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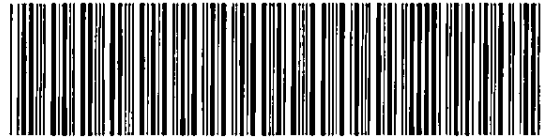
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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: MAHARASHTRA MANDAL OF SOUTH FLORIDA, INC.

DOCUMENT NUMBER: N07000010317

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Manjusha Naik

(Name of Contact Person)

MAHARASHTRA MANDAL OF SOUTH FLORIDA, INC.

(Firm/ Company)

6320 Grebe Ct

(Address)

Lake Worth, FL 33463

(City/ State and Zip Code)

manjushaotr@yahoo.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Manjusha Naik

813

8428563

at

(Name of Contact Person)

(Area Code)

(Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

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Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
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Certificate of Status
Certified Copy
(Additional Copy is
Enclosed) |
|---|--|---|--|

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

Articles of Amendment
to
Articles of Incorporation
of

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MAHARASHTRA MANDAL OF SOUTH FLORIDA, INC.

(Name of Corporation as currently filed with the Florida Dept. of State)

N07000010317

(Document Number of Corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

N/A

The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or "Inc." "Company" or "Co." may not be used in the name.

B. Enter new principal office address, if applicable:

N/A

(Principal office address MUST BE A STREET ADDRESS)

C. Enter new mailing address, if applicable:

N/A

(Mailing address MAY BE A POST OFFICE BOX)

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent: N/A

(Florida street address)

New Registered Office Address:

_____, Florida
(City) (Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:

P = President; V = Vice President; T = Treasurer; S = Secretary; D = Director; TR = Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

<input checked="" type="checkbox"/> Change	<u>PT</u>	<u>John Doe</u>
<input checked="" type="checkbox"/> Remove	<u>V</u>	<u>Mike Jones</u>
<input checked="" type="checkbox"/> Add	<u>SV</u>	<u>Sally Smith</u>

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	<u>N/A</u> _____	_____ _____ _____
2) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____ _____	_____ _____ _____
3) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____ _____	_____ _____ _____
4) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____ _____	_____ _____ _____
5) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____ _____	_____ _____ _____
6) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____ _____	_____ _____ _____

E. If amending or adding additional Articles, enter change(s) here:

(attach additional sheets, if necessary). (Be specific)

Article 11.1 Purpose

MMOSF is organized, exclusively for charitable, educational, cultural and scientific purposes, including for such purposes,

the making of distributions to organizations that qualify as an exempt organization under section 501(c)(3) of the

Internal Revenue Code, or the corresponding section of any future federal tax code, or FCRA certified reputed charitable

organization(s) in India. MMOSF's purpose is to involve in educational, charitable, cultural and literary activities by

bringing together the Indian American community of South Florida.

11.3 Compensation

No Member person, Committee volunteer, Officer, or Director shall receive any compensation for his/her services to MMOSF in their MMOSF official capacities. Any person may receive reimbursement upon submitting the receipt(s) in a timely fashion for valid MMOSF expenses that are authorized by EC or BOD, as applicable. A Member person may get compensation for other services rendered by him/her/them and requested by the EC if (a) MMOSF needed those services for which it would have paid a non-member, (b) the Board of Directors approves the Member's hiring as the Member's hire as the service provider in case the Member is a EC or BD member, and (c) the Member enters a contract with MMOSF detailing the nature of services, the amount and milestones for payment.

IV.1.5: Upon dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or state or local government for public purpose Any such asset not so disposed of by the Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purpose or to such organization or organizations as said Court shall determine which are organized and operated exclusively for such purposes.

.....see attached more amendments on a separate page

The date of each amendment(s) adoption: December 1st, 2023, if other than the date this document was signed.

Effective date if applicable: December 15th, 2023
(no more than 90 days after amendment file date)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Adoption of Amendment(s) **(CHECK ONE)**

- The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.

.....Continued from page

E. If amending or adding additional Articles, enter change(s) here

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VII.2 Election and Term for Officers

ELECTION PROCESS

If needed the President shall create an Election committee with up to three members of the organization who served in the committee in past and shall not be the part of the ongoing election. The election committee, if appointed, shall be responsible to conduct the election in fair and transparent manner. Each individual member of the corporation shall have one vote as per section VI.7. To avail the benefit of electronic voting, if offered and permitted by local law, the members must register with the current committee at least one week before. The electronic vote shall close the night before AGM and only in-person vote shall be allowed during AGM. Any member of corporation can run for elections and shall get fair campaign time as determined by EC and BOD. The eligible candidate shall follow campaigning guidelines set by the election committee and use only the appropriate medium as approved by the Election Committee during the campaign period and shall not use any derogative, divisive, blaming, or non-factual language as part of the campaign either publicly or in private groups. Any usage of such language, if proved by sufficient, reasonable, and customary evidence, shall result in disqualification of the candidate from participating in the election process. Elections shall be conducted only for office bearer positions in case of nomination of multiple candidates for same position. In case of tie, the current MMOSF committee shall get one more vote. In case of tie thereafter the President of the current MMOSF committee shall cast the final vote. The new committee members shall swear in by taking the oath to follow corporation's by-laws before taking up the positions. Election Committee decision will be considered final in case of any dispute.

