



DECEMBER 19 2024

CONSTITUTION & BYLAWS

INDIA CHAMBER OF COMMERCE MN

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Constitution

Article I - Name

The name of the organization is the India Chamber of Commerce MN (ICCMN), a non-profit organization.

Article II – Mission/Objectives

The mission of the India Chamber of Commerce MN (ICCMN) is to grow and sustain businesses through engagement, collaboration, and advocacy, focusing on advancing Asian Indian commerce in Minnesota. Our objectives are to:

1. Serve as a unified voice, addressing concerns and promoting business collaboration.
2. Provide resources, tools, and mentorship for new entrepreneurs and small business owners.
3. Advocate at local, state, and federal levels, offering mediation and representation.
4. Provide educational opportunities through internships, scholarships, and development programs.
5. Facilitate economic growth by creating business opportunities and fostering partnerships.

Article III - Vision

To be the leading organization that champions the advancement of Asian Indian commerce in Minnesota.

Article IV - Place of Operation and Principal Office

The operations of MICC shall be conducted principally within the State of Minnesota. The principal office shall be determined by the Executive Leadership team.

Article V - Duration

The duration of the India Chamber of Commerce MN (ICCMN) shall be perpetual.

Bylaws

Article 1 - Membership

1.1 Eligibility for Membership:

Any business entity that subscribes to the objectives of the India Chamber of Commerce MN (ICCMN) and agrees to abide by its Bylaws and regulations shall be eligible to apply for membership, subject to approval by the Executive Leadership team.

1.2 Business Representation:

Each business entity that becomes a member of MICC must nominate one individual as its official representative. This individual will act as the primary contact and exercise the rights and privileges of membership on behalf of the business entity.

1.3 Membership Categories:

The membership categories for business entities are defined in the appendix, subject to review and adjustments by the Executive Leadership team.

1.4 Membership Rights:

1. Access to all MICC events and resources.
2. Eligibility for the nominated representative to serve on the Executive Leadership Team and other committees.
3. Representation and advocacy on behalf of the member's business interests at local, state, and federal levels.

1.5 Membership Duration and Dues:

1. Membership is annual, with renewal required at the beginning of each fiscal year.
2. Membership dues shall be as specified in the appendix, subject to review and adjustments by the Executive Leadership team.

Article 2 - Fiscal Year

The fiscal year of MICC shall begin on the first day of January and end on the last day of December each calendar year.

Article 3 - Dues and Assessments

3.1. The Executive Leadership team shall determine the amount of membership fees and assessments periodically. See appendix for fee structure.

3.2. Payment of Dues

1. Annual dues are payable by January 1st each year.
2. Members who fail to pay dues by the deadline shall lose membership privileges until dues are paid.

Article 4 - Voting Privileges

4.1. Only the Executive Leadership Team members are eligible to vote.

Article 5 - Executive Leadership Team

5.1 Composition and Role:

The Executive Leadership shall be responsible for the overall management and strategic direction of the India Chamber of Commerce MN (ICCMN). The Committee shall consist of the following positions:

1. President
2. Vice President
3. Secretary
4. Treasurer
5. Five Members-at-Large

5.2 Eligibility and Requirements for Board Members:

1. To ensure the effectiveness and integrity of the Executive Leadership team, all members must meet the following minimum requirements:
2. **Active Participation:** Must have been actively involved in MICC activities for at least 2 years, demonstrating a strong commitment to the organization's mission and goals.
3. **Professional Experience:** Must possess a minimum of 5-7 years of professional experience in a relevant field, with preference given to candidates with prior leadership experience. Subject to Executive leadership discretion.
4. **Ethical Standards:** Must uphold high ethical standards, demonstrating integrity and a commitment to maintaining confidentiality in all organizational matters.
5. **Time Commitment:** Must be willing and able to attend at least 75% of all board meetings and actively participate in committee work and other chamber-related activities.
6. **Networking and Fundraising:** Should have strong connections within the business community and a proven ability to support the chamber's fundraising and sponsorship efforts.

5.3 Terms and Limits:

Each Executive leader's position shall have a term limit of two years, with the possibility of serving a maximum of two consecutive terms in the same position. The term for all Executive Leadership team members shall start on January 1st and end on December 31st of the second year.

5.4 Duties of Executive Leadership team Members:

1. **President:** Leads the organization, represents MICC at official functions, and oversees the execution of the chamber's strategic goals.
2. **Vice President:** Assists the President and assumes their duties in their absence. Supports various initiatives and provides leadership across the organization.
3. **Secretary:** Maintains all records and minutes, manages official correspondence, and ensures effective communication within the Executive Leadership team and the broader membership.
4. **Treasurer:** Manages the financial affairs of the chamber, including budgeting, financial planning, and the presentation of financial reports to the Executive Leadership team and the general membership.
5. **Members-at-Large:** Support various initiatives and participate actively in committee activities, bringing diverse perspectives and expertise to the Executive Leadership team's work.

