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South Asian Journalists Association

Management and Administration

SAJA's mission and policies are set by the organization's bylaws and its programs and operations are planned and executed by the Board of Directors.

Under the supervision of the Board, SAJA's programs and activities are conducted by an Executive Committee made of five "Officers" appointed by the Board of Directors. These five Officers are: President, Vice-President, Secretary, Treasurer and Officer-at-large.

Each of the five officers is individually responsible and accountable to the Board for certain specific functions as described below. Together, as Executive Committee, the five officers are collectively responsible for carrying out SAJA's programs and activities consistent with the mission and policies set by the board. The Board may also work with duly appointed external advisers for counsel on specialized matters or for general assistance in implementation of the programs.

The major functions of these Officers are described in this document, as a guideline for Board members and Officers. The descriptions herein are not intended to be rigid definitions but are broad indications of responsibilities and functions. Inevitably, the functions and responsibilities of certain officers overlap with those of others.

All Board Members must strictly adhere to SAJA's Conflict of Interest Policy and Whistle Blower Policy (attached).

PRESIDENT

The President is elected by the Board of Directors to a term of one year. Subject to the supervisory powers of the Board of Directors, the president shall generally supervise, direct, and guide the business and the officers of the organization. He/she shall preside over all meetings of the members and all meetings of the Board of Directors. He/she shall have such powers and duties as may be prescribed by the Board of Directors or the bylaws.

VICE-PRESIDENT

The Vice President is elected by the Board of Directors to a term of one year. In the absence or disability of the president, the Vice- President shall perform all the duties of

the president, and when so acting shall have all the powers of, and be subject to all the restrictions upon, the president. The vice-president shall have such other powers and perform such other duties as from time-to-time may be prescribed for them, respectively, by the Board of Directors.

The Board of Directors may assign responsibility for one or more committees to the Vice President.

AT-LARGE OFFICER

The at-large officer is elected by the Board of Directors to a term of one year. He / she is responsible for public relations and communication of the policies and programs of the Board.

SECRETARY

The Secretary of SAJA is an officer appointed by the Board of Directors. SAJA's Bylaws require the Secretary to be a member of the board.

The secretary shall attend to the following:

(i) Prepare minutes of all formal meetings of the boards, get them reviewed and approved by the Board of Directors.

(ii) Maintain SAJA's Membership records. The secretary shall keep, or cause to be kept, at the principal executive office or such other place as may be safe convenient, a record of the organization's members, showing the names of all members, their addresses, and the class of membership held by each. These records are currently maintained at a database at Wild Apricot.

(iii) Election of board members. The Secretary is responsible for the smooth conduct of the annual elections and to fill vacancies on the Board of Directors, in accordance with SAJA's Bylaws. The Secretary is also responsible for assuring that the votes are properly and impartially tabulated, and that results are duly reported to the Board and to the members and recorded in the minutes of the Board meeting.

(iv) Notice, seal and other duties. The secretary shall give, or cause to be given, notice of all meetings of the members and of the Board of Directors. He/she shall keep the seal of the organization in safe custody. He/she shall have such other powers and perform such other duties as may be prescribed by the Board of Directors or the bylaws.

(v) Corporate Records and Board Meeting Minutes. The Secretary is responsible for maintaining the principal records of SAJA, including those required by state and federal regulations. The secretary shall keep or cause to be kept, at the principal executive office or such other place as may be safe and convenient, a book of minutes of all the meetings

and actions of directors, committees of directors, and, if special, how authorized, the notice given, the names of those present at such meetings, the number of members present or represented at members' meetings, and the proceedings of such meetings.

The Secretary of SAJA also serves as Secretary to SAJA Group, Inc., and is responsible for its records.

(vi) Liaison and communication functions

The Secretary is the primary liaison between SAJA's members and its Board as well as among the Board members. As such, the Secretary may need to:

- help orient new directors to SAJA and the board;
- advise and keep directors informed of corporate and legal responsibilities;
- assist with compliance issues;
- coordinate and organize the flow of information to directors;
- obtain from directors information needed for legal and regulatory compliance;
- advise the President on committee assignments for directors;
- keep management informed of director views and preferences;
- advise management and directors on potential conflict-of-interest issues.

The Secretary is also responsible to work closely with the Membership Committee on membership issues and relations.

(vii) Compliance

The Secretary is also responsible for preparing and filing reports to state and federal regulators governing nonprofit organizations.

(viii) Confidentiality and conflicts of interest.

The Secretary shall maintain confidentiality of information relating to SAJA and shall limit distribution of information only to individuals and organizations permitted by policies of the Board of Directors or as required by laws and regulations.

The Secretary shall discharge the functions of the Secretary in full compliance with the policies of the Board of Directors with respect to conflicts of interest (see Conflict of Interest policy statement attached.)

