

# **PRAVASI MALAYALI FEDERATION (PMF)**



## **BY-LAWS**

# **PRAVASI MALAYALI FEDERATION (PMF)**

## **BY-LAWS**

### **ARTICLE I: Name and address of the organization**

#### **SECTION I: Name of the Organization**

The name of the organization shall be ‘**PRAVASI MALAYALI FEDERATION**’(PMF)

#### **SECTION II: Address of the Organization**

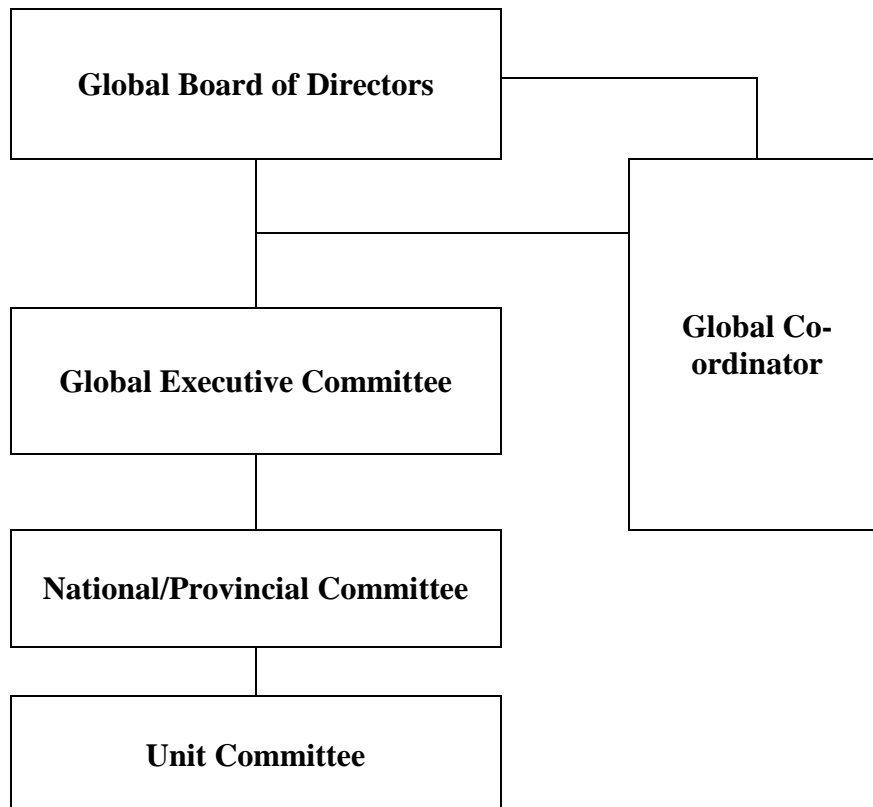
### **ARTICLE II: Deed of the Organization**

#### **SECTION I: Deed**

This Deed of the Federation (PMF) shall be an integral part of these bylaws. This Deed of Incorporation and articles therein shall prevail in case of disputes or controversies.

#### **SECTION II: Organization**

See attached Organizational Structure.



### **SECTION III: Directors**

PRAVASI MALAYALI FEDERATION's Directors shall be known in the Council and among its membership as Executive Council. Executive Council shall be the Board of Directors.

### **Section IV. EMBLEM**

The emblem of this association and each chartered club shall be of a design as follows:



### **ARTICLE III: Objectives**

As detailed in the charter of the corporation including the following:

- 1) To strengthen the ties of Non Resident Malayalees and Persons of Indian Origin with their roots in Kerala and to bring together the widely scattered community of people. It strives to make them part and parcel of their motherland, though living and working abroad.
- 2) To provide a meeting point for interested Malayalees all over the World to open up new possibilities for their economic, political and social growth and better understanding by extrapolating their inherited rich culture and economic, political and social values.
- 3) To facilitate a dynamic link between the Malayalee experience, expertise and entrepreneurship in the developing and the developed countries for the invigoration of the Malayalee Community at large, and the Kerala State in particular.
- 4) To seek out and recognize Malayalee Talents, Skills and Intelligence on a global level and mobilize them for the enhancement of Professional Development, Career Advancement, and Technological breakthrough.
- 5) To organize an international network of Malayalees of different age groups to constantly communicate, share and update their knowledgebase.

- 6) To create a cultural awakening in the Malayalee Diaspora, scattered world-wide, and to in still in them the openness of culling out the cream of all cultures paving the way for a world harmony.
- 7) To serve the needy and deserving students, irrespective of caste, colour, creed or nationality.
- 8) To Promote Education, Research and Training.
- 9) To provide free skill development programs to the students;
- 10) To provide value oriented classes to the teachers and the students of different educational institutions;
- 11) To conduct educational outreach programs in rural and urban areas where clusters of low income groups exist.
- 12) To provide financial and medical assistance for the patients in Government hospitals.
- 13) To provide food and clothes to needy.
- 14) To provide guidance and make aware about employment opportunities to the literate and illiterate people.
- 15) To encourage researches and treatments with medicinal plants.
- 16) Conducting awareness programs to spread the need of protecting the environment with trees and medicinal plants by providing it.
- 17) To Co-operate with the Government, Educational Institutions and other agencies in providing educational facilities;
- 18) To solicit, receive, hold and disburse funds to promote the above objects;
- 19) To promote products, institutions, persons which/who are engaged in the activities which are in line with the objects of the Society.
- 20) To do such other lawful things as are incidental or conducive to the attainment of the above objects.
- 21) To create co-operation in terms of Secularism and equal opportunity among the Malayalees abroad and among the people of Kerala and to co-operate with organizations of the Malayalee community and other organizations in all countries and the Government of Kerala and other national governments to achieve these goals.