VII.3.1 President.

The president shall be the chief executive officer of the corporation; he/she (he/she hereafter referred as he in the document) shall preside at all meetings of the committee members and of the office bearers; he shall have the general management of the affairs of the corporation and shall see that all orders and resolutions of the committee are carried into effect. The president shall be the only authorized spokesperson responsible to present the vision and goals of the corporation to the members of the corporation.

Presidential Line of Succession

- If for any reason President could not continue to run the office the next line of succession to resume Presidential duties shall be Vice-president, Secretary and Treasurer
- Every candidate shall get one week to decide and take the duties before it is passed to the next candidate in the chain of succession
- In case of no succession the secretary of the corporation shall call for special AGM

VII.3.2 Vice President. The Vice President shall perform those duties and responsibilities delegated to him/her by the President. The vice-president shall perform such other duties as that the President or committee shall prescribe. In addition to this the vice-president is responsible for all external communication not limited to but related to events, social, networking activities

VII.3.4 Treasurer. The Treasurer shall have custody of all corporate funds and financial records, shall keep full and accurate accounts of receipts and disbursements and render accounts thereof whenever required by the Board of Directors or the President, and shall perform such other duties as may be prescribed by the President. The Treasurer is the principal authority to sign off on MMOSF instruments of payment or the President on the need basis. The treasurer shall maintain, including but not limited to, a separate list of all membership database and all corporation related important documents such as MOUs, contracts, receipts regularly backed up on an external secure storage drive or site for the period of 7 years for audit purpose and passed down to the next incoming treasurer at the hand-off meeting between in-force and incoming committees.

VII.3.5 The BMM Representative

Bruhan Maharashtra Mandal of North America (BMM) is a Mandal-member organization which is a not for-profit corporation. Currently BMM has more than 65 member-mandals. MMOSF is a BMM member as well. One term of BMM is of two years – beginning from the BMM-term-elections held at a BMM Convention and ending before the BMM-term-elections held at the next BMM Convention. Every member-mandal appoints one member from its community as its representative to BMM (aka BMM Representative) between January 1st and March 31 of the calendar year during which BMM elections are conducted (every two years). BMM requires that a Mandal representative must have served at least one term of Mandal's Executive Committee (EC). All appointed BMM Representatives becomes a general body of BMM for that term of BMM. This general body of BMM is the supreme body of BMM which votes during the elections and elects the Executive Committee and Advisory Body of BMM. A BMM Representative is thus first responsible for the well-being of BMM and helps shape BMM by bringing in the perspective of his/her member-mandal (and the community it serves). A BMM Representative also serves as the liaison between his/her member-mandal and BMM and ensures that all communication reaches to the Mandal President/EC and appropriate action is taken by the Mandal President/EC. A BMM Representative is responsible to promote BMM products and services by working with the Mandal President/EC. As a part of BMM general body, a BMM Representative, although a well-wisher/member of Mandal, is a part of BMM corporation and has an allegiance towards BMM.

BMM Representatives thus play an important role of bringing expectations/needs of our communities ground up at a national level and determine the strategic direction of BMM in the best interest of the entire Marathi community of North America.

VII.3.6 Marathi Shala Principal (ALSO REFERRED AS SCHOOL COORDINATOR) The principal shall be the chief operating officer of the MMOSF Marathi Shala and all its branches. Setting up the vision and the goals for the MMOSF shala is the responsibility of the principal; he shall have the general management of the affairs of the MMOSF shala, which may include financial operations, and shall see that all orders

and resolutions of the committee that are related to MMOSF shala are carried into effect. He shall be responsible to implement and execute the MMOSF shala policies, procedures, curriculum, and examination schedules, where applicable, uniformly across all MMOSF shala branches. Any contracts related to space, event or property of the MMOSF shala shall be countersigned by school coordinator along with the President. The principal may appoint one or more branch coordinators, exam coordinators and activities coordinators to facilitate activities and communication with parents and students. Such coordinators, if assigned by Principal, must be the member of the MMOSF and shall follow the policies and procedures of MMOSF as governed by the Principal and the MMOSF committee. The school coordinator shall be also responsible to depute one or more volunteers as the teachers to provide appropriate schooling and education to the students following the Bruhan Maharashtra Mandal 12 curriculum. Principal shall officially represent MMOSF Marathi Mandal on Bruhan Maharashtra Mandal Marathi Shala committee and have access and/or possession of all MMOSF Marathi Shala educational materials and property to ensure smooth operations of MMOSF Marathi Shala. For the effective enrollment, operations and functioning of the MMOSF Marathi Shala the Principal shall take the charge of the school operations in-sync of the typical local academic calendar unless otherwise stated to start the tenure of the position on August 1st and end the tenure of the position on July 31st of the next year. The current Principal shall be responsible for, including but not limited to, the next year Shala location booking, enrollment, book printing activities to ease the transition to incoming Principal.

