



BYLAWS OF
TELUGU FINE ARTS SOCIETY, INC.

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Effective as of December XX, 2025

(Approved by Board of Trustees and Ratified by Advisors)

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ARTICLE 1: GOALS AND OBJECTIVES

Telugu Fine Arts Society, Inc (“**Corporation**”) has the following goals and objectives:

1. Foster, promote and encourage Telugu language, literature and culture in US.
2. Promote and encourage fine arts, folk art, classical music and dance, and conduct group cultural activities for Telugu people. Conduct and sponsor conferences for Telugu people, celebrate Telugu festivals aiming to pass on the cultural heritage to the children.
3. Preserve and propagate Telugu cultural heritage amongst future generations by exchange of cultural ambassadors between North America and other countries including India.
4. Promote Indian morals and social values among members to establish a stronger Telugu community. Protect the civic and communal rights for Corporation members in US.
5. Conduct classes, lectures, workshops, and demonstrations on literature, language, spirituality, and fine arts and performing arts to establish and enhance Telugu culture in US and India.
6. Publish and distribute articles in Telugu literature; honor the Telugu scholars in India and US.
7. The Corporation shall not participate in any political campaign on behalf of any candidate for public office or otherwise attempt or lobby to influence legislation.
8. Receive, administer and disburse gifts and grants of money and property of every kind exclusively to not- for-profit charitable, philanthropic, scientific, literary, and educational entities as set forth under section 501 (c) (3) of the Internal Revenue Code of 1954 as amended in the US.

ARTICLE 2: MEMBERSHIP

1. **Members:** All those individuals who are twenty-one (21) years of age or over, who are willing to subscribe to the goals and objectives of the Corporation shall complete and sign the membership application (in paper or online) and pay the membership dues, become members. Business organizations are not eligible to become members. To remain active, members must provide updated contact information -postal address, email address, family status (marriage, separation, demise etc.) to the Corporation. New member applications are reviewed by the Board of Trustees at their monthly meetings and approved membership shall be documented in the minutes for permanent records. The Board of Trustees, with consultation of the Advisory Board, may temporarily freeze the membership anytime to prevent control of the Corporation by a group with vested interests or any other legitimate purpose whenever necessary.
2. The fees for the membership shall be reviewed every year and changed, if necessary, by the trustees. Membership promotions may be conducted once a year during one event with prior approval from the Advisory Board. Fees cannot be reduced below the price fixed at the inception. The membership fee may be paid by cash, individual check, electronically or credit card. Business organization checks or third-party payment shall not be accepted for membership fees.
3. **The General Body:** All the members will constitute the General Body.
4. Being a community-based organization, membership in the Corporation includes families. Family shall be defined as husband, wife and unmarried children below the age of 21 years.

When a single person member gets married, the spouse will automatically become a member. It is the responsibility of the member to provide the spouse's name, phone number and email address for membership for voting purposes.

5. The membership is not transferable. All members/families shall abide by the Bylaws and objectives.
6. **Removal of a member:** When a member has been found to be guilty of fraud, felony, assault, or any other crime as defined by the court of law or any misconduct including, but not limited to the violation of any ordinance, law or regulation, such member shall automatically lose the membership privileges in the Corporation. The Board of Trustees and Advisory Board retain the discretion to revoke the membership privileges of any member who does not act in the best interest of the Corporation, such as disorderly behavior, instigating litigations and frivolous law suits, and physical/ verbal/written abuse. The Board of Trustees in consultation with Advisory Board shall document and take pertinent action within 60 days.

ARTICLE 3: FINANCES

1. All financial transactions shall abide by the IRS 501 (C) ruling. Corporation funds shall be invested as per the institutional guidelines under UPIA (Uniform Prudent Investors Act). Committee members shall not receive any salary. The Finance committee, in consultation with the Advisory Board, shall create a long-term investment policy to protect the principal amount against inflation. The investment performance shall be better or meet available rates in the market for comparable investments by comparable institutions and grow with inflation.
2. Separate accounts shall be maintained for membership fund, endowment fund, and reserve fund. These funds are restricted funds for long term use and managed by the Finance committee with guidance from the Advisory Board. Trustees shall not withdraw/use these funds without prior approval of the Advisory Board and Finance committee. Advisory Board shall monitor the restricted funds' performance and disbursements. Any disbursement exceeding Ten Thousand Dollars (\$10,000) shall require majority approval of the Board of Trustees, the Advisory Board, and the Finance Committee, obtained in a joint meeting.
3. Corporation accounts shall be maintained and operated by the Treasurer. The Treasurer shall keep track of the accounts and statements, prepare an annual report each year for the operational account, membership fund, reserve fund and endowment fund and present to the Advisory Board and Finance committee as well as all members by email or at the annual meeting. Funds must be disbursed as checks. Cash disbursements should be minimized. Expenses can be reimbursed only for the receipts or vouchers submitted to the Treasurer. All financial transactions shall abide by the IRS 501 (C) ruling.
4. Viewing privileges and access to all Corporation accounts should be given to the President, Treasurer, and Finance committee chair person.
5. Annual tax returns must be submitted timely by the Treasurer under the guidance of the Finance committee. It is mandated to retain 7 years of Corporation tax returns in hard/soft copy.

6. In the event the Corporation is dissolved and liquidated, the Board of Trustees in consultation with the Advisory Board, the Finance committee and the Bylaws committee will notify all the members. After paying or making provisions for the payment of all of the known liabilities of the Corporation, the Treasurer shall distribute the entire Corporation's property and assets to multiple organizations as may be selected at that time, provided that such entities are section 501(C)(3) tax exempt organizations, located or domiciled in United States of America with goals similar to the Corporation. No organization shall be allocated more than 10% of the total funds. Membership fund shall not be returned to the members. Any assets not so disposed of shall be disposed of by a court of competent jurisdiction exclusively for such exempt purposes or to such organizations as the court may determine, which are organized and operated exclusively for such purposes. No private individuals may share in the distribution of any Corporation assets upon dissolution of the Corporation.

Membership fund

1. Revenue collected from membership dues shall be held separately under the membership fund like corpus. The membership fund shall be managed by the Finance committee and monitored by the Advisory Board.
2. When the Membership dues are paid by credit card, it should be reflected in a single separate transaction, not combined with any other payments. A copy of the transaction receipt with the date, amount and person payable shall be retained in permanent records.
3. Membership money collected must be transferred into the membership fund, when the new membership applications get approved by the Board of Trustees.

Operational fund

1. The President/Treasurer manage an operating account to meet day to day operations of the Corporation.
2. Income generated from the Magazine- Telugu Jyothi, website and souvenir advertisements, program revenues including vendors, and donations collected exclusively for programs shall be used as the operating account. When such money is collected by credit card payments, a copy of the transaction receipt with the date, amount and person payable shall be retained in permanent records for auditing in the corporation's accounting system. Receipts shall be issued for all donations/ vendors/ advertisements and printed or digital copies of receipts retained for permanent records. Trustees need to submit vouchers along with expense receipts/related events for reimbursement. Treasurer shall authorize the expenses on the voucher prior to issuing the check. Invoices shall be produced for third party payments, authorized by the Treasurer and another officer. All the physical checks for \$500 or more shall have signature of the Treasurer or President. Electronic checks may be issued, a copy of the transaction receipt shall be retained for records for 7 years.
3. Budget shall be prepared by the Treasurer and approved by the Board of Trustees and the Advisory Board for all programs in advance of such events. Collections (cash, credit card and checks) at any of the Corporation events must be tallied immediately at the conclusion of the event-day by at least two trustees and signed by Board of Trustees and certified by the President.
4. It is the responsibility of the Board of Trustees to meet the annual budget each year. Detailed audited accounts (income, expenses, and net profit or loss) shall be prepared after each event

and presented to the Advisory Board. Advisory Board shall initiate a review of Corporation finances once every year with the Treasurer, the President and Finance committee.

