



# **TELUGU ASSOCIATION OF GREATER BOSTON, INC (TAGB)**

## **BYLAWS**

### **PREAMBLE**

Whereas the need exists for cohesive action on the part of the people of Telugu origin residing in the Greater Boston area, including people residing in Massachusetts, Rhode Island, New Hampshire, Maine and Vermont, it is hereby resolved that a not-for-profit organization be formed to establish Telugu literacy and cultural activism, to build and maintain a Telugu library, to create and promote understanding and cooperation between Telugu and all peoples, to provide financial aid to philanthropic educational and scientific institutions, and to perform any other charitable activities related to the scope of these activities.

These Bylaws govern the affairs of the **TELUGU ASSOCIATION OF GREATER BOSTON, INC.**, a non-profit organization (**TAGB**) organized under the Massachusetts corporation laws and all other applicable state or federal laws, as they may be from time to time amended (the Law).

## **1. ORGANIZATION**

### **1.01 : NAME AND INCORPORATION**

TAGB was established in 1984. The original Articles of Organization were filed with the Commonwealth of Massachusetts on March 13<sup>th</sup>, 1985.

### **1.02 : TAGB AREA ( GEOGRAPHICAL AREA OF TAGB)**

The area represented by the TAGB shall be the Greater Boston area and all other parts of Massachusetts, Rhode Island, New Hampshire, Maine and Vermont states (**TAGB Area**).

### **1.03 : PRINCIPAL OFFICE**

The principal office of TAGB shall be located within the Commonwealth of Massachusetts. The current TAGB Board of Trustees (**BoT**) shall determine the physical location and mailing address of the office. TAGB shall not have other offices anywhere else.

The current Executive Committee (**EC**) may change the mailing address or the location of the office of TAGB to any other location within the Commonwealth of Massachusetts upon the advice and consent of the current BoT.

### **1.04 : REGISTERED OFFICE AND REGISTERED AGENT**

TAGB shall comply with the requirements of the Law and maintain a registered office and registered agent in Massachusetts. The registered office may, but need not, be identical with TAGB's principal office in Massachusetts.

### **1.05 : OFFICIAL CORPORATE SEAL AND LOGO**

The EC shall maintain a corporate seal.

The official logo consist of two concentric circles in the shape of a doughnut containing, in the upper hemisphere of the outer circle, the words "Boston Parisara Praanthaala Telugu Sangham" in Telugu script and the English words "Telugu Association of Greater Boston" in the lower hemisphere of the outer circle. The very top of the inner circle contains the words "Maa Telugu Talliki Mallepoodanda" in Telugu script, and, at the very bottom of the circle, the English words "Established 1984." The central detail of the inner circle is a "Telugu Talli" in the upper hemisphere. The bottom hemisphere

of the inner circle, aside from the established date at the very bottom, consists of, from left to right, the American flag, greeting hands, and the Indian flag.

**1.06 : AFFILIATION**

TAGB shall not be affiliated with, or a member of, any other national or international Telugu associations/organizations unless such membership has been deemed appropriate by either the Governing Board or General Body and is approved by the majority vote of such affiliation or membership.

**1.07 : MEETING/EVENT VENUES**

The location of TAGB meeting and event venues shall be determined by the President of TAGB upon the advice and consent of the EC.

**1.08 : FISCAL YEAR**

The fiscal year of TAGB shall begin on April 1<sup>st</sup> and end on March 31<sup>st</sup> of each year.

**2. OBJECTIVES**

**2.01 : GENERAL**

The objective of TAGB is to establish Telugu literacy and cultural activism, to build and maintain a Telugu library, to create and promote understanding and cooperation between Telugu and all peoples, to provide financial aid to philanthropic educational and scientific institutions, and to perform any other charitable activities related to the scope of these activities, including but not limited to:

1. To preserve, maintain, and promote social and cultural heritage of the Telugu speaking people living in the TAGB Area.
2. To assist, advance, organize, and promote cultural, literary, educational, socio-economic, health, and community affairs of the Telugu speaking people.
3. To serve the local communities, encourage Telugu youth to become involved in local humanitarian service acts, and to foster friendship between Telugu people and other non-Telugu speaking people.
4. To promote and address women, youth and senior citizen issues in the context of cultural, literary, educational, socio-economic, health and community affairs of the Telugu-speaking people in the community.
5. To create opportunities for the cultural exchange between people living in the USA, India and rest of the world wherever people of Telugu origin resides.
6. To encourage awareness of and promote Telugu culture among Telugu youth.
7. To serve as a central resource for all social, cultural, and humanitarian issues related to the Telugu community in the TAGB Area.

**2.02: COLLABORATION**

TAGB's Governing Board shall collaborate with other non-profit organizations on Telugu literary, social, cultural and educational activities so long as their objectives are in line with those of TAGB as written in these Bylaws. Any proposed collaborative work where TAGB funds, members and/or manpower will be involved requires that a well-defined plan accompanied by a contract be proposed to and approved by the Governing Board, prior to the signing of TAGB as a party.

**2.03 : FINANCIAL**

TAGB’s Governing Board shall raise, solicit, collect and disburse funds, charities and donations for social, cultural, educational and humanitarian purposes either directly or in cooperation with other registered non-profit organizations in the U.S.A. and abroad. Exceptions to this may be made with a majority vote of the Governing Board.

**2.04 : NON-PROFIT ORGANIZATION (IRS CODE)**

TAGB’s Governing Board shall carry out all, and only, such lawful activities which a non-profit organization organized for non-political, non-religious, non-sectarian, social, literary, cultural, humanitarian and educational purposes within the meaning of Sec. 501 (c)(3) of the Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue Law) is required to do.

The EC shall maintain an updated and complete list of all the financial records and assets of TAGB within the meaning of Sec. 501 (c)(3) of the Internal Revenue Code.

The BoT will ensure that all the activities of TAGB fall within the definition of a non-profit organization (non-political, non-religious, social, literary, cultural, humanitarian and educational purposes) as defined by Sec. 501 (c)(3) of the Internal Revenue Code under which TAGB was registered.

**2.05 : NON-DISCRIMINATION POLICY**

The organization and its members shall not discriminate against any individuals on the basis of race, color, creed, religion, national origin, gender, education, occupation, sexual orientation, and age.

**3. AMENDMENT OF ARTICLES OF ORGANIZATION OR BYLAWS**

**3.01 : SUBMISSION OF PROPOSALS TO AMEND**

- A. Any TAGB Life or Patron member may, at least two months prior to the General Body meeting, submit by registered/certified mail, proposals to amend the Articles of Organization and Bylaws to the Secretary along with an explanation of such need for the amendment.
- B. Such proposal for a change to the Articles of Organization may be brought before the General Body upon a majority vote of the Governing Board or by a petition to the Chairperson of the BoT, signed at least by 25 Life Members of TAGB.
- C. Any member of the Governing Board (BoT or the EC) may also submit before the General body proposals to amend the Articles of Organization and Bylaws as long as such proposals are approved by the Governing Board upon considering a satisfying explanation of such need for the amendment.
- D. The Secretary shall provide members with notice of the proposed amendments via e-mail or mail and additionally post such notice on the TAGB website at least four weeks prior to the General Body meeting.
- E. Prior to any vote of the Governing Board, proposed amendments may be referred, for further review, to the Articles of Organization and Bylaws Committee appointed by the Governing Board, as deemed appropriate.

**3.02 : VOTE BY GENERAL BODY AND APPROVAL**

- A. The Articles of Organization can be amended only by the General Body with a simple majority of quorum, as tallied by the President or his/her appointee, at a properly called General Body meeting approving the amendments.

- B. The approved Amendments shall be communicated via e-mail or postal mail, and additionally via the TAGB website, within four weeks of such approval.
- C. After adoption, the amendment or change shall become effective immediately, unless otherwise specified in the measure adopted.
- D. Any such adopted amendment is considered final upon its adoption.

