluntary contributions.
- b) Annual membership dues and assessments shall be fixed by the council.
- c) The financial status of The Association shall be presented by the treasurer to the general membership at its annual meeting.

No part of the net earnings of The Association shall be used for the personal benefit of, or be distributable to, its members, trustees, officers, or other private person, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered, and to make payments and distributions in the furtherance of the purposes set forth in the constitution.

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## Article VIII

### **BYLAWS**

- a) The Association shall adopt bylaws for the conduct of its affairs, in harmony with this constitution.
- b) The bylaws may not restrict or alter any provision defined in this constitution.
- c) Robert's Rules of Order shall be adopted for the conduct of the meetings.

## Article IX

### **AMENDMENTS**

- a) Amendments to this constitution may be initiated by a written proposal signed by two voting members of The Association, which shall be delivered to any member of the Council of BOT at least one month prior to the regular meeting of the Council. The proposed amendment shall be immediately referred to the Executive Council and the BOT.
- b) If the majority of the councilors and the majority of the BOT members in consultation with constitution committee concur with this amendment to the entire membership of The Association within thirty days of the Council's action. If the majority of the councilors and BOT members do not concur with the proposed amendment, the secretary shall notify the proposers within thirty days after their regular meeting. In such cases the proposers may override the Council and BOT decision by resubmitting the amendment to the secretary with signatures of at least 50% of the voting members of The Association at least sixty days prior to the annual general body meeting. The secretary shall then send notice of the proposed amendment to the entire voting membership at least thirty days prior to the annual General Body meeting.

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- c) Amendments may also be initiated by a majority vote of the Council or of the Board of Trustees at least sixty days prior to the annual general body meeting. In such cases the secretary shall send notice of the proposed amendment to the voting members at least thirty days prior to the annual general body meeting.
- d) The secretary shall present the proposed amendments to the members at the annual general body meeting. An amendment will be adopted only if it receives approval of two thirds of the voting members. Members may mail in their signed absentee votes which will be counted after discussion of the proposed amendments at the General Body meeting and after voting by the members present is completed.
- e) This constitution or any amendment thereto shall become effective immediately upon its adoption.

### Article X

### **DISSOLUTION**

- a) Any proposal for dissolution of The Association shall not be considered unless recommended by 100% of the trustees and 100% of the Council. At this point within thirty days notice of emergency general body meeting to be held within sixty days (but not less than thirty days) shall be sent by the secretary to all the voting members for discussion of dissolution.
- b) The Association shall not be dissolved if five percent or more of the voting members dissent.
- c) Upon the dissolution The Association, the Board of Trustees shall, after paying or making provision for the payment of all the liabilities of The Association, dispose off all of the assets of The Association, exclusively to the nonprofit organizations. Any such assets not so disposed off by the Court of Common Pleas of the country in which the

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principal office of The Association is then located, exclusively for such purposes or such organizations as said Court shall determine, which are organized and operated exclusively for such purposes.

Approved and Adopted:

## **BYLAWS OF PAKISTANI AMERICAN ASSOCIATION**

### Bylaws

#### CHAPTER 1: **MEMBERSHIP**

Section 1. As used in these bylaws, except as otherwise herein expressly qualified, The term “Pakistani American” means:

(a) Any person who is or was a bonafide citizen of Pakistan and his/her family/descendants.

Non Pakistani spouse, children and grandchildren of such a person will also be considered Pakistani Americans regardless of their place of birth.

(b) Any person whose ancestor is or was a bonafide citizen of Pakistan.

Section 2. There shall be no discrimination on the basis of religion, sex, or race.

Section 3. Active members – To be eligible for active membership in the Association or any of its component societies a person must have paid dues and be a Pakistani American with legal status in the U.S. Finally the membership applicant must be approved by the council. Membership in any category is not a right but a privilege granted by the Council.

Section 4. Friends of Pakistani Americans may become Associate Members if they agree with the basic aims and objectives of the Association.

