

Constitution and Bylaws of Mymensingh Medical College Alumni Association of North America (MMC AANA)

Article 1: Name of the organization shall be Mymensingh Medical College Alumni Association of North America (herein after referred as MMC AANA) and will be a not for profit organization.

Article 2: Aims and Objectives

MMC AANA was formed to address a need for cohesive actions on the part of physicians who graduated and trained in Mymensingh Medical College (MMC) of Bangladesh, residing in North America. MMC AANA will maintain the identity of this group of people and will provide a forum for scientific, educational, cultural and charitable activities.

Objectives of MMC AANA are the following:

- 1) To develop, promote and foster friendly relationships between the physicians who graduated and trained in MMC of Bangladesh, and residing in North America.
- 2) To aid and assist medical students and physicians of MMC in obtaining advanced, specialized medical training, and in post-training job placement in North America.
- 3) To make contribution to organizations that qualifies as tax-exempt organizations under Section 501 (see Internal Revenue code or the corresponding provisions of any succeeding section or future United States Internal Revenue code section).
- 4) To conduct seminars and other educational programs which acquaint members in North America and physicians in Bangladesh of recent developments and advancements in the field of medicine.
- 5) To establish relationship with other physicians and alumni associations in North America, exchange information and ideas, and cooperate in the area of mutual interests.
- 6) To render medical assistance to the local community in North America and in Bangladesh whenever possible.
- 7) To enhance advancement of medical education and training at MMC, as well as other medical institutions in Bangladesh, to facilitate the progress and standard of medical care services in Bangladesh.

Article 3: Membership

- Section 3.1 - MMC AANA shall be open to any graduates of Mymensingh Medical College (MMC) of Bangladesh who are current residents of North America and accept this constitution and the bylaws of the organization, unless otherwise stated in these bylaws.
- Section 3.2: Categories of Membership

Organization shall have the following categories of membership:

- a. Section 3.2.1 - Regular membership: Physicians are defined as Section 3.1, who are currently residents of North America and who pay the annual membership fee.
- b. Section 3.2.2 - Life Members: Regular members who pay one-time fees equivalent to 10 years of annual membership dues are in effect becoming life members, or any other amount determined by the Executive Committee.
- c. Section 3.2.3 - Affiliated Members: Physicians (MD or DO) in North America who are descendants (children) of regular, life and Emeritus members of MMC AANA.
- d. Section 3.2.4 - Honorary Members: Honorary membership can be conferred to any health affiliated individual who, in the unanimous judgment of the Executive Committee, has made an outstanding contribution towards the Aims and Objectives of the organization. Honorary members shall be exempt from dues and shall have no right to vote or hold office, however could be appointed as members of committee or task force by the Executive Committee.
- e. Section 3.2.5 - Emeritus Members: Executive Committee may grant membership to any seven-year regular member or life member based on their contributions for the advancement of MMC AANA. Emeritus members shall be exempt from dues and will not hold office, however could be appointed as members of committee or task force by the Executive Committee.

- Section 3.3: Right and Privileges

All memberships shall have the following privileges:

- a. Section 3.3.1 - Only regular and life members shall have the privilege to vote. Members will be eligible to vote after paying annual dues for a consecutive two years.
 - b. Section 3.3.2 - Life members and regular members, after paying dues for a consecutive two years, will be eligible for running in the Executive Committee membership.
 - c. Section 3.3.3 - All members are to participate in all activities sponsored by the Association.
 - d. Section 3.3.4 - To use the facilities of the Association when available at a fee determined by the Executive Committee. All members shall be eligible to receive newsletter, publications, and/or other communications from the Association.
 - e. Section 3.3.5 - Only regular and life members are eligible for membership on the Executive Committee.
- Section 3.4: Enrollment

All categories of members, except the honorary members, shall complete an association application form for membership. An applicant shall submit his/her intention of type of membership in writing on the application forms available from the officials site/ or office of Association. Members are responsible for updating their addresses, telephone numbers, e-mail and other necessary data with the records of members of Association.

- Section 3.5: Evaluations of membership applications for new applicants

After initial application by the members, the Executive Committee shall review, verify and approve the category of membership and notify the status to the applicant.