## **4. MEMBERSHIP**

### **4.01: DEFINITION AND PRIVILEGES**

There are three different types of membership in TAGB, as defined below:

- A. Annual Memberships:** are applicants who have paid the prescribed annual membership dues and enjoy all privileges of TAGB membership, except any ability to run for any organizational positions (EC/BoT) other than ad hoc or sub committees. This membership is valid from the date of the application approved to March 31<sup>st</sup> of the succeeding year. The following are sub-types:
  - 1. **Family Membership:** Is defined as an individual, his or her spouse, and their children of 17 years or less. The annual dues need to be renewed every year to maintain membership status. Extended or close family such as parents, in-laws etc. living under the same roof cannot be considered under the Family Membership but can participate in TAGB events by paying prescribed fees. Children of Family Members are encouraged to become either Student or Individual Members as they turn 18 years of age.
  - 2. **Individual Membership:** Is defined as membership by an individual. The annual dues need to be renewed every year to maintain membership status.
  - 3. **Student Membership:** Is defined as membership by a student 18 years or more in age, either attending any local academic institution or residents of TAGB Area, with a valid student identification card as one individual. The annual dues need to be renewed every year to maintain membership status.
- B. Life Membership:** is applicants who have been approved by majority vote of the Governing Board and have paid the prescribed Life Membership dues. Life members enjoy all privileges of TAGB membership, including voting privileges and the ability to run for any organizational position.
  - 1. The life membership dues shall be a onetime payment. An individual Life Membership may be converted into a Family Life Membership by paying an additional fee (the difference between the Family Membership and Individual Membership).
  - 2. The Governing Board shall approve or disapprove of a Life Membership application within 90 days of receiving the application.
  - 3. Life Members can hold their membership in TAGB, as long as TAGB exists as an organization.
- C. Patron Membership:** is individual or family applicants, aged 18 or older, who have donated to TAGB an amount equaling or exceeding \$5,000 to the Life Membership Fund. In addition to enjoying all of the rights and privileges of Life Membership, such members also obtain the distinction of being Patron Members.

### **4.02 : GENERAL NOTES AND LIFE MEMBERSHIP FUNDS**

- A. Life members may be entitled to special privileges as determined by the Governing Board.
- B. The Governing Board is authorized to change membership dues for new members as appropriate as conditions demand from time to time.

- C. No business entities, institutions or organizations are or will be accepted as any kind of members.
- D. Money received from Life Membership dues and Patron contributions are to be kept in a single risk-free trust fund (**Life Membership Fund**) or Certificates of Deposit (**CDs**) that are approved by the BoT.
- E. The Life Membership Fund will be kept in accounts under the control of the BoT.
- F. Only the chairperson of BoT has the signing authority for these funds.
- G. If a loan or payment from these funds is ever necessary, the Chairperson shall take the approval from the majority of the Trustees in a BoT meeting.
- H. Only the interest accrued from these funds can be used for operating expenses of TAGB with the approval of the Governing Board. The chairperson of the BoT shall transfer the interest upon a formal request from the EC.
- I. If no request is made for such funds transfer, the interest shall be added to the principal and shall not be carried over to the next year.

#### **4.03: ELIGIBILITY**

Any Telugu speaking or Telugu origin person, aged 18 years or older, is eligible to apply for membership in TAGB, provided that he/she:

- A. Subscribes to the objectives of TAGB and agrees to abide by the Articles of Organization and Bylaws of TAGB.
- B. Pays the dues, fees, and assessments established for their class of membership by the Governing Board as they may be amended from time to time.
- C. Submits a complete TAGB's membership application form.
- D. Resides in the TAGB Area.

#### **4.04 : MEMBERSHIP DUES CUT-OFF DATES**

Annual membership dues are payable in April (usually at the Ugadi function) but accepted throughout the year.

Annual, Life and Patron Membership dues or donations must be paid no later than July 31st (**Cut-Off Date**) to become eligible to vote during the following year.

#### **4.05 : LIMITATIONS, DUES, FEES, AND ASSESSMENTS**

All members shall pay the dues, fees, and assessments established for their class of membership by the Governing Board as they may be amended from time to time. The Governing Board will publish the current schedule of dues, fees and assessments on TAGB'S web site at [www.TAGB.org](http://www.TAGB.org). Whenever the Governing Board votes to change the dues, fees and assessments for membership in TAGB, the Secretary shall also notify all of the members.

Any annual member may renew membership by paying the prescribed dues, fees, and assessments prescribed from time to time by the Governing Board and submitting an application for renewal of membership.

TAGB Membership is not transferable, and membership dues are not refundable for any class of membership.

#### **4.06 : MEMBERSHIP VERIFICATION**

The Governing Board reserves the right to verify any or all new membership applications. If the Board determines that additional information is required for any or all applicants, then it may seek a copy of government issued valid ID, such as a Driver's License or Passport of that particular applicant. The applicant shall provide his/her valid ID upon the request of the Governing Board. If the applicant refuses to provide a proof of Identification, then his/her application shall be rejected and the

application fee will not be refunded. Such fee will instead be applied towards processing. A disclaimer shall be printed on the membership application form.

**4.07 : MEMBERSHIP FORMS AND PROCESSING**

- A. The Governing Board shall approve a proper application form for membership. Any changes to the form shall be approved by the Governing Board.
- B. Membership forms will be available on TAGB website ([www.TAGB.org](http://www.TAGB.org)) in PDF format and also be available at various TAGB event's registration desk on a printed format.
- C. All the membership applications along with payments are submitted to the Secretary.
- D. The Secretary shall submit all the membership fees to the treasurer along with the details for deposit and accounting purpose.
- E. The Secretary shall submit a list of new applicants to the Governing Board and to the Membership Verification Committee on a monthly basis.
- F. No approvals or denials are notified to the applicant prior to the verification of their applications by the Governing Board.
- G. All membership forms will be evaluated by the Membership Verification Committee (one of the sub-committees established by the BoT) processed and duly informed to the potential members of their decision within 90-days of receipt of such form.

**4.08 : MEMBER'S RESPONSIBILITY:**

- A. It is member's responsibility to provide a valid mailing address, primary and/or secondary email address, and a Home Telephone or Cell Phone number along with the submitted membership application.
- B. Any membership application without the above data (detailed above in paragraph (A) of this Article) will be rejected, and any accompanying fees will be classified as an event admission price paid, should such funds be received during a TAGB event, with any and all remainder, or the whole of the funds in the case of a regular application, deemed an anonymous donation.
- C. It is member's responsibility to keep the Secretary of the TAGB informed if there is any change of his/her (member's) address, email and telephone contacts.
- D. Any member that fails to provide/update his or her valid postal and/or email address waives his or her right to receive any official or unofficial notifications of TAGB.

**4.09 : DESCLIPINARY ACTION**

- A. Activities against the purposes and objectives of the organization as defined in the Articles of Organization and Bylaws shall constitute grounds for suspension and/or revocation of membership. These allegations shall be communicated to the member by the EC by email and/or by a certified mail. The accused member shall then be entitled to a hearing by the Governing Board on such charges. To secure a hearing, the accused member shall send a request in writing by certified mail to the Chairperson of the BoT. The Governing Board shall call a hearing within thirty (30) days from the receipt of the request for hearing. Failure by the accused member to participate in the hearing shall result in automatic suspension or revocation of membership. The Governing Board or a committee designated by the Governing Board to handle a matter involving sanctioning, suspension, or expulsion may not take any action against a member without giving the member adequate notice and an opportunity to be heard. To be deemed adequate, notice shall be in writing and delivered at least 15 days prior to the hearing. However, shorter notice may be deemed adequate if the Governing Board or a committee designated by the Governing Board to handle a matter involving sanctioning, suspension, or expulsion determines that the need for a timely hearing outweighs the prejudice caused to the member and if a statement of the need for a timely hearing is included in the notice. If mailed, the notice shall be sent by email and/or certified mail.

- B. The Governing Board may impose reasonable sanctions on a member, or suspend or expel a member from TAGB, for good cause after a hearing.
- C. Good cause includes the default of an obligation to TAGB to pay fees or dues, or a material and serious violation of the TAGB's Articles of Incorporation, Bylaws, policies, or of state or federal law.
- D. Crimes Involving Moral Turpitude: Conviction of a member for any criminal offense involving moral turpitude shall constitute reason for automatic revocation of membership. In such a case, a notification letter of revocation to the affected member shall be required, and no hearing shall be required.
- E. The Governing Board may delegate powers to a standing or ad hoc committee to conduct a hearing, make recommendations to the Governing Board, or take action on behalf of the Governing Board.
- F. The Governing Board, or any committee designated by the Governing Board to handle a matter involving sanctioning, suspension, or expulsion, may impose sanctions, suspend a member, or expel a member by vote of a majority of the Governing Board, or such authorized committee, who is present and voting.

**4.10 : RESIGNATION OF MEMBERSHIP**

Any member may resign from TAGB by submitting a written resignation to the Secretary. The resignation will be processed by the Governing Board, and the member will be informed of the decision within 30-days of the receipt of such letter. A member's resignation shall not relieve the member of any obligations to pay any dues, assessments, or other charges that had accrued and were unpaid prior to the effective date of the resignation. The decision of the Governing Board is final in all such situations.