**The objects incidental or ancillary to the attainment of the main objects are as follows:**

- a) To purchase, hold and manage or otherwise deal with movable and immovable properties belonging to the Educational Institutions of the Society;
- b) To award certificates Degrees and diplomas as may be considered proper;
- c) To grant Scholarships and concessions and other facilities to deserving students;
- d) To invest and deal with moneys of the Society not immediately required for the Educational Institutions;

- e) To borrow or raise funds by loans, secured or unsecured, as required for attainment of the above objects;
- f) To appoint, employ and pay agents or workers for the purpose of maintaining the Society and institutions/establishments of the Society;
- g) To institute, conduct, defend, intervene in or compromise legal proceedings by and against the Society and the Officers of the Institutions of the Society;
- h) To pay out of the funds of the Society, all expenses incidental to the formation and management of the Society;
- i) To open and operate accounts of any description with any bank or banks for the Society or for any of its Educational Institutions;
- j) Generally to do all such other acts, matters and things as may be necessary, incidental or conducive to the attainment of the above objects.

## **ARTICLE IV. General Council (GC) and Membership**

### **Section I. General Council**

General Council shall be the general body of the Pravasi Malayali Federation. All dues paying members listed in the official list are eligible to attend the Province/State, Regional and Global General Council meetings,

(a) Those who have subscribed to the Memorandum of Association are Members of the Society with voting rights who shall be the Founder Members of the Society. They have subscribed to the Memorandum by virtue of their being office-bearers and the members of the Executive Committee of the 'PRAVASI MALAYALI FEDERATION '.

Membership with voting right is restricted to members/past members of 'PRAVASI MALAYALI FEDERATION '.

(a) Any eligible person who remits a sum of Rs. 1,000/- as admission fee shall become a member of the Society and continue to be a member as long as he/she pays Rs. 250/- as annual subscription and shall be called a 'member'.

(b) The Managing Committee may very selectively confer honorary membership on such persons as have sympathy and support for the objectives of the Society and have made valuable contributions to the Educational field and in the upliftment of the poor.

(c) A person is eligible to only one membership.

(d) Admission of all types of membership submitted in the prescribed form shall be subject to the approval; /ratification of the Managing Committee.

(e) No member shall to receive any dividend or any part of the income or profits or assets of the Society in any manner.

(f) The membership of any persons shall cease on registration or termination of membership by the Managing Committee in accordance with law for any sufficient reason or on his incurring loss of capacity to contract or on conviction

for any offence under the Act or for any offence involving moral turpitude for any proved misconduct against the interest of the Society. The subscription amount shall not be returned to the member.

### **Section V. Admission and Subscription:**

(a) The persons desirous of becoming members of the Society shall submit an application for the purpose in the prescribed form with a recommendation from two members of the Society before the General Secretary and pay an amount of Rs. 1000/- as admission fees and Rs. 250/- as annual subscription.

(b) The General Secretary shall place the application along with the recommendations before the Managing Committee for its consideration which shall either admit the applicant as a member or reject the application within a period of three months from the date of application. It shall not be necessary to state any reason for the rejection of the application for the membership; however, on such rejection the amount of the admission and subscription shall be returned to the applicant.

(c) Upon the admission of the applicant as a member a membership card shall be issued to the applicant.

### **Section VI. PMF Forums**

To be eligible to become a member of a PMF Forum, the person shall be listed as a member in a Province.

### **Section VII. Voting Rights**

Each member has one vote each in the Provincial, Regional and Global General Council in person and there shall be no proxy vote.

## **ARTICLE V. MEETINGS**

### **Section I. Annual Meetings**

A meeting of the members of the General Council, commencing with the year 1995, shall be held annual at a place within or without the United States as may be fixed by resolution of the Executive Council(EC) and declared to the General Council (GC), for the purpose of ratifying the election of the Chairman, President, Vice President, General Secretary, Secretary, Treasurer, Other Officers of the Executive Council(EC) and for the transaction of such other business as may be brought before the meeting.

The place of the forthcoming meeting shall be determined at the meeting two years before. Example: the place of the 2017 meeting shall be determined and declared at the meeting in 2015 meeting of the General Council.

Written notice of the annual meeting shall be mailed at least 90 days prior to the meeting to each member of the PMF of record at his/her address as the same appears on the Membership Register of the PMF. A failure to mail such notice or any irregularity in such notice shall not affect the validity of any annual meeting or any proceeding at such annual meeting if such notice is waived in accordance with Article XVI of these by-laws.

## **Section II. Special Meetings**

Special meetings of the General Council may be held whenever called in writing by the unanimous decision of the Executive Council, and may be held at such place either within or without the United States as may be fixed by resolution of the Executive Council. At least 90 days' notice shall be given to the members which notice may be waived in accordance with Article XVI of these by-laws.

## **Section III. Adjournment**

At any meeting of the General Council at which sufficient members are not present according to the opinion of the majority of the Executive Council, may adjourn the meeting to a future date.

## **Section IV. Written Consent in Lieu of Meeting**

Whenever members are required or permitted to take any action by vote, such action may be taken without a meeting by written consent, setting forth the action so taken and signed by the members of record entitled to vote thereon.