VII.5.2 Removal of Officers:

Any or all of the office bearers may be removed for cause by action of the members. Office bearers may be removed due to nonfulfillment of the required duties, misconduct, theft and misrepresentation of our organization all by clear majority (two third) vote of attending members of the corporation at the Special General meeting called for this purpose. In the event of the death, resignation or removal of an officer, the committee in its discretion may elect or appoint a successor to fill the unexpired term. Any two or more offices may be held by the same person, except the offices of president, treasurer, and secretary.

These amended bylaws were approved by majority votes in the GBM held on Dec 1, 2023 became effective thereafter

- There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated _____

Signature _____

(By the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Manjusha Naik

(Typed or printed name of person signing)

President



(Title of person signing)

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ARTICLE I. DEFINITIONS

1. Corporation: MMOSF, Maharashtra Mandal of South Florida Inc.
2. The Code: Internal Revenue Code of 1986, as amended or the corresponding provision of any future United States Internal Revenue Law.
3. Bylaws: Regulations and requirements that govern the internal affairs of MMOSF
4. Executive Committee: EC, The MMOSF committee comprising four officers: President, Vice President, Treasurer and Secretary
5. President: The President of the Executive Committee
6. Vice President: The Vice President of the Executive Committee
7. Treasurer: The Treasurer of the Executive Committee
8. Secretary: The Secretary of the Executive Committee
9. Board of directors: BOD, the MMOSF panel comprising seven Directors, one of which serves as its chairperson.
10. Director: An individual serving on the Board of Directors
11. Chairperson: The Chairperson of the Board of Directors
12. Voluntary Committee: Committee of volunteers appointed to manage and execute specific task of the MMOSF activity (e.g. Cultural Committee executes and manages all cultural activities)
13. Private Foundation: Private Foundation, a term as defined in Section 509 of the Code
14. Participating-Function: A MMOSF function that people attend
15. Good Standing: Having (a) paid the fee for the duration of the membership when due, (b) paid other participating- function-fees when due, and (c) followed the duties and responsibilities- all stated in the Bylaws.
16. Member/Membership: Person(s) in Good Standing is considered to be a member possessing the Membership.
 - a. The membership begins at the payment of appropriate amount of fee and is valid for the remaining duration of the year.

b. There are four categories of members: Individual Member (IM), Family Member (FM), Student Member (SM) and Patron.

c. Individual Member (IM): One individual person. IM is entitled to one vote.

d. Family Member (FM): A group of individuals. The group includes one person, and as applicable, his/her spouse, dependent parents, if any, staying with the person at his/her residential address, and dependent children upto age 18 years.. All members of the group must be identified at the time of paying the annual fee. The entire group is entitled to one vote.

17. Student Member (SM): A fulltime student of a school, college or university, who is at least 18 years of age and does not hold a fulltime employment. SM is entitled to one vote.

18. Patron: A Couple (an individual and his/her spouse identified at the time of paying the fee) who has paid in a single payment the life-time fee of US \$5000 or more. A Patron is entitled to one vote. Patron is not required to pay annual membership fee during his/her/their lifetime, but shall pay all other fees for participating functions. The life-time means period to the end of the lifetime of each spouse.

19. General Body: A group of Members who are eligible voters participating in a meeting.

20. Member of Record: A Member identified for the purpose of voting. FM and Patron are both, one-Member of Record. Year: Fiscal year beginning on January 1 (0.00 Hour EST- Eastern Standard Time) and ending on December 31 (24.00 Hour EST) of the same calendar year.

22. Absolute Majority: 'Yes' votes more than the sum of the no votes and abstentions.

ARTICLE II. INTRODUCTION

II.1 Purpose

MMOSF is organized, exclusively for charitable, educational, cultural and scientific purposes, including for such purposes, the making of distributions to organizations that qualify as an exempt organization under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or FCRA certified reputed charitable organization(s) in India.

MMOSF's purpose is to involve in educational, charitable, cultural and literary activities by bringing together the Indian American community of South Florida.

II.2 Structure of the Corporation

MMOSF consists of Members, Executive Committee, Board of Directors and voluntary committees.

II.3 Compensation

No Member person, Committee volunteer, Officer, or Director shall receive any compensation for his/her services to MMOSF in their MMOSF official capacities. Any person may receive

reimbursement upon submitting the receipt(s) in a timely fashion for valid MMOSF expenses that are authorized by EC or BOD, as applicable. A Member person may get compensation for other services rendered by him/her/them and requested by the EC if (a) MMOSF needed those services for which it would have paid a non-member, (b) the Board of Directors approves the Member's hiring as the service provider in case the Member is a EC or BD member, and (c) the Member enters a contract with MMOSF detailing the nature of services, the amount and milestones for payment.

ARTICLE III. OFFICES OF BUSINESS

III.1 Principal Office of the Corporation

The principal office of MMOSF shall be located at the residential address of the President.