5.5 Meetings:

1. The Executive Leadership team shall meet at least once a month to discuss and make decisions on the strategic direction and management of MICC.
2. Special meetings may be called by the President or upon the request of three Executive Leadership team members.
3. A quorum for meetings shall be at least two-thirds of the Executive Leadership team members.

5.6 Conflict of Interest:

1. **Disclosure:** All Executive Leadership team members must disclose any potential conflicts of interest that may arise from their personal, professional, or financial interests in connection with their duties to MICC.
2. **Recusal:** If a conflict of interest is identified, the affected member must recuse themselves from any discussions, decisions, or voting related to the matter.
3. **Record of Conflict:** All disclosed conflicts of interest and actions taken to address them shall be documented in the official meeting minutes.
4. **Avoidance:** Executive Leadership team members are expected to avoid situations that could lead to a conflict of interest, ensuring that their actions and decisions are made in the best interest of MICC.

Article 6 - Committees

6.1. The Executive Leadership team may establish standing and ad-hoc committees as necessary to support the strategic goals and operational needs of MICC.

6.2. Standing Committees

1. **Membership Committee:** Responsible for recruiting and retaining members, managing membership benefits, and fostering engagement within the chamber.
2. **Events Committee:** Plans, organizes, and executes events, including networking opportunities, seminars, workshops, and conferences, to promote member interaction and professional development.
3. **Government Relations Committee:** Focuses on building and maintaining relationships with government entities at local, state, and federal levels, advocating for policies favorable to the Asian Indian business community.
4. **Finance Committee:** Manages the financial health of the organization, including budgeting, financial planning, and oversight of funds and investments.
5. **Youth and Mentorship Committee:** Develops and implements programs for youth initiatives, mentorship, and professional guidance. This committee supports emerging entrepreneurs, small business owners, and young professionals within the Asian Indian community, providing resources and opportunities for growth and development.

6.3. Each committee shall be chaired by a member appointed by the Executive Leadership team. The chairs are responsible for forming their committees, setting agendas, and reporting on progress to the Executive Leadership team.

Article 7 - Meetings

7.1. The Executive Leadership team shall meet at least once a month.

7.2. Special meetings may be called by the President or upon the request of three Executive Leadership team members.

7.3. A quorum for meetings shall be a majority of the Executive Leadership team members.

Article 8 - Amendments

8.1. Amendments to the Constitution and Bylaws may be proposed by any member in good standing.

8.2. Proposed amendments shall be submitted in writing to the Executive Leadership team.

8.3. Amendments must be approved by a two-thirds majority of Executive Leadership team members present at a duly called meeting.

Article 9 - Advocacy and Political Engagement

9.1 Advocacy Objectives

As a 501(c)(6) organization, the India Chamber of Commerce MN (ICCMN) advocates for the interests of its members by promoting policies and initiatives that support economic growth, business development, and professional advancement. MICC's advocacy efforts include:

- Engaging in lobbying activities to influence legislation beneficial to its members.
- Representing members' collective interests at all levels of government.
- Educating the community on policy issues impacting the business environment.

9.2 Political Endorsements

MICC may endorse political candidates whose platforms align with the organization's mission and objectives. Such endorsements will be:

- Conducted transparently and within the scope of MICC's mission.
- Made with careful consideration to represent the best interests of the members.
- Clearly communicated to members and stakeholders to ensure alignment with organizational values.

9.3 Legislative and Political Activities

MICC, as permitted under its 501(c)(6) status, may engage in the following:

- Endorsing or opposing candidates for public office based on their alignment with MICC's goals.
- Contributing to political campaigns, political action committees (PACs), or initiatives that promote member interests.
- Organizing forums, panels, and discussions to educate members about candidates and policy issues.

9.4 Non-Partisan Commitment

While MICC may engage in political activities, the organization remains committed to maintaining a non-partisan approach:

- MICC will avoid aligning exclusively with a political party.
- Endorsements and advocacy efforts will focus on issues rather than partisan affiliations.

9.5 Limitations

- MICC will ensure all advocacy and political activities comply with IRS regulations for 501(c)(6) organizations by adhering to the following:
- Political activities will not become the primary focus of the organization.
- Financial expenditures on political activities will be reported transparently, and such funds are not tax-deductible.
- MICC will not engage in activities that jeopardize its tax-exempt status.

9.6 Public Policy Partnerships

MICC will collaborate with other chambers of commerce, trade associations, and advocacy organizations to amplify its impact on public policy and support initiatives that align with its mission.

Article 10 - Indemnification

9.1. MICC shall fully indemnify its Executive Leadership team members permitted by law.

Article 11 - Dissolution

10.1. Upon dissolution, any remaining assets shall be distributed to non-profit organizations that align with MICC's mission and objectives.

Article 12 - Election Procedures

12.1 Frequency of Elections:

Elections for the Executive Leadership team shall be held biannually, with the election taking place in the first week of November every two years.

12.2 Eligibility to Vote:

All members in good standing, as defined in Article 1, are eligible to vote in the elections. Each business entity shall have one vote, cast by its designated representative.

