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## Tennessee Tamizh Sangam

### Bylaws

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## **Bylaw I: Nature of the organization**

**Section 1.** Tennessee Tamizh Sangam, hereinafter referred to as Sangam or TTS, is a member based, non-profit, cultural, and charitable organization, incorporated under the laws of the State of Tennessee, USA, and focused on promotion and preservation of Tamil culture, language and heritage.

**Section 2.** Sangam does not contemplate any financial gain or profit for its members.

**Section 3.** Members of Sangam shall acquire no interest in the property or assets of Sangam by virtue of their membership therein.

**Section 4.** Sangam does not authorize engaging in any other activity or activities, except in furtherance of the purposes as mentioned or written under Article of the Constitution/Articles of Incorporation of Sangam, and henceforth will be referred to as the Constitution in this bylaws document.

**Section 5.** Sangam shall be non-political. It shall never engage or support in propaganda or participate in any political campaign for and on behalf of any candidate for public office in USA or elsewhere as defined by Article of the Constitution.

**Section 6.** Sangam shall be secular, and it is common to all.

**Section 7.** No part of the property or assets of Sangam shall be devoted to any purpose other than the purposes mentioned under Articles of Incorporation of Sangam.

**Section 8.** Members and officers of Sangam shall not be held personally responsible or liable in any lawsuit against Sangam and for any debt incurred by Sangam. The extent of liability of members and officers shall be limited to the unpaid membership dues and for no more.

**Section 9.** For all official functions, Sangam shall use "Tamil Thai Vazhthu" - "Neeraarum kadaluduththa" composed by Thiru Manonmanium P. Sundaranaar as the invocation song.

### **Section 10.**

10.1. Types of membership, fees and basic rights:

10.1.1. **Individual membership:** Individual members shall pay an annual membership fee decided by the Board of Directors (BOD). The individual member can cast a single vote in Sangam's meetings and is eligible to run for office, as outlined in the election procedure.

10.1.2. **Family membership:** Family members shall pay an annual membership fee decided by the BOD. A maximum of two adult members of a family living in the same household are eligible to cast one vote each in Sangam's meetings and to run for office, as outlined in the election procedure

10.1.3. **Student membership:** Student members shall pay an annual membership fee decided by the EC and approved by the BOD. This category of

membership is restricted to full-time students between the ages of 18 and 25 who are currently enrolled in a University or College. The student member can cast a single vote in Sangam's meetings.

10.1.4. **Program Fees:** Only members are permitted to attend and participate in Sangam programs. Non-members who want to perform or attend Sangam programs shall pay a fee decided by EC per person per event. Non-members who pay such program fees to participate in or attend Sangam programs are not eligible to attend Sangam meetings, vote, or run for office.

10.2. **Member in good standing:** A member in good standing is defined as an eligible voting member whose membership dues has been paid and is not under suspension or removed from the Sangam.

10.3. Individuals or families who live within a radius of 50 miles from Nashville is eligible to become as a member in Sangam.

10.4. Membership fees are non-refundable.

10.5. **Increase of membership fees:** The Executive Committee (EC) can propose an increase in the membership fees for each category of membership by a simple majority vote and submit it to the BOD. After a majority vote of the proposal by Board of Directors, the proposal shall be executed by the EC. Any increase in membership dues shall take effect the next calendar year.

**Section 11.** No Director, Officer, or member serving in the Executive Committee or any subcommittee or advisors of Sangam shall receive, directly or indirectly, any salary, compensation or emoluments thereof, due solely to his or her position as Director, Officer, or member of Executive Committee, or advisors as defined by Article of the Constitution. Notwithstanding this provision, a Director, Officer or member of Executive Committee may be compensated for providing business or other professional services for which compensation is customarily paid.

**Section 12. Rules and Laws:** The latest edition of Robert's Rules of Order shall be authority on all questions of procedures that are not specifically stated in Sangam's bylaws. Sangam is subjected to all applicable local, state and federal laws of USA, which shall govern in the case of any conflict between them and Sangam's bylaws.