**(Every application for Associate membership must be recommended by three active members and then approved by the council at their discretion).**

Section 5. Life members – Any active member of the Association, on payment of 20 years of its current annual dues in one lump sum or prearranged installments making active



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entire payment within one year, may apply to the Executive Council for life membership of the Association. Life members will be exempt from paying yearly membership dues for life of the member family and will enjoy all the privileges of active members.

Section 6. Members – Dues Exempt – A member in any of the following categories shall be classified as “Members Dues Exempt” and shall have all the privileges of active members under the following circumstances:

- A. Students – The Association may grant membership to full time students of Pakistani origin with legal USS status. Such members shall have privileges of active members except the right to hold office/vote.
- B. Honorary Members – the Association may elect as an honorary member any person distinguished for services to promote Pakistani-American goodwill and friendship. She/he may not hold office or vote.

## CHAPTER 2:

## **DUES AND ASSESSMENTS**

Section1. – Members of The Association shall pay such dues and assessment as shall from time to time, be determined by the council and approved by the general body. The term of annual dues will be the calendar year. The dues shall be paid by March 15<sup>th</sup> each year.

Section 2. – New Members – The new members can join The Association any time during the calendar year by paying the membership dues for one year. Such new members shall not be entitled to the membership benefits until their election to the membership has been duly approved by the executive council. This process should not take more than two months.

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Section 3. Arrears – Suspension – Any member who fails to pay annual dues by 15<sup>th</sup> of March will be suspended till dues are paid in full and then membership will be restored.

## CHAPTER 3.

### **GENERAL BODY MEETINGS**

Section 1. Determination of time and place – During each annual term the Association may hold one or more General Body meetings. The time and place of these General Body meetings shall be determined by the council. One annual meeting for election shall be arranged by the council in the last 2 months of each year. Such general body meetings shall be presided over by the president or in his/her absence by the president elect.

Section 2. Actions – At any general body meeting of The Association, the membership may direct the council to appoint committees for cultural and social activities of special interest and importance to the public.

Section 3. Quorum – Presence of 1/3 of the voting membership of The Association shall constitute a quorum except in case of a resolution to reject an action taken by the council or BOT whence a presence of 50 % of the voting membership will constitute the required quorum. A simple majority of those present will be required for adoption of a resolution except in case of overriding of a council action and when a referendum is being conducted. In those cases a majority of 2/3 of those voting will be considered affirmative.

## CHAPTER 4.

### **BOARD OF TRUSTEES**

Section 1. Composition – The BOT shall be composed of five members of The Association. All trustees shall reside in the Tampa Bay and Surrounding Area.

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Section 2. Every year the outgoing President of the council shall join BOT as a new first year member and the senior most member of the BOT who will finish the tenure of five years will exit the board. Each year the senior most person will serve as the chairperson of BOT.

Section 3. Meeting – The BOT shall meet at least annually and may hold any number of such meetings as the BOT may determine. The board may be called into session by the chairperson on his/her own or upon 2/3 vote, or when a petition is filled or papers to be filed for dissolution of The Association. The purpose of such special session shall be stated in the notice of call and no other business shall be transacted. A resolution shall be introduced into the board by a trustee. The adopted resolution shall be reported by the chairperson to the council through the secretary/president of the Association within 16 days except in the case of dissolution, whence the council shall be informed as soon as possible for appropriate action including a call of emergency session of the Association.

Section 4. Power and duties – As the overseer of the association, the BOT shall be the only authority to receive and discuss a proposal of dissolution of the association. The recommendations of the board, both the majority and the minority views in case of dissent, shall be presented by the chairperson delete of the board at the next annual or emergency meeting of the Association. In the event of dissolution as prescribed under the Article X of the constitution, the board shall be the sole body to disperse the assets of The Association. If four trustees dissent with majority of the general membership, they may after dispersing the assets, desire to retain the papers of incorporation and may revive The Association as they may so desire.

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## CHAPTER 5.