12.3 Nomination Process:

1. **Nomination Period:** A call for nominations shall be issued by the Executive Leadership team at least 60 days prior to the scheduled election date.
2. **Eligibility for Nomination:** Any member representative in good standing, meeting the eligibility criteria outlined in Article 5.2, may be nominated.
3. **Nomination Submission:** Nominations must be submitted in writing to the Secretary at least 90 days before the election, accompanied by the nominee's acceptance and a brief statement of intent.

12.4 Election Committee:

The Executive Leadership team shall appoint an Election Committee to oversee the election process. The Election Committee shall consist of:

1. **Election Chairperson:** A senior MICC member not standing for election, responsible for leading the committee.
2. **Two MICC Members:** General members not running in the election, chosen for their integrity, and understanding of MICC's mission.
3. **Secretary (Ex-Officio):** The MICC Secretary shall serve as an ex-officio member, providing administrative support and maintaining records.

12.5 Voting Procedure:

1. **Ballots:** Voting shall be conducted by secret ballot, either electronically or by paper, as determined by the Election Committee.
2. **Voting Period:** The voting period shall be open for no less than 7 days to allow all eligible members adequate time to participate.
3. **Vote Counting:** The Election Committee shall be responsible for counting the votes and certifying the election results.

12.6 Announcement of Results:

Election results shall be announced on the second Friday of November. The newly elected Executive Leadership team members shall assume their roles on January 1st of the new term.

12.7 Special Elections:

In the event of a vacancy on the Executive Leadership team, a special election shall be held within 60 days to fill the position for the remainder of the term. The procedures outlined above shall apply to special elections.

12.8 Dispute Resolution:

Any disputes regarding the election process or results must be submitted in writing to the Election Committee within 7 days of the announcement of results. The Election Committee's decision shall be final.

Article 13 – Advisory Council

13.1 Establishment

The Advisory Council is established as a strategic advisory body to provide guidance and support to the Executive Leadership Team. It will consist of Founding Advisory Council members and additional advisory members, as defined in Section 13.2.

13.2 Composition

The Advisory Council shall be composed of:

- **Founding Advisory Council Members:** These are individuals who played a pivotal role in the establishment of the India Chamber of Commerce MN (ICCMN) and have been designated as perpetual members.
- **Additional Advisory Members:** A maximum of 4 members with significant expertise, leadership experience, or prior service to MICC. This may include past presidents or other professionals aligned with the organization's mission.

13.3 Membership Terms

- **Founding Advisory Council Members:** These members shall retain perpetual membership in the Advisory Council and will not be subject to term limits.
- **Additional Advisory Members:** These members shall serve a term of two (2) years, with the opportunity for reappointment for one (1) additional term, resulting in a maximum tenure of four (4) years.

13.4 Role and Responsibilities

The Advisory Council shall:

- Provide strategic advice and guidance to support organizational goals and initiatives.
- Serve as a resource for the Executive Leadership Team in decision-making and long-term planning.
- Foster relationships with key stakeholders to further MICC's mission.

13.5 Limitations

The Advisory Council shall not have voting rights on Executive Leadership Team decisions but shall function exclusively in an advisory capacity to enhance MICC's governance.

Appendix A: Membership Categories and Fee Structure

Membership Categories

Small Business Membership

- Small Business Membership: \$100 annually
- For businesses with fewer than 25 employees and less than \$1 million in annual revenue.
Designed to provide resources, networking opportunities, and advocacy for small enterprises.

Corporate Membership

- Corporate Membership: \$250 annually
- For medium-sized businesses with 25–100 employees and annual revenue between \$1 million and \$5 million.
- Includes access to higher-tier networking events, co-branding opportunities, and corporate-specific advocacy.

Enterprise Membership

- Enterprise Membership: \$500 annually
- For large businesses with more than 100 employees and over \$5 million in annual revenue.
- Focused on strategic partnerships, industry leadership, and visibility within the business community.

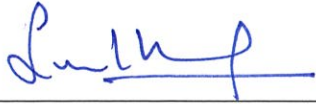
Nonprofit Organization Membership

- Nonprofit Organization Membership: \$100 annually
- For non-profit organizations that align with MICC's mission.
- Offers access to resources, collaborative opportunities, and advocacy services tailored to nonprofits.

Approval and Adoption of Bylaws

The undersigned certify that the above bylaws were drafted, reviewed, and approved by the founding members of the India Chamber of Commerce MN (ICCMN).

Signatories (Founding Members):



Sirish Samba
Founding Member

JANUARY 3, 2025

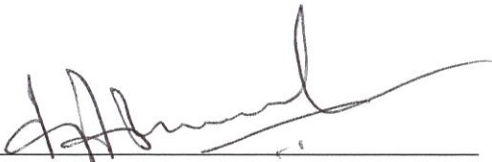
Date



Mahi Mahipathi
Founding Member

January 03, 2025

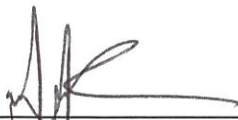
Date



Hasmukh Patel
Founding Member

January 03, 2025

Date



Shajive Jeganathan
Founding Member

January 03, 2025

Date