III.2 Registered Office of the Corporation (ROC)

MMOSF shall continuously maintain a registered office in the State of Florida within South Florida, defined herewith to be consisting of Dade, Broward, Palm Beach, and Monroe counties, until its dissolution except that the MMOSF may, from time to time, change the address of the ROC through duly adopted BOD and EC resolution(s) and filing an appropriate statement with the State of Florida. The current MMOSF ROC is at 6320 Grebe Ct. Lake Worth, FL 33463

ARTICLE IV. NOT FOR PROFIT STATUS

IV.1 Nonprofit Operations

MMOSF is a Florida not-for-profit corporation. Its activities shall be limited to those stated below:

IV.1.1 No part of MMOSF earnings shall inure to the benefit of, or be distributable to, anyone. No person is entitled to share in the distribution of any of the MMOSF assets on its dissolution.

IV.1.2 Notwithstanding any provision in its Articles of Incorporation, MMOSF shall not conduct or carry out any activity that is not permitted for an organization exempt from taxation under Section 501(c) of the Code, or accept contributions that are deductible under Section 170(c)(2) of the Code.

IV.1.3 The MMOSF shall neither invest in a way(s), nor conduct activities that causes MMOSF become a Private Foundation.

IV.1.4 The MMOSF shall not accept contributions (in cash or kind) from any type of entity, or in value, that causes the MMOSF to become a Private Foundation.

IV.1.5

Upon dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding

section of any future federal tax code, or shall be distributed to the federal government, or state or local government for public purpose. Any such asset not so disposed of shall be disposed of by the Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purpose or to such organization or organizations as said Court shall determine which are organized and operated exclusively for such purposes.

IV.1.6 The Corporation shall not loan any money to its Members, any other individual or institution. The Corporation shall not be a guarantor for loan to anyone. However, the Corporation may rent its non-monetary assets, including but not limited to devices and equipment after (a) signing a binding agreement with the renter that identifies all the terms of rental and (b) receiving refundable deposit in an amount that is required to replace the rented asset by an equal or better asset, before handing over the asset to the renter.

IV.2 Shares of Stock and dividends

The Corporation shall not issue any type of shares of stock and shall not pay dividend.

ARTICLE V. MEMBERS

V. 1 Membership

Any person having interest in Marathi culture is eligible to be a Member of MMOSF and participate in MMOSF activities.

V.1.1 Other Corporations, partnerships and non-persons shall not be eligible to be a Member, but may participate in the MMOSF activities on a case-by-case basis at the explicit invitation of the EC.

V.1.2 Annual membership fee is due at the beginning of each Year. In addition, Members are expected to pay fees for functions that they want to participate in. All fees, annual or otherwise, are non-refundable and shall be paid in full, in a single payment.

V. 2 Benefits of Membership

V.2.1 Opportunity to participate in and contribute to the MMOSF activities and to vote, when eligible

V.2.2 Opportunity to run for an EC Office except when prohibited by the Bylaws

V.2.3 Pay reduced fees for attending MMOSF functions

V.2.4 Opportunity to demonstrate talent to an appreciative group.

V.2.5 Opportunity to co-mingle and participate in social interactions with like-minded individuals with interest in Marathi culture.

V.3 Duties and responsibilities of Members

V.3.1 Honor and respect MMOSF Bylaws, Articles of Incorporation and other Members

V.3.2 Inform in writing to MMOSF as soon as possible any change in contact information (e-mail address, landline phone number, cell phone number, and mailing address), for future communication. The Member shall ensure that MMOSF always has his/her/their valid e-mail address for communication.

ARTICLE VI. GENERAL BODY MEETINGS (GBMs)

VI.1 Types of General Body Meetings:

Annual and special are two types of General Body meetings (GBMs).

VI.1.1 Annual meeting: An annual meeting shall be held each Year between October 15 and December 1 at a time and place decided by the EC. The agenda for this meeting shall be prepared by the EC and shall include presentation of the financial status as a minimum. Business transacted at the annual meeting every other calendar-year shall include the election and announcement of the Executive Committee for the next term.

VI.1.2 Special meeting: A special meetings shall be called when EC or BOD needs one, or when requested in writing to the EC by not less than 10% or 10 Members of Record, excluding Directors and EC officers. The special meeting shall be called for a date within 10 to 60 days of the date of request received by the EC, unless those requesting the meeting request a later date. The call for a special meeting shall be issued by the Secretary, unless the President, BOD, or the Members requesting the meeting designate another person to do so.

VI.2 Place of a GBM

The GBM shall be held at the principal place of MMOSF business or at a place chosen by the EC that shall reasonably accommodate the expected number of attendees at no cost to them.

VI.3 Notice of the GBM

An e-mail notice stating the place, day and hour of the GBM, the needed Quorum on the basis of the total number of Members of record on the day of issuing the notice, the meeting agenda and, in the case of a special meeting, the specific purpose(s) of the meeting, shall be sent to all Members at least seven days before the GBM. Any e-mail not returned to the sender shall be assumed to be delivered and read by the recipient.

VI.4 Quorum

Quorum for the GBM and for each vote shall be equal to at least 25% of the Members of Record rounded to the next higher integer plus one, including the GBM Leader defined in Section

VI.5.1. Number of voters, present in person and represented by proxy shall be counted towards

the Quorum. If Quorum is present, the decision of the majority of votes on the subject matter shall be the act of the General Body unless otherwise provided by law.

