

# **Friends for Education International**

## **BY-LAWS**

### **ARTICLE I: Name**

Friends for Education International

### **SECTION 1**

This corporation shall be known as "**Friends for Education International**" here after called as FFEI.

### **ARTICLE II: Purpose**

The specific purpose of this corporation is to help and serve the underprivileged communities in India and around the world.

### **SECTION 1**

The purpose of FFEI shall be:

- To promote the philosophy of Dr. B. R. Ambedkar, the architect of modern Indian constitution towards the all-round development of under-privileged in India in particular and all around the world in general.
- To empower the socially, educationally, economically marginalized people in any society.
- To defend victims of atrocities of caste, religious, race, and sexual discrimination.
- To raise monetary support for the educational, social, and medical needs of the society.
- To publish books, periodicals, literature etc.
- To recognize and honor outstanding poets, authors, social activists, industrialists, journalists, artists, and educationalists who promote development to these sections of the society.
- To network with like-minded individuals and organizations all around the globe.

### **ARTICLE III: Membership**

There shall be no active membership at present; however, membership may be introduced at a later date at the discretion of the Board of Directors.

### **ARTICLE IV: Board of Directors and Officers**

#### **SECTION 1**

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

The Board of Directors shall manage the affairs of the FFEI. The Board shall consist of a minimum of three and a maximum of seven. At all times the Board shall have an odd number.

#### **SECTION 2**

##### **Officers:**

FFEI shall have a:

- President
- Secretary and

- Treasurer

Additional Officers may be appointed at the discretion of the Board.

### **SECTION 3**

#### **Term of Office**

- **President** – The founding President shall serve for a five-year term. He may serve as president without a break unless the Board decides otherwise. However, the President may voluntarily step down and nominate his/her successor.
- **Secretary & Treasurer** - Secretary, Treasurer, and any other Officers shall serve for a two-year term, and if reappointed may serve at the discretion of the Board for an additional two two-year term after which a year's break is considered mandatory.

### **SECTION 4:**

#### **Vacancies**

Any vacancies on the Board arising from special circumstances, such as, death, resignation, insanity shall be filled by the President after consulting with the remaining Officers. Such person shall serve for the remaining term of the outgoing Officer.

The Office of the President shall be deemed vacated due to resignation, physical incapacity, insanity, or death and the Secretary shall assume the Presidency until a suitable replacement is found.

### **SECTION 5:**

#### **Removal**

Any Officer of the Board may be removed by a majority vote of the Board of Directors for the following reasons:

- Misappropriation of funds
- Working contrary to the bylaws of the FFEI
- Insanity
- Upon conviction in any court of law, at the discretion of the President

## **ARTICLE V: Meetings**

### **SECTION 1**

**Annual General Meeting** The Board shall meet at least once in a year or as and when deemed necessary.

### **SECTION 2**

**Notification of Meetings** Each member of the Board shall be notified by email of the date, time, place, and purpose of the meeting at least two weeks in advance.

### **SECTION 3**

**Quorum** Two-thirds of the Board constitutes the required quorum.

## **ARTICLE VI: Duties of the Officers**

## **SECTION 1**

The **President** shall

- Act as the Chief Executive Officer of the FFEI
- Implement the provisions of the Articles of Incorporation, the by-laws, and the policies and procedures of the FFEI
- Convene special meetings as and when necessary
- Appoint special committees to facilitate the operations of the FFEI

## **SECTION 2**

The **Secretary** shall:

- Maintain an accurate and up-to-date roll of donors and their contact details
- Prepare minutes and appropriate reports for both internal and external parties.
- Maintain the records of the FFEI at all times.
- Notify each member of the Board of Directors of regular and special meetings as required by the Constitution and by-laws
- Carry on the general correspondence and activities of the FFEI

## **SECTION 3**

The **Treasurer** shall:

- Maintain accurate and up-to-date Books of Accounts.
- Collect, deposit, and/or disburse funds in a timely manner as directed by the Board
- Prepare and present organizational budgets to the Board
- Prepare and present duly audited and certified accounts to the Board.

## **ARTICLE VII: Finances**

### **SECTION 1**

**Sources** The sources of income for the FFEI shall be:

- Donations from individuals or organizations
- Fund Raising Campaigns

### **SECTION 2**

**Disbursements** Any disbursement of funds shall be done with a prior approval of the Board.

## **ARTICLE IX: Amendments**

### **SECTION 1**

**Limitation** No amendment or alteration shall be made to the By-laws contrary to the purpose statement of the FFEI.

### **SECTION 2**

**Amendment Process** Any permissible amendment to the By-laws shall be made with two-thirds majority of the Board. An amendment becomes effective immediately upon approval by the Board.

## **ARTICLE XI: Indemnification of Officers**

Any person made party to any action, suit or proceeding by reason of the fact that he/she is or was a Director or Officer of this FFEI shall be indemnified by the FFEI against the reasonable expenses, including attorney's fees actually and necessarily incurred in connection with the defense of such action, suit or proceeding. Any person party to such a suit, action, or proceeding shall further be indemnified by the FFEI for any judgments or liabilities resulting therefrom. Such right of indemnification shall not be deemed exclusive of any other rights to which such Director or Officer may be entitled under the provisions of the Corporation Law of the State to which the director or Office belongs.

## **ARTICLE XII: Dissolution**

### **SECTION 1**

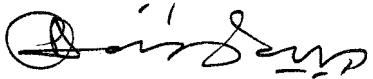
**Motion to consider Dissolution** A motion to consider dissolution of the FFEI may be petitioned by not less than two-thirds of the members of the Board to the President.

### **SECTION 2**

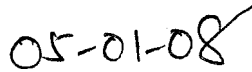
**Dissolution Procedure** Upon passage of the motion to dissolve, the existing officers and Directors shall remain in office until dissolution is completed. The Board of Directors shall cause all debts of the FFEI to be discharged to ensure compliance with all requirements of the laws. Any remaining assets of the FFEI shall be liquidated and donated to an organization approved by two-thirds members of the Board.

## ADOPTION OF BYLAWS

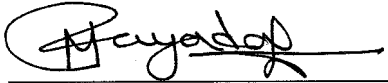
We, the undersigned, are all of the initial directors or incorporators of Friends For Education International and we consent to, and hereby do, adopt the foregoing Bylaws, as the Bylaws of FFEI.



Benjamin P. Kaila, President



Dated



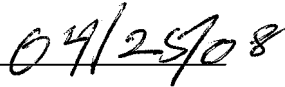
Rayadas Manthena, Secretary



Dated



James W. Kommu, Treasurer



Dated