5. When the Corporation makes a net profit in a two-year term, a minimum of 25% of the net profit from the operational fund during that term shall be added to the Reserve fund no later than May 15 as compulsory savings for the longevity of the Corporation. This shall be included in the annual report. A minimum of \$25,000 must be available in the operating account to conduct the Corporation business during transition. Outgoing President and Treasurer shall be available until September 1st to resolve any financial queries in the annual statements, collect donations pledged and complete the Ugadi balance sheet.
6. At the end of the term, the President and Treasurer shall provide a signed document for operational fund statement including the following details
 - a. Amount received at the beginning of the term
 - b. Loans requested from reserve fund
 - c. Loans replenished to reserve fund
 - d. Membership fee collections and transfers to membership fund, and
 - e. Amount available at the end of the 2-year term.

Endowment fund

1. The large sum of money donated by one member towards the building fund, and donations of over \$10,000 each from some other members along with smaller donations collected for the building fund from some members with the accumulated interest and dividends constitutes the core money of the endowment fund. The endowment fund is used to support non-ticketed Corporation events such as Sankranti and Trimurthy Day celebrations and the Summer Picnic. Endowment fund may also be used for long term projects related to the goals of the Corporation. The projects may include awards or scholarships to individuals who achieved excellence in fine arts or literature or any other goals of the Corporation.
2. The projects may also include limited support (not exceeding \$5000 per year) to other organizations that promote fine arts or literature provided that the organizations are non-profit entities under IRS Code 501 (C) (3) in the United States. An Advisory Board member, a trustee, or an individual member may recommend the type of recognition to be funded, selection criteria, amount, and frequency of the recognition. The Advisory Board, Finance committee and the trustees shall review and approve the recommendations and may form an ad hoc committee to invite nominations and select the individual candidates to receive the awards or scholarships or organizations to receive funding support. The corpus funds shall not be disturbed and donations shall not be refunded to the donors anytime. Advisory Board and Finance committee approval is required for all transactions related to endowment fund.
3. The Corporation will create several endowments for different long-term projects identified in the above step and allocate funds from the current endowment account. Donations may be accepted from members to support the various Corporation endowments.
4. A Sequester Donation of \$100,000 or more from a member may be approved by the Advisory Board and Finance Committee towards a designated project that meets the goals of the Corporation. The member may add more funds annually. An ad hoc committee may be formed by the Advisory Board, the Finance committee and the Donor to monitor the project. Each Sequester Fund endowment shall be accounted for separately. Quarterly and annual statement of each endowment shall be monitored by the Finance committee and statements are sent to the donor.

5. The Advisory Board shall oversee the endowments and disburse the money for endowment distributions as needed.

Reserve Fund

1. The funds accumulated over years in the Corporation from smaller donations and program profits shall be held under Reserve fund. This fund can be utilized to meet any unexpected contingencies of the Corporation. The Finance committee shall monitor the transactions and disbursements of the reserve fund with prior approval from the Advisory Board. At the request of the Board of Trustees, the Advisory Board may authorize up to a maximum of \$25,000 from the reserve fund to be transferred as a loan to the operating account, to meet the annual budget of the Corporation in the given year. This loan must be paid back in full before the Board of Trustees' 2-year term ends.

Financial Controls

1. Corporation assets should be invested in a reliable index fund for a reasonable annualized return as guided by the Finance committee and the Advisory Board.
2. The Corporation account books should be maintained using tools such as 'QuickBooks' online. The accounts shall be reviewed by an accountant under the guidance of the Finance committee. The accountant's report shall be certified by the Board of Trustees and submitted to the Advisory Board each year immediately after filing the annual tax return.
3. Cash transactions should be avoided unless there is no alternative. Use checks or credit cards supported by written receipts.
4. The Corporation should provide a receipt/statement to the donors specifying the amount of donation, and if any goods or services were provided in exchange for the donation. This statement must be provided for donations of \$250 or more or for any amount if requested by the donor.
5. Under no circumstances shall the Corporation return any portion of a donation or matching donation, whether directly or indirectly, in cash or in kind, to the donor or any individual. Trustees, donors, or any individuals involved in such actions may be subject to criminal penalties under federal law.

ARTICLE 4: GENERAL BODY MEETINGS

Unless otherwise specified in the Bylaws, the Roberts Rules of Order will govern the meetings.

Annual meeting

A meeting of the general body shall be held annually during the Ugadi function or separately at a convenient time and for the transaction of important business of the Corporation. The annual reports, including the financials, from the President, Treasurer, and Secretary shall be presented to the general body during Annual meeting. The notice of the annual meeting including the agenda and requirement of the vote shall be sent to the general body at least 30-days in advance. With the approval from two-thirds majority from the trustees, a meeting can be called within 10-days during emergencies and time sensitive situations. (See below for Special meetings). The annual reports, including the financials, from the President, Treasurer, and Secretary will be informed to all members through Telugu Jyothi magazine.

Special meetings

Special meetings of the members, for any purpose may be called by the President or the Board of Trustees with a 30-day written notice. The notice for such meetings shall state the purpose of the

meeting being called for; whether a vote will be taken and the quorum requirement.

Meetings called by members

A general body meeting shall be called by the President at the request of at least 20% of the members requesting a meeting in writing. The notice for such meetings shall state the purpose of the meeting being called for; whether a vote will be taken and quorum requirement. The meeting shall be held within 45 days from the date of the notice of such request from the members of the Corporation.

ARTICLE 5: TRUSTEE MEETINGS

Quorum shall be required for all meetings. Minutes shall include the attendance, all discussions, and decisions taken during the meeting with roll call vote. Any questions related to Bylaws will be forwarded to the By Law committee for clarification.

Quarterly Board Meetings

1. The Board of Trustees shall meet in-person not less than four times in any year. The meeting agenda shall be distributed at least one week prior to the meeting to the Board of Trustees and the Advisory Board.
2. Advisory Board will review the agenda and may add agenda items that require trustee attention. Members of the Advisory Board shall also attend the in-person meetings and discuss financials and long-term planning but will not be counted for the quorum. All committee members shall attend the quarterly meetings and present their quarterly reports. Quarterly reports from the President, Treasurer and Membership chairperson shall be presented during the in-person meetings.

Monthly Meetings

The Board of Trustees shall have regular meetings at least once a month to discuss various issues related to programs and the business of the Corporation. The meeting agenda shall be distributed at least 48 hours prior to the meeting.

Special trustee meetings

At the request of majority of the trustees, a special trustee meeting can be called by the secretary to discuss a specific topic and/or business of the Corporation. Agenda of such meeting shall be distributed to the trustees and the Advisory Board at least 48 hours before the meeting, along with purpose of the meeting. Advisory Board members may attend such meeting.