VI.5 Conduct of the GBM

VI.5.1 All GBMs, except those SMs requested by the BOD, shall be led by the President or his designated Officer. The BOD requested Special Meeting shall be led by the Chairperson or a Director.

VI.5.2 All resolutions and proposed MMOSF actions shall be adopted by the absolute majority of the Quorum

VI.5.3 The meeting leader may appoint one or more presiding officers to supervise each voting, assure Quorum for the vote, count votes and declare the vote counts openly to the members present without delay.

VI.6 Proxies

A Member of Record may vote either in person or by proxy executed in writing by the Member or his duly authorized attorney-in-fact/representative. The authorized representative must be a member person. In general, the proxy should be for a specific GBM or vote. However, proxy for a longer duration is permissible. No proxy shall be valid after the duration of 11 months from the date thereof unless otherwise provided in the proxy.

No proxy is needed to represent an Annual Family Member or Patron couple if the authorized person is from within the family and one of the Patron Spouses, respectively, providing other persons from these groups do not vote, if present.

VI.7 Voting

Each Member of Record shall be entitled to one vote on each matter submitted to a vote. At the beginning of the meeting or before each vote, each Member family present shall identify, in person or through a proxy, to the Presiding Officer one person from the Member family and each Patron shall identify one spouse as their designated voter. The meeting leader shall vote only for breaking a tie vote.

VI.8 Action by Members without a GBM

Any action that requires approval of the General Body shall not be taken without the approval of the majority in a GBM. Such action however can be taken without the approval of the majority of the GBM, if the Majority of Members of Record approve it by a signed petition. Removal from his/her position of an Officer, Director and Member for a cause, awarding a service contract to a MMOSF Member, approving any change in Bylaws are some examples which shall require the approval of the General Body.

VI.9 Adjournment and the notice of Adjourned GBM

If a GBM is adjourned, only the business unfinished on the original date of the GBM - incomplete, deferred and not discussed agenda items- shall be transacted at the adjourned GBM. When a GBM is adjourned to another time and/or place, it shall not be necessary to give notice

of the adjourned meeting, provided that the time and place to which the meeting is adjourned are announced at the meeting at which the adjournment is taken. If, however, after the adjournment the EC fixes a new record date for the adjourned meeting, a notice of the adjourned meeting shall be given as provided in this Article to each Member of record on the new record date entitled to vote at such meeting.

ARTICLE VII. EXECUTIVE COMMITTEE (EC) AND OFFICERS

VII.1 Officers

The MMOSF EC shall consist of four officer positions: a President, a Vice President, a Secretary and a Treasurer.

All positions shall be elected by the MMOSF Members. The Vice President shall become President upon resignation, removal, or death of the President. Such a vice president will be entitled to run for President position for the next term. No two or more positions shall be held by the same person and no two or more positions shall be held by the persons from the same family at the same time.

VII.2 Election and Term for Officers

ELECTION PROCESS

If needed the President shall create an Election committee with up to three members of the organization who served in the committee in past and shall not be the part of the ongoing election. The election committee, if appointed, shall be responsible to conduct the election in fair and transparent manner.

Each individual member of the corporation shall have one vote as per section VI.7. To avail the benefit of electronic voting, if offered and permitted by local law, the members must register with the current committee at least one week before. The electronic vote shall close the night before AGM and only in-person vote shall be allowed during AGM.

Any member of corporation can run for elections and shall get fair campaign time as determined by EC and BOD. The eligible candidate shall follow campaigning guidelines set by the election committee and use only the appropriate medium as approved by the Election Committee during the campaign period and shall not use any derogative, divisive, blaming, or non-factual language as part of the campaign either publicly or in private groups. Any usage of such language, if proved by sufficient, reasonable, and customary evidence, shall result in disqualification of the candidate from participating in the election process. Elections shall be conducted only for office bearer positions in case of nomination of multiple candidates for same position. In case of tie, the current MMOSF committee shall get one more vote. In case of tie thereafter the President of the current MMOSF committee shall cast the final vote. The new committee members shall swear in by taking the oath to follow corporation's by-laws before taking up the positions. Election Committee decision will be considered final in case of any dispute.

The term for each elected Officer is two Years. Any non-Patron Member person can run for any position providing his/her running does not violate other requirements of the Bylaws, if elected. One Member person shall run for only one specific position and must be elected either unopposed or by the Members in a GBM, or by mail, if this is deemed more practical by the BD.

No person elected to serve in a position for one term shall serve in the same position for the next term. Therefore, any person appointed to fill in the vacancy (See VII.5.1) of an elected Secretary, Treasurer and Vice President position can serve in the next term, if elected. Persons in the positions of Secretary, Treasurer and Vice President may serve in any other position in consecutive terms. No person thus shall serve on the EC more than four consecutive terms. An Officer may serve again in the same position only after a minimum gap of one term.

The person who has served as the President shall not serve in any other position after completing his/her term. A person serving as the President shall not serve as the Director at the same time. The person who has served as the President may serve in any position upon election after eight consecutive years- or four consecutive EC terms, whichever is more-, completing his/her preceding term as the President only if he/she has remained a Member in good standing throughout the period of four EC terms and no bylaws prevailing at the time of re-serving in an EC position¹.