**4.11 : REINSTATEMENT OF MEMBERSHIP**

A former member may submit a written request for reinstatement of membership. The Governing Board or up on the request of the Governing Board, the Election Committee designated by the Governing Board to handle the matter may reinstate membership on any reasonable terms that the Governing Board or the Election Committee deems appropriate.

**4.12 : TRANSFER OF MEMBERSHIP**

Membership in TAGB is not transferable or assignable. Membership automatically terminates upon the dissolution of TAGB or the death of a member. In case of separation/divorce, the family membership is automatically converted to two individual memberships for the original family members (individual and spouse). Thus, either of them has a right to resign only their individual membership but not both.

**4.13 : VOTING PRIVILEGES**

- A. Each Life Member and Patron Member, as a member in good standing (and who paid their membership dues by cutoff date), shall have one vote. In Family memberships, each spouse shall have one vote.
- B. Only current Annual Members that have been members for three consecutive membership terms shall be eligible to vote, provided that such members have met the requirements of these Bylaws, particularly Section 4.04.
- C. In case of divorced or legally separated families, the voting rights shall remain with the original partners unless advised otherwise by them in writing after the date of separation or divorce with mutual consent.
- D. Student Member or anyone under age 18 shall not have any voting privileges.

#### **4.14 : WAIVER OF INTEREST IN TAGB'S PROPERTY**

All real, personal, and intangible property, including all documents, data, literature, books, decorations, banners, presentations and improvements located on the property, acquired or developed by TAGB shall be owned by TAGB.

A member shall have no interest in any property of TAGB.

Each member hereby expressly waives the right to require partition of all or part of the TAGB's property.

## **5. FINANCES AND ASSET MANAGEMENT**

### **5.01 : FINANCIAL RESPONSIBILITIES**

TAGB's income shall be derived from the membership dues, from charitable donations and grants from members, corporations, vendors, foundations/friends of TAGB, and from varieties of other revenue generating events, functions and fund raisers.

The EC shall demonstrate utmost responsibility in managing and maintaining TAGB's funds and assets.

This information will be passed on to the successive EC when new election terms begin, with full details and necessary supporting documents.

The EC shall present/submit a written annual financial report to the General Body during the Annual General Body meeting. All funds of the TAGB shall be deposited to the credit of TAGB in banks, trust companies, or other depositories that the Governing Board approves/selects.

### **5.02 : CATEGORIES OF FUNDS**

TAGB funds shall be categorized and maintained as follows:

- A. **General Funds:** These funds are generated from annual membership dues, TAGB functions, gifts, or donations when such functions, gifts and donations generate revenues to be used expressly for general or unrestricted purposes. These funds may be utilized to fund TAGB's day-to-day activities or any purposes necessary for fulfilling the goals and objectives of TAGB.
- B. **Restricted Funds:** These funds are generated and received expressly for specific purposes or given by donors for specific causes.
  1. These funds may be used only for the purposes for which they are collected and/or as stipulated by the donors.
  2. Life Membership dues and Patron Membership donations are treated as restricted funds, and only the interest income from these funds may be accessed for the support of TAGB's day-to-day activities.
- C. **Endowment Funds:** These funds may be created to provide a long-term financial strength to TAGB.
  1. Endowment funds may be restricted depending upon the nature of the fund and the wishes of the donor.
  2. Endowment funds shall be maintained in a separate investment account. Only the interest income of the restricted endowment funds may be accessed for the purposes specified by the endowment donors.
  3. The interest income of the endowment funds may be accessed for the general support of TAGB's activities.



4. Only under extenuating circumstances, following the recommendation of the EC, the BoT, by a majority vote may authorize the use of a portion or the whole endowment fund for supporting TAGB.

### **5.03 : OPERATIONAL MANAGEMENT OF FUNDS AND ASSETS**

The EC shall be accountable to the BoT for all funds collected on behalf of TAGB.

- A. Any such funds shall remain under the control of the EC and shall be dispersed in consultation with and recommendations of, the chairperson of any TAGB subcommittee following normal business practices of TAGB in meeting its entire financial obligation for any day to day activities necessary to keep the organization functional.
- B. All invoices received in the name of TAGB or expenses incurred on behalf of TAGB shall have to be claimed within 6 weeks from the date of incurring any such expense. Payment of any such invoices received above shall have to be accompanied with a detailed statement that includes purpose for which such expense was incurred.
- C. All the payables over \$100 per incident or per single vendor or individual must be approved by the EC.
- D. The President or the Treasurer is authorized to issue checks on behalf of TAGB. However, no check can be issued without proper receipts and written documentation with statement of purpose.
- E. Members of the Governing Board and the Audit Committee have the right to audit all financial transactions.
- F. The final annual report, reviewed by the CPA shall be prepared by the Treasurer and be fully voted upon by the EC members.
- G. Any check over \$500 value shall be signed by both President and Treasurer.

## **6. GOVERNING BOARD**

### **6.01: COMPOSITION, DEFINITION AND PRIVILEGES**

The **Governing Board** consists solely of the BoT and EC. For all matters regarding TAGB, Governing Board is and shall act as and be the TAGB Board of Directors.

### **6.02 : FINANCIAL COMPENSATION AND PERSONAL GAINS**

- A. Members of the Governing Board are prohibited from receiving any financial compensation from TAGB and are forbidden to gain financial benefits by virtue of their elective offices within TAGB.
- B. Tangible services offered, such as food provided at TAGB events and programs, are exempted from (A) above if vendors are approved by a majority of the Governing Board or the EC, in accord with section 8.05 of these Bylaws.
- C. Violation of this policy will result in an immediate suspension followed by an inquiry by a committee appointed by the Governing Board.
- D. This special committee, appointed by the majority of the Governing Board shall remove the member(s) under investigation if the evidence justifies such removal.

## **7. BOARD OF TRUSTEES (BoT)**

### **7.01 : DEFINITION AND COMPOSITION**

- A. The BoT shall consist of seven (7) members.
- B. Out of these seven members and without involving any general election procedure, two (2) Trustees shall be nominated and appointed by the existing Governing Board. For the long term benefit of the organization, these positions are reserved (**Reserved Category**) filled from among all Patrons or Life Members that have been members for at least two years and retained good standing. Priority shall be given first to Patron Members, then to Life Members.
- C. The immediate Past President will be an ex-officio member of the BoT. He/She votes only to break a tie. If the immediate past president is not interested in becoming a member of BoT, Governing Board will fill that position with another past president or Life Member within 30 days of notification of the vacancy. A majority vote within the Governing Board is required for this purpose.
- D. The remaining four (4) positions (**Open Category**) are filled by regular election process.
- E. All BoT members shall be Life or Patron Members of TAGB and residents of the TAGB Area.

### **7.02 : ELECTION**

The election of BoT members in open category shall be done as follows:

Every year the election shall be called for two positions in the Open Category.

If for any reason, the Governing Board chooses not to appoint Trustees in the Reserved Category, election shall be conducted for such positions, following the same procedures as in the Open Category.

### **7.03 : ROLE**

Each BoT member may have a specifically identified or defined long-range area of focus objective, such as:

Social, Cultural, Disciplinary and Conflict Resolution, Finance, Membership Drive, Fund-Raising, Community Outreach.

Periodical reports will be submitted to rest of BoT members.

A member of BoT shall attend each of the EC meetings as an observer and report to the rest of BoT in order to be current with the activities of the EC and TAGB organization in general.

### **7.04 : TERM OF A BoT MEMBER**

- A. Every BoT member, other than the immediate past president, is elected for a 2-year term.
- B. The Immediate Past President shall serve in the BoT for only one EC term, per Section 8.04 of these Bylaws.
- C. No BoT member can serve a third consecutive term.
- D. There shall be a gap of at least one year after two consecutive terms.

### **7.05 : MEETINGS and ATTENDANCE**

- A. BoT shall have a minimum of 4 meetings in a 12-month period.
- B. Every member of BoT is expected to participate in all the meetings called. Any possible absence may be conveyed in advance to rest of members or attempt should be made to be available via telephone.
- C. Non-participation in THREE consecutive meetings or 50% of the total meetings without proper cause and excuse by the BoT is reason for review and replacement with a suitable candidate as recommended by Election Committee operating during that year.

## **7.06 : FORMATION**

- A. The Trustees will elect a Chair and a Vice-Chair by a majority vote every year among themselves, and such positions shall have a term of one (1) year.
- B. Chair and Vice-Chair positions must be filled within two weeks after the election results are announced.
- C. No BoT Chair can serve more than one consecutive year.
- D. Chair or his/her designee will attend TAGB EC meetings.
- E. The Vice Chair will perform the duties of the Chair in his/her absence.
- F. The Immediate Past President is ineligible to hold either Chair or Vice-Chair positions of BoT.
- G. The Vice-Chair automatically succeeds to Chair following the end of the current Chair's term.
- H. If the Vice-Chair term ends, and he/she is not eligible to continue in the BoT, then the BoT shall elect a new Vice-Chair.

