



Dallas-Fort Worth Maharashtra Mandal

डॅलस-फोर्टवर्थ महाराष्ट्र मंडळ

Calendar Year 2019 – 2020 | कार्यकारी वर्ष २०१९ - २०२०



President: Harish Nehate, **Secretary:** Sushil Dravekar, **Treasurer:** Manoj Pagnis
Co-Treasurer: Anup Shahapurkar, **Webmaster:** Rohini Raut

DFWMM Board of Advisors (BoA)

Dallas Fort Worth Maharashtra Mandal (DFWMM) is a 501 (c) 3 registered non-profit organization, and operates under the general laws of the State of Texas and its activities are governed by approved Constitution and Bylaws. DFWMM Executive committee(s) from year 2017-2018 proposed Board of Advisors (referred as BoA) positions as a new additional article/addendum to existing constitution, which was approved at the GBM held in June 2019.

1. Composition:

The BoA shall consist of 5 voting members of which 2 positions will be filled by incoming and outgoing DFWMM President henceforth termed as “nominated members” The other 3 positions henceforth termed as “elected members” shall be elected by the General Body in the manner set out below in section 5.

Upon BoA Formation, the current President of the DFWMM Corporation shall act as a liaison between the BoA and the Executive Committee of the DFWMM.

2. Tenure:

- The tenure for BoA member will be maximum up to 3 years.
- The term will start with Mandal fiscal start date of Jul 1st of the year and end 3 years from that day on June 30th
- In order to keep continuity on the board, one member of the board will retire every year and this open position will be filled as per section 5 below.
- During the inception of the board following rules will apply for the tenure of the board members
 - One out of 3 members term will end after 1 year.
 - One out of 3 members term will end after 2 years.
 - Third member will serve full term of 3 years.
 - Names will be drawn to select members that will serve shorter terms during the GBM at which this board will be constituted.

3. Term Limit:

- Each BoA member can serve maximum of 2 consecutive full terms.
- Member choosing to serve second consecutive term shall comply with nomination and appointment process listed in below section 5 and 6 respectively



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- c. Any BoA member appointed to the vacant position will serve the remaining term of the departing member; if this partial term is less than 1 year it shall not be counted against the term limit.

4. Eligibility to apply for BoA:

- a. Should have experience of working on DFWMM committee from past and have a good standing record.
- b. Should have possessed active DFWMM membership for last five consecutive years and needs to have DFWMM Mandal membership while applying for the post and agree to continue as a member in good standing throughout the BoA term.
- c. Should not have been party to any legal law suit or litigation against DFWMM.
- d. Should not be current beneficiary of any for profit venture/contract/agreement with DFWMM.
- e. Should not be engaged with DFWMM in any way that could cause conflict of interest.

5. Appointment:

- a. General Body Meeting to elect the members of BoA for any open positions shall be called by the executive committee of the DFWMM. Notice of such GBM should be provided to the members of DFWMM at least one month in advance of the GBM date.
- b. Only current members (members who have paid membership dues for the current year) of DFWMM present at the General Body Meeting (GBM) will have right to vote in election of member of BoA.
- c. If the total number of nominations exceed the total number of open positions on the board; President and Executive Committee will hold the election at the GBM to fill these positions.
- d. The BoA nominee from the pool of nominations (see section 6) gaining majority votes will be appointed to BoA for that term.
- e. In the event of removal or resignation or the inability to serve or the death of a member of the BoA, President of the DFWMM in consultation with the remaining members of the BoA shall appoint a replacement who shall serve until the first of below occur,
 - a. The expiration of the remaining term of the deceased, removed or resigned member
 - b. The next scheduled GBM for election of the new Executive Committee, or
 - c. A special meeting of the General Body called to fill such vacancy.



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6. Nominations:

- Potential Board of advisor/s, meeting eligibility criteria set forth in section 4 above can do self-nomination for any open positions announced by the executive committee at the end of the current tenure of the board member. OR
- President in consultation with current executive committee, can nominate member/s from community, for the BoA position/s.