Emergency meetings

The President can call for an emergency meeting to discuss a specific time sensitive topic and/or business of the Corporation that cannot wait. Agenda of such meeting shall be distributed to the trustees and the Advisory Board at least 48 hours before the meeting, along with purpose of the meeting. Advisory Board members may attend such meeting.

Meeting Guidelines

1. Minutes with roll call vote, attendance, and quorum will be maintained for all discussions and decisions taken at the Annual, Quarterly and Monthly meetings; objections raised will be documented.
2. Telephone Meetings: Meetings other than quarterly meetings may be held using the teleconference technology. Minutes with roll call vote, attendance, and quorum will be maintained for all discussions and decisions taken at teleconference meetings. The minutes

are considered valid to conduct the business of the Corporation.

3. The Electronic and Teleconference meetings shall provide conditions of opportunity for simultaneous aural communication among all the participating members just like face-to-face meetings. Notice shall be given along with the agenda and a telephone number to call for the teleconference. Quorum is required. Vote shall be taken for actions proposed by the board.
4. When the President is unavailable, a Board of Trustees meeting can be conducted with at least one officer participating to discuss the time sensitive matters of the Corporation. A member from the Advisory Board shall be present at such meeting.
5. All meeting minutes shall be distributed to the trustees and Advisory Board no later than one week of any meeting held. A copy of the minutes of all meetings held during the year should be included in the President and Secretary files for documentation purposes for future. The minutes shall be provided if demanded by a court of law.
6. At the end of each fiscal year, the Secretary shall create an electronic copy of the Corporation activities, including the minutes of all meetings and communications and archive it for future reference.
7. The quorum requirement for all board of trustee meetings shall be a majority of the trustees with the exception of an 'event' related meeting.
8. No trustee should vote on a question in which he has a direct personal or pecuniary interest not common to other members of organization including the President, who shall disqualify himself in such instances vacating the seat to the Vice President.
9. The minutes of the meetings are accessible only to the Board of Trustees and Advisory Board, unless the Board of Trustees grants the permission to a member of the Corporation to inspect them.

ARTICLE 6: QUORUM

Quorum of Trustees

Majority of the Board of Trustees shall constitute a quorum for all trustee meetings and for the transaction of any business. The vote of a majority of the Board of Trustees presents in a meeting at the time of a vote, if a quorum is present at such time, shall be the act of the Board of Trustees. The quorum has to be maintained at all times for Trustee meetings.

Quorum of Members

Twenty (20%) of the "active" members of the Corporation present in person shall constitute a quorum for all purposes to hold a meeting. The vote of a majority of the members presents at the time of a vote, if quorum is present at such time, shall be the act of the members of the Corporation to pass a vote.

ARTICLE 7: BOARD OF TRUSTEES

1. The Board of Trustees is the executive body for the Corporation. Except as otherwise required By the Law or provided by these Bylaws, the Corporation's operations, business and events shall be vested in the Board of Trustees. The trustees shall be held responsible for higher standards of accountability and professionalism.
2. The Board of Trustees of the Corporation shall consist of nine (9) trustees including the officers: President, Vice President, Secretary, and Treasurer.

3. The term of the trustees shall be for a period of 2 years or until their successors are elected. Trustees cannot serve more than two consecutive terms or 4 years. Members can contest to serve an additional 2 years term after a gap of minimum 2 years. A member may contest for the President position following two consecutive terms of service. The life time maximum for any family to serve on the Board of Trustees is 6 years individually or 8 years husband and wife together.
4. The term of the Board of Trustees and the officers shall begin from June 1 following the elections and end on May 31 after the two-year term. A period exceeding 365 days shall be considered as one full term.
5. Every 2 years, the President and 8 trustees are elected by the members of the Corporation. Trustees shall be residents of New Jersey state and shall be present in New Jersey during their tenure and available to attend to Corporation matters promptly as needed.
6. President candidate shall be a permanent resident or citizen of the United States and must have served as a trustee for 4 years. Qualified candidates shall contest for the President position directly and independently.
7. The eight (8) trustee candidates shall be permanent residents or citizens of the United States. Three (3) senior trustees who previously served as trustees shall be elected to serve as Officers. The remaining five (5) trustees shall serve as trustee committee chairs.
8. The Board of Trustees shall at its first meeting or soon after the elections, designate and appoint the elected senior trustees as officers Vice President, Treasurer, and Secretary and the other trustees as chairpersons of the 5 trustee committees: Annual Events, Community Services, Membership Services, IT Services, and Youth Services.
9. The new Board of Trustees / Advisory Board may be introduced during the Ugadi program or announced by or on May 1st in case the Ugadi function is not held.
10. No trustee shall receive any salary or compensation from the Corporation. Trustees shall not entertain any type of personal gains or promote personal business through their association with the Corporation
11. The trustees cannot write the By Law amendments or conduct elections independently. The Board of Trustees shall neither interfere with the election process nor nominate, second or support any candidate.
12. Resignation of a trustee must be submitted in writing to the Board of Trustees during a regularly conducted meeting. The trustee may be given an opportunity to reconsider the resignation and Board of Trustees may wait until next meeting to fill the vacancy.
13. The vacancy in any officer position shall be notified to the Advisory Board immediately. When the President position becomes vacant during a 2-year term, any suitable candidate meeting the criteria or an officer in the current board, selected by the Nominations/Elections committee and Advisory Board, shall fill the position. When an officer position other than the President becomes vacant, the Board of Trustees in consultation with Advisory Board promotes an existing member of the Board of Trustees as an officer. The Nominations/Elections committee in consultation with the Advisory Board may select a qualified member of the Corporation meeting the Trustee criteria as a temporary replacement trustee until the next election.
14. A trustee shall not promote his/her or spouse's business through organization's channels- for example through events, media, email or social media. When a trustee engages in activities

that have potential 'conflict of interest' with Corporation events, he/she shall inform the Advisory Board for guidance and follow their advice.

15. Since the Corporation is formed by its members, no action of the Board of Trustees can alter or conflict with any decision or tradition made by the members. In an effort to protect the best interests of the Corporation, the members when the quorum is met, can rescind or amend any action of the board.
16. If the trustees are unable to take a decision or definitive action on any organizational issue, after conducting detailed discussions in two sittings, they shall forward the matter to the Advisory Board for further consideration and guidance. The Advisory Board shall make a final decision and respond to the trustees in a timely manner.
17. The trustees are elected by the members of the organization and are responsible to protect the interests, objectives, reputation, and finances of the Corporation during their term. All the board members have equal responsibility while conducting the business of the Corporation. Trustees are expected to maintain ethical and professional conduct during their service at all times. Professional discipline and honesty are absolute requirements. The meeting discussions and decisions are considered confidential. The internal emails among the trustees should never be circulated among the public. Personal differences should not influence Corporation matters. Any grievances due to misunderstandings or personal differences among the trustees can be forwarded to the Advisory Board in writing with evidence if any, for further action.
18. Trustee performance shall be evaluated by the Advisory Board based on the input from the President, once every year. Any trustee with a poor attendance, inadequate performance, lack of participation, disorderly conduct, and trustee misconduct with disciplinary action or negative remarks from members shall not qualify to continue as a trustee and shall resign.
19. A minimum of six positions – including the President – shall be filled during the election to form the new trustee board. The vacant positions shall be selected with suitable candidates by the N/E committee, and the Advisory Board. When less than 6 out of 9 positions get filled, elections shall be conducted to fill the vacant positions.