## **7.07 : DUTIES and RESPONSIBILITIES OF TRUSTEES and BoT**

### **A. Responsibilities:**

- 1. The BoT's main responsibility is fiduciary in nature. BoT Chair will periodically review the financial status, budget, assets, membership lists etc. along with President, Secretary and Treasurer of TAGB and share the information with rest of BoT members.
- 2. The BoT shall oversee the function of the organization, ensuring that the core values and purposes of the organization are reflected in the operational process.
- 3. The BoT shall perform the task of developing public policy that adequately promotes the values of the organization and also ensures that all interaction with the wider community is conducted in a manner that is in keeping with Articles of Organization & Bylaws.
- 4. The BoT develops a long range vision and strategy for TAGB that fills the needs of the community in the context of an ever changing dynamic environment. This will be presented to the Governing Board as part of "State-of-the-Association" report.
- 5. The BoT will oversee the mission; provide a vision; a long-range planning; financial viability including fundraising, and conflict resolution of TAGB affairs, but not daily and routine operations of TAGB.
- 6. The BoT is responsible for ensuring smooth transition when a new EC takes office, sale of TAGB capital assets when needed, and guiding the EC as mentors to ensure that TAGB is governed as per the TAGB Articles of Organization and Bylaws.
- 7. At the beginning of the current term, the EC will present a schedule of planned events to the BoT .
- 8. The EC and BoT will work in harmony to review issues and any activities that are not on the original schedule, and which has not been presented to the BoT. The interests of TAGB as an organization will be held high by both EC and BoT in performing their respective roles.
- 9. In addition, under special circumstances, the EC should present all information requested by the BoT should the BoT feel it is necessary to obtain such information within reasonable bounds.
- 10. The EC should present a brief "State-of-the-Association" report to the Governing Board twice during their one-year term.
- 11. BoT members may also represent TAGB to enhance the image of TAGB in other organizations when such requests are made.

12. BoT ensures that TAGB as an organization does not involve, engage, or actively participate in any local, national, or Indian political party activities, such as support, fund raising, canvassing, etc., on behalf of TAGB.
13. BoT envisages maintaining a liaison with local, state and national government agencies to facilitate such activities that will be beneficial to the Telugu community here and abroad.

#### **B. Voting Privileges**

BoT shall have voting privileges along with the EC members on matters relating to:

1. Articles of Organization and Bylaws and Amendments.
2. Election policies and procedures.
3. Long term purpose, mission and objectives of TAGB as outlined in the Articles of Organization and Bylaws and Articles of Incorporation.
4. Removal and suspension of any member.

### **8. EXECUTIVE COMMITTEE (EC)**

#### **8.01 : DEFINITION - EC**

The EC will consist of a maximum of seven (7) members. They are elected directly by the eligible members in the Election process conducted by the Election Committee.

#### **8.02 : COMPOSITION AND OFFICEERS.**

The EC consists solely of the following TAGB office-holders:

1. President.
2. President-Elect.
3. Secretary.
4. Joint Secretary.
5. Treasurer.
6. Joint Treasurer.
7. Cultural Secretary.

All the members of EC and Chairperson of BoT shall be the only officers of TAGB.

#### **8.03 : MEETINGS AND ATTENDANCE**

- A. The EC shall have a minimum of six (6) meetings in a 12-month period.
- B. Every member of EC is expected to participate in all the meetings called.
- C. Any possible absence may be conveyed in advance to rest of members or attempt should be made to be available via telephone.
- D. Non-participation in THREE consecutive meetings or 50% of the total meetings without proper cause and excuse by the EC is reason for review and replacement with a suitable candidate.
- E. The Election Committee operating during that year will make an appropriate recommendation to the Governing Board, which will implement such recommendation.

#### **8.04 : TERM OF AN EC MEMBER**

- A. An EC member is elected for a 1-year term.
- B. No EC member can serve two consecutive terms in the same position.

## **8.05 : CONTRACT SERVICES/GOODS**

- A. No Governing Board member or committee shall authorize, pay, or reimburse any party for any contract for services or goods involving expenditures in excess of \$7,000.00 (seven thousand) unless such services or goods are first approved in advance by a majority of the EC.
- B. Any Governing Board member or committee seeking approval for a good or service involving expenditures in excess of \$500.00 shall put such requests out for a competitive bid that is open to the public. Upon receipt of all bids within a reasonable time, the EC will consider at least two bids before selecting any vendor for the provision of such goods or services. The EC reserves the right to select a bid other than the lowest bids for consideration and selection, provided there is a valid and reasonable justification. Anytime bids other than the lowest bids are selected by the EC for final approval, the Secretary shall disclose to the other members of Governing Board such choice and the reasons therefor immediately.
- C. Any contract or event costing more than \$7,000 must be approved by the Governing Board in advance.
- D. The President will have discretionary authority to spend up to a total of \$1,000 per his/her and must inform EC within four weeks of the expenditure.

## **8.06: DUTIES AND RESPONSIBILITIES OF EC MEMBERS AND EC**

### **A. EC Duties and Responsibilities**

- 1. Within 30 days of taking office, the Executive Committee shall present a schedule of planned events along with preliminary budget figures to the Governing Board.
- 2. The EC shall not engage in any activity that is not on the schedule, and which has not been presented to the Governing Board.
- 3. The EC should present a brief “State-of-the-Association” report to the Governing Board twice during their one-year term.
- 4. In addition, under special circumstances, the EC should present all information requested by the BoT should the BoT feel it is necessary to obtain such information.
- 5. Under special circumstances, items not on the schedule can be approved by majority vote of the Governing Board.
- 6. The EC shall strive towards a balanced budget and exercise fiscal restraint.
- 7. The EC shall pass at least the minimum opening balance (carried over from the previous term) to the succeeding team.
- 8. The EC shall not commit to any long term liabilities or financial obligations upon the TAGB.
- 9. The EC is responsible for setting all procedures relating to TAGB day to day operations and managing events in compliance with the Articles of Organization and Bylaws of TAGB.
- 10. EC shall communicate any significant changes in operating procedures within 30 days of the EC decision to all members by posting on the TAGB website, by e-mail or mail.
- 11. The EC may refer issues that could not be resolved by the EC to the BoT or the General Body for consideration and resolution.

### **B. President**

- 1. The President is the head of TAGB and bears the overall responsibility for its image, viability, vitality, financial well-being and actions of TAGB.
- 2. The President shall maintain due oversight on all activities of TAGB.
- 3. Though the President is the head of TAGB, he/she shall not take any unilateral decisions.
- 4. If there is any conflict that arises surrounding any decision of the President, resolution of such conflict shall be determined by the EC in a majority vote. Any vote of the EC is appealable

by an EC member to the Governing Board, and the determination of the Governing Board is final.

5. The President shall report activities of the organization at EC and General Body meetings.
6. The President shall:
  - a) Preside over all EC and General Body meetings;
  - b) Appoint volunteers as necessary to carry out logistical tasks for TAGB events.
  - c) Represent TAGB before public, act as an executive officer of TAGB and perform all other functions attributed to this office.
  - d) The President will implement all the decisions made by the Governing Board and abide by the Articles of Organization and Bylaws of TAGB.

#### **C. President-Elect**

1. The President-Elect shall assist the President in the performance of the day-to-day activities of TAGB and will assume the duties of the President in the absence of the President.
2. The President-Elect shall automatically succeed the President without further nomination or election to the office of the President the following year.

#### **D. Secretary**

1. The Secretary shall keep accurate minutes of all meetings and publish them in accordance with the requirements set by the EC.
2. The Secretary shall keep in his/her custody the Corporate Seal, all official correspondences, documents, files, contracts, a register of the mailing address, email addresses, telephone numbers of each member, EC, BOT, vendor, donor, sponsor and employee of TAGB. This information shall not be disclosed to any other entity or individual without an approval of the EC.
3. The Secretary is responsible for all official correspondence of TAGB.
4. The Secretary shall set the agenda in consultation with the president and other members of the EC/Governing Board and sends official notification of the meetings.
5. The Secretary shall perform duties as assigned by the President or by the EC.
6. Within three business days after ending his/her term, the Secretary shall deliver all items listed in (1) and (2) above to the incoming Secretary.
7. Within one week from the membership Cut-Off Date, the Secretary shall submit a certified and EC approved membership list to the Election Committee, Membership Verification Committee, and BoT. The EC shall meet in timely fashion to finalize this list.