**Section 13. Governance:** Sangam is governed by two bodies 9-member Board of Directors and Executive Committee members (13/15/17 members). Board of Directors and Executive Committee may appoint temporary subcommittees to execute specific tasks.

## **Bylaw II: Administration / Management by Executive Committee (EC) of Sangam**

### **Section 1.**

#### **Composition of Executive Committee.**

1.1. The total number of members on the EC shall not exceed 17. Of these, five shall be Office Bearers with the titles of President, Vice President, Secretary, Treasurer, and Joint Secretary while 8 or 10 or 12 shall be members of the Executive Committee without titles.

- EC members should have minimum 8 and maximum 12 members. (8 or 10 or 12 i.e., total should be even numbers) in the 2 years term.
  - ❖ minimum 3 women and 3 men if the total EC members are 8
  - ❖ minimum 4 women and 4 men if the total EC members are 10
  - ❖ minimum 5 women and 5 men if the total EC members are 12
- Joint Secretary position in Office Bearers is reserved to Woman members. So, the Election Committee should accept nominations only from women for Joint Secretary position.

1.2. **Elected Body:** All Office Bearers shall be elected by the TTS members, except where vacancies are filled during the term, as outlined in the Sangam's bylaws.

- 1.3. **Term:** All EC members are elected/selected for a term of two calendar years.
- ❖ VP / JS / EC member has eligibility to contest in election for office-bearers (President, Secretary or Treasurer) in the next term. Such elected President, Secretary or Treasurer will serve only one term in BOD.
  - ❖ Office Bearers shall not serve more than two consecutive terms in that position.
  - ❖ Executive Committee member can be selected as EC member for 3 consecutive terms

1.4. The strength of this committee could be enlarged only by a majority vote of members in the General Body.

## **Section 2. Meeting of the Executive Committee:**

- 2.1 The Secretary shall be responsible to decide the date, time, place convenient to EC members and agenda for the meetings.
- 2.2 **Notice of meeting:** Secretary shall give at least 1 week notice of meeting to all EC members and other invitees.
- 2.3 All meetings shall be conducted in accordance with these bylaws & the latest edition of Robert's Rules of Order.
- 2.4 **Regular Meetings:** Meetings of the EC should be held at least once in 2 months.
- 2.5 **Special Meetings:** Special meetings of the EC may be called for any purpose at any time at the request of a member of the EC. Written or email notice of such request must be provided to the Secretary at least 2 weeks prior to the requested date of the meeting, and the Secretary shall arrange for such meeting if the majority of EC members agree to the request.
- 2.6 **Emergency Meetings:** An emergency meeting of the EC may be called for emergency purpose with a predetermined agenda at the request of any member of the EC. Resolution can be passed in this meeting with quorum provided all the EC members agreed for the meeting in writing on the predetermined agenda. The resolution passed in these emergency meetings and summary of the discussions on the motion should also be communicated via email to all EC members and approved by the two-thirds of

the EC to become effective. However, the EC can have an emergency meeting without a quorum or predetermined agenda, but no resolution can be passed in this meeting.

- 2.7 **Quorum:** The presence of a majority of members of the Executive Committee, including a minimum of 3 Officers, shall be necessary to constitute Quorum for EC meetings. This quorum is necessary to transact Sangam's business, except to adjourn as hereinafter provided. A majority vote of those present may transact all businesses, except as otherwise provided.
- 2.8 **Adjournment:** A quorum of EC members may adjourn any EC meeting to meet again on a stated day, provided however, that in the absence of quorum, a majority of the members present at any meeting of the EC may adjourn the meeting, to meet again at a stated time and place. Notice of such adjourned meetings shall be given to all members of EC, as provided in the Special Meetings, section 2.5 above.
- 2.9 **Participation by electronic means in meetings:** Members may participate and vote in meetings of executive committee by electronic means such as telephone, audio/video conference, and other means where their identity can be verified by others present at the meeting. Such electronic participation requires valid reason and the member's unavoidable need in the particular meeting.