ARTICLE 8: QUALIFICATIONS TO BECOME A TRUSTEE

1. Any member of the Corporation who completed 2 full years of membership by Dec 31st, prior to the election, with a permanent residency or US citizenship will qualify to contest for the position of a trustee. Trustees shall be residents of New Jersey state and shall be present in New Jersey during their tenure and available to attend to Corporation matters promptly as needed.
2. President candidate must have served as a trustee for 4 years and shall contest for the President position directly and independently.
3. Candidates who previously served as trustees shall qualify to contest for the position of senior trustee (three positions). Other candidates contest for the remaining five trustee positions.
4. Trustees should be able to speak fluently and read, in Telugu. Trustees should have interest in fine arts and Telugu literature.
5. Members of the same family (husband and wife, and children as independent members) shall not serve as a trustee and/or a member of the Advisory Board during the same period.
6. Candidates shall declare that, at the time of nomination and during their tenure they will not

hold any important position or participate in any capacity in another community-based organization which is promoting activities that conflict with the interests of the Corporation. Trustees shall devote required time to perform Corporation activities which shall be their sole and main commitment.

7. Any candidate who has active affiliation with a political party in the United States or other countries shall not qualify to serve as a trustee. Office bearers of any sectarian organizations are ineligible to become Trustees.
8. Trustee candidates shall be familiar with the objectives, structure and events of the Corporation, and legal issues related to non-profit organizations.
9. A member who served on the Corporation Advisory Board is not eligible to become a trustee.
10. Candidate with proven misconduct at his/her place of work or other organizations resulting in disciplinary action, shall be disqualified to become a trustee.

ARTICLE 9: REMOVAL OF A TRUSTEE

Misconduct

1. The Board of Trustees may suspend a trustee/officer for a cause and remove him/her after the final determination that cause exists for removal, by a 2/3-majority vote by trustees and forward the decision to the Advisory Board. Documentation of the improper act and board of trustee decision shall be discussed in detail by the Advisory Board in the presence of the defendant trustee. The defendant trustee shall be allowed to defend his/her act with valid documentation. The trustee shall be removed with a majority vote from Advisory Board and such decision shall be considered as the final closure for this issue. (**Cause** includes, but is not limited to any acts of fraud, deceit, stealing, misappropriation of funds, or commission of any act which is felony, irrespective of whether the Corporation itself is the victim or not of such acts; violation of Bylaws of the Corporation; lack of ethics; trustee misconduct).
2. Trustee misconduct is inclusive but not limited to the following: Misuse of any Corporation data like membership list, email database, passwords, web site, logo, SQUARE and other corporate software, templates, certificates, awards, other vital knowledge and information data, promoting or participating in activities that are in direct conflict with the interests of the Corporation; misappropriation of funds; breach of contract or confidentiality, and conflict of interest.
3. When a trustee's misconduct, mismanagement, negligence or internal disputes result in litigations, the Board of Trustees and Advisory Board might pursue a breach of fiduciary duty claim against the trustee for damages, including but not limited to attorney's fees.

Absence from Corporation Activities

1. In the absence of valid family or health reasons, a trustee shall automatically lose his/her position if a trustee is absent and has not communicated or participated in the Corporation activities for a period of 3 months, or if he/she does not attend consecutively two monthly meetings or programs conducted by the Board of Trustees.
2. When a trustee is unable to participate in 25% of the meetings and programs conducted by the Corporation in a 12-month rolling period, he/she shall be notified in writing that he/she may lose the trustee position. Should there be no improvement in the attendance, such issue shall be discussed in a properly scheduled in-person meeting by the trustees and vote shall be

recorded for any actions taken. Participation via teleconference shall be considered as active participation.

3. When a trustee spends less than 75% of the time in a meeting, his/her presence shall lose the attendance credit and this practice should be condemned.
4. When a trustee does not participate in a minimum of 50% of the trustee meetings or Corporation programs during his/her term, he/she will not qualify to contest for the second term in the election.
5. A trustee who leaves the office or position during the term without a valid reason may not be qualified for a future trustee position.

ARTICLE 10: NOMINATIONS AND ELECTIONS

1. Nominations/Elections (N/E) committee shall set guidelines, call for nominations and conduct elections. Applicable federal and state laws shall be applicable for issues not addressed by the Election Manual.
2. In the year of incorporation, the trustees were elected by the general body at a scheduled meeting. In subsequent years nominations shall be accepted by petition by mail and the elections shall be conducted by mail or electronic ballots.
3. The Membership committee chair shall mail a list of all eligible members. The Secretary shall compile number of years served by each trustee, prior attendance record and performance as a trustee with any feedback from outgoing President, Advisory Board, and members, and the names of candidates who resigned before completing the term and submit them to the N/E committee no later than January 1st prior to the election.
4. The detailed election procedures and dates shall be described in an Election Manual, approved by the Board of Trustees and Advisory Board and posted on the Corporation website. The Election Manual shall be updated by the N/E committee prior to calling for the nomination petitions. The dates to withdraw a nomination, ballot mailing or electronic mail and return dates, date of ballot counting and announcing the election results shall be included in the Election Manual and are updated each election year. Elections shall be completed by no later than April 1.
5. Only one member in good standing from the same family (husband or wife)) is eligible to propose/nominate or second a trustee candidate.
6. The nominations shall include a payment to Telugu Fine Arts Society, Inc. to cover part of the election expenses. The fee shall be noted in the election manual. The fee shall be refunded if a candidate is disqualified or withdraws to contest in the election.
7. The N/E committee shall verify each candidate's background through a vetting process, conduct an in-person meeting with the candidate to finalize the eligibility of the candidate as per articles on 'Removal of a Trustee' and 'Qualifications to become a Trustee' and consider any other relevant factors deemed necessary including ethical conduct. The N/E committee and the Advisory Board may conduct a meeting open to members of the Corporation, where all eligible candidates shall present their background, expertise, vision and goals if they are elected to serve as a trustee. Candidates may be requested to show their driver's license.
8. After the elections, the N/E committee and the Advisory Board, with inputs from the newly elected President and elected trustees, shall select qualified candidates from members to fill any shortfall in the elected trustee positions. Preference shall be given to volunteers/ members with active participation in corporation events and served on committees.