- Section 3.6: Membership Dues

The Executive Committee shall determine from time to time yearly dues for each member categories. The dues shall be ratified in a general body meeting by a simple majority vote. Appropriate quorum Section 6.5, shall be met before such a vote can be taken. The membership year shall be from January 1st to December 31st of the year. To obtain or retain regular membership, which includes right of vote, members must have paid annual dues in full before midnight of April 30th of the year of election, by cash, money order, cashier check or by a personal check, for prior year/years and the calendar year of election. Anyone paying the membership dues after midnight of April 30th, of election year shall have no voting rights for that election cycle. Continuity of membership will start to be counted from the current and prior year/years dues payment. Members who have not paid annual dues for a consecutive two years would not be eligible to run for any membership of the Executive Committee. However, eligibility for election to the Executive Committee membership could be restored by paying dues of two consecutive years and/or years earlier. Regular membership dues may be waived by the Executive Committee for any members, on appeal and under special circumstances. Members who are delinquent with annual dues may attend the annual convention, but would be subject to bring arrears dues up to date at the time of registration for the convention.

- Section 3.7: Notification for Renewal of Membership

In January/February of each year, the Executive Committee shall cause renewal notice to be sent to each member, by mail/email or to his/her address as it appears on the record of the Association. General notification renewal of membership would be posted on association website as well as by group email. A reminder notice shall be sent to members of the Association in the month of October, year prior to the election year, reminding that the membership must be renewed by April 30th of the year of election, in order to retain the voting rights for particular election. However, each member is responsible for renewal of membership irrespective of issuance of the renewal notice.

- Section 3.8: Suspension and Termination of Membership

Violation or failure to comply with the bylaws of the Association or conduct in a manner detrimental to the wellbeing of the members or the Association shall constitute grounds for suspension or termination of membership. Such complaint shall be filed to the Executive Committee in writing detailing the alleged violation/violations. Notification of such complaint brought against any member shall be sent by registered mail to the

alleged member's address as it appears on the record of Association. This notification shall include a notice of time, place, and manners of conducting the meeting for the hearing of such complaint. The Executive Committee meeting convene for the purpose of alleged hearing, shall give adequate opportunity to the alleged member for the defense against allegation/allegations, in person or by his/her representative, selected by the alleged member. Such representation on behalf of the alleged member shall be notified to the Executive committee at least 10 (ten) days prior to the hearing. After appropriate hearing, the Executive Committee, by a minimum of 2/3 (two third) majority of the members present may suspend the member for up to two years, if it finds the complaint to be true and grossly detrimental to the function, reputation of the organization, the Executive Committee may recommend termination of the membership for life. However, termination of membership for life, needs approval of 2/3 (two third) majority of voting members present when quorum is met for the specific meeting.

- Section 3.9: Termination of Membership
 - i. Section 3.9.1 - Membership shall be terminated automatically if membership is not renewed for two consecutive years. However, membership could be reinstated upon payment of the arrears dues and then membership continuity will be resuming.
 - ii. Section 3.9.2 - Upon conviction of any felony or criminal actions, Executive Committee will terminate the membership after evaluation and confirmation of the conviction. The member shall be notified by a registered mail.

Article 4: The Executive Committee

- Section 4.1: General

The affairs of the Association shall be managed by the Executive Committee and shall be responsible to provide continuity for the organization by setting up a corporate and legal existence and to represent the organization's point of view through interpretation of its services and advocacy for them. It shall also provide leadership and execute policies. No members of the Executive Committee shall receive any compensation for their service to the Association.

- Section 4.2: Qualification of members of the Executive Committee

The Executive Committee shall consist of 11 (eleven) members, any voting members in good-standing who have been member of the Association for at least two consecutive years immediately prior to the date of his/her election and who is a legal resident of North America shall be eligible to be elected as a member of the Executive Committee. After ratification of this constitution and bylaws, on the first election of the Executive Committee membership, the requirement of 2 (two) years membership to have voting right and to be eligible for nominee of the Executive Committee is waived down to 1 (one) year only.

- Section 4.3: Election of members of the Executive Committee

Executive Committee shall be elected as described under Election Procedure, Article 10, for the position of President, Vice President, General Secretary, Treasurer, Organizing and Communication Secretary, Cultural and Social Secretary, Scientific and Academic Secretary, Two members at large, and one young physician (in residency training, in medical research and in advanced medical education) member at large.