## **EXECUTIVE COUNCIL**

Section 1. Composition – The council shall be composed of the President, Secretary, Treasurer, two or more Councilors-at-large and immediate Past President. (The officers shall be elected for a period of one year).

Section 2. Meetings – The council shall hold a minimum of 4 meetings per year including the annual general body (meeting). And the council may hold any number of such meetings as the officers may determine or its business requires, recessing from day to day as necessary to complete its business. The council may also be called into session at any time by the president or on petition of 2 councilors. The purpose of such special session shall be stated in the notice of call and no other business shall be transected.

Section 3. Quorum – A quorum of the Executive Council shall consist of not less than 50% of its members, provided that a majority of such quorum does include 2 officers of The Association.

Section 4. Powers and Duties – As the legislative body of The Association, the Council shall have the power and authority to adopt, institute, and carry out such methods and measures as it may deem to be in the best interest of The Association and without limitations thereof:

1. It shall be active in the support of its members and their desired activities.
2. It shall adopt rules and regulations for its own government and for the administration of the affairs of The Association.
3. It shall have the authority to appoint committees, standing or special, from among its members or those not members of the council. Such committees shall report to the

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council and their members may participate in debate upon their committees reports, whether or not members of the council.

4. It shall approve each action and resolution in the name of the association before the same shall become effective.

Section 6. Members of the Council – members will be the official representatives of The Association in all formal and official meetings both in Pakistan and in America. In case fewer members are present on these occasions, order of seniority for the composition of the delegation shall be as follows: President, President-elect, Secretary, Treasurer, The immediate Past President, and Councilor.

- A. Under special circumstances the Council is authorized to alter the composition of the delegation, provided majority of its members approve.
- B. The composition of any delegation may also be altered by the approval of 2/3<sup>rd</sup> majority of those members of The Association voting at the general body meeting with required quorum.
- C. Except in the case of a one man delegation, Secretary of The Associating or an appointee of the President will be the secretary of the delegation and in this capacity he/she shall record the proceedings and deliberations for subsequent reporting to the council. The president will do likewise when he/she is the sole delegate.

Section 7. Resolutions – Each resolution introduced in the council shall be introduced by a councilor. It may be referred by the president to the proper reference committee before action is taken thereon.

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Section 8. New Business – No new business shall be introduced in the last meeting of a session of a council without the approval of the President. All new business so introduced shall require at least majority of the councilors present for adoption.

## CHAPTER 6. **OFFICERS**

Section 1. Qualifications of officers – Each officer of The Association have been member in good standing for one year prior to being considered for an officer. Those members actively participating in the affairs of The Association may be considered preferentially by the nominating committee.

Section 2. President – the president shall be the general executive officer of The Association. He/She shall preside at all meetings of The Association and shall deliver the president's address. He/She shall appoint necessary committees when not otherwise provided for and fill all vacancies thereon. He /She shall perform such other duties as are imposed upon him/her by the constitution and bylaws of The Association. The president will serve a term of one year. He/She will hold the office of immediate past president at the conclusion of his/her term as president.

Section 3. President Elect – Duties – Succession – The President-elect shall act for the President in his/her absence or disability. Should the office of the President become vacant, the President-elect shall succeed to the Presidency for the unexpired term. The President-elect shall be a member of the Council with the right to vote therein.

Section 4. Secretary – The secretary shall be an active member of The Association. He/She shall be the recording officer of the executive council and the general body. He/She shall maintain records of the association. He/She shall also discharge the following duties.

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- A. He/She shall supervise all arrangements for the holding of each meeting in compliance with the constitution and bylaws and instructions of executive council.
- B. He/She shall send out all official notices of meetings, committee appointments, and special committee assignments.
- C. He/She shall receive and transmit to the executive council the annual and other reports of officers and committees.
- D. He/She shall institute and correlate each new activity of The Association under the supervision of the council.
- E. He/She shall perform such other duties as are imposed upon him/her by the constitution and bylaws of the Association.