9. The N/E Committee shall call for a meeting with the newly elected Board of Trustees following the election and complete the election process to facilitate the formation of the new board. Election of the officers shall be by ballot. The committee shall obtain Non-Disclosure Agreement (NDA) from the elected trustees pertaining to the intellectual property of the Corporation. The existing Board of Trustees shall meet with the new board members at that meeting and initiate the transition process. Membership data, IT credentials and bank accounts should be transferred to new committee on or before June 1st.
10. Board of Trustees with guidance from Advisory Board shall be responsible to fill up any vacancy during the term. Board of Trustees A trustee appointed to fill the vacancy must, meet the eligibility criteria.
11. Trustee candidates or their spouses at the time of nomination and during their tenure shall not hold any position in another community-based organizations. Any such positions held or commitments made for other organizations shall be disclosed in the nomination form. The N/E committee with guidance from Advisory Board shall use discretion to disqualify such candidates with conflicts of interest, during elections and during their term as trustees.
12. Trustees shall be residents of New Jersey state and shall be present in New Jersey during their tenure and available to attend to Corporation matters promptly as needed.
13. During the elections, if a candidate does not withdraw the nomination within the given time limit, he/she will have to complete the entire election process. Following the elections, the elected trustees shall have the obligation to complete the term, irrespective of the assigned position. If they decide to resign following elections before the end of their term (for reasons other than that are not avoidable such as family catastrophe or change of job), they will lose a 2 years term of service to serve the Corporation in the future. Such actions shall be discouraged because this disrupts the operations.
14. Election disputes shall be resolved by the N/E committee with guidance from the Advisory Board when required.
15. Since members are distributed all over New Jersey, equal opportunity shall be given to all members to become trustees. N/E committee shall design election process to elect trustees balancing the geographical spread and concentration of members in New Jersey.
16. Trustee candidates shall contest and campaign as individuals. Forming of groups/panels and canvassing to vote for groups in social media like Facebook/ Twitter shall be prohibited and may result in disqualification. N/E committee has authority to disqualify such candidates.
17. Membership list, email data, and such intellectual property of the Corporation shall not be used by the candidate during the election. When a candidate misuses membership addresses, e-mail database, telephone numbers or when election committee receives complaints from members for excessive calling and/or emailing with marketing materials, such candidates may be disqualified.

ARTICLE 11: VOTING BY MEMBERS

1. To be eligible to vote- a membership must have completed two **(2) full years** by December 31st prior to the election. The member and spouse each will receive a separate vote and their children do not have a vote. A single member will receive one vote.
2. It shall be the member's responsibility to inform the Corporation any change in the mailing address, email address, and the family membership status.

3. Voting on behalf of a deceased member will be fraudulent and invalid. The membership of the person who used fraudulent vote, will be cancelled.

ARTICLE 12: ADVISORY BOARD

Advisory Board monitors the activities of the Corporation and is the final authority for all Corporation matters. The Advisory Board oversees the corporation wellness – shall not hinder or interfere with trustee functions and day to day work progress. The Advisory Board has the ultimate responsibility to safeguard the integrity and ethics, finances, long range planning and stability/reputation of the Corporation at all times. When any issue arises that pose a threat to the corporation's overall wellness, integrity and ethics, finances, stability/reputation, or other critical aspects, the Advisory Board has the authority to take corrective actions which may lead up to removal of any individual serving the Corporation in any of the committees or boards; and denial of future eligibility. The Advisory Board may take assistance from other committees or Board of Trustees and/or appoint an ARD committee in taking the corrective action.

An Advisory Board Member Qualifications

1. Shall be a member of the Corporation for at least 10 years; Should have been exposed and involved in the Corporation events in the past.
2. Shall have in depth knowledge about the Corporation history, Bylaws, non-profit organization operations, and knowledge of current New Jersey Telugu community.
3. Shall have proven dexterity with exposure to Corporation infrastructure and experience from other local/national non-profit associations. Available as needed to act on Corporation matters.
4. May serve for up to 3 years for a second term or fill a vacancy when a needy situation arises after at least 2 years break following the first term.
5. Shall be unbiased and maintain neutrality while serving the Corporation. Advisors shall not be influenced by their personal relationships while acting on a Corporation issue.
6. Two members of the Advisory Board shall be from the past officer pool and monitor the trustee performance.

Formation of the Advisory Board

1. The Advisory Board shall have 5 members of the Corporation each serving a five-year term. They shall not receive any remuneration from the Corporation. The term for the advisors starts on January 1st and ends on December 31st. At the time of appointment, preferably the advisors must be residents of New Jersey.
2. Two or three members (alternately) of the Advisory Board shall step down every two/three (2-3) years, and replaced by new members selected by the existing Advisory Board and recommended by the Board of Trustees. Standing committees may be consulted.
3. If a member steps down prior to completing the 5-year term, a new member shall be selected by the existing Advisory Board in consultation with the Board of Trustees.
4. No more than three members of the Advisory Board shall retire in the same year.
5. There shall be a gap of at least 4 years for a retiring trustee to become a member of Advisory Board.
6. The chairman of the Advisory Board shall be elected by the members of the Advisory Board. The Advisory Board chair shall change every 2 years in rotation or continue as needed

Meetings of the Advisory Board

1. The chairman of the Advisory Board will be ex-officio trustee on Board of Trustees. The chairman will attend the board of trustee quarterly meetings, but will not be counted for the quorum. In the event he/she cannot attend a meeting, he/she will designate another member from Advisory Board to attend a trustee meeting. This process will build a liaison between the Board of Trustees and Advisory Board. Other members of the Advisory Board may attend trustee meetings periodically. All the members of the Advisory Board shall receive the copy of the board of trustee meetings minutes.
2. The members of the Advisory Board shall have at least 4 meetings in a year. Minutes of such meetings and decisions taken will be maintained for records and a copy will be sent to the officers with any actions suggested. The president and treasurer of the Corporation shall be included in the Advisory Board meetings as needed.
3. The Secretary and Treasurer shall provide the Advisory Board all the meeting minutes, finance statements and other material, information requested in a timely manner.
4. The Advisory Board shall meet and review suggestions from the Board of Trustees, Finance committee, Bylaws committee, N/E committee as frequently as needed to focus on the membership feedback, Corporation performance vs. goals, finances, By Law changes needed, and future elections, etc.

Functional Responsibilities

Functional responsibilities of Advisory Board include but not limited to the following:

1. **Bylaws:** Advisory Board in consultation with the Board of Trustees shall select the Bylaws committee members, suggest the By Law changes, clarification and implementation of the Bylaws as needed.
2. **Finances:** Advisory Board is responsible to select the members of Finance committee with recommendation from the Board of Trustees. Advisory Board shall monitor the Membership fund, Endowments and Reserve fund. The Advisory Board shall oversee the timely filing of Corporation taxes and IRS matters. Advisory Board shall approve annual budget and large event (more than \$20,000) budgets. Disburse the endowments, following the guidelines.
3. **Elections:** Advisory Board with recommendation from Board of Trustees shall select members of the N/E committee and help to update the Election Manual. Advisory Board shall aid election committee to interview the candidates during trustee elections; disqualify a candidate with conflicts of interest and fill the interim vacancy that arises in the Board of Trustees with a suitable candidate.
4. Advisory Board shall monitor board of trustee performance and attendance periodically. When a trustee is found guilty of misconduct, the Advisory Board shall terminate the trustee position as per the Article on Removal of a Trustee.
5. Advisory Board shall resolve disputes among the trustees and members related to the business of the Corporation. The President has the responsibility to notify the Advisory Board when certain differences or misunderstandings exist between trustees. Advisory Board conducts internal hearing and considers Board of Trustees sides of explanations. The Advisory Board's decision shall be considered as final.
6. The Advisory Board in consultation with the trustees may form the Appeals Review and Disciplinary Committee to address complex issues. At times, other members and past presidents of Corporation may be consulted to address difficult issues. Board of Trustees will

be notified of the final decision/outcome.

7. Advisory Board shall arrange legal representation for the organization in exceptional and critical situations and protect the Corporation from legal issues.
8. Advisory Board shall protect membership privileges and act accordingly in a timely manner.
9. Advisory Board may suggest Editorial Committee members for Telugu Jyothi as needed.
10. Guide the Board of Trustees for the programs conducted for dignitaries or legendary artists from India, programs conducted along with other associations as a joint venture; set the criteria for stage appearance for politicians, donors and invitees and for any other issue with ambiguity.
11. Advisory Board shall oversee and facilitate the smooth transition of powers from the existing Board of Trustees to the newly elected Board of Trustees.