### **Section 3. Responsibility of EC member to attend meetings and participate:**

All EC members are expected to attend EC meetings and participate effectively in running the Sangam. If a member is habitually absent, i.e. absent for three consecutive EC meetings, without a reasonable cause for such absence, Executive Committee may, by 2/3rds majority, vote to remove that member from the Executive Committee, and immediately inform the Board of Directors of such action. Once the removal is approved by a 2/3rds majority vote of the EC, and approved by Board of Directors, that member will be ineligible to serve as a member of the EC for the remaining term. Within 7 days, such a change in EC should be updated in the Sangam website and communicated to all the members.

### **Section 4.**

If any EC member including Office-Bearers is required to relinquish his/her membership from the EC, the individual must transfer all documents and assets and share details regarding his/her duties to the President or the newly-appointed officer or EC member within 2 weeks or a time specified by the BOD, whichever is later. It must also be noted that any delays beyond this stipulated time, without reasonable cause, will give rise to the EC/BOD member being charged with all the attendant cost of maintaining the organization, including any legal expenses that could be incurred.

### **Section 5. Vacant positions in the Executive Committee:**

There are maximum 17 positions in the Executive Committee (5 office bearers and 8 to 12 EC Member positions). There could be vacant positions in the Executive Committee because of various reasons insufficient number of nominations for all the positions during the election process, resignations, disqualifications, removals, and other.

If vacancies exist during the course of the term after the elections or Sangam failed to fill the positions during floor nominations, the EC and/or BOD shall identify members in good standing and nominate them for approval by EC. Vacant positions of President and Secretary shall be filled by Vice-President and Joint Secretary respectively. Vacant positions of other Office-Bearers shall be filled by EC members. If the vacant position being filled is either the President, Secretary or Treasurer position, BOD approval is required in addition to EC approval. Once the position is filled, Sangam's website should be updated, and the TTS members should be informed via e-Letter.

At a minimum, the 5 Office Bearer positions shall not remain vacant for more than 2 weeks. If a vacancy arises in any of the 5 Office Bearer positions, such vacancy shall be filled within 2 weeks by BOD.

**Required minimum number of members in Executive Committee:** A minimum of 12 EC members (at least 5 of whom shall be Officers) is the required quorum to carry out the business of Sangam in the calendar year they are elected. If the total number of members in EC falls below 12 (at least 5 of whom shall be Officers), the Board of Directors (BOD) shall fill the vacancies as mentioned above.

#### **Section 6. General Body Meeting (GBM):**

**General Body:** General body (GB) is the collective group representing all paid members of Sangam for the current year, who are eligible to vote as defined in section 10 of Bylaw I. The Executive Committee (EC) calls for and organizes general body meetings upon the request of

- a. a majority of EC members,
- b. a majority of BOD members, or
- c. by at least 20% of the eligible voting members of the general body requesting such a meeting in writing.

EC has to act upon the request within 15 days of such request. In normal situations, the President will be the presiding officer of such meetings, and in his/her absence, Chairman of BOD, Vice-President, or the longest-serving member of BOD will preside over such meetings.

As stated in (c) above, any general member of Sangam may request the EC to convene a General Body Meeting provided the member gets the signatures of at least 20% of the eligible voting members of the general body. In order to get the support of 20% of the eligible voting members, such member may submit a written request for the mailing addresses of all current members along with the purpose of requesting the GBM. EC shall provide the mailing addresses of current members in print form within 15 days of such request. Email ids and phone numbers shall not be provided. Such member shall be charged a processing fee equivalent to the annual family membership fee for each request. The member/s shall use the address list so procured only for soliciting support for calling the GBM, and for no other purpose.

**Notice of General Body meeting:** All paid members shall be given at least two weeks' notice of the meeting. The notice shall contain information about the date, time, location and

purpose of the meeting. Emails and eLetters can be used to issue such notice in addition to updates on the Sangam's website.

**Quorum:** At any general body meeting of the Sangam at least 20% the total strength of all members of Sangam in good standing shall constitute a valid quorum, which includes absentee votes. The members should be an active member 30 days prior to the meeting date except for a GB meeting called for annual EC (Office Bearers) elections which has a specific cutoff date as defined in Bylaw IV.