#### **E. Joint Secretary**

1. The Joint Secretary shall assist the Secretary in performing the entire duties incidental to the office of the Secretary and such other duties as required from time to time by the EC.
2. In the absence of the Secretary the Joint Secretary shall function as the Secretary.
3. He/She will perform other duties as delegated by the President.
4. He/She will maintain and archive all past and present records.

#### **F. Treasurer**

1. The Treasurer is the custodian of TAGB's funds and assets. He/She shall manage the finances and assets according to the policies set forth by the Governing Board.
2. He/She will keep accurate journal entries of receipts and expenditures, and present financial reports at EC and General Body meetings.

3. He/She shall keep the Governing Board informed of the financial status of TAGB throughout the year as necessary.
4. The Treasurer will submit an annual budget to the Governing Board within four weeks of the start of his/her term.
5. The Treasurer is also responsible to have the TAGB accounts reviewed by an outside auditor and filing appropriate tax returns to government agencies in timely fashion.
6. The Treasurer acknowledges all donations made to TAGB through a Thank You Note and promptly issues official receipts to all those who donate funds so that the donors can take advantage of any tax benefits to the extent allowed by law.
7. The Treasurer presents a financial report to the General Body at the annual General Body meeting.
8. The Treasurer or Joint Treasurer (in the absence of the Treasurer), shall sign checks issued by TAGB up to a maximum of five hundred (\$500) US dollars.
9. However, both the President and the Treasurer will sign checks for amounts larger than five hundred US dollars up to a maximum of five thousand US dollars (\$5,000) per incident/individual/entity.

**G. Joint Treasurer**

1. The Joint Treasurer shall assist the Treasurer in performing all duties incidental to the office of the Treasurer and such other duties required from time to time by the EC.
2. In the absence of the Treasurer, the Joint Treasurer shall function as the Treasurer.
3. He/She will perform other duties as delegated by the President or the EC.

**H. Cultural Secretary**

1. The Cultural Secretary is responsible in organizing, coordinating and scheduling the cultural performances.
2. He/She shall work closely with the President and the Cultural Committee in selecting the programs and performances.
3. He/She makes recommendation of programs or performances by the local or external talent to the EC.
4. The EC has final authority in approving or rejecting any proposal made by the Cultural Committee or Cultural Secretary. However, the EC is required to have reasonable cause in cases of its denial of any program or event.
5. If there is any conflict that arises regarding the planning or cancelling of a program or event, resolution of such conflict shall be determined by the EC in a majority vote. Any vote of the EC is appealable to the BoT, and the determination of the BoT is final.

**9. GENERAL BODY**

**9.01 : ROLES AND RESPONSIBILITIES**

- A. The General Body consists of all Life , Patron Members as well as any Annual Member meeting the requirements of Section 4.13(b) of these Bylaws.
- B. The General Body is the supreme authority of TAGB in all matters, as provided in the Articles of Organization and these Bylaws.
- C. The President should refer major disputes to the BoT for resolution if the EC cannot resolve them first.

- D. If, in turn, the BoT cannot resolve such matters to the satisfaction of all parties involved, the BoT may recommend resolution by the General Body and call for an emergency General Body meeting.
- E. Only the Chairperson of the BoT is allowed to call for an emergency General Body Meeting.
- F. A minimum of a three-week notice is required for any emergency meeting of General Body.
- G. All members with valid contact information must be notified of any such emergency General Body meeting by either email or regular mail.
- H. The decision of the General Body is final and binding on all parties to the dispute.
- I. No more than two General Body Meetings shall be called per any one TAGB fiscal year.

## **10. ELECTION COMMITTEE**

### **10.01 : ROLE**

In order to conduct efficient, fair and transparent elections for various positions in the Governing Board, an Election Committee shall be created by the BoT. All members of this committee shall be residents of the TAGB Area.

The role of the Election Committee is to provide necessary support in conducting annual elections to the BoT and EC in a non-partisan, fair, equitable and economic way. This Committee's decision is final. The Committee will elect one of them as the Chairman of the Committee for the term. He/She will coordinate the workings of the Committee and will provide a unified voice of the Committee to the Governing Board and General Body of TAGB.

### **10.02 : RESPONSIBILITIES**

The responsibilities include:

- A. Developing the Election schedule and keeping track of it, and updating the Governing Board about potential vacancies in advance.
- B. Accepting the nominations for open position when the elections are called.
- C. Verifying the candidates' nominations and their eligibilities.
- D. Conducting annual elections either in person or by mail as decided by the Governing Board.
- E. Declaring the winners and finally ensuring that they are duly installed in office.
- F. Keeping the election records safe and available up to six months after the election date for any dispute resolution.
- G. If no candidate or candidates apply or run for elections to fill any vacant positions for which elections are scheduled, then the Election Committee will review the necessity for such positions with the incoming Governing Board. Based on the consensus, the positions are filled by Patron Members or Life Members, or left vacant.

### **10.03 : TERM**

The Committee will form soon after the EC conducts their first meeting and will be disbanded soon after the formation of the next such committee, which is typically about 12 calendar months.

### **10.04 : COMPOSITION**

- A. The Election Committee shall consist of three (3) individuals.
- B. BoT appoints the Election Committee.
- C. The EC may recommend one person, and the BoT shall consider such nomination.



D. Eligibility:

- 1) Must be a Life Member of the TAGB.
- 2) Must be firm believer in TAGB organization and its goals.
- 3) Must have the ability to feel the pulse of community and do the right thing to the community.
- 4) Must have high moral integrity, character and should not be biased to any particular group or party in the community.
- 5) Must maintain confidentiality during the election process.
- 6) Must not be either a serving member or a contestant for any elected position during that year.
- 7) Must be impartial.
- 8) Must not campaign or support any contestant of the election.

**10.05 : VERIFICATION OF MEMBERSHIP ROLLS**

The Election Committee will review all the membership rolls certified by TAGB Secretary and decide on the final list of eligible members to cast their ballot.

**10.06 : ELIGIBILITY OF CONTESTANTS**

For the best interest of the organization and to achieve its objectives without any disputes, the following restrictions shall be adopted:

- A. To run for any Governing Board (EC or BoT) position, a contestant must be a Life or Patron Member of TAGB and a resident of the TAGB Area.
- B. For President (if there is a direct election), only candidates who have served at least one year on the Executive Committee, or Sub Committees, including those who served on EC/sub committees in past years, shall be eligible for election to such posts.

**10.07 : ELECTION VACANCIES**

- A. Upon the end of his or her term, the sitting President shall succeed to the post of immediate Past President for the following term.
- B. Upon the end of his or her term, the sitting President Elect shall succeed to the post of President for the following term.
- C. For all other EC positions, elections shall be held prior to the end of the officeholders' terms to determine the holders of such offices in the following term.
- D. Every year, elections shall be held for three Trustees prior to the end of such Trustees' terms to determine the holders of such offices in the following term.
- E. Any vacancies in the EC or BoT arising due to resignation, an uncontested position, suspension, or removal shall be filled by the Governing Board upon a majority vote. The Governing Board, in its discretion, may also choose to keep such vacancy unfilled until the next election.

**10.08 : ELECTION PROCEDURE**

- A. The Election Committee shall plan the election logistics and inform members of the entire list of candidates, the election method (in-person or by mail), the election place (in case of in-person election), the date and time for casting ballots.
- B. The announcement of new elections, including a detailed schedule and the election process, should be communicated to eligible voters by email to such member's electronic mail address on file with the Secretary shall be deemed to be good and sufficient notice for all purposes under these Bylaws.