ARTICLE 13: COMMITTEES

1. There are **5 committees under the Board of Trustees** which shall be directly operated by the trustees as the chairpersons. Committee chairs will be decided every 2 years at the formation of the new Board of Trustees following the elections. Annual (Cultural) Events, Community Services, Membership Services, IT Services/Web, and Youth Committee. They plan, conduct, and organize the Corporation events regularly ongoing basis. Trustees may create a task force to address a specific issue as needed.
2. Within 3 months of the new board of trustee formation, the President and chairperson of each committee shall select 2-4 persons from the membership at large to help the committee's operations. Members with potential for future trustee position and interested in the Corporation activities who are willing to volunteer/participate actively, and some retired trustees shall be encouraged to join the committees. The members of the ad hoc committee shall be identified and ratified by the Board of Trustees at a regularly convened meeting. Each committee/ team meets as needed to conduct the business of Corporation. The committee members may attend the board of trustee meetings when invited by Board of Trustees with no voting rights. Committee members may be replaced and additional members may be added to the committee by the chair with the approval of the Board of Trustees as needed. The President shall be ex officio member of all ad hoc committees and may attend the committee meetings and participate in the operations.
3. There shall be **3 standing committees** under the guidance of the Advisory Board: Bylaws committee, Finance committee, Nomination/Election Committee.
4. All 3 standing committees continue to function throughout the year, independent of Corporation elections and board of trustee changes, to facilitate the continuity of the backbone work. Standing committees function independently but will consult the Advisory Board and Board of Trustees as needed. Each committee shall have 3-5 members selected from the Corporation membership, who have significant experience and knowledge conducting the nonprofit organization business. Some committees have a liaison member from Board of Trustees. The liaison members will not have voting rights within the standing committees.
5. Standing committees play a vital role and aid the Advisory Board in the management of the Corporation. The standing committee members can be changed by the Advisory Board every 4 years based on the requirements at that time. When the members of standing committees step down due to retirement, age, health or relocation.

6. Advisory Board in consultation with the committee chair shall select new committee members to fill the vacancy as needed. When the committee chair position gets vacant, the vacancy can be filled up by the senior lead members of the committee or by an equal or better qualified member selected by the Advisory Board. If a member's services are required by the committee they can be renewed by Advisory Board in consultation with the board of trustees.
7. Appeals Review and Disciplinary (ARD) Committee: The ARD committee is a special committee which shall be formed when a dispute or a difficult situation arises. Standing committees and Advisory Board may consult the ARD committee as needed when a situation arises.

ARTICLE 14: BYLAWS COMMITTEE

1. Bylaws committee is a standing committee with 3-5 members selected by the Advisory Board in consultation with the Board of Trustees. Committee members shall preferably be members of the Corporation for at least 10 years with experience in not-for-profit organization. At the time of appointment, preferably the committee members must be residents of New Jersey. Additionally, one member from Advisory Board, and one member from Board of Trustees as a liaison will be included in the committee. The committee shall protect the interests of the Corporation membership as well as leadership and work independently.
2. The function of the committee is to clarify and respond to the questions pertaining to the Corporation Bylaws forwarded by the members, Advisory Board, and Board of Trustees in a timely ongoing manner.
3. Committee members continue to function throughout the year under the guidance of Advisory Board, independent of Corporation elections and board of trustee changes.
4. Bylaws committee's role in making amendments to the Bylaws is described in Article 23.

ARTICLE 15: FINANCE COMMITTEE

1. The Finance Committee is a standing committee with 3 members selected by the Advisory Board in consultation with the Board of Trustees. It is formed with three (3) members who are well versed with the investments, trusts, finances of not-for-profit organizations, financial planning and IRS regulations. At the time of appointment, preferably the committee members must be residents of New Jersey. The Corporation Treasurer, and a member of the Advisory Board shall be included in the Finance committee. The committee shall protect the interests of the Corporation and work independently under the guidance of the Advisory Board.
2. The Finance Committee shall safeguard the Membership, Endowment, and Reserve funds, manage investments, and make necessary adjustments. The committee shall provide account reports to the Advisory Board upon request. The Chairperson and committee members shall be responsible for exercising prudent oversight and due diligence in the management of the funds
3. The Finance committee shall create a long-term investment policy to protect the principal amount against inflation. The investment performance shall be better or meet the market rate and grow with inflation. Committee members shall not receive any salary. Corporation Funds shall be invested as per the Institutional guidelines under UPIA (Uniform Prudent Investors Act). Trustees shall not withdraw or use these funds without prior approval of the Advisory Board and Finance committee.

4. The committee shall train the President/ Treasurer to get familiarized with the IRS requirements and legal implications. All financial transactions shall abide the IRS 501 (C) ruling. The Finance committee shall set up standards for finance operations, proper documentation and auditing guidelines relating to the Operating fund /finance transactions.
5. The Finance Committee will meet 3-4 times a year to oversee the accounts, address the deficiencies, and suggest any improvements as needed. Semi-annual reports will be submitted to Board of Trustees and Advisory Board regularly. Committee members continue to function throughout the year under the guidance of the Advisory Board, independent of Corporation elections and board of trustee changes.
6. The Advisory Board shall monitor the performance of the Finance committee periodically and suggest changes when needed. Semi-annual financial statements shall be sent to the Advisory Board.
7. The President shall be an ex officio member of the committee and may attend the committee meetings with no vote and will not be counted in the quorum requirement.
8. The Finance committee shall be responsible for internal auditing every 2 years and oversee the filing of taxes timely every year and appoint a qualified accountant as needed.
9. Any disbursement exceeding Ten Thousand Dollars (\$10,000) shall require majority approval of the Board of Trustees, the Advisory Board, and the finance committee, obtained in a joint meeting.
10. If the operational funds are inadequate/very low, the Finance committee upon receiving a written request from the Board of Trustees with ratification from the Advisory Board, may release limited funds as a short-term loan from the Reserve fund to cover the Corporation operations. The loan money must be replenished by the Board of Trustees before the end of the two-year election term. When the Board of Trustees are unable to replenish the loans in 4 years, the Finance committee shall call for a meeting with the Advisory Board and Board of Trustees to address the issue with a remedial solution.

ARTICLE 16: NOMINATIONS AND ELECTIONS (N/E) COMMITTEE

1. Nominations/ Elections (N/E) committee is a standing committee with 3-5 members. N/E committee members shall be members of the Corporation for at least the past 5 years and have in depth knowledge of Bylaws and have exposure/ experience in conducting elections. At the time of appointment, preferably the committee members must be residents of New Jersey. In general N/E committee shall be finalized by November 1 prior to the election to initiate and conduct the election process.
2. The N/E Committee shall safeguard the interests of the organization and function independently. The current members of the Board of Trustees or the Advisory Board and their family members shall not be a member of the N/E committee. The members of N/E committee shall not contest in elections while serving on the N/E committee. The N/E Committee shall convene as needed to prepare the Election Manual, and plan the nominations and election process. N/E committee may seek help from Bylaws committee for Bylaws clarifications. N/E committee may seek help from Advisory Board when a conflicting situation arises. N/E
3. Committee shall screen the nominations received through a vetting process, contact each candidate to obtain his/her acceptance of the nomination and get assurance that he/she will

serve in the specified office in full capacity with adequate effort and time when he/she gets elected.