**Proxy votes in meetings of Sangam:** Proxy voting is not allowed in General Body meetings of the Sangam.

**Absentee votes in meetings of Sangam:** Sangam members who are eligible to vote but won't be able to attend the General Body meeting can vote and provide the ballot paper to the Chief Election Officer any day before the General Body meeting. Such voters should use the ballot papers provided by Chief Election Officer and mail them in a small, sealed envelope accompanied by a separate sheet, which is duly signed by the member. Also, any member can hand over his/her votes to his/her spouse in a sealed envelope if they cannot make it to the general body meetings of the Sangam. The secrecy of all absentee voting shall be maintained.

Proxy votes are allowed for meetings of the Executive Committee and the Board of Directors, provided purposes are predetermined and informed to the members at least 15 days before such meeting. Proxy votes shall be duly signed and delivered in a sealed envelope. Proxy voting can be exercised by email provided the originating email id is the same as the member's email id in Sangam's membership email database.

**Section 7.** The EC shall convene two general body meetings during the year. One is to elect new Office Bearers of Sangam every term. The EC should announce that the meeting is a General Body Meeting, the specific time slot to conduct the business of the meeting, the specific purpose (example: Election) through email/e-Letter and website update. The other GBM is to present the financial status and briefing of current activities of Sangam.

**Section 8.** The outgoing treasurer shall present the previous year financial statement of Sangam at first general body meeting of the following year. This GBM shall be combined with the first Sangam event of the following year.

**Section 9. Member's Email address protection:** Past and current members' email addresses in TTS membership databases shall not be provided to any businesses or individuals and should be maintained confidentially by officers of Sangam. After leaving office, the officers are prohibited from providing any confidential member records to public or businesses or use it for their own personal, business, or other interests.

**Section 10. Advertisement policy:** To generate income for Sangam, TTS publications including electronic communications (e-Newsletter/e-Magazine, emails, social media, website etc.), program souvenirs and membership directory can carry paid advertisements, charges



for which are collected from businesses and individuals. The charges for such advertisement shall be decided by the Executive Committee at the beginning of the year before first event and shall be applied accordingly and consistently for all advertisement requests. Each publication should carry a disclaimer stating that all paid advertisements and the wordings in the advertisements shall not indicate that the products/services are promoted or endorsed by Sangam in any manner.

**Section 11. Partnership and collaboration policy:** The Executive Committee is free to explore avenues to promote the cultural and charitable goals of Sangam by collaborating with other non-profit, tax-exempt charitable organizations or for-profit associations or individuals. However, each such proposal shall be discussed and approved by the majority of the EC, shall be documented and signed, and the decision communicated to BOD with all relevant documentation. These collaborative ventures should conform to the rules and regulations set forth by the IRS for a non-profit, tax-exempt (501 3c) organizations.

**Section 12. Email and Website communication:**

Sangam's website shall, at a minimum, contain the following information:

- ❖ Constitution & Articles of Incorporation
- ❖ Mission & Vision Statements
- ❖ Bylaws
- ❖ Board of Directors
- ❖ Executive Committee
- ❖ Advisors
- ❖ Subcommittees
- ❖ Contact details (phone number and email id of Chairman and President)
- ❖ An email id and a phone number to communicate with Executive Committee
- ❖ Membership information –how to become a member, membership fees, membership strength (in every category of membership).
- ❖ Financial information – copy of the past years financial statements filed with IRS.
- ❖ Archives of previous web content. Need not be displayed in website but has to be stored somewhere.
- ❖ History of EC, BOD and Advisors.
- ❖ General body resolutions

**Bylaw III: Duties of the EC and Officers**

**Section 1.** To purchase, rent or lease, own, pay mortgage and maintain real estate property and/or other properties of Sangam with the approval of 2/3<sup>rd</sup> majority of the BOD.

To sell and dispose any real estate property and/or other properties of Sangam with the approval of 2/3<sup>rd</sup> majority of BOD and then by 2/3<sup>rd</sup> majority of General Body members.

To solicit funds and donations for activities that will further the goals of the Sangam.