- Section 4.4: Resignation

Members of the Executive Committee may resign at any time, and the office shall be declared vacant upon the delivery of the letter of resignation to the President of the Executive Committee.

- Section 4.5: Vacancy in the Executive Committee

Any vacancy in the Executive Committee for any reason shall be filled in accordance with the procedure laid down in the election rules in Article 10, Section 4.7.2, Section 4.7.3 and Section 4.7.4, Section 4.7.9. Under this provisions the filled vacancy position of President, Vice president, General Secretary, Treasurer or any other member of the Executive Committee shall hold the office till next schedule election, if the remainder of the term is less than 12 (twelve) months. If however, the vacancy of the position/positions is of more than 12 (twelve) months for the remainder of term, the Election Committee shall initiate nomination/election process within 60(sixty) days per Article 11. If the entire Executive Committee resigns, the same Executive Committee member shall continue to function until a new Executive Committee is elected within 90 days from the date of resignation according to Article 10 and Article 11.

- Section 4.6: Officers of Executive Committee

Officers shall consist of Immediate Past President, President, a Vice President, a General Secretary, a Treasurer, an Organizing and Communications Secretary, a Cultural and Social Secretary, a Scientific and Academic Secretary, Two members at large, and a young physician (In residency training, in medical research and in advanced medical education) member at large.

Elected officers shall serve 2 (two) years term as members of the Executive Committee. Terms of services shall be followed per Section 10.1

- Section 4.7: Duties and Responsibilities of Officers of Association

Section 4.7.1 - President

Shall be the Chief Executive Officers of the Association and shall be responsible for Executive Committee. President shall have general overall responsibility for all affairs and management of Association and shall call and preside over the meetings of Executive Committee and meetings of general members.

Section 4.7.2 - Vice President

Shall assume the duties of President upon temporary absence or incapacity of the President. Upon resignation or removal from the office, death, or permanent incapacity of the President, the Vice President shall become President for the remainder of the term, and the successor Vice President shall be elected within 60 days of such event per Article 10, Article 11. The Vice President shall perform other duties as designated by either the President or by the Executive Committee. In case of resignation, removal from the office or permanent disability of the Vice President, the General Secretary of the Executive Committee will assume position of the Vice President until the next scheduled election is held per Section 10.3.

Section 4.7.3 - General Secretary

Shall maintain records of the Association in accordance with the laws of the United States. Shall also maintain minutes of the meetings of the Executive Committee and of Membership. Shall ensure that all notices are duly served in accordance with these bylaws. The General Secretary shall ensure that all records of the Association are kept properly. Shall maintain a current and

accurate membership list and shall perform such duties as customary and incidentals to the office of General Secretary and such other duties as assigned by the President of the Executive Committee or by the Executive Committee. Upon resignation, removal from the office, death, or permanent incapacity of the General Secretary, the Executive Committee will nominate a member of the Executive Committee to fill the position of General Secretary until the next scheduled election is held per Section 10.3.

Section 4.7.4 - Treasurer

Shall maintain all financial records of the Association in accordance with the standard accounting principles. The treasurer shall maintain the current accounts of the Organization in such depository, as shall be approved by the Executive Committee. Treasurer shall be in charge of all accounts of the Association. Treasurer shall sign all checks. Disposal of funds for the purpose of functional need of Association from any existing association accounts by certain pre-determined amount, by the Executive Committee, shall require additional signature from the President of the Executive Committee. The Treasurer shall propose the annual budget of the Association in the regular meeting of the Executive Committee for approval. Treasurer shall submit an annual financial report at the annual meeting of the Association. Executive Committee, at its discretion, may have an independent certified public accountant to review this financial report before presentation at the membership meeting. Treasurer shall limit all expenses to the approved budget ceiling. Upon resignation, removal from office, death, or permanent incapacity of the Treasurer, the Executive Committee will select an Executive Committee member to fulfill the Treasurer responsibility until the next scheduled election is held per Section 10.3.