4. N/E Committee may disqualify an existing trustee based on meeting/ program attendance, conduct, and performance record.
5. N/E committee shall interview the trustee candidates informally. The committee shall obtain non-disclosure agreement (NDA) from the candidates pertaining to the intellectual property of the Corporation.
6. After a detailed deliberation with Advisory Board and Bylaws committee, N/E committee, may disqualify a candidate who presents a potential to harm the organization and candidates with conflict of interests.
7. The N/E committee shall post the final list of candidates for trustee positions on the Corporation website for 1 week while ballots are being prepared. When the N/E committee receives a complaint with significant sensitive information and proof about a trustee candidate's misconduct, the N/E committee in consultation with Advisory Board may consider to disqualify such candidate based on his/her questionable background.
8. The N/E committee is responsible to prepare guidelines for each election, prepare, mail and count the ballots, communicate with Board of Trustees regularly and safely keep the election records for 2 years in custody.
9. N/E committee may suggest Bylaws changes after completion of each election.

ARTICLE 17: APPEALS REVIEW AND DISCIPLINARY (ARD) COMMITTEE

1. The Advisory Board in consultation with the any of the standing committees or trustees may form the Appeals Review and Disciplinary Committee to address complex issues. At times, other members and past presidents of Corporation may be consulted to address difficult issues. The standing committees and Board of Trustees will be notified of the final decision/outcome.
2. When a dispute or complaint is received by Board of Trustees or Advisory Board or Standing committee an Appeals Review and Disciplinary Committee shall be formed with 3-5 members selected by the Advisory Board and Board of Trustees. Two members of the committee can be from the community at large and non-members of the Corporation. ARD Committee members shall be members for at least 10 years with detailed knowledge of the Corporation activities, not-for-profit organization operations, and general practices in a corporate structure. ARD Committee shall act independently to uphold the ethics and integrity of the Corporation and not be influenced by the Board of Trustees or Advisory Board. The ARD Committee can conduct independent investigation and interview any other committees or accused candidate, when necessary, request for any documents and data available, and obtain legal opinion as needed.
3. Members of the Board of Trustees or the Advisory Board shall not serve on the ARD committee.
4. ARD Committee is a special committee formed for a specific purpose and it ceases to exist

after the task is completed and a final report is submitted to the Board of Trustees/ the Advisory Board and Bylaws Committee for potential By Law changes.

5. The ARD Committee shall review the issues brought to their attention in writing, by Board of Trustees or the Advisory Board regarding the conduct, discipline, and ethics of other board members while conducting the Corporation business. The committee shall also resolve the disputes among the members of the Board of Trustees.
6. All investigation information shall remain confidential and cannot be made public. If a trustee/board/standing committee member is removed, only the fact of removal shall be disclosed; related details shall remain private to avoid potential libel. The accused shall have due process before the ARD Committee, including the right to defend themselves, fair treatment, and the option to resign. The ARD Committee shall submit a written report with recommended remedial measures, to be kept as a permanent corporate record. The decision to take action remains with the Advisory Board. However, if the Advisory Board is part of the dispute the decision to take action remains with Board of Trustees.

ARTICLE 18: CORPORATION EVENTS AND ACTIVITIES

1. Ugadi, Trimurthy Day and Deepavali celebrations shall be conducted annually to encourage local talent among youth and adults. Sankranti and summer picnic shall be conducted, weather permitting. Cultural programs shall be performed with a mixture of classical, semi-classical and folk-art forms. Each annual event shall be budgeted to be self-sufficient. Admission fee shall be decided by trustees.
2. At least one General body meeting shall be conducted during Annual events with prior notification and agenda.
3. Literary programs with free admission shall be held periodically to encourage Telugu language and literature among the local Telugu community. Scholars from other states and India may be invited and honored during such programs whenever possible. The Corporation shall encourage formation of Telugu schools locally.
4. All the events should be self-supportive financially. Any event that has a budget of \$20,000 or more shall be ratified by the Advisory Board. The trustees must demonstrate to the Advisory Board that such amounts are recoverable through the program budget.
5. Programs to encourage rare and disappearing special art forms like Harikatha and other folk-art forms shall be conducted to retain the heritage even if a loss is expected and agreeable to Board of Trustees. The Corporation shall not entertain fund raising activities or dinners to support politicians or other celebrities from film industry. Board of Trustees with help from Advisory Board may plan official events for dignitaries or cosponsor the official events organized by other organizations.
6. The Corporation shall not promote religious leaders promoting caste or cult. The Corporation being a secular organization shall not organize any religious rituals, events and ceremonies. However, a brief prayer traditionally associated with a cultural or music program may be included. Spiritual lectures promoting self-realization, scriptures, dharma, human values for awareness and spiritual enlightenment may be encouraged.

7. The Corporation may indulge in fund raising events for community support and humanitarian causes during emergencies from calamities and natural disasters in US, India, and other countries. See Article 21.
8. The Corporation may promote health fairs, health education, senior citizen forum, college fair, youth counseling and seminars for women and children, job fair and such other community projects that nourish Indian community.
9. The Corporation may undertake a joint venture or sponsor a special cultural event and literary events conducted by other nonprofit organizations in the region. Item 4 of this Article shall apply for the budget. The trustees must present a plan and program budget for the special program to the Advisory Board and Finance committee, covering the following details:
 - a. Identify what additional benefits the other organization will bring to the Corporation members and their children within the objectives and charter of the Corporation (culture, music, literary, etc.)
 - b. Marketing details, emails, and contacting members for donations, boarding, meals and transportation to the artists shall be clearly decided.
 - c. Flyer preparation, LOGO, Header, proof reading, Corporation responsibilities / stage representation, names to be included in the flyer, people to be felicitated on the stage, MC, announcements – every event management detail must be discussed before the program approval by the Advisory Board.
 - d. Down payment must be made by Board of Trustees organizations to cover the expenses. All proceeds from ticket sales, vendors and sponsors shall be used to pay expenses. Each organization shall be reimbursed with their share of the down payment and expenses.
 - e. The program accounting should be managed by the Corporation treasurer. Advisory Board and the sister organization shall receive a detailed program income/expense statement.

ARTICLE 19: IT COMMITTEE/WEB

IT/Web committee shall be formed with a trustee as the chair and two other members/Trustees as members.

1. A website of the Corporation shall be maintained to provide information and services to members. IT/Web committee with guidance from the Secretary and/or the President is responsible to prepare all communication on the web and bulk electronic mail distribution to the community. IT chair is responsible for all electronic infrastructure such as emails and communications.
2. The access privileges to the database and electronic infrastructure should be given to the IT Chair and President of the Corporation and one member of the Advisory Board. When the IT chair is unavailable, temporary privileges will be given to the Secretary.
3. The IT committee shall meet at least four times a year to review the contents of the web site, manage, and make periodic improvements and to administer the budget.
4. Web material shall be approved by the President and the Secretary prior to distribution

including Corporation event flyers, announcements and flyers belonging to other associations.

5. The Corporation secure/ sensitive data such as membership list, email data base, password, web site, LOGO and other intellectual property and shall not be used for purposes other than the Corporation use without the consent by the member and approval of the Board of Trustees and Advisory Board. Such an action amounts to misconduct, breach of contract and poor ethics requiring disciplinary action including removal of the trustee.