- C. A detailed pamphlet, along with a detailed list of contestants with their bios (each bio not more than a half page), shall be mailed along with the ballots. This information package will be sent by first class US Mail to the members' regular mailing address on record.
- D. All other election information, excluding the postal ballot, may be sent to members' email address on file, and such notice is also deemed to be good and sufficient notice for all purposes under these Bylaws.
- E. All ballot information needs to be sent to all members at least two weeks prior to the ballot casting deadline.
- F. The Election Committee shall conduct the election as planned, count the ballots, and announce the results after the counting process is completed and verified by the representatives of all the contesting candidates. This election process may be subject to a verification process, should the existing BoT decide such is necessary.
- G. To ensure balanced and fair elections, the Election Committee shall conduct elections using printed, numbered and signed ballots for all positions declared for elections.
- H. Upon the calling of new elections, the current Election Committee shall promptly set the standards for soliciting votes from TAGB members, and any candidates, or their agents, and those that refuse to abide by such shall be subject to disciplinary action, up to and including, without limitation, disqualification and debarment.
- I. There shall be a minimum of \$125.00 (one hundred and twenty five), non-refundable nomination fee collected from each candidate along with his/her nomination. This nomination fee shall only be increased from time to time by the Governing Board.
- J. Each nomination shall be proposed and seconded by Life Member's of TAGB.
- K. For the best interests of the organization, the Election Committee may accept withdrawals of any nomination after the deadline, but before printing the ballots.
- L. The Election Committee will announce all the names of the winners for EC and BoT positions. The top candidates that receive a majority of the votes casted for the positions sought shall be deemed to have been elected to such positions.
- M. Results of the election shall be posted on the TAGB website within twenty four (24) hours after the election results are announced.
- N. The decision of the Election Committee is final in all matters relating to the elections including the final results of the election.
- O. If the election results are ever challenged, the BoT shall appoint a third party verification committee consisting of three people who each have not run for election in question.
- P. The Election Committee shall cooperate with the third party verification committee and such verification committee's decision is final and binding upon all the parties.
- Q. Nominations, withdrawals, and ballots shall only be valid if received on or before the deadline set for each by the Election Committee, regardless of when such nomination, withdrawal, or ballot is postmarked.

**10.09 : VACANCIES DUE TO UNFORESEEN SITUATIONS**

Any vacancy due to termination, resignation, death, incapacitation, or any other reason resulting in the non-availability of a Governing Board member, shall be filled by a Life Member with a majority vote of the Governing Board in a scheduled meeting. The term of such position shall remain as the original term.

#### **10.10 : TRANSFERRING DUTIES TO NEW OFFICE BEARERS**

Possession of any physical properties that TAGB owns shall be handed over to the new officers within three business days after the new term starts, and the newly elected officers shall work together with the outgoing committee to achieve a smooth transition.

All outgoing or transitioning members of the prior term's Governing Board must turn over to the new office holders all documents and items proper to the position within two weeks of the new term.

The outgoing President, Treasurer and Secretary SHALL transfer all the bank accounts to the incoming President, Treasurer and Secretary within two weeks of the new term.

### **11. MEETINGS**

#### **11.01 : PROXIES**

No proxies are allowed for any EC, BoT, Governing Board, or General Body meetings or elections.

#### **11.02 : GENERAL BODY MEETINGS**

A General Body meeting shall be held at least once a year, but no later than May 15<sup>th</sup> of any current year.

All eligible members shall be notified of all General Body meetings by e-mail or mail, and such notice shall also be published on the TAGB web site, at least two (2) weeks before each General Body meeting.

The purpose of the General Body meeting is to consider the following regular agenda:

1. President's Report.
2. Approval of previous General Body meeting minutes.
3. Secretary's Report.
4. Treasurer's Report.
5. Any other matters deemed necessary by the Governing Board.
6. New items.
7. Elections may be conducted, if necessary.

No new items may be added to a finalized agenda. If any Life Member desires to add an item to a future agenda, it shall be supported by minimum of five Life Members and sent to the Secretary at least two weeks before the meeting date, so that the agenda can be published for such General Body Meeting.

#### **11.03 : SPECIAL GENERAL BODY MEETING**

The Chairperson of the BoT shall convene a special General Body meeting within sixty days if twenty-five percent of the voting members of TAGB request such a meeting in writing and if such a request is supported by a signed petition indicating purpose of such a meeting. For any reason the Chairperson of BoT fails to call for such General Body meeting, the President shall call for it.

The chairperson of BoT, upon a majority vote of the Governing Board, may call for a special General Body Meeting to resolve any major dispute.

#### **11.04 : QUORUM FOR GENERAL BODY MEETING**

A. The quorum for General Body meetings shall be not less than 50 members eligible to vote in TAGB elections, as per Section 4.13 of these Bylaws.

B. If quorum cannot reasonably be met as above in (A), then the Chairperson of the BoT shall implement protocols from the latest edition of Robert's Rules of Order.

**11.05 : QUORUM AND VOTE - EC/BOT/GOVERNING BOARD MEETINGS**

- A. The quorum for the EC, BoT, or Governing Board meetings shall be a simple majority of those same respective bodies.
- B. If quorum cannot reasonably be met as above in (A), then the chair of such meeting shall implement protocols from the latest edition of Robert's Rules of Order.
- C. Each EC member has one vote when any proposal is put forth at EC meetings.
- D. In Governing Board meetings, each member has one vote when any proposal is put forth for vote.
- E. All decisions should be based on the majority vote, subject to quorum requirements.

**11.06 : MINUTES**

- A. The minutes of each General Body, Governing Board, EC meeting shall be recorded by the Secretary, shall implement protocols from the latest edition of Robert's Rules of Order, and shall be submitted to the corresponding body, within five business days after the meeting is held, for approval at the next corresponding Body's meeting. Irrespective of the approval, passed resolutions are effective immediately unless otherwise specified in the resolutions that were adopted.
- B. The minutes of each BoT meeting shall be recorded by the Vice Chair or one of the members of BoT, designated by the Chair of BoT, and submitted within five business days after the meeting is held for approval at the next meeting of the BoT. Irrespective of the approval, passed resolutions are effective immediately unless otherwise specified in the resolutions that were adopted.

**12. RULES AND PROCEDURES**

- A. The Governing Board shall set the rules and procedures for administering and managing the affairs of TAGB in accordance with the Articles of Organization and Bylaws.
- B. The rules and procedures set by TAGB and any changes to them shall be communicated to the members as needed by email and posting on the TAGB web site within 30 days from the date of changes were made.
- C. The rules contained in the latest edition of the "Robert's Rules of Order", in effect at the time, shall govern the conduct of all meetings of TAGB in all cases where they are applicable and consistent with the Articles of Organization, these Bylaws, or any applicable state or federal law.
- D. The Secretary shall ensure that a copy of such Rules of Order are always available during any official meeting of the TAGB EC, Governing Board and General Body, for easy reference.

**13. REMOVAL OF A GOVERNING BOARD MEMBER**

**13.01 : MEMBERS OF THE GOVERNING BOARD**

- A. If any member of the Governing Board (Officers, EC members or BoT) does not fulfill his/her fiduciary duties as required or acts contrary to the objectives and rules of the Articles of Organization and Bylaws or disrupts the functioning of the organization consistently with an ulterior motive; upon receiving sufficient information and after notice of hearing, such member may be suspended until further notice by the Governing Board.

- B. No member shall conduct himself or herself in boisterous, disrespectful, unruly, and unparliamentarily manner in any TAGB meeting. Such behavior can be cause for a disciplinary action as decided by the Governing Board.
- C. The Governing Board shall reserve the right to reinstate any member's position one time upon satisfying assurances or clarifications. However, where needed, such member may eventually be voted out of office by a two-thirds majority of members present at a regular or special General Body meeting.

**13.02 : TARDINESS**

- A. EC members who are absent for three consecutive EC meetings without prior notification to the rest of EC members and approval of the President may be removed from EC with a two-thirds majority vote of the Governing Board. Exceptions may be made in special extenuating circumstances. It is the EC member's responsibility to seek an excuse for his/her absence at any scheduled meeting.
- B. BoT members who are absent for three consecutive BoT meetings without prior notification to the rest of BoT members and approval of the BoT Chairperson may be removed from BoT with a two-thirds majority vote of the Governing Board. Exceptions may be made in special extenuating circumstances. It is the Trustee's responsibility to seek an excuse for his/her absence at any scheduled meeting.
- C. Governing Board members who are absent for three consecutive Governing Board meetings without prior notification to the rest of Governing Board members and approval of the Governing Board may be removed from the Governing Board with a two-thirds majority vote of the Governing Board. Exceptions may be made in special extenuating circumstances. It is the Governing Board member's responsibility to seek an excuse for his/her absence at any scheduled meeting.