TREASURER

The Treasurer of SAJA is an officer appointed by the Board of Directors. SAJA's Bylaws require the Treasurer to be a member of the board.

Major responsibilities and functions of the Treasurer include:

1. Financial Custody and Accounting

Among the foremost of the Treasurer's responsibility is to ensure that all funds belonging to SAJA and payable to SAJA are collected on a timely basis and maintained in safe custody and properly accounted for. The Treasurer is also responsible for ensuring that all disbursements of SAJA's funds are properly authorized and accounted for.

(i) Books of account. The Treasurer shall keep and maintain, or cause to be kept and maintained, adequate and correct books and records of accounts of the properties and business transactions of the organization, including account of its assets, liabilities, receipts, disbursements, gains, losses, capital, retained earnings, and other matters customarily included in financial statements. The books of account shall be open to inspection by any director at all reasonable times.

(ii) Deposit and disbursement of money. The Treasurer shall deposit all money and other receipts in the name and to the credit of the organization with such depositories as may be designated by the Board of Directors; shall disburse the funds of the organization as may be ordered by the Board of Directors; shall render to the president and directors, whenever they request it, an account of all of his/her transactions as financial officer and of the financial condition of the organization; and shall have other powers and perform such other duties as may be prescribed by the Board of Directors or the bylaws.

Effective October 1, 2015, the accounting and tax compliance functions of SAJA and SAJA Group, Inc. have been outsourced to Jitasa, a company which specializes in outsourced accounting and tax compliance services for non-profit organizations. For more information on Jitasa, please see: www.jitasagroup.com

Copies of bank statements, regulatory filings and other relevant financial records are maintained and archived in a password-protected online storage account at Dropbox, with access to the contents restricted to the Treasurer and any other officer(s) or person(s) duly authorized by the Board.

2. Operation of Bank and Brokerage Accounts

SAJA's funds are maintained in bank accounts, with a small amount occasionally (not exceeding \$50) in petty cash balance.

Since 2017, SAJA and SAJA Group Inc. has each maintained bank accounts at JP Morgan Chase. In addition, SAJA maintains an account at AffiniPay to collect membership fees, donations and admission fees for various events. Membership fees are to be credited to SAJA while all other receipts are credited to SAJA Group, Inc.

These accounts are operated by the Treasurer with periodic accounting of funds to the Board of Directors.

The Treasurer is responsible for maintaining all relevant books and records related to SAJA's finances, including copies of bank statements, canceled checks, a written record of receipts and payments, invoices or other authorization documents for payments and details of receipts, including the names and addresses of persons and institutions from whom funds are received.

SAJA's receipts consist of primarily Membership Fees. SAJA Group Inc. receives tax-deductible donations, sponsorship fees, award entry fees and admission fees at SAJA events.

SAJA's & SAJA Group Inc.'s payments are composed of the following items: Administrative expenses related to maintenance of membership records and SAJA's website, accounting and tax filing fees payable to Jitasa, expenses related to annual gala events and expenses relating to board meetings and other planning meetings and meetings related to various chapter events.

SAJA has no employees and does not pay any salaries, wages or benefits to any member of the board of directors.

3. Compliance with Investment Policies

The Treasurer is responsible for the prudent and safe investment of SAJA's funds in accordance with the investment policies as approved by the Board of Directors from time to time.

4. Membership Fees

The Treasurer is responsible to work closely with the Membership Committee of the Board to receive and collect membership fees on time and deposit them on a timely basis into SAJA's bank account(s).

5. Fundraising

The Treasurer is a major participant, along with other Officers, Board members and general members of SAJA in the organization's fundraising efforts and in collecting and accounting of funds raised to support various programs and activities.

6. Audit

The Treasurer is responsible for keeping the books and records of the organization and for cooperating and complying with requirements for such books and records to be audited by internal auditors (if applicable) and / or by external auditors (if applicable) appointed by the Board of Directors.

7. Reporting and Legal Compliance

The Treasurer is responsible for sharing information and records with other officers as necessary to maintain a system of internal controls and procedures. The Treasurer is also responsible for preparing, with the help of the other Officers and SAJA's legal counsel (if applicable), regulatory filings to state and federal authorities, including annual information returns to the Internal Revenue Service.

8. Budgeting and reporting

The Treasurer is responsible for assisting the Board of Directors in developing annual or other periodic budgets and subsequent monitoring of actual performance compared to budgets.

9. Confidentiality and Conflicts of Interest

The Treasurer shall maintain confidentiality of information relating to SAJA and shall limit distribution of financial information to individuals and organizations permitted by policies of the Board of Directors or as required by laws and regulations.

The Treasurer shall perform the functions of the Treasurer in full compliance with the policies of the Board of Directors with respect to conflicts of interest (see Conflict of Interest policy statement.)