Section 4.7.5 - Organizing and Communication Secretary

Shall be responsible for communication with the members, manage information and systems, facilitate internal operations, and promote a desired public image. Shall develop and promote the agenda of the organization. Will ensure that all aspects of communications are covered to ensure that the Association's message has been delivered clearly and successfully to all members. Shall promote the goals of Association to outside community, conduct membership drives, and organize all activities by the Executive Committee. Will develop a database and information system for the association regarding all MMC physicians in North America. Will also serve as a resource to the practicing and non-practicing physicians of MMC and establish a well-functioning web site presence of MMC AANA.

Section 4.7.6 - Scientific and Academic Secretary

Shall develop and plan for continuing medical education program with or without CME credits during annual convention/any time feasible. Shall coordinate the scientific sessions and educational program at the time of annual convention and/or in Bangladesh, in collaboration with MMC or BMANA. May develop liaison/ resources to the practicing and non-practicing physicians of MMC who are involved in the field of medical research in North America or in Bangladesh.

Section 4.7.7 - Cultural and Social Secretary

Shall be responsible for the Organization of all cultural and recreational activities of the Association. Shall also make necessary arrangements as needed for special functions for the youths of the community. May also establish liaison /coordination for the charity activities in communities in North America, as well as in Bangladesh.

Section 4.7.8 - Members at Large

Two members at large amongst the physicians, as well as a member at large amongst the young physician will be elected in the Executive Committee for the term of two years. These members would have the responsibilities /tasks delegated by the President/ the Executive Committee for the purpose well-coordinated functioning Association.

Section 4.7.9 Immediate Past President

Past President would be the resource for the new Executive Committee in cohesive functioning of the association. Past president could have specific tasks/responsibilities delegated by the Executive Committee.

Vacancies of Organizing and Communication Secretary, Scientific and Academic Secretary, Cultural and Social Secretary and all members at large shall be filled by the Executive Committee from its members or from general membership and will remain in the Executive Committee till next scheduled election.

Article 5: Removal of members from the Executive Committee

Any member of the Executive Committee can be removed from the office by the passage of no confidence motion by 2/3(two-thirds) majority at a voting membership meeting where quorum is met, especially if the meeting is held for this purpose. However, no confidence motion must be submitted by 10 (ten) eligible voting members to the Executive Committee stating the reason/reasons for removal of member/members from Executive committee. The Executive committee shall be bound to call special meeting within 30 (thirty) days of such notice to the eligible voting members for this purpose.

Article 6: Meetings

- A) Annual general membership meeting and business meetings will be held during the annual convention.
- B) Executive Committee shall meet at least twice a year or as often as needed to conduct the organization's business. Time, place and manners of Executive Committee meetings shall be decided by the President of Executive Committee. If Executive Committee is unable to reach a majority vote decision, the President of Executive Committee shall submit the question to a special general members meeting and follow Section 6.4.
- Section 6.1 - Annual general membership meeting. (AGM)

The time and place of all meetings shall be decided by the Executive Committee.

AGM time and place notice shall be posted on the MMC AANA website and by group emails/or mails at least 2 (two) months in advance. Shall be recomunicated at least 30 (thirty) days before the Annual General Meeting. It shall be responsibility of all members to keep their email, address, telephone and other necessary demographic current with MMC AANA website and the officials. AGM is open to all general members.

Purpose of AGM may be for a) annual review and status of the Association, b) Announcement of the results of general election, if applicable and available c) Approval of budget and for the transaction of other necessary business d) other Business matters determined by the Executive Committee e) other agendas Proposed by the members present.

Presence of 40% of the regular and life members registered at the annual convention constitute quorum for the annual general meeting. Once a quorum

is established, the business of meeting shall continue, and all actions at the meeting shall be binding, even if a majority is not present at later times in the conference. If a quorum is not met at the regularly scheduled annual meeting of the members, main business shall be conducted by ballot through US Postal Service within 60 days of the second scheduled meeting.

- Section 6.2 - Annual Convention

The Executive Committee shall appoint a Convention Committee at least one year prior to the annual convention. The purpose of the annual convention is:

Section 6.2.1 - To bring together all the members once a year and to discuss issues of interest to members of MMC AANA and descendants in North America

Section 6.2.2 - Convene a scientific meeting

Section 6.2.3 - To arrange a series of social and culture events

Section 6.2.4 - The convention advisory committee will make recommendations for future convention site. Convention site shall be selected at least six months in advance. Executive Committee must approve the selection site and date of the annual convention.