VII.3 Duties and powers of the Officers

Subject to the limitations imposed by law, the Articles of Incorporation and Bylaws, MMOSF officers shall have the following duties and powers:

VII.3.1 President.

The president shall be the chief executive officer of the corporation; he/she (he/she hereafter referred as he in the document) shall preside at all meetings of the committee members and of the office bearers; he shall have the general management of the affairs of the corporation and shall see that all orders and resolutions of the committee are carried into effect. The president shall be the only authorized spoke-person responsible to present the vision and goals of the corporation to the members of the corporation.

Presidential Line of Succession

- If for any reason President could not continue to run the office the next line of succession to resume Presidential duties shall be Vice-president, Secretary and Treasurer
- Every candidate shall get one week to decide and take the duties before it is passed to the next candidate in the chain of succession
- In case of no succession the secretary of the corporation shall call for special AGM

VII.3.2 Vice President. The Vice President shall perform those duties and responsibilities delegated to him/her by the President. The vice-president shall perform such other duties as that the President or committee shall prescribe. In addition to this the vice-president is responsible for all external communication not limited to but related to events, social, networking activities

VII.3.3 Secretary. The Secretary shall have custody of, and maintain all of the corporate records except the financial records, shall record and distribute minutes of all EC meetings and GBMs, send all notices of all meetings and perform such other duties as may be prescribed by the President. If requested, the Secretary shall perform the same duties for the Board of Directors.

VII.3.4 Treasurer. The Treasurer shall have custody of all corporate funds and financial records, shall keep full and accurate accounts of receipts and disbursements and render accounts thereof whenever required by the Board of Directors or the President, and shall perform such other duties as may be prescribed by the President. The Treasurer is the principal authority to sign off on MMOSF instruments of payment or the President on the need basis. The treasurer shall maintain, including but not limited to, a separate list of all membership database and all corporation related important documents such as MOUs, contracts, receipts regularly backed up on an external secure storage drive or site for the period of 7 years for audit purpose and passed down to the next incoming treasurer at the hand-off meeting between in-force and incoming committees.

VII.3.5 The BMM Representative

Bruhan Maharashtra Mandal of North America (BMM) is a mandal-member organization which is a not-for-profit corporation. Currently BMM has more than 65 member-mandals. MMOSF is a BMM member as well. One term of BMM is of two years – beginning from the BMM-term-elections held at a BMM Convention and ending before the BMM-term-elections held at the next BMM Convention. Every member-mandal appoints one member from its community as its representative to BMM (aka BMM Representative) between January 1st and March 31 of the calendar year during which BMM elections are conducted (every two years). BMM requires that a mandal representative must have served at least one term of mandal's Executive Committee (EC). All appointed BMM Representatives becomes a general body of BMM for that term of BMM. This general body of BMM is the supreme body of BMM which votes during the elections and elects the Executive Committee and Advisory Body of BMM. A BMM Representative is thus first responsible for the well-being of BMM and helps shape BMM by bringing in the perspective of his/her member-mandal (and the community it serves). A BMM Representative also serves as the liaison between his/her member-mandal and BMM and ensures that all communication reaches to the mandal President/EC and appropriate action is taken by the mandal President/EC. A BMM Representative is responsible to promote BMM products and services by working with the mandal President/EC. As a part of BMM general body, a BMM Representative, although a well-wisher/member of mandal, is a part of BMM corporation and has an allegiance towards BMM.

BMM Representatives thus play an important role of bringing expectations/needs of our communities ground up at a national level and determine the strategic direction of BMM in the best interest of the entire Marathi community of North America.

VII.3.6 Marathi Shala Principal (ALSO REFERRED AS SCHOOL COORDINATOR)

The principal shall be the chief operating officer of the MMOSF Marathi Shala and all its branches. Setting up the vision and the goals for the MMOSF shala is the responsibility of the principal: he shall have the general management of the affairs of the MMOSF shala, which may include financial operations, and shall see that all orders and resolutions of the committee that are related to MMOSF shala are carried into effect. He shall be responsible to implement and execute the MMOSF shala policies, procedures, curriculum, and examination schedules, where applicable, uniformly across all MMOSF shala branches. Any contracts related to space, event or property of the MMOSF shala shall be countersigned by school coordinator along with the President. The principal may appoint one or more branch coordinators, exam coordinators and activities coordinators to facilitate activities and communication with parents and students. Such coordinators, if assigned by Principal, must be the member of the MMOSF and shall follow the policies and procedures of MMOSF as governed by the Principal and the MMOSF committee. The school coordinator shall be also responsible to depute one or more volunteers as the teachers to provide appropriate schooling and education to the students following the Bruhan Maharashtra Mandal

curriculum. Principal shall officially represent MMOSF Marathi Mandal on Bruhan Maharashtra Mandal Marathi Shala committee and have access and/or possession of all MMOSF Marathi Shala educational materials and property to ensure smooth operations of MMOSF Marathi Shala. For the effective enrollment, operations and functioning of the MMOSF Marathi Shala the Principal shall take the charge of the school operations in-sync of the typical local academic calendar unless otherwise stated to start the tenure of the position on August 1st and end the tenure of the position on July 31st of the next year. The current Principal shall be responsible for, including but not limited to, the next year Shala location booking, enrollment, book printing activities to ease the transition to incoming Principal.