**Section 2.** To create an endowment, receive and hold in trust as otherwise voluntary contributions, gifts, bequests or levies to be devoted to such purposes to the full extent to which they may be authorized hereby.

**Section 3.** To make disbursements and perform any other business as deemed necessary and desirable in the interest of Sangam.

**Section 4.** The President shall be the spokesperson for Sangam. The President shall preside over the meetings of Sangam and the EC and shall perform all the duties of a presiding officer. President ensures that EC carry out their responsibilities in accordance with the bylaws of the Sangam.

**Section 5.** The Vice-President shall perform all the duties of the President whenever the President is absent. If the President is present, the Vice-President shall assist the President in his duties.

If, for any reason, the office of President falls vacant mid-term during his/her term, the Vice President shall take-over the role and title of President for the remainder of the term.

**Section 6.** The Secretary of Sangam shall convene, call, and send notices for all meetings. The Secretary shall

- ❖ Record the proceedings & maintain minutes of all the meetings of the EC and General Body Meeting as per Robert's Rules of Order.
  - all minutes of the meeting has to be communicated to all the EC members within a week,
  - any resolution passed in EC meetings has to be sent to the BOD and Advisors as well as published in the Sangam website with member access within 15 days from the date of meeting.
- ❖ keep a record of the Sangam's official correspondence for the year,
- ❖ regularly check TTS mailbox, and keep EC/BOD informed of relevant mail,
- ❖ maintain current membership database, including email addresses and other contact information of Sangam's members,
- ❖ honor appropriate requests for information from members,
- ❖ renew business license for Sangam and any other statutory renewals with local, state and federal authorities every year,
- ❖ secure insurance for activities and property (hall/theater) rentals,
- ❖ hold and preserve all office records, registers, books and papers of the current year,
- ❖ shall handover all documentation at the end of the year to the BOD for archival purposes, and
- ❖ shall perform all other duties pertaining to the Secretary as required by the EC.

**Section 7.** The Treasurer shall

- ❖ collect all dues, contributions, donations and receive all monies belonging to Sangam giving a receipt thereof,
- ❖ shall deposit the amount in the name of Sangam in a bank designated by the EC,
- ❖ pay all bills after due review and upon the instructions of the EC,

- ❖ shall notify members or business or any individual who are three months in arrears in dues,
- ❖ shall keep and maintain proper and accurate record of all financial transactions and properties as well as all assets and liabilities, receipts and disbursement vouchers and all other financial records and accounts that are required by the EC,
- ❖ shall be responsible to file tax returns for Sangam as required by IRS guidelines,
- ❖ shall furnish financial reports at EC meetings after every TTS program/function,
- ❖ shall perform all other duties and responsibilities as a Treasurer as required by EC and BOD.
- ❖ submit quarterly financial statements to the BOD within one month of the end of the quarter.
- ❖ submit the financial statement of the event via email within 4 weeks after the completion of any special event.
- ❖ provide all existing and updated membership information, including email addresses and other contact information to the Secretary for record keeping every month.

To assist Treasurer, EC shall appoint one or two persons who are knowledgeable in using accounting software for bookkeeping

The Treasurer shall present the final report for the calendar year in which he/she served as Treasurer at or before the General Body meeting of the subsequent year.

The Treasurer, holding office during a particular year, is responsible to file and sign the tax returns for that year although the actual tax returns are actually filed only in the subsequent year.

Treasurer may create a special committee that will assist in financial and accounting activities. Such a committee can have a maximum of 3 members, and all members of such a committee shall be members of the current year EC.

When BOD requests, the Treasurer is expected to attend the Board of Director meeting and submit quarterly financial & membership reports to the BOD via email or at a BOD meeting. Such reports shall include budgets, actual expenses, program expense, tax filing, charity-related income, expenses & disbursements.

**Section 8:** The Joint Secretary is in-charge of TTS communication activities. These include newsletter, annual membership directory, maintaining websites, email distribution and maintaining Email databases of the members of Sangam. He/she is, upon request of the BOD, EC, and other subcommittees, responsible for communicating TTS activities to the general body and TTS subcommittees, and vice versa.