## **Section V. Regional/Provincial Council By-Laws**

- Regional PMF shall be free to adopt their own rules of operation consistent with the by-laws of the PMF. All such by-laws shall be submitted to the Executive Council for ratification. PMF by-laws shall prevail in case of controversies and disputes.
- Provincial PMF shall be free to adopt their own rules of operation consistent with the by-laws of the PMF. All such by-laws shall be submitted to the Regional Executive Council for ratification. PMF bylaws shall prevail in case of controversies and disputes.
- Regional by-laws shall be consistent with the existing laws of their respective countries.

## **Section VI. By-Laws of the International Forums**

International forums may adopt their own by-laws. PMF by-laws shall prevail over any other by-laws in case of disputes or controversies. All such by-laws shall be submitted to Executive Council for ratification along with the membership application.

## **ARTICLE VI. Quorum and Notices**

### **Clause (i) Quorum**

**A. General Council** – No quorum is required

**B. Meeting of Global Board of Directors**– One-fourth (1/4) of the total members shall constitute a quorum for regular meetings. For special meetings one fifth (1/5) of the total members shall constitute a quorum. For meetings conducted through the Internet response from minimum one-third (1/3) of the members shall be received to make a decision

### **Clause (ii) Notices**

**A. General Council** – Sixty (60) days from the date of the meeting

**B. Global Board Meetings** – For regular meetings, thirty (30) days from the date of the meeting. Minimum ten (10) days for special meetings. Provide minimum ten (10) days to respond for meeting conducted through the Internet.

**C. Cabinet** – For regular meetings, fifteen (15) days from the date of the meetings. Minimum seven (7) days for special meetings. Provide minimum seven (7) days to respond for meetings conducted through the Internet.

### **Clause (iii) Adjournment and Rescheduling of regular meetings**

At any regular meeting, if quorum is not present as defined in Clause (I), that meeting can be adjourned and rescheduled for a future date and or time at which time no quorum shall be required to conduct the meeting.

## **ARTICLE VII**

### **Global Board of Directors:**

#### **Section I.**

#### **Clause (i) Members**

**A. Global Board of Directors** shall consist of

One Chairperson, Vice Chairperson, Secretary, Treasurer Global Co-ordinator, and 9-15 directors board members.

The tenure is 6 years and can be elected if needed. 9 members will be nominated at first and the outgoing Global Chairperson shall be nominated to the Director Board every two years. One member shall retire every two years after the two years of tenure.

The Board of directors are nominated by among the prominent personalities from different areas.

All decisions taken by the Executive Council must get the approval of the director board before implementation.

The Board of Directors have the power to dismiss any executive council (Global, National, Regional) if they act against the constitution and bylaws.

The Global Co-ordinator will be nominated by the Director board and he shall be a member of the board and responsible to the board

The Global Chairman, Secretary and Treasurer shall be ex-officio members of the Board with no voting power.



Any decisions of the Board should be supported by 0.5% of its members present.

The quorum of meetings must be 1/3 of its members present.

**B. Global Executive Council** shall consist of

- Global Chairman, Three Vice Chairmen, General Secretary, Associate Secretary and Treasurer
- Ambassadors to Regions.
- Regional President, Vice Presidents and Treasurer
- National level Presidents, Vice Presidents and Treasurer
- Kerala Federation President, Secretary and Treasurer

**C. National Executive/Provincial Committee** shall consist of

- National level President, Vice Presidents, Secretary, Joint Secretary and Treasurer
- Global Co-ordinator.
- Chairpersons of special National projects/programs appointed by the National Executive Council
- President and Secretary of National Women's Forum
- President and Secretary of National Youth Forum
- Presidents and Secretaries of other Forums of the Country.

#### **Clause (ii) Duties and Responsibilities**

**A.** Executive Committee shall be the Board of Directors responsible for the Assets and Records.

**B.** Executive Committee shall be the Electoral College responsible for electing/appointing officers.

**C.** Executive Committee shall approve all the decisions of the before implementation.

**D.** Each member of the EC shall have one vote in person and there shall be no proxy vote.

**E.** Chairman shall preside over the Executive Committee Meetings

#### **Clause (iii) Meetings**

**A. Annual Meeting:** -The Annual meeting shall be held during the annual conference. The annual meeting shall approve the annual reports and accounts, adopt the budgets for various projects and programs, ratify any decisions taken by the cabinet on an emergency basis, appoint Chairpersons for special projects/programs and conduct the annual election of officers for the next two year term.

The EC shall adopt resolutions and approve proposals to amend the PMF bylaws. The EC shall set the agenda for the next two years.

**B. Special Meetings –** Special meeting of the Executive Council shall be called by the Chairperson or when requested by one third of the total number of Executive Council Members. Special meetings of the EC shall be held to discuss and make decisions on matters of importance.

**C. Regular meetings – Use of the Internet.** Regular meetings of the EC shall be held at least once in three months to ratify the decisions taken by the cabinet and discuss other matters. Executive Council shall make decisions through the Internet provided all members are notified through their personal email addresses and sufficient time is given for members to make their points and counter points. Chairperson shall inform the members the final decision on the subject matter.

### **Section III. Filling-Up vacancies to the EC**

If any vacancy shall occur in the Executive Council or the Cabinet by death, resignation, termination or otherwise, it shall be filled by the Executive Council by affirmative vote of the majority. The new officer shall serve the un-expired term of the member, whose place has become vacant or until a successor is elected by the Executive Council for the unexpired term of the member.