VII.4 Collective duties and responsibilities of the EC

VII.4.1 Conduct MMOSF business within the framework of the Articles of Incorporation, Bylaws, directives of the BOD, if any, and wishes of the General Body expressed through resolutions passed in the GBMs, without violating the laws of the land and following the MMOSF Executive Member Handbook. This framework shall govern all the duties and responsibilities given hereafter and are part of the MMOSF business.

VII.4.2 Appoint appropriate committees (such as Audit, Charitable activities, Cultural programs, Food arrangement, Public Relations, Senior Citizens, Special Projects, Youth Groups, etc.) of volunteers from among the Members to assist the EC in conducting MMOSF business. Coordinate and monitor the activities of these committees to assure that they execute their assignments timely and professionally.

VII.4.3 Plan, organize and manage functions and events to further the cause of MMOSF including deciding the amount of annual fee and fees for functions and events.

VII.4.4 Represent MMOSF in appropriate local and state events. MMOSF will not reimburse related expenses

VII.4.5 Make strong efforts to enhance membership, patronage and participation of eligible non-Members in the MMOSF events and functions.

VII.4.6 Build bridges with similar organizations, such as those from the Indian Subcontinent, other Asian cultures and other like-minded organizations from around the world.

VII.4.7 Plan, budget and manage execution of every MMOSF sponsored initiative to be cost effective, thereby planning for higher net assets for MMOSF at the end of the year than those at the beginning of the year. In an exceptional case, if the EC believes that a proposed initiative may prohibit it from balancing the budget at the end of the fiscal year, it may, in a timely manner, present a fiscal plan to the BD describing how it plans to make up for the temporary deficit that the initiative may generate. EC may execute the initiative after obtaining a written approval from the BD.

VII.4.8 Conduct GBMs per the Bylaws.

VII.4.9 Conduct one joint meeting every six months (two in one Year) with the BOD and provide a report on the activities and the status of the budget and seek BOD approval. The annual meeting may substitute the second six- monthly meeting of the Year at the request of the President, if BOD agrees.

VII.4.10 Develop and update the MMOSF Executive Member Handbook, as the experience builds up.

VII.4.11 Hand over the books, records and finances to the incoming Executive Committee and assure smooth transition.

VII.5. Administration for EC

VII.5.1 Vacancies: The resignation of an Officer becomes effective immediately or on the date specified in the resignation letter and a vacancy is deemed to exist as of such effective date. Any vacancy, except in the office of the President, whether by resignation, removal, incapacity, death or otherwise, shall be filled by the President in consultation with the remaining EC Officers. The new Officer elected to fill the vacancy serves for the unexpired term of the predecessor in the office. In the event of vacancy in the office of the President, whether by resignation, removal, death or otherwise, the Vice-President shall become the President.

VII.5.2 Removal of Officers:

Any or all of the office bearers may be removed for cause by action of the members. Office bearers may be removed due to nonfulfillment of the required duties, misconduct, theft and misrepresentation of our organization all by clear majority (two third) vote of attending members of the corporation at the Special General meeting called for this purpose. In the event of the death, resignation or removal of an officer, the committee in its discretion may elect or appoint a successor to fill the unexpired term. Any two or more offices may be held by the same person, except the offices of president, treasurer, and secretary.

VII.6 EC Meetings:

The EC may meet at any time, any place, as many times as it wishes, providing all four Officers have been notified and a Quorum of three Officers is present.

ARTICLE VIII. BOARD OF DIRECTORS

VIII.1 Directors and the Chairperson

The BOD shall consist of seven Directors. One Director shall serve as the Chairperson.

VIII.2 Selection/Election of and Term of service for Directors and the Chairperson

The term of the BOD: The BOD term will be two years, concurrent with the EC term. The board will be selected/nominated/elected as described below and be in place for the next term prior to December 1 of the year prior to the start of the term. The Chairperson will be elected / selected by the up-to seven members of the Board and EC will be informed of the new Board and the Chairperson.

Up-to three Directors shall be willing Patrons, referred herein as Patron Directors or PD, who have expressed their willingness to serve on the BOD by signing and returning the letter of invitation to the Chairperson of the BOD upon the creation of a vacancy. The Patron spouse who chooses to accept the invitation by signing the letter of invitation shall be the Director. If this Patron Director dies, his/her spouse may fill his/her position, if willing.

The PD can remain in the position indefinitely until another willing Patron takes his/her place. In the absence of willing Patron(s), the Patron Directors' position(s) shall remain vacant. If there are more than three willing Patrons, they shall decide the Directorship and the length of the Directorship among themselves and notify it to the BOD and EC in time for the next term. EC shall share this information to the Members. The Patron may serve as PD multiple times.