**13.03 : DELIBERATE VIOLATION.**

Membership of any member may be revoked for deliberate violation of the Articles of Organization and Bylaws of TAGB. Without limiting the generality of the foregoing, it shall be a violation of the Bylaws of TAGB for any member to knowingly or intentionally engage in conduct which is intended to compete with or cause harm to TAGB or which, in the opinion of the Governing Board in its sole discretion, is likely to injure the reputation of TAGB. Any member of the Board of Directors or a minimum of 20 Life Members of TAGB may submit a petition outlining the charges to the Chairperson of the TAGB's BoT by registered/certified mail, return receipt requested or by electronic mail addressed to the BoT Chair. The BoT shall investigate the charges and if, in the opinion of a majority of the BoT, there is probable cause to believe that a basis for revocation of membership may exist, the BoT shall place the petition for removal on the agenda for hearing at a meeting specially called for such purpose and shall provide the affected member with written and/or electronic notice of the petition and the hearing date so that such member may have an opportunity to be heard in opposition to the petition. If no quorum is present, the hearing on the petition shall be continued to the next regular meeting of the BoT or a special meeting called for such purpose at which a quorum is present and voting. The Chairperson of the BoT shall notify the affected member of the date, time and place of the continued hearing. After the hearing at which a quorum is present, the BoT shall decide by two-thirds affirmative vote of those present and voting whether to revoke the membership under question. The President shall notify the affected member of the action of the BoT electronically and/or in hardcopy, when reasonably possible. The decision of the BoT shall be final and binding.

**13.04 : CRIMES INVOLVING MORAL TURPITUDE**

Conviction of a Governing Board member for any criminal offense involving moral turpitude shall constitute reason for automatic revocation of his/her position. No further notice or hearing is required in such cases.

## **14. COMMITTEES**

### **14.01 : COMMITTEE CREATION PROCESS**

- A. The President with the consent of EC shall appoint all Standing Committees, other than in the cases of 1) the Election Committee, 2) the Audit Committee, and 3) the Membership Verification Committee, and select a Chairperson to carry out the variety of tasks, functions and initiatives of TAGB.
- B. The EC shall also have the power to dissolve or reconstitute committees that were create by the EC, partially or entirely with a majority approval of the EC.
- C. The Election Committee, Audit Committee and the Membership Verification committees are appointed by the Chairperson of the BoT, upon the consent and approval of the BoT.
- D. At least one person from the BoT shall be a member of the Membership Verification Committee.
- E. Both the President and the Chairperson of the BoT may appoint Sub-Committees and Ad-Hoc Committees based upon the need from time to time.

### **14.02 : STANDING COMMITTEES**

- A. The President shall appoint the Chair, Vice-Chair and members of the following suggested Standing Committees, except Cultural Committee, upon the consent and approval of the EC:
  - 1. Audio/Video Committee.
  - 2. Budget and Finance Committee.
  - 3. Community Services Committee.
  - 4. Cultural Committee.
  - 5. Food Committee.
  - 6. Literary Committee.
  - 7. Marketing and Volunteers Committee.
  - 8. Media and Public Relations Committee.
  - 9. Membership Drive Committee.
  - 10. Registration Committee.
  - 11. Senior Citizens Committee.
  - 12. Special Events Committee.
  - 13. Spiritual Committee.
  - 14. Web and Internet Committee .
  - 15. Women’s Committee.
  - 16. Youth Committee.
- B. The Cultural Secretary shall be the Chairperson of the Cultural Committee. The President shall appoint the Vice-Chair and other members in Cultural Committee with the consent and approval of EC.
- C. Each standing committee shall have no fewer than three members.
- D. The incoming President shall have the responsibility of appointing committee members to fill positions where terms have expired, along with filling any vacancies.
- E. No individual should serve on more than two standing committees.

- F. A member of a committee who is absent, without notice, from two consecutive meetings during a calendar year may be subject to removal from the committee by the majority vote of the remaining members.
- G. A committee member may be removed by a two-thirds vote of that committee when in its judgment the best interest of the TAGB would be served by removal.

## **15. BOOKS, RECORDS AND ARCHIVAL**

### **15.01 : REQUIRED BOOKS AND RECORDS**

The Secretary of EC shall keep correct and complete books and records of account. The treasurer shall submit all financial records including the bank statements timely to the Secretary for filing.

The TAGB's books and records shall include:

- A. A file-endorsed copy of all documents filed with the Massachusetts Secretary of State relating to the TAGB, including, but not limited to, the articles of Incorporation, and any articles of amendment, restated articles, articles of merger, articles of consolidation, and statement of change of registered office or registered agent.
- B. A copy of the Bylaws, and any amended versions or amendments to the Bylaws.
- C. Minutes of the proceedings of the EC, BoT, Governing Board, General Body, and any committees.
- D. A list of the names and addresses of the members, ECs, officers and any committee members of the TAGB.
- E. A balance sheet showing the assets, liabilities, and net worth of the TAGB at the end of the five (5) most recent fiscal years.
- F. A financial statement showing the income and expenses of the TAGB for the five (5) most recent fiscal years.
- G. All rulings, letters, and other documents relating to the TAGB's federal, state, and local tax status.
- H. The TAGB's federal, state, and local information or income tax returns for each of the TAGB's five (5) most recent years.
- I. All books and records shall be archived with proper filing procedures in electronic and paper form (as appropriate). External archival resources such as data storage companies may be engaged as the situation demands. The intent is to provide easily achievable, retrievable yet safe storage mechanisms for years to come.

### **15.02 : INSPECTION OF RECORDS**

Any Life Member of TAGB may request of the Governing Board, in writing with statement of purpose, to personally inspect any of the books and records detailed in Article 15.01 above. Within 30 days receipt of such request, the Governing Board will make a determination regarding whether the stated purpose is valid and reasonable. If such request is determined by the Governing Board to be found valid and reasonable, the request will be conditionally approved.

The Governing Board shall have the right to provide or deny such requests whenever the stated purpose is deemed invalid or unreasonable, or if the intent of inspection is not clearly established by the requesting party. The Governing Board shall have the right to define the venue and conditions for such activities.

Once approved, the EC will work to accommodate the request within 30 days. The Life Member shall abide within the scope of the conditions and venue set forth in the approval.

If the approval requires that TAGB create copies for the requesting Life Member, the EC may require payment from such Life Member to reimburse TAGB for the reasonable costs accrued accommodating the request, and Life Member's receipt of such copies may be contingent upon receipt of payment first.

### **15.03 : AUDITS**

- A. The BoT shall appoint a three member Audit Committee to function as an internal audit team. If no such committee is appointed, the BoT shall act as internal audit committee.
- B. The EC, upon request of the BoT or Audit Committee, shall submit all the records for audit and verification within 30 days from the requested date.
- C. Any voting member shall have the right to verify an internally audited financial records at the general body meeting or obtain a copy by request.
- D. If any Life Member requests an audited financials (by a CPA), then the requesting Life Member shall bear all the expense of the audit unless the rest of the voting members vote to authorize payment of audit expenses in any scheduled General Body Meeting.
- E. A voting member shall not exercise these rights to compel audits so as to subject the TAGB to an audit more than once in any fiscal year.

## **16. WEBSITE**

### **16.01 : DOMAIN CONTROLLER**

The www.TAGB.org domain shall be administered by the BoT. The Chair of the BoT shall be the **Domain Controller**. When his/her term ends, he/she shall transfer the administrator rights to the incoming BoT Chair. The BoT Chair shall provide full FTP/upload access to the Web and Internet Committee Chair. If any dispute arises, the Governing Board shall make an appropriate and final decision to resolve such dispute.

### **16.02 : WEBMASTER AND WEB SITE**

The Web and Internet Committee's chairperson shall also act as the TAGB **Webmaster**. Maintenance, modification, or updating of the www.TAGB.org website shall be performed solely by the Webmaster and only on an as needed basis, by the written request of either the EC, BoT, or Governing Board, or upon a formal request made by the President, Secretary, or the BoT Chair. The Webmaster shall not update or modify the website without prior such approval. If any such request is disputed by at least three other members of the EC, BoT, or Governing Board, the Governing Board shall determine whether such modification is necessary by a simple majority. When a proposed change is in dispute, the Webmaster shall not effect any changes with regard to the disputed issue until such issue is conclusively resolved by the Governing Board.



## **17. DISSOLUTION**

### **17.01 : DISSOLUTION PROCESS**

TAGB may be dissolved by members of TAGB in accordance with the Massachusetts Non-Profit Corporation Act or subsequent applicable law. In the event of dissolution, BoT shall, after paying or providing for the payment of all liabilities, dispose of all the assets in accordance with the law governing dissolution of tax-exempt organizations. The net assets of TAGB shall be transferred or contributed to an organization which shall have in effect tax-exempt status under Section 501(c)(3) of the Internal Revenue Code, with purpose similar to that of TAGB as determined by the BoT.