### **Section IV. Chairperson of special projects/programs**

The Executive Council during the annual meeting or special meeting shall by resolution passed by the majority of members present, designate a member to be the Chairperson of a special project or program. The special project/program Chairperson shall submit status report as and when requested and annual report to the global cabinet. During the annual conference the Executive Council may renew the term of the special project/program chairperson for one or more, two year term or appoint are placement.

### **Section V. Salaries, Expenses and Other Requirements**

No salary shall be paid to the members of the Executive Council and/or the Cabinet. Their time and effort are free and voluntary. All out of pocket expenses approved by the cabinet shall be paid if proper voucher/receipts are presented.

### **Section VI. Record keeping**

Records of all meetings, reports, accounts etc. shall be kept under the control of the General Secretary/Secretary.

## **ARTICLE VIII. Officers**

### **Section I. Officers**

The Officers of the PMF shall be a Global Chairman, Global Vice Chairmen, General Secretary, Global Co-ordinator, Regional/National/State Presidents, Vice Presidents, Secretaries, Treasurer and such other officers as shall from time to time be provided for by the EC, including, but not limited to, one or more Vice Chairmen, one or more Vice Presidents, Associate Secretaries and Associate Treasurers. The same person may fill the office of any two (2) offices unless such act is prohibited by any State laws where PMF functions. Such Officers shall be elected at the first meeting of the Executive Council after the annual election of the Councillors. They shall hold office until the next annual meeting or until their term expires or until their respective successors shall have been duly elected and qualified.

### **Section II. Powers and Duties of the Global Chairman**

The Global Chairman shall be The Presiding Officer of Global Executive Council Meetings. He shall, from time to time make such reports of the affairs of the PMF as the Executive Council may require, and shall do and perform such other duties as may from time to time be assigned to him by the Executive Council.

### **Section III. Powers and Duties of the Global Vice Chairman**

The Global Vice Chairman shall possess the powers and may perform the duties of the Global Chairman in his absence or disability. He shall do and perform such other duties as may from time to time be assigned to him by the Global General Council or Executive Council or by the Chairman. When PMF has more than one Vice Chairman, one Vice Chairman shall be in-charge of International Forums and one shall be in-charge of Regional Executive Council. When the PMF has more than one Vice Chairman, Vice Chairman in charge of Regional Executive Council shall act as Chairman in the absence or disability of the elected Chairman.

- One Vice Chairman shall be a woman.

### **IV. Global Co-ordinator**

The Global Co-ordinator shall be appointed by the apex body of the PMF, The Global Directors. He shall be the single point of contact for all the functions of the organization. The Global Co-ordinator shall be in charge of all the day to day activities and responsible for the execution of the decisions, resolutions, plans and projects. Any officers or employees of the organization shall be appointed only after the ratification of the Global Coordinator. The Global Executive Council will determine any additional duties and responsibilities of this position. He shall be reporting to the Global Executive Council. He will be the spokesperson of the executive committee and authorised to represent the organization before all bodies, forums and meetings.

#### **Section IV. Powers and Duties of the President (National/Provincial)**

The President shall be the Chief Executive Officer (CEO) and shall preside over the Cabinet. The President shall be responsible to the day to day activities of the respective council. The President shall preside over the Annual General Council Meeting and report on the status of the council. National/Provincial executive council shall be reporting to the Global Co-ordinator.

#### **Section V. Vice Presidents**

##### **Clause i: Vice President Administration**

The Vice President Administration shall possess the powers and may perform the duties of the President in his absence or disability. He shall do and perform such other duties as may from time to time be assigned to him by the Executive Council. CAO and Managing Directors shall report to the Vice President Administration.

##### **Clause ii: Vice President Organizational Development**

The Vice President Organizational Development shall possess the powers and may perform the duties of the Vice President Administration in his absence or disability. He shall be fully responsible for development activities of the PMF.

#### **Section VI. General Secretary (Global) or Secretary (Regional & Provincial)**

The General Secretary/Secretary shall keep all the records and books. The General Secretary/Secretary shall record and maintain the Minutes of the General Council, Executive Council and the cabinet, be responsible to send timely notices of meetings and the agenda for all meetings. The General Secretary/Secretary under direction shall be responsible for transmitting all the official correspondences to the members as well as outside organizations, agencies, corporations etc.

#### **Section VII. Treasurer**

The Treasurer shall have custody of all funds and securities of PMF which may come into his hands: when necessary or proper, he shall endorse on behalf of the PMF for collection cheques, notes and other obligations and shall deposit the same to the credit of the corporation in such bank or banks or depository institutions or financial intermediaries as the Executive Council may designate; he shall sign all receipts and vouchers for payments made to the PMF; whenever required by the Executive Council, he shall render a statement of his cash account; he shall enter regularly in the books of PMF, to be kept by him for that purpose, full and accurate accounts of all monies received and paid by him on account of PMF; he shall at all times exhibit his books and accounts at the office of the PMF during business hours; and he shall perform all acts

incident to the position of Treasurer, subject to the control of the Executive Council. He shall be responsible for implementation of Article XV, Section II and Article XXI, Section II.

### **Section VIII. Associate Secretary/Joint Secretary**

The Associate Secretary/Joint Secretary shall have the powers and duties of the General Secretary/ Secretary in his/her absence or disability or when such functions as assigned by the Cabinet/Executive Council

### **Section IX. Other Officers**

Other Officers, if so elected by the Executive Council, shall have the powers and duties assigned to them by a resolution of the Executive Council

### **Section X. Term of office**

**A.** The term of office shall be two years from the day of the election or until the next annual General Council Meeting.