- Section 6.3 - A Special Meeting

A special meeting of members may be called for a specific purpose, by the President of the Executive Committee.

Section 6.3.1 - On recommendation by the majority of members by the Executive Committee, the President shall call such a meeting on a date and time specified in the resolution adopted by the Executive Committee for such purpose

or

Section 6.3.2 - On submission of written petition to the President of the Executive Committee by not less than 25% of the voting members. Such petition shall specify the purpose, date, time, place and process of the meeting, and the Executive Committee shall comply.

- Section 6.4 - Notice of Meetings

Notice of meeting stating the purpose, place, date, time and manner meeting would be held, shall be delivered by/or at the direction of the President of Executive Committee, either personally , by mails/ group email to each voting member not less than 30 (thirty) days before the date of such meeting. This notice also should be posted on MMC AANA web site.

- Section 6.5 - Quorum (definition)

Presence of 40% (forty) of the eligible voting members at any meeting shall constitute a quorum at such meeting. If a quorum is not meet at the beginning of any meeting of members, the President of the Executive Committee shall adjourn the meeting. In such event, another meeting would be called by the President, in compliance with Section 6.1, Article 6.

- Section 6.6 - Making Decisions

Act of majority of voting members present in the meeting, where a quorum is met, shall be decision of the members, except where otherwise provided within these bylaws.

- Section 6.7 - Voting

At any meeting of the members (regular and life) shall vote in person/mail/email ballot, but there shall be no voting by proxy.

- Section 6.8 - Meeting of the Executive Committee

The Executive Committee shall meet at least once every six months in person or by teleconference. At the first meeting of the Executive Committee, after regular election, a particular time and day of the month will be chosen for the regular meeting which shall be adhered to until the end of the fiscal year. Appropriate notice of regular meeting of the Executive Committee shall be served at least 30 (thirty) days prior to the meeting.

- Section 6.8.1 - Participation of members in the meeting

All regular meetings of the Executive Committee shall be open to the members of the Association to attend. Members may be allowed to participate in the discussion with the approval of the President or chairperson. General members shall not take part in voting in the Executive Committee.

- Section 6.8.2 - Quorum

a) In all meetings of the Executive Committee, a simple majority of the members shall constitute a quorum.

b) In Annual General Meeting (AGM) presence of 40% (forty) of voting members registered at the convention shall constitute a quorum.

- Section 6.8.3 - Decision of the Executive Committee

Act of majority members of the Executive Committee present at the meeting at which a quorum is met shall be the decision of the Executive Committee, except where otherwise stated in these bylaws.

Article 7: Committees of the Executive Committee

- Section 7.1 - General Rules

Section 7.1.1 - The Executive Committee shall conduct business of the Association through a number of committees. New committee may be created By the Executive Committee.

Section 7.1.2 - Unless otherwise stated in these bylaws, the Executive Committee shall appoint a chairperson for each of the committees. Such Chairperson should usually be a member of the Executive Committee, but the Executive Committee can make an exception in this regard. Each committee Chairperson shall select members to his/her committee, unless otherwise stated In these bylaws. Members of this committee/committees has to be a regular/life member of the Association.

Section 7.1.3 - All committees shall be responsible to the President of the Executive Committee and shall forfeit their responsibility as defined for each committee or delegated by the Executive Committee.

Section 7.1.4 - Each committee shall have the right to form subcommittees to office's own members to which it may delegate specific functions. Each Subcommittee shall be directly responsible to its own committee.

Section 7.1.5 - quorum for meeting of the committee
A simple majority of the whole committee shall constitute a quorum.

Section 7.1.6 - Each committee may adopt rules of its own operation, so long as these rules are not inconsistent with any resolution of the Executive Committee or any provision of these bylaws.

Section 7.1.7 - Each committee shall meet at least every 4(four) months or as determined by the chairperson. Each committee shall maintain minutes of the meetings and send a copy of the minutes to the Executive Committee.

Section 7.1.8 - President of the Executive Committee shall be an official member of all committees.

Section 7.1.9 - Executive Committee may establish an ad hoc committee for a specific purpose.