Apart from the Joint Secretary, Chairman of Board of Directors, President and Secretary should have full access to all the communication facilities and must be able to communicate with the General Body at any time.

The mailing system should be designed in such a way that the email messages or request reaches all the office bearers, EC, BOD, Advisors or respective sub groups automatically, if

the message is meant for them. The content on the website shall reflect only factual information pertaining to the values and objectives of TTS. All TTS public member communications have to be moderated and validated by the JS. On approval of the same, contents will be communicated via email & web postings. Similarly, all feedbacks, issues, clarifications from the public will be routed to the JS, who will internally route it to the appropriate EC or BOD or a subcommittee with a copy to President, the Vice President and the Secretary. The Joint Secretary is responsible to archive the contents of the website and submit it as part of the 'transition process' at the end of the term.

No member of the EC, the BOD or a member who gets access to TTS communication medium shall use TTS Email list, address list or website for: (a) personal glory, (b) airing grievances and internal conflicts, (c) accusations, badmouthing, profanity, insults, derogatory/demeaning remarks, etc., (d) unproven allegations or (e) any other purposes that are detrimental to TTS image and principles.

- ❖ If the JS receives conflicting instruction from the EC and the BOD, then the request from the BOD prevails.

**Section 9.** The other selected members of the EC shall assist the officers, as mentioned in bylaw III, sections 4 through 8, in the performance of their duties and also serving in the TTS subcommittees (bylaw VII).

**Section 10. Special committees:** The Executive Committee has the power to establish task-based committees to accomplish specific tasks or to handle specific events. The term of all such task-based committees established by the Executive Committee shall cease when the task is completed, or the term expires or at the end of the term in which it was formed, whichever is earlier.

### **Bylaw IV: Election and Voting Procedures**

**Section 1.** The Board of Directors shall be responsible to conduct elections for all Executive Committee positions.

A minimum of 4 positions for which elections are held are:

- ❖ 4 Office-Bearer Positions in the Executive Committee:
  - President and Vice-President - As a Team
  - Secretary
  - Treasurer
  - Joint Secretary
  
- ❖ The term of Executive Committee is 2 calendar years; it begins on 1st January of the calendar year, ends on 31st December of the next calendar year.

**Section 2. Election Committee:**

- ❖ On or before October 1<sup>st</sup> week of every term, BOD shall appoint a 3-member Election Committee to conduct Sangam's elections.
- ❖ These 3 Election Officers (EO) members must have been members of Sangam for at least 2 consecutive years. They must not have served in the current year's EC or BOD. They must not run for any office in the election being conducted, and they cannot be considered for nomination to any vacant position during the year for which elections are being conducted until the Election Committee is dissolved.
- ❖ members shall be appointed by the Board of Directors. These 3 members shall elect one among them to serve as the Chief Election Officer.
- ❖ Within 1 week of appointment, Chief Election Officer should announce the formation of the Committee to all the TTS members by email and web announcement.

Election Committee shall have the authority to make any election-related announcement to the general body of members by email, website notification and announcements during GBMs, if any held.

The Joint Secretary is obligated to carry out any requests from the Election Committee in a timely manner (within 5 days of receiving such requests from the Election Committee, or sooner).

**Section 3. Call for nominations:** The EO shall call for nominations for all the positions in EC at least 30 days prior to the date of elections from all active members of good standing. Members in good standing, as per Bylaw I Section 10.2, are eligible to contest in elections.

**Additional qualifications to contest in elections:** Any member who has been a paid member of the Sangam for 2 consecutive years as of September 30<sup>th</sup> of the election year and who, in the past 5 years, has not been removed from the Sangam or from any position in the EC or BOD are eligible to contest in elections.

Members who have been removed from office or suspended from membership shall not be eligible for a period of 2 terms from the date of such removal or suspension to contest for positions in EC or BOD.

**Qualification to serve in EC:**

**EC member:**

- ❖ Only members in good standing for at least 12 months are eligible to serve as members in the EC.
- ❖ Student members may be given priority for 1 EC member position

**Office Bearer:**

- ❖ Only members in good standing for at least 2 consecutive years are eligible to serve as Office Bearers.
- ❖ The member should at least be 30 years old to contest in elections for Office Bearer.