**B.** The term shall be extended if there is a delay in the annual election until such time the election is conducted.

**C.** No officer shall be elected to the same office for more than two terms

### **Section XI. Appointed Officers**

The Global Coordinator shall determine from time to time the need for appointed positions, their remuneration, their responsibilities will be laid down by the Executive Council.

## **ARTICLE IX. Election Procedures**

### **1. Election Commission**

- a. The Executive Committee appoint a three member Election Commission with a designated Chairperson at least six months prior to the meeting of the General Body for election.
- b. The Election Commission shall invite nominations by sending letters to the members, and may also post announcements through the news media, regarding positions for which elections are being conducted , at least sixty days to the meeting of the General Body.
- c. Nominations in the prescribed form along with nomination fee shall be filed at least forty-five days prior to the General Body meeting for the Election. Nominations from an organization or chapter member of the

- Federation shall be endorsed by the president and secretary of the organization or the chapter member to which the nominee belongs.
- d. The Election Commission shall announce the names of the nominees and their offices at least twenty days prior to the General Elections.
  - e. The Chairperson of the Election Commission shall call for nominations from the floor of the General Body if there is no nomination for a position.
  - f. The person nominated shall be member in good standing, eligible to participate and vote at the meeting of the General Body.
  - g. The candidates for the position of the President and Secretary shall have demonstrated leadership skills by having served as President or secretary of a member association of the Federation.
  - h. The Chairperson of the Election Commission shall submit the names of the nominees to the meeting of the General Body, supervise the election in accordance with these bylaws and additional procedures decided by the Executive Committee from time to time.
  - i. Elections for positions that have more than one contestant shall be conducted by the use of secret ballots.
  - j. The Election Commission shall be jointly responsible to take measures to insure that the election is conducted in a fair and democratic manner.
  - k. The candidates that meet all the qualifications and receive the highest number of votes shall be declared as elected in the General Body meeting by the Chairperson of the election Commission.
  - l. Handing Over and Taking Over of the Federation shall be on the forth Saturday of October in the election year in the General Body meeting convened by the outgoing executive committee in consultation with the incoming committee. In that meeting the outgoing executive committee shall present the audited financial statement, and the incoming committee shall present the budget for their term. Outgoing executive committee shall turn over all balance of funds, assets, minutes of meeting, accounting and tax document, and all other documents of the Federation to the incoming Office Bearers at the time of handing over and taking over.

### **Election of Global Council:**

The Global level council shall be elected by the President, Vice Presidents, Global Co-ordinator to the Region and Treasures of each Region and Country among themselves. In the first meeting immediately after the existence of one council, they shall appoint among themselves their Global President/Vice Presidents/Secretary and other office bearers.

## **ARTICLE X. Regions, Provinces and Provincial Units**

### **Section I. Regions**

#### **Clause (i) Definition**

PMF shall establish Regional Councils under the Global Council for administrative oversight and coordination. Each Regional Council shall cover specified continent, countries or area in the World.

#### **Clause (ii) Names and Territories Covered.**

There shall be six regions with territories covered as given below.

- 1. America** – Continent of North and South America and Caribbean Islands
- 2. Europe & Africa**– The continent of Europe & Africa
- 3. Middle East** – All gulf countries, Israel, Lebanon, Syria, Iraq, Iran.
- 5. Asia** – India, Srilanka, Mali, Bangladesh, Myanmar, Nepal, Pakistan, Afghanistan, Uzbekistan.
- 6. Far East & Australia** – Malaysia, Singapore, Indonesia, Australia, Philippines, New Zealand, Papua New Guinea, Thailand, Vietnam, Laos, Cambodia, China, Japan, Fiji Islands.

#### **Clause (iii) Additional Regions**

A. The Global Executive Council shall establish additional regions as the need arises. Additional regions shall be established by the EC in its annual meeting by a resolution duly approved by a majority vote of all members present.

B. The Global Executive Council shall establish Coordination Councils in any geographically homogenous area within a Region of PMF as the need arises and shall be named after the respective geographical area name along with the suffix “Council”. Coordination Councils shall be established by the EC at its meeting by a resolution duly approved by a majority of votes of all the members present.

C. A Coordination council shall have at least four provinces within its defined geographical area, and shall form additional provinces as the need arises.

D. Article X Section 11 herein, with respect to the formation of Provinces shall be applicable to formation of new Province within the area of a Coordination Council.

E. All the provisions in the byelaws that are applicable to the Provinces shall be applicable to a province within the geographical area of coordination Council.

F. Coordination Council committee shall consist of Chairperson, President, Secretary and Treasurer of its constituent provinces

G. Coordination Council Committee shall elect a chairperson and a secretary for two year term before the Global Annual conference, which will coordinate the activities of the coordination Council. Chairperson and secretary should be active members of one of the provinces in the specified geographical area and should have served in the provincial executive council at least for a period of two years.

H. Coordination Council Chairperson and Secretary shall be Regional and Global Executive Council members.

I. Coordination Council Secretary shall be member of Global and Regional Cabinet.

#### **Clause (iv) Kerala Council**

A. The State of Kerala shall have a special status and shall be called Kerala Council.

B. Kerala Council shall have the powers that are vested under Article X Section 11 herein, with respect to the formation of new Provinces within its geographical area.

C. The formation of new Provinces within the area of Kerala Council requires the approval of the Global cabinet.

D. All the provisions in the byelaws that are applicable to the Provinces shall be applicable to provinces within Kerala Council.

E. The Executive Council of Kerala Council shall consist of Chairperson, President, Secretary and Treasurer of all the constituent provinces.