Section 5. Treasurer – The treasurer, under the direction and control of the council shall be the custodian of all the collected and uncollected funds, contributions, membership fees, assets, invested funds and the securities of The Association

He/She shall be accountable, through the council, to the Association. He/She shall also discharge the following duties:

- A. Collect all annual membership dues, assessment, donations, and such money as may be due to The Association, keep membership records and issue membership certificates.
- B. He/She shall deposit all funds received in an approved depository and disperse them upon order of the executive council. The council may cause an annual audit of his/her accounts to be made by a certified public accountant. He/She shall render a report to the council reviewing The Association's funds and imparting recommendations for

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- the advancement of The Association's interest at each meeting of the executive council.
- C. He/She shall present the annual financial report at the annual general body meeting of the Association
- D. He/She shall perform such other duties as are imposed upon him/her by the constitution and the bylaws of the Association.

Section 6. Term of the officers – The officers shall take office on January 1<sup>st</sup> after the election. All officers shall serve for a period of one year until December 31<sup>st</sup> and until their respective successors have been elected.

## CHAPTER 7. **COMMITTEES OF THE ASSOCIATION**

Constitution and Bylaws Committee shall be a standing/permanent committee that shall revise the constitution and bylaws every 5 years starting with 2005. Other standing committees of The Association shall be appointed by the president with the advice of the executive council and BOT.

## CHAPTER 8. **ELECTION**

Section 1. The nominating committee shall consist of 3 members and following shall be the composition of the nominating committee:

- a. Chairperson – Outgoing chairperson of the BOT or in his/her absence next senior member of BOT.
- b. Members – One immediate past president and one outgoing president or in his/her absence another senior member of the Council.



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Section 2. Activation – The nominating committee will be activated by the 1<sup>st</sup> October of each year by the president.

Section 3. The nominating committee shall seek candidates from general membership in October of each year. The nomination committee shall submit to the voting members of The Association a slate of candidates for various offices of The Association by 1<sup>st</sup> November, 30 days before the annual general body meeting along with a short resume of the candidates. There shall be one nominee for each position. Other candidates who receive at least 2 endorsements from active members in good standing shall be included on the ballot in addition to the nominees of the nominating committee provided such nominations are received by any member of the nomination committee in writing at least ten days prior to the election date.

Section 4. Balloting – The members of The Association will cast their votes in person in the general body meeting. The ballot will be opened by nominating committee for tabulation during the annual general body meeting. The results of the election will be announced by the chairperson of the nominating committee. In case of a tie, a runoff election will be conducted amongst the candidates receiving equal votes during the same session. No new names will either be sought or will be added to the list of candidates indicated on the original ballot for the post under consideration. This reelection will be conducted by the same committee which conducted the original election and new ballots will be given only to the voting members.

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## CHAPTER 9.

## **VACANCIES**

Section 1. An office of The Association shall be declared vacant whence an Officer resigns, or leaves the Tampa Bay Area for a period longer than six months without prearrangements with the council, or becomes unable to carryout duties of the office for reasons of health or otherwise.

Section 2. Should the office of the President become vacant, the President-elect shall succeed the presidency for the unexpired term. Should the office of President thereafter again become vacant, if the unexpired term is less than six months the immediate past president will succeed the presidency. In case the unexpired term is longer than six months the council, at a regular or special meeting, shall elect a new president from amongst the councilors to serve the next annual general body meeting of The Association.

Section 3. The vacancy of the President-Elect will be filled in the following manner:

- a. Should the office of the President-Elect fall vacant within the first six months of the term of this office, the vacancy will be filled by a special election to be directed by the Chairperson of Trustees.
- b. If the duration of vacancy is less than 6months, the position shall remain vacant. The nominating committee in this case will be chartered at the time of scheduled election to seek nominations for both the President and President-Elect for the next term.

Section 4. The vacant office of the past President shall remain vacant until the annual meeting of The Association.