Article 8: Standing Committees of the Executive Committee

- Section 8.1 - Constitution Committee

These members shall consist of three voting members of the Association who are not members of the Executive Committee. Three members shall be elected for a period of two years, by the Executive Committee. Three members shall select a chairperson from amongst themselves. Members of the committee may be re-elected, and any vacancy in these committees shall be filled by the Executive Committee. Any ambiguity in the constitution shall be referred to the Constitution Committee for clarification by resolution of 2/3(two third) of the Executive Committee or 20% (twenty) of the eligible voting members. Article:15.

- Section 8.2 - Election Committee

The Executive Committee shall form an Election Committee consisting of three regular members of the Association for the purpose of conducting election of the members to the Executive Committee. The committee members shall choose their own Chairperson

from amongst themselves. Members of the election committee shall not serve currently as a member of the Executive Committee and shall not seek any position on the Executive Committee for the terms for which they are selected as a member of the Election Committee. Since Election Committee members may have some privileged information available to them for being in the Election Committee, no election committee member would be qualified to be a candidate in an election that is held within six months of his/her resignation from the election committee. Election Committee shall conduct the election as prescribed in Article: 11, Article: 12.

- Section 8.3 - Convention Committee

Executive Committee will appoint Convention Committee and designate an appointee as Convener. Executive Committee members may be appointee/appointees for the convention committee. Convention Committee is responsible to arrange and organize the convention/reunion at pre-determined city. President/Executive Committee shall have the authority to override the decision/decisions of Convention Committee, if the Convention Committee decision is contrary to the goals and interests of the convention and association.

Article 9: Local Chapters Association

No local chapters of MMC AANA will be allowed in the United States. A local chapter may be founded in Canada/Mexico. Minimal number of members for this chapter shall be 50 (fifty) and shall be bound by the Constitution and Bylaws of the MMC AANA. Local chapter members must be members of MMC AANA.

Article 10: Election of members of the Executive Committee

- Section 10.1 - Terms of Services of the Executive Committee

The 11 (eleven) members of the Executive Committee shall each serve a two-year term. Each of the elected members can be re-elected for the second two-year term. After serving a second term, a member must retire from the Executive Committee for at least one two-year term, after which he/she can be re-elected for another one two-year term. At the end of this third term, the member must retire again for one two-year term. This cycle can be repeated in similar sequences and terms.

- Section 10.2 - Time of Election

The election shall be held any time between July and November in the year election is due.

- Section 10.3 - Vacancies in the Executive Committee

Unless otherwise provided in these bylaws, the vacancies of the Executive Committee shall be filled in accordance with Article 11, Section 4.7.2, Section 4.7.3 and Section 4.7.4, Section 4.7.9 of the bylaws. Vacancies shall be filled within 60 (sixty) days of such vacancy. If the vacancy for an office, the term of which shall expire at less than 12 (twelve) months, the Executive Committee may elect/select an executive Committee member or a voting member of the Association for the remaining term period. If the remaining term is longer than 12 (twelve) months, then the Election Committee will initiate the nomination and election process within 60 (sixty) days of such vacancy.

Article 11: Nomination/Election Process

- Section 11.1 - Solicitation of Nomination of Election

Election committee shall solicit nominations for election of the Executive Committee from voting members at least 45 (forty-five) days before the election, through appropriate nomination form, approved by the Election Committee, which shall display the names of the proposed candidate, position the candidate is nominated for and the name of the nominating voting member.

- Section 11.2 - Evaluation of the Nominee

After receiving the nomination, the Election Committee shall evaluate the eligibility of the nominee/nominees and obtain the written consent of the nominee/nominees to become a candidate for the designated membership of the Executive Committee. Email consent could be obtained from the nominee, when appropriate, for the purpose of election.

- Section 11.3 - Election Committee shall design an official ballot utilizing the official stationery of the Association, displaying the names of the candidates and the nominated position of the candidate. The Election Committee shall provide details instructions for completion and return of the ballot papers/envelope, last date of return of ballot/envelope. Also shall provide details of steps of election process including the time line for filling complaint regarding the election process. The designed ballot and the

returned envelope shall be signed /initialed by the Chairperson of the Election Committee before it is mailed out. The ballot papers and the envelope shall be mailed to the all eligible voting members, as per instruction of the Chairperson of the Election Committee. However Executive Committee may consider, after proper vetting, an electronic voting system, when appropriate.