The other four Directors shall be the most recent willing past Presidents who have served for one full term as the President. A past President who has served for less than one full term is not eligible to serve as the Director in his/her capacity as the Past President. If four willing past Presidents are not available, these positions shall be filled by the senior-most (the one who has served earliest), willing past Vice President, Treasurer and Secretary in that order. As each new willing past President becomes eligible to serve as the Director, the Directors holding previous EC positions of Secretary, Treasurer, Vice President and President shall vacate their position to make room for the new arrival, in that order. If the new eligible past President is not willing to serve as the Director, the willing Vice President, treasurer and Secretary served in his/her Presidency become eligible to become the Director, in that order. If none of the new eligible EC officers are willing to serve as the Director, the previous Director shall continue to serve in the same capacity. If the persons meeting these criteria are not available, the position(s) shall remain vacant.

VIII.3 Duties and powers of the Directors and the Chairperson

All corporate powers shall be exercised by or under the authority of, and the business and affairs of MMOSF shall be managed under the guidance of, the Board of Directors. All the Directors have equal power and the same duties. The Chairperson shall serve as the administrative lead person.

VIII.4 Collective duties and responsibilities of the BOD Provide the leadership and vision for MMOSF assist, guide, advice and support the EC in managing MMOSF operations and business. Pursue aggressively to increase the MMOSF membership, secure donations and grants recruit patron members oversee and monitor the financial viability and liquidity of Corporation.

VII.5. Administration for BOD

VIII.5.1 Vacancies: The resignation of a director becomes effective immediately or on the date specified in the resignation letter or the death of the Director and a vacancy is deemed to exist as of such effective date. The vacancy shall be filled in 30 days per the criteria stated in VIII.2.

VII.5.2 Removal of Director: A Patron Director may be removed from the Directorship for cause by the approval of 2/3 majority of the Members of record on the day the removal is initiated. This may be obtained through their written approvals or by vote at a GBM.

A non-Patron Director may be removed from the Directorship for cause by vote at a GBM. VII.6 BOD Meetings: The BOD may meet at any time, any place, as many times as they wish providing all seven Directors have been notified and a Quorum of four Directors is present. All Directors must be present if the total number of Directors on the Board is less than four.

ARTICLE IX. INDEMNIFICATION

Each person (including here and hereinafter, the heirs, executors, administrators, or estate of such person) (1) who is or was a MMOSF Director or Officer (2) who is or was an MMOSF agent or employee other than an Officer and as to whom MMOSF has agreed to grant such indemnity, or (3) who is or was serving at the request of the MMOSF as its representative in the position of a Director, Officer, agent or employee of another corporation, partnership, joint venture, trust or other enterprise and as to whom MMOSF has agreed to grant such indemnity shall be indemnified by MMOSF as of right to the fullest extent permitted or authorized by current or future legislation or by current or future judicial or administrative decision, against any fine, liability, cost or expense, including attorneys' fees (including any and all costs of appellate proceedings), asserted against him or her, or incurred by him or her, in his or her capacity as such Director or Officer, agent, employee, or representative, or arising out of his or her status as such Director, Officer, agent, employee or representative. The foregoing right of indemnification shall not be exclusive of other rights to which those seeking an indemnification may be entitled. The MMOSF may maintain insurance, at its expense, to protect itself and any such person against any such fine, liability, cost or expenses, whether or not the Corporation would have the legal power to directly indemnify him or her against such liability.

ARTICLE X. AMENDMENT OF BYLAWS

These Bylaws may be altered, amended or rescinded and new Bylaws may be adopted by a vote of the majority of the General Body of the Corporation at any meeting or pursuant to the procedures for action without a meeting, the notice or waiver of notice of which shall have specified or summarized the proposed amendment, repeal or new Bylaws.

When a bylaw is amended or rescinded and new Bylaw is adopted, the official text of the document is edited, removing language that is no longer in force, if any. The Bylaws shall include history note(s) appended to the sections indicating when parts of it were amended. The historical note(s) shall be treated as editorial feature and not a part of the Bylaws per se.

The amended bylaw shall be effective immediately on passing the amendment and shall be published by the President on behalf of the name of all Directors within 72 hours of its passing by the GB.

These amended bylaws were approved by majority votes in the GBM held on Dec 1, 2023 became effective thereafter.



FLORIDA DEPARTMENT OF STATE
Division of Corporations

February 13, 2024

MANJUSHA NAIK
6320 GREBE CT
LAKE WORTH, FL 33463

SUBJECT: MAHARASHTRA MANDAL OF SOUTH FLORIDA, INC.
Ref. Number: N07000010317

We have received your document for MAHARASHTRA MANDAL OF SOUTH FLORIDA, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The form you submitted is for a FLORIDA PROFIT CORPORATION, but your entity is a FLORIDA NOT FOR PROFIT CORPORATION. Please complete and return the enclosed blank form(s).

We are enclosing the proper form(s) with instructions for your convenience.

Bylaws are not filed with this office. Please retain them for your records.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Anissa Butler
Regulatory Specialist II

Letter Number: 924A00003125

*ROC
4-20*