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Section 5. Should the office of the Secretary or Treasurer become vacant, the council shall fill these posts by selecting from amongst the members of the council or general body.

Section 6. When a post of a Councilor-at-Large is declared vacant by the council, the council may select new Councilor-at-large from amongst the members of the Association, giving due consideration to the geographical area of the departing Councilor-at-Large.

Section 7. When a post of a member of the BOT is declared vacant, the BOT may select another trustee from among the past members of BOT.

## CHAPTER 10. **REFERNDUM**

Section1. Procedure:

- a. Any voting member can initiate an issue for referendum, after obtaining signatures from 50% of the voting members.
- b. The request for referendum shall be given in writing to the President or Secretary.
- c. The President or his/her designee shall call a combined meeting of the BOT and the Executive Council within four weeks.
- d. The quorum for this combined meeting shall be 2/3 of both bodies. If 2/3 of the present members approve, the proposal passes. It should be ratified in the next general body meeting.
- e. If the proposal does not pass then a general body meeting is called by the President within four weeks.

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## CHAPTER 11. **AMENDMENTS**

These bylaws may be amended as stated in the constitution in Article 9.

## CHAPTER 12. **FINANCES**

The President shall be empowered to use up to \$500 at his/her discretion on a contingency basis, and to submit the pertinent receipts to the treasurer at a later date.

## CHAPTER 13. **EMERGENCY**

When prompt speech or action is imperative, authority to speak or act in the name of The Association is vested in the executive council.

## CHAPTER 14. **MANDATORY MEETINGS**

The Association shall hold the following special activity meetings:

- a. Pakistan Resolution Day/Youme Pakistan Celebration/March 23<sup>rd</sup>
- b. Independence Day/Youme Azadi Celebration/ August 14<sup>th</sup>
- c. Annual general body meeting and elections

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(Policy and Procedures)

Following are the guidelines for day to day running of the Association's Administrative Responsibilities:

At the start of each year it is recommended that a combined meeting of the BOT, the outgoing Executive Council and the incoming Executive Council be held. Agenda for this

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meeting is as follows. This combined meeting will be chaired by the Chairperson of BOT.

1. In this meeting the Policy and Procedure Manual must be received.
2. A formal sign in and sign out must be done
3. Fiduciary responsibilities shall be reviewed with the newly elected officers.
4. Oath taking from the new officers of the Association must be performed by the Chairperson of BOT. The oath can be taken individually by each member or by the entire elected council together. Oath is as follows:

“I pledge to uphold the constitution and abide by the bylaws of the Pakistani American Association of Tampa Bay, to achieved its goals and objectives, with full faith in the Association, unity towards fellow officers and members beyond personal sensitivities and with discipline in my efforts, to the best of my abilities. So help me God.”

5. Detailed financial report from outgoing council to the new council must be given.
6. Bank accounts and latest bank statements must be reviewed.
7. Mailbox keys be handed over to the Secretary.
8. All other continuity issues be discussed. Unfinished business from previous year be discussed and brought to the attention of the new Council.
9. All of the Association records and assets must be signed out to the new President of the Council.

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## Events:

1. One General Body meeting is a must at the end of the year where elections are held and financial reports of the year are presented to the general body. More meetings may be held if deemed necessary by the Council.
2. Pakistan resolution Day and Pakistan Independence Day to be observed as close as possible to the actual dates. The August 14<sup>th</sup> Celebration will always be held on August 14<sup>th</sup> or the weekend immediately following August 14<sup>th</sup>. Pakistani flavor of these events must be maintained.
3. All events must be budget neutral and each event must be self supporting.

## Financial:

1. 20% of each year budget must be left for next year new council as a start up expense and another 10% should be saved for long term savings.
2. Life membership dues must be added to the long term saving account and not be used for running expenses.
3. Treasurer must keep updated on the investment capital of the Association.
4. Investment strategies must be decided with Board of Trustees.
5. Annual corporate registration of the Association must be renewed by the secretary by March of each year or whenever required by the state in a timely fashion.