ARTICLE 20: MAGAZINE

1. A magazine of the Corporation shall be published to encourage Telugu literature and writers in USA, and to provide communication of the Corporation activities to the members.
2. The magazine/ web magazine shall be maintained by an Editor with the help a magazine committee including 4 or more Associate Editors. The members of the committee are selected by the Editor in cooperation with the Board of Trustees. The committee shall solicit for articles, receive, read and select the articles for publication, type and edit the article to publish in the web periodically or souvenir.
3. The publication frequency and size shall be determined by the Board of Trustees with due consideration of the budget. Advertisement revenues shall be used to meet part of the publication and mailing costs of the magazine. The Board of Trustees shall determine the annual budget for the magazine.
4. The magazine committee shall meet at least four times a year to review the contents of the magazine and possible improvements. The committee may collect donations for Telugu Jyothi to cover the publishing/ printing costs. The collected funds shall be used exclusively for Telugu Jyothi expenses.
5. One trustee shall be designated for administration of the magazine including publishing, printing, mailing and collect advertisements to cover magazine expenses.
6. The Board of Trustees in consultation with Advisory Board as needed, shall reconfirm the editor or appoint a new editor every two years during the non-election year.

ARTICLE 21: PHILANTHROPIC ACTIVITIES (SHORT-TERM)

1. Members may request, or the Board of Trustees or the Advisory Board in agreement with Finance committee may decide to initiate a charitable short-term project to be undertaken under the aegis of the Corporation to support a humanitarian cause like natural disaster. The project shall be approved by the Board of Trustees, Advisory Board and Finance committee based on its objectives/values and financial consequences.
Members/non-members may donate funds to the Corporation towards the approved charitable project or cause. The Corporation shall accept the donations, collect the funds and disburse the contributions to the selected project after deducting handling charges. The funds shall be disbursed only to non-profit 501(C) (3) entities in the United States. The funds are never disbursed to private individuals.
2. A short-term project shall be closed after a maximum of 120 days of existence but can be reactivated at a later date if necessary. The Treasurer shall prepare a detailed project report

after closure and present it to the Board of Trustees, Finance committee and Advisory Board at the quarterly meetings.

3. The Corporation shall not participate, sponsor or collect funds for political or religious causes and for any individuals or organizations.

ARTICLE 22: DUTIES OF THE OFFICERS OF THE CORPORATION

President

1. The President shall be well versed in and be familiar with the Bylaws and traditions of the Corporation.
2. The President is in charge of all activities and business of the Corporation. He/she shall respond to inquiries from members promptly and expedite business protecting the membership rights. He/she shall preside over meetings of the trustees and general body.
3. Will appoint working committees and members to those committees, in consultation with the Board of Trustees.
4. Shall sign all necessary documents on behalf of the organization and represent the Corporation before the public.
5. During the temporary absence of any officer or chairperson, the President shall assign his or her responsibilities to other trustees.
6. It is responsibility of the President to improve the quality, reputation, public image and finances of the organization.
7. Will attend the Advisory Board meetings as needed and respond to their requests in a timely manner as necessary.

Vice President

1. The Vice President shall perform all the duties of the President during his/her absence and perform any other duties assigned from time to time. He shall become the President for the unexpired term if the President leaves the Corporation.
2. Vice President shall act as a public relations officer and take charge of fund raising and help the Treasurer as needed.
3. When the President is unavailable, a Board of Trustees meeting can be conducted having with the Vice President as the presiding officer to discuss the time sensitive matters of the Corporation.
4. Vice President is responsible for managing the physical assets of the Corporation.
5. Vice President shall plan and execute a smooth transition of the Board of Trustees following the formation of new Board of Trustees.

Secretary

1. The Secretary is responsible for arranging the meetings and to prepare and distribute minutes of all meetings (including conference calls) to the Board of Trustees and the Advisory Board.
2. The minutes shall include the attendance, quorum, and the vote on decisions made by the Board of Trustees. Secretary is responsible for all official correspondence, reminders, signatures and coordination of electronic flyers.
3. Shall maintain an official file and custody of all records including the electronic documents (other than those under the custody of the Treasure/President). At the end of each fiscal year, the Secretary

is responsible for creating an electronic copy of the Corporation activities, including the minutes of all meetings and communications and archive it for future use.

4. Shall attend meetings on behalf of and representing the corporation. Shall file for any certificates required by the Statue of Federal or State.
5. Helps the President and Advisory Board in legal transactions and paper work as needed.
6. Shall perform such other duties assigned to him by the President. Implement and coordinate the decisions taken by the Board of Trustees. Monitor the procedures followed in conducting the Corporation business for compliance with the governing laws.

Treasurer

1. The Treasurer shall maintain all Corporation funds separately (membership, endowments, and operating accounts)
2. Manage operational fund bank accounts. Shall perform an maintain records of all financial transactions.
3. Shall make disbursements that are approved by the Board of Trustees. Keep accurate account of the receipts and expenditures.
4. Provide financial reports at the Trustee/Advisory Board quarterly meetings.
5. Prepare annual financial statement, get it audited, and inform the members in April and publishing in Telugu Jyothi, March/ April edition; prepare and submit the Corporation tax returns on time.
6. Send bills and collect money from the advertisers.
7. Shall sign, countersign, make and endorse all the checks/drafts in the name of the Corporation. Shall prepare the budget and maintain the accounts for each program.
8. In the event of undue loss of \$2,000 or more from an event or a total loss of \$5,000 during the year, shall alert the Board of Trustees and the Advisory Board.

ARTICLE 23: AMENDMENT TO THE BYLAWS

1. Amendments to the Bylaws may be proposed by Board of Trustees, Advisory Board, or Members in writing to the Bylaws committee. Revisions to the Bylaws shall be undertaken only when necessary and urgent, and solely for the benefit of the organization. Such proposals will be reviewed periodically in consultation with the Advisory Board and when appropriate, seek input from other standing committees.
2. Board of Trustees, with the agreement of Bylaws committee and Advisory Board, shall have the power to, amend Bylaws by 2/3-vote. The Bylaws amended by the board may be altered or repealed by an affirmative majority of the members of the Corporation. Such Bylaws amended by the affirmative majority of the members of the Corporation shall not be altered or repealed by the Board of Trustees.
3. Members of the Corporation may propose amendments for consideration by the Board of Trustees. A By Law amendment proposed by at least 20% of the members in writing shall be evaluated under the By Law amendment process (See #4 below) and implemented if accepted.
4. Bylaws Amendment Process: The Bylaws Committee, in consultation with the Advisory Board, will develop a timeline outlining the drafting, review, and feedback process for any proposed amendments or revisions. The Bylaws Committee shall evaluate any proposed amendments and recommend the amendments as needed for review by the Advisory Board. Upon review, the reviewed version shall be presented to the Board of Trustees to authorize

and distribute to all members. Members may send written suggestions within 20 days of mailing. Bylaws Committee shall consider the suggestions from the members and may make feasible changes in the amendments and inform the changes to the Board of Trustees and the Advisory Board. The final version shall be posted to the members with an effective date.

5. To maintain stability, consistency and organizational continuity, the Bylaws should not be amended frequently. Amendments to the Bylaws shall not be made during an election year and must be finalized and approved no later than December 31st of the year preceding the election year.