- Section 11.4 - Return of the Ballot

The ballot paper/envelope shall be returned to the designated address (rented lock box) by mail to the Chairperson of the Election Committee within specific predetermined date. Ballot envelope must have postal marking prior to or the specific last date set by the Election Committee. The ballot paper must be returned in the provided return envelope prepared by the Election Committee. Any ballot with improper postal marking date, improperly executed envelope/ballots shall be considered invalid.

- Section 11.5 - Counting of the Ballots

All nominees or their representatives shall have the right to attend the counting of the ballots. The place, time and date of counting shall be communicated to all nominees by the President of Executive Committee and Chairperson of Election Committee. After checking the envelopes for authenticity and validity of postal marking, the ballot papers shall be checked again for authenticity. When the authenticity of envelopes and ballot papers has been appropriately verified, the official counting of ballots shall start.

- Section 11.6 - Results of the Election

The Chairperson of the Election Committee shall submit, in writing, the newly elected member/ members, their elected positions to the President of the Executive Committee as soon as the election process has been verified and completed. Section 11.4, Section 11.5. The results then shall be announced and communicated by the Chairperson of Election Committee to the newly elected members of the Executive Committee via email and to the general members through association web site as well group emails on the record of association.

Article 12: Disposal of Ballot Papers

After completion of election, the ballot papers shall remain in the custody of the Chairperson of the Election Committee. If no written complaints are received regarding any aspect of the election process by the Chairperson of the Election Committee within 15 (fifteen) days of announcement date of election results, then all ballot

papers/envelopes shall be destroyed by the Chairperson of the Election Committee within 15 (fifteen) days of expiration date of filing any complaint. If however any complaint/complaints filed within the specified time regarding the election process, Election Committee Chairperson will defer from destroying/disposing ballots/envelopes and will continue to hold the ballot/envelopes till the Election Committee and Executive Committee combined of 2/3 (two-third) voting would determine the process of resolution of complaint/complaints.

Article 13: Assumption of the Office

The assumption of the office of newly elected members of the regularly scheduled election process shall take place on the first day of the fiscal year. Members elected to fill the vacancy longer than 12 (twelve) months will assume the responsibility immediately after election result been announced, in coordination with the President/ Executive Committee.

Article 14: Rules of Meetings

At all meetings of the Executive Committee, other committees and membership shall be conducted in accordance with the standard of parliamentary procedure, as contained in the current edition of Robert's Rules of Order, unless specifically mentioned in various sections of these bylaws.

Article 15: Amendments

These bylaws can only be amended by 2/3 (two-thirds) majority of eligible voting members of the Association. Any proposed amendment to these bylaws shall be submitted to the eligible voting members at least 30 (thirty) days before the annual general meeting in which the proposed amendment/amendments are to be voted. A minimum of 10 (ten) eligible voting members may propose any amendment/ amendments to these bylaws to the Constitution Committee. If approved by the Constitution Committee and Executive Committee of by 2/3(two thirds) majority, then Executive Committee shall place the approved amendment/amendments for vote by the eligible voting members. The Executive Committee or 20% (twenty) of the eligible voting members may also directly propose amendments to these bylaws. In any way, failure to achieve approval of 2/3 (two-thirds) majority votes from eligible voting members will leave the bylaws unchanged.

Article 16: Dissolution of the Association

The Association may be dissolved and wind up its affairs in the following manners:

The Executive Committee, by at least 2/3 (two-thirds) majority, shall adopt a resolution recommending that the Association be dissolved and submit such a resolution at an annual or special meeting of the general membership. Resolution to dissolve the Association shall be adopted upon receiving at least 2/3 (two-thirds) of the total voting members of the Association.

Upon adoption of this resolution by the members, the Association shall cease to conduct its affairs, except as so far as may be necessary for the proper winding thereof. All liabilities and obligations of the Association shall be satisfied, discharged or adequate provisions shall be made thereof for. Any remaining assets may be distributed to a non-profit charitable organization predetermined by 2/3 (two-thirds) majority of the voting members or Executive Committee.