F. Chairperson, President, Secretary and Treasurer of Kerala Council should be active members of any of the provinces within its Geographical area and should have served in the respective Provincial executive council for a period of at least two years.

### **Section II. States/Provinces**

#### **Clause (i) Definition**

A. PMF shall establish Provincial Councils under the jurisdiction of the Regional Council.

B. Provincial Councils shall be the Primary Organizational Unit of the PMF.

C. Provinces shall be established as per criteria given in Clause (ii) and Procedure given in Clause (iii) below.

#### **Clause (ii) Criteria for forming Province**

A. There shall be any number of Provinces under a Region, which shall be constituted on the basis of need and demand.

B. Provinces shall be formed in an area, a city or a country.

C. The Regional Cabinet shall approve the area to be covered by the Province and the location before the formation. There shall only be one Province in a defined geographical area.



**D.** There shall be minimum fifteen (15) members to form a Province.

**E.** All members shall agree with the bylaws of the PMF

**Clause (iii) Procedure to form a Province**

**A.** A group consisting of minimum fifteen (15) persons qualified to become members shall submit a request to form a Province to the Regional President or Secretary.

**B.** The Regional Cabinet shall inquire the viability of the proposal and approve the name, location and area to be covered by the new Province.

**C.** Once the members of the new Province are identified, the regional cabinet shall appoint an ad-hoc committee consisting of a President, a Secretary and a Treasurer.

**D.** The ad-hoc committee shall collect the membership fee and call up a meeting of the members to elect a permanent Executive Council.

**E.** The Secretary of the new Province shall submit the names of the new Provincial Executive Council and the members together with the membership dues to the Region.

**F.** The Regional Executive Council shall approve the formation of the new Province and send the recommendation to the Global Cabinet.

**G.** The Global Cabinet shall approve the formation of the new Province pending payment of the Global dues within three months.

**H.** The Global General Secretary shall inform the Global Executive Council and the members the formation of the new Province and the names of the officers.

**Section III. Provincial Units.**

**Clause (i) Definition**

**A.** Province covering a large area shall form Provincial Units for the purpose of administrative oversight and control

**B.** Provincial Units shall function as part of the Province.

**C.** Members of the Province in a particular area, city or district shall establish a Provincial Unit with the approval of the Provincial Executive Council.

**Clause (ii) Criteria and procedure to form a Provincial Unit**

**A.** The Provincial Executive Council shall discuss and approve the need and demand for Provincial Unit(s).

**B.** The Provincial Council shall send the recommendation to form Provincial Unit(s) to the Regional cabinet for approval.

**C.** The Provincial Chairperson or the President shall call up a meeting of the members in the particular area, city or district and form a five member Provincial Unit committee consisting of a President, a Vice President, a Secretary, a Joint Secretary and a Treasurer.

**Clause (iii) Functions and Administration**

- A. The Provincial Unit shall function as the local administrative unit of the Province.
- B. The decisions taken by the Provincial Cabinet and Executive Council shall be binding to the Provincial Unit.
- C. The five-member committee shall be responsible for the day to day administration of the Provincial Unit.
- D. The Provincial Unit meetings shall be presided over by the President or the Vice President in the absence of the President.
- E. The Provincial Unit Secretary shall submit the Minutes of the Meetings to the Secretary of the Province under which it functions. In the absence of the Secretary, the Joint Secretary shall record the Minutes.
- F. The Provincial cabinet before execution shall approve all the decisions of the Provincial Unit.
- G. The Provincial Unit shall not operate separate bank accounts. All fund transactions shall be through the province. The Provincial Unit Treasurer shall keep the records of all fund collections and disperses to the Province Treasurer.

#### **Clause (iv) Representation**

- A. Provincial Unit President, Vice President, Secretary, Joint Secretary and Treasurer shall be members of the Provincial Executive Council.
- B. Provincial Unit President and Secretary shall be members of the Provincial Cabinet.

#### **Clause (v) Election and Term of office.**

- A. The Provincial Chairperson or the President shall conduct the election of the Provincial Unit Committee.
- B. The term of office shall be two years. There shall be no term limit for Provincial Unit committee members.

### **ARTICLE XI. Youth & Women's Forums, Other International Forums.**

#### **Section I. Youth and Women's Forums**

##### **Clause (i) Definition**

- A. Youth and Women members of PMF shall form Youth and Women's forums respectively
- B. There shall be Global, Regional and Provincial Youth and Women's Forums affiliated to the respective councils.
- C. Only PMF members shall become members of Youth and Women's Forums.

##### **Clause (ii) Organizational By Laws, Officers and Representation**

- A. The Youth and Women's Forums shall develop separate Organizational Bylaws, based on the PMF Bylaws, which shall be approved by the Global Executive Council

**B.** The Youth and Women’s Forums shall have a President, one or more Vice Presidents, a Secretary, a Joint Secretary, a Treasurer and Committee Members not to exceed fifteen (15).

**C.** The Youth and Women’s Forums shall conduct separate meetings and sponsor separate projects.

**D.** The Accounts and Financial statements of the Youth and Women’s Forums shall be submitted to the respective executive councils during the Annual Meetings.

**E.** The President and Secretary of the Youth and Women’s forums shall be members of the respective executive councils.