7. Roles & Responsibilities of Advisors:

The BoA brings unique knowledge and skill to more effectively govern the organization. It cannot issue directives that must be followed by the Executive Committee. It only serves to make recommendations for the consideration by Executive Committee of the DFWMM.

Members of Advisory board /should:

- Carry out the organization's mission in accordance with the purpose stated in getting qualified as a nonprofit organization.
- Be actively working with other members of BoA's and DFWMM Executive committee to advance the DFWMM's mission and goals.
- Make sure that DFWMM is abiding by all applicable laws and regulations and doesn't engage in illegal or unauthorized activities.
- Ensure continuity of the activities of the DFWMM. Render guidance and share best practices to the Executive Committee in the matters of finances, programs, donations/subscriptions, etc. as needed / if required.
- Oversee and provide support, to the Executive Committee in their operations, and strive to ensure that all members of the Executive Committee, BoA, volunteers and appointees follow the policies, processes created and adopted by the DFWMM and identify if any deviations from the by-laws.
- Assist the DFWMM as needed in fund-raising and public relations activities in coordination with the Executive Committee.
- Review the long-term needs of the Corporation's membership and making recommendations to the Executive Committee for necessary actions



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- h. Monitor the operations of the Corporation to verify that they are in keeping with its long-term objectives and making recommendations to the Executive Committee to align the operations to long-term objectives if needed.
- i. If warranted, suggesting amendment to the Articles of Incorporation and By-Laws to the Executive Committee to enhance abilities of the Corporation to meet stated goals and purposes
- j. Be able to read and understand financial reports and be willing to review expenditures and examine variances. And provide recommendations with their expertise as applicable.
- k. Place the interests of the organization ahead of their own interests at all times.
- l. Publicly disclose any conflicts of interests and not use BoA service/s as a means for personal or commercial gain.
- m. Be actively participating in BoA meetings. BoA should meet at least once every quarter along with president and should note all proceedings, with Secretary of DFWMM and decisions made in these meetings.
- n. Keep records and submit expenses timely to the Executive Committee/treasurer of any financial dealing/obligation with a copy to Secretary of DFWMM
- o. Not engage in any activity that adversely impacts the DFWMM and/or its membership, the schedule of events, the funds of the DFWMM, and the goals/mission of the DFWMM.
- p. The Board of Advisor/s may call a special meeting to discuss special issue(s) or urgent issue(s) by giving the other members of the Board of Advisors and the President of the Corporation at least two weeks' prior notice. The notice of any meeting shall provide the agenda for such meeting and adequate information on the issue to be discussed and may be delivered by electronic mail. The minutes of any meetings of the Board of Advisors will be recorded and stored by the Secretary of DFWMM.

The Executive Committee shall review any recommendations made by the BoA for enforcement; provided, however, the Executive Committee may overrule the recommendations of the BoA by a vote of two-thirds of its executive committee members entitled to vote.

If either the BoA or the Executive Committee is concerned that that the actions of the other violate the Articles of Incorporation or these By-Laws or may cause material harm to the Corporation, it shall have the right to call a meeting of the General Body to overturn such acts.

8 Resignation and Removal:



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- a. A member of the BoA may resign at any time upon written notice to the BoA and the President with a copy to Secretary.
- b. A member of the BoA who fails to repeatedly attend official meetings of the BoA without prior notification can be removed from the BoA per section 8.e. below.
- c. Any member of the BoA who fails to comply with the DFWMM By-laws can be removed from the BoA per section 8.e. below.
- d. Any member of the BoA deemed ineligible per section 4 above can be removed from the BoA per section 8.e. below.
- e. If a member of the BoA fails to abide by the By-Laws of the DFWMM, he/she may be removed as follows:
 - i. The removal of a member of the BoA must first be approved by all of the other members of the BoA followed by a vote of two-thirds (2/3) of the voting members of the DFWMM Executive Committee in favor of removal. OR
 - ii. The member of the BoA subject to removal shall be removed from office by the simple majority vote of the votes cast by the members in good standing of the DFWMM present at the special GBM called for this purpose. In the event of such removal, the appointment of new member on BoA will be in accordance to section 5.d above.

Approved By:

- Executive Committee, DFWMM 2019-2020