## **18. INDEMNIFICATION**

### **18.01: INDEMNIFICATION OF GOVERNING BOARD MEMBERS**

- A. To the extent permitted and in the manner prescribed by applicable state and federal law, TAGB hereby waives and disclaims any and all duty to indemnify and advance expenses for any person who was or is threatened to be made a named defendant or respondent in a proceeding, whether civil, criminal, administrative, arbitrative, or investigative, including all appeals, because that person is or was a director, trustee, officer, employee, or agent of TAGB.
- B. Further, should any person who is or was a director, trustee, officer, employee, or agent of TAGB be found liable to another party due to actions or inactions during his or her term as director, trustee, officer, employee, or agent of TAGB, wherein such actions involve:
  - 1. the improper receipt of a personal benefit,
  - 2. the willful or intentional misconduct in the performance of the person's duty to the enterprise, or
  - 3. the breach of the person's duty of loyalty owed to the organization; or an act or omission not committed in good faith that constitutes a breach of a duty owed by the person to the organization,
- C. and wherein TAGB also is or was made a party to such action, TAGB hereby reserves the right to bring such director, trustee, officer, employee, or agent of TAGB to court to seek out indemnification for TAGB's costs in such matter. Such costs may include, but are not limited to, any costs for attorneys' fees, discovery, judgments, or any other court-related costs that pertain to such malfeasance by the director, trustee, officer, employee, or agent of TAGB. This paragraph illustrates what remedies TAGB may seek out in such cases but is by no means to be interpreted as exhaustive or restrictive of TAGB's legal or contractual rights or remedies. TAGB hereby reserves all rights and remedies in such matters.

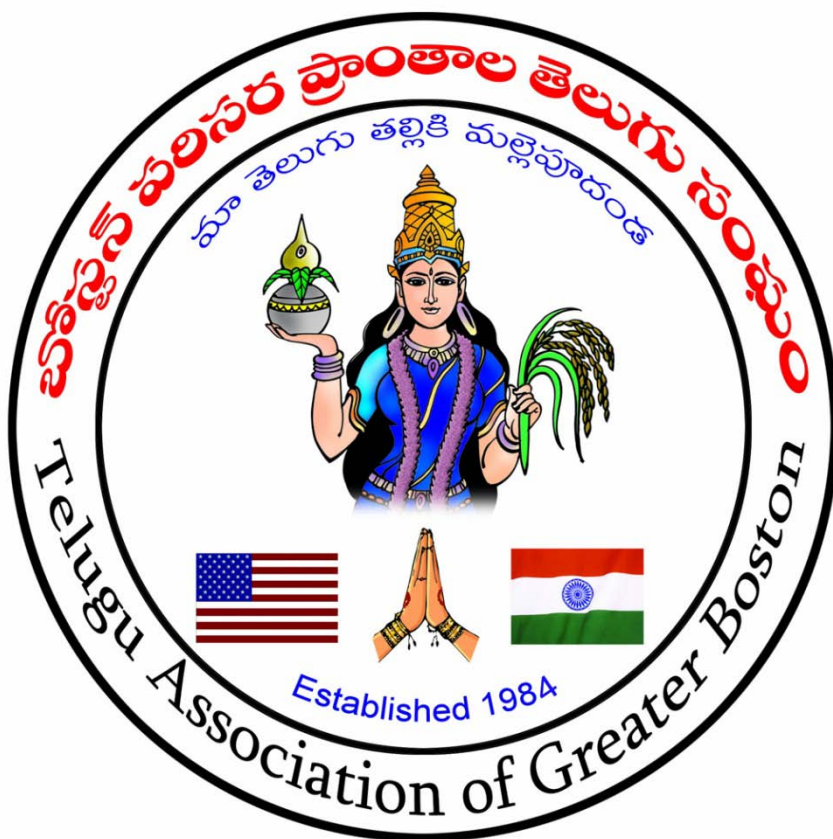
## ANNEXURE - 1

### **TAGB OFFICIAL LOGO AND CORPORATE SEAL**

The Secretary shall maintain a corporate seal, use only for official business purpose. He/She shall transfer the seal to the incoming Secretary within three business days after his/her term ends.

The official logo consist of two concentric circles in the shape of a doughnut containing, in the upper hemisphere of the outer circle, the words "Boston Parisara Praanthaala Telugu Sangham" in Telugu script and the English words "Telugu Association of Greater Boston" in the lower hemisphere of the outer circle. The very top of the inner circle contains the words "Maa Telugu Talliki Mallepoodanda" in Telugu script, and, at the very bottom of the circle, the English words "Established 1984." The central detail of the inner circle is a "Telugu Talli" in the upper hemisphere. The bottom hemisphere of the inner circle, aside from the established date at the very bottom, consists of, from left to right, the American flag, greeting hands, and the Indian flag.

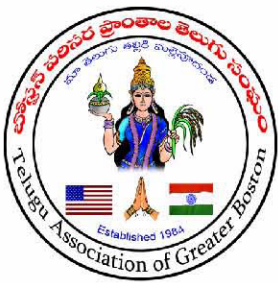
The official logo shall not be altered or modified without the approval of the General Body.



**ANNEXURE - 2**

**SUMMARY OF TAGB MEMBERSHIP CATEGORIES AND DETAILS**

Category	Annual Membership			Life Membership		
	Family	Individual	Student	Family	Individual	Patron
<b>Eligibility</b>	Individual, his or her spouse, and their children of less than 18 years old.	Membership by one individual.	Student attending any local academic institution with a valid student ID.	Individual, his or her spouse, and their children of less than 18 years old.	Membership by one individual.	Individual, his or her spouse, and their children of less than 18 years old.
<b>Period</b>	Annual (April 1 <sup>st</sup> through March 31 <sup>st</sup> )	Annual (April 1 <sup>st</sup> through March 31 <sup>st</sup> )	Annual (April 1 <sup>st</sup> through March 31 <sup>st</sup> )	Life	Life	Life
<b>Dues</b>	\$30	\$15	\$10	\$201	\$125	\$5,000 or More
<b>Voting</b>	Yes, Only for those, maintain 3 consecutive years of membership	Yes, Only for those, maintain 3 consecutive years of membership	NO	Yes. Two Votes	Yes, One Vote	Yes, Two Votes



# Telugu Association of Greater Boston, Inc. (TAGB)

Non-Profit, National Organization - Established in 1984

web: [www.tagb.org](http://www.tagb.org)

## Membership Application Form

Are you a person of Telugu Origin?  Yes  No      Are you above 18 Years?  Yes  No

Prefix: \_\_\_\_\_ **First Name:** \_\_\_\_\_ **Last Name :** \_\_\_\_\_

Prefix: \_\_\_\_\_ **Spouse First Name:** \_\_\_\_\_ **Spouse Last Name:** \_\_\_\_\_

**Address:** \_\_\_\_\_

**City:** \_\_\_\_\_ **State:** \_\_\_\_\_ **Zip:** \_\_\_\_\_

**HomeTel:** \_\_\_\_\_ **Member Cell :** \_\_\_\_\_ **Spouse's Cell:** \_\_\_\_\_

**Member's Email:** \_\_\_\_\_ **Spouse's Email:** \_\_\_\_\_

**Member's Profession:** \_\_\_\_\_ **Spouse's Profession:** \_\_\_\_\_

**Interests:** \_\_\_\_\_

Children's Name	Age	Skills / Interests
_____	_____	_____
_____	_____	_____
_____	_____	_____

**Membership Dues:**  Patron \$ 5,000.  Family - Life \$ 201.  Life - Single \$ 125.  Annual - Family \$30.  Annual - Single \$15  Student \$10.

**Make Check Payable to " TAGB " Mail this form along with payment to :**  
Secretary, TAGB \_\_\_\_\_ MA

**NOTE:** TAGB reserves the right to verify the information provided. In accordance with and without limitation to TAGB bylaws, if TAGB determines, in its sole discretion, that any individual on this application no longer subscribes to the objectives of TAGB or that false or misleading information was provided, TAGB may reject this application or cancel the membership of any or all persons listed in this application form. In any case, membership fees are non-refundable.

Annual Membership Expires on March 31st.

Please check TAGB Bylaws at [www.tagb.org](http://www.tagb.org) for membership rights/responsibilities/benefits/details.

I also hereby authorize TAGBA to publish my name, address, home phone on the TAGB web site and/or in the TAGB Directory.

I certify that all the information that was provided by me in this form is true to the best of my knowledge.

Signature: \_\_\_\_\_

\_\_\_\_\_ Date

**For TAGB use only:** Received Date: \_\_\_\_\_

Member Type:  Patron  Donor  Life- Family  Life - Single  Annual - Single  Annual - Family  Student

Check No. & Date : \_\_\_\_\_

Membership ID: \_\_\_\_\_

Check/Cash Deposit Date: \_\_\_\_\_

Approval Date: \_\_\_\_\_

Membership Approved By: \_\_\_\_\_