## **Section II. Other International Forums**

### **Clause (i) Definition**

**A.** PMF members shall form other International Forums like the ones mentioned below.

1. Academic Forum
2. Arts and Cultural Forum
3. Economic Forum
4. Engineering and Technology Forum
5. Environmental Forum
6. Information Technology (IT) Forum
7. Literary Forum
8. Political Forum

**B.** International Forums shall exist in the global level as caucuses to discuss issues of interest.

### **Clause II. Organizational Bylaws, Officers and Representation.**

**A.** The International Forums shall develop separate organizational bylaws, based on the PMF bylaws, which shall be approved by the Global Executive Council

**B.** The International Forums shall have a President, one or more Vice Presidents, a Secretary, a Joint Secretary, a Treasurer and committee members not to exceed twenty-five (25).

**C.** The International Forums shall conduct separate meetings and sponsor separate projects.

**D.** The Accounts and Financial statements of the International Forums shall be submitted to the Global Executive Council during the annual meetings.

**E.** The International Forums shall have no representation in the Global Executive Council.

## **ARTICLE XII. Code of Conducts, Disciplinary Action, Advisory Board**

All members shall endeavour to positively be

1. Willing to help others

2. Concerned about the poor and the needy
3. Straightforward and trustworthy
4. Fair and impartial
5. Willing to build friendship and goodwill

## **Section I. Code of Conduct.**

### **Clause (i) PMF Officers**

- A.** PMF officers shall abide by the bylaws in conducting the affairs of the organization
- B.** PMF officers shall not make any public statements against the organization, its officers and members.
- C.** PMF officers shall not be engaged in any illegal activities and shall live as law-abiding citizens.

### **Clause (ii) PMF members**

- A.** PMF members shall respect the bylaws and act accordingly.
- B.** PMF members shall not make any public statements against the Organization, its Officers and Members.
- C.** PMF members shall NOT be engaged in any illegal activities and shall live as law-abiding citizens.

## **Section II. Disciplinary Action**

### **Clause (i) Reasons for Disciplinary Action**

- A.** PMF Officers and Members, who violate the code of conducts, shall be subjected to disciplinary action.
- B.** PMF Officers and Members, who mishandle the funds of the Organization, shall be subjected to disciplinary action.
- C.** PMF Officers and Members, who are punished by a court of law for criminal offenses, shall be subjected to disciplinary action.

### **Clause (ii) Steps of Disciplinary Action**

- A.** If a member of the global executive council is found to violate any of the above clauses, the General Secretary, and if a member of the regional or provincial executive council violate any of the above clauses, the secretary send a show cause notice to provide explanation. If the General Secretary or the secretary is found to violate any of the above clauses, the respective president shall send a Show Cause Notice to provide explanation.
- B.** The explanation will be sent to the respective Executive Council for review and recommend action. If the Executive Council find the Officer in violation of the clauses, the officer shall be asked to resign the position immediately. If the officer fails to resign, he or she shall be suspended, pending investigation and further action by the Disciplinary Action Committee.

### **Section III. Disciplinary Action Committee**

#### **Clause (i) Committee members**

**A.** The Chairperson and Vice Chairpersons of the respective Executive Council shall be members of the Disciplinary Action Committee. In case one of these Officers is the subject of disciplinary action, then the President shall replace that officer in the committee.

**B.** The Executive Council shall appoint three additional members of the Council to the Disciplinary Action Committee.

#### **Clause (ii) Disciplinary Hearing**

**A.** The Committee shall review the initial explanation submitted by the officer or member subjected to the disciplinary action.

**B.** The Committee shall ask further explanation from the officer or member.

**C.** The Committee shall ask the General Secretary/Secretary to submit all documents concerning the proposed action.

**D.** The Committee shall hear or request statements from the witnesses if any, mentioned in the documents.

#### **Clause (iii) Committee Recommendation**

**A.** The Committee shall review the Explanations, Documents, Statements etc.

**B.** The Committee shall discuss and take a vote on the proposal for disciplinary action.

**C.** The majority decision will be recommended to the Executive Council.

**D.** The Executive Council shall implement the Recommendation.

**E.** In the event of removal of a member, no amount paid to PMF by way of subscription or other shall be returned.

### **Section IV. Advisory Board**

#### **Clause (i) Definition**

**A.** Advisory Board shall function as a body of senior members of PMF, who have held positions like Chairperson, Vice Chairperson and President and also prominent members of the Malayalee community leaders in business, education, art, government and corporations.

**B.** Members of the Advisory Board shall be nominated by the Executive Council and approved by the Annual General Council Meeting.

**C.** There shall be Provincial, Regional and Global Advisory Boards.

**D.** The outgoing Chairperson or if the Chairperson is re-elected, an outgoing Vice-Chairperson or President shall be the Chairperson of the Advisory Board.

#### **Clause (ii) Functions**

- A. The Advisory Board shall be asked to provide assistance and advice on various activities and programs of PMF
- B. The Advisory Board members shall be requested to assist in conducting annual elections, by the Nomination and Election Commission
- C. The Advisory Board shall be asked to mediate when conflict occurs between the officers and or members.
- D. The Advisory Board shall function as an Appellate Tribunal to resolve issues referred by the Executive Council, if there are any.

**Clause (iii) Number of members and Term of office**

- A. There shall be maximum fifteen (15) members in the Advisory Board.
- B. The term of office is six (6)years.
- C. One-third members of the Advisory Board shall retire every two years and the new members shall be elected during the Annual General Council Meeting.

**ARTICLE XIII.**

**ANNUAL GLOBAL CONFERENCE**

**Section I. Annual Conference year and month**

The annual global conference shall be held during the even years, e.g.2010, 2012, 2014 preferably during the month of July or August

**Section II. Official Meetings and Election of Officers**

During the annual conference the final meetings of the Global Cabinet and the Executive Council and the Global General Council Meeting shall be held. Executive Council shall elect the officers for a new two-year term.

Agenda for the General Council Meeting shall be sent at least 30 days prior to the date of the meeting. Only members of the said bodies shall be allowed to attend these meetings.

**Section III. Annual meetings of Forums**

During the global conference annual meetings of Global Women's Forum, Youth Forum and Other International Forums shall be held. They shall elect the new officers for the next two years.

**Section IV. Public Meetings.**

During the Annual Conference there shall be public meetings, discussions and seminars in which delegates, who have paid the registration fee shall be allowed to attend.

**Section V. Conference Host**

A Province or Region shall host the Annual Global Conference.

## **Section VI. Committees**

The host Province or the Region shall form a Host Committee, which is responsible for Organizing the Conference. The Global Executive Council shall act as the overseeing body of the conference.

## **Section VII. Program**

The Global Executive Council shall approve the Programme, Budget and other details of the Annual Global Conference.

## **Section VIII. Accounts**

The host committee shall submit an audited report of the Accounts of the Annual Global Conference to the Global Cabinet within 90 days of the Conference.

## **ARTICLE XV. Legal Matters**

### **SECTION I. Signing of Contracts**

All contracts for the sale or purchase of real property or other capital assets, and all deeds, leases, mortgages, releases and other instruments of conveyance relative to the sale, lease or mortgage of the property of the Corporation, shall be executed on behalf of the Corporation, by such Officer or Officers as may be provided by the EC of the PMF by a Resolution duly adopted.

### **SECTION II. Financial Matters**

**Clause i)** All cheques or demands for monies and notes of the PMF shall be signed by such Officer or Officers or such other person or persons as the Executive Council may from time to time designate, by an Executive Council Resolution duly adopted.

**Clause ii) Accounts:** Accounting of PMF must comply with “Generally Accepted Accounting Principle” (GAAP).

### **SECTION III. Insurance**

Executive Council may cause the PMF to purchase and maintain insurance on behalf of any person who is or was a Councillor or Officer of PMF, or is or was serving at the request of PMF as its representative against any liability asserted against such person and incurred in any such capacity or arising out of such status, whether or not the PMF would have the power to indemnify such person.

### **SECTION IV. Indemnification**

Every person who was or is a party or is threatened to be made a party to or is involved in any action, suit or proceeding, whether Civil, Criminal, Administrative or Investigative, by reason of the fact that he or a person of whom he is the legal representative is or was a Councillor or Officer of PMF or

as its representative shall be indemnified and held harmless to the fullest extent legally permissible under the Laws of .....

#### **ARTICLE XVI. Waiver**

Any notice required by these By Laws or the Act of the ..... may be waived in writing by any person entitled to the same. Waiver or Waivers may be executed either before, at or after the meeting with respect to which notice is waived. Each Councillor or member attending a meeting without protesting the lack of proper notice, prior to the conclusion of the meeting, shall be deemed conclusively to have waived such notice.

#### **ARTICLE XVII. Approval of By-Laws**

These by-laws as approved by the founding Executive Council of the Pravasi Malayali Federation shall be the by-laws of the PMF

#### **ARTICLE XVIII.**

##### **SECTION I. By –Laws Amendment and Notice Requirement**

The By-laws of the PMF may be Altered, Amended or Repealed at any Regular or Special Meeting of the members if notice of such Alteration, Amendment or Repeal be contained in the notice of such Regular or Special Meeting.

##### **SECTION II. Amendments of By-Laws**

The By-laws of the PMF may be Altered, Amended or Repealed at any Regular or Special Meeting of the Executive Council if notice of such Alteration, Amendment or Repeal be contained in the notice of such Regular or Special Meeting. Exception: Article XIV, Section I and Section II; Article XV, Section II, (Clause ii); Article XXI, Section II; Article IX shall not be Amended, Repealed or Changed without a two thirds majority vote of the Executive Council of PMF.

#### **ARTICLE XIX. Fiscal Year**

The Fiscal year of PMF shall be fixed as Calendar Year.

#### **ARTICLE XX.**

##### **SECTION I. Definitions**

Any office of PMF may be held by either a man or woman, and, whenever such office is held by a woman, the words “he” or “him” contained in these By-Laws or Charter of PMF shall be read as “she” or “her”.

Man or woman may hold the elected office of the Chairman. If a woman holds the chair she shall be addressed as Madam Chairman.

##### **SECTION II. Corporate Seal**



Corporate Seal shall have inscribed thereon the name of the Corporation, the year of its organization and the words “Corporate Seal, PMF”.

**ARTICLE XXI Auditors.**

**SECTION I. Internal Auditors**

Executive Council shall appoint two auditors from among the Councillors for a term of one year or less. Auditors shall perform necessary audits of the accounting books, membership registers, bank records, bank accounts and any and every document of the PMF. The Officers and Councillors shall provide them with all the documents demanded by the Auditors within seven calendar days.

**SECTION II. External Auditors**

All Accounts and Financial statements must be audited by external auditors and must comply with “Generally Accepted Auditing Standards” (GAAS) of the United States of America.

**ARTICLE XXII. Conflict Resolution**

All Conflicts, Disputes, any and all such matters shall be referred to a special committee of the Cabinet. This committee may opt to bring in an outside Competent Professional to assist them to Arbitrate and to Resolve the issues. The final decision shall be binding on both parties if Cabinet so decides. Both parties shall attempt to settle the issues for the ultimate benefit of the PMF.