The member contesting for President should identify another eligible member for Vice-President and form a 2 members team (including him/her) to contest in the election. All TTS members will be casting for 4 votes on each term's election.

- ❖ 1 for President and Vice-President (together as a team)
- ❖ 1 for Secretary
- ❖ 1 for Treasurer
- ❖ 1 for Joint Secretary

If there are no opposition teams then the only contesting team of President and Vice-President will be selected without election. But individual members shall contest for Secretary, Treasurer and Joint Secretary without forming a team.

The post of the Treasurer shall not be filled from a member of the same family (family for this purpose would include husband, wife, children, and parents) for 2 consecutive terms.

The positions of President and Treasurer shall not be filled by members of the same family (family for this purpose would include husband, wife, children, and parents).

The positions of BOD members or Office Bearers shall not be filled by members of the same family (which for this purpose would include husband, wife, children, and parents). But the positions of BOD members and EC members shall be filled by the members of same family.

The positions of EC members or Office Bearers shall not be filled by members of the same family (which for this purpose would include husband, wife, children, and parents).

Members of the same family shall not hold the signature authority on finances of the Sangam in the same term or for two consecutive terms. In case, the Treasurer becomes the TTS President in the following term, the Vice-President of the Sangam will assume the signing authority, in place of the President of the Sangam who was Treasurer the previous term.

The Election Committee will review the nominations to make sure they satisfy the eligibility requirements. If a nomination received from a member does not meet the requirements, the committee should notify such member about her/his status confidentially. If sufficient nominations for all positions are not received from members of Sangam within the set date of receiving such nominations, the nomination date for such positions will be automatically extended until the two days before the Election Day. Election Committee shall solicit floor nominations on the day of elections, only in the event that no prior nominations are received for any of the open positions.

**Nomination process:** A member can only make one nomination, including self-nomination. A candidate can be nominated for only one post.

The Election Committee shall organize the ballot papers with all the valid nominations duly received and entered for all the positions. In the general body meeting, the Chief Election Officer shall first announce the members elected unopposed to the position(s) on the EC, and conduct the balloting only for the remaining positions (EC), where there are more than one

candidate and the contest is warranted; the Election Committee will issue ballots to all active members who are eligible to vote and conduct the elections.

The operating budget of the Sangam shall be used to pay for all expenses related to conduct of elections. The Chief Election Officer and the Election Committee shall be responsible to conduct the elections.

TTS members and all new members of EC, BOD and sub-committees must be informed of the availability of TTS Articles of Incorporation and bylaws on the Sangam website.

**Section 4. Equal Accessibility:** All candidates running for various positions on the EC officers shall have equal access to the information needed for campaigning. All candidates to contested positions shall be eligible to receive a printed list of eligible voters (names and mailing addresses on record) for the purposes of campaigning. This facility is made available only after the nomination deadline. Candidates shall not use these facilities and information other than for TTS election campaigning.

The election committee should develop campaign guidelines that are approved by the BOD and give it to candidates along with eligible voters list.

**Section 5.** The current EC shall extend all the help and assistance to Chief Election Officer and Election Committee, so they will be able to conduct the election in an open and fair manner.

**Section 6. Members eligible to vote:** All paid members of Sangam as of September 30<sup>th</sup> of the current year and whose age is 18 and above are eligible to vote.

Every eligible member of the Sangam will have the right to cast one vote for each electable position in the election. In the case of family membership in the Sangam, both adult members of family will have one vote each, and so the family membership will have two votes. No other member of the family will be eligible to vote, unless that member is 18 years of age and has an independent active membership in the Sangam.

**Voting procedure:**

- ❖ Members will only be allowed to vote with a government issued photo ID.
- ❖ The members and spouses name should be listed in the membership database.
- ❖ Any name changes can be accepted as an exception as decided by the election committee.

**Section 7.** Elections shall be held once 2 years between November 01 and December 15.

The election schedule is

- ❖ September 30<sup>th</sup> – Cut-off date for members to be considered active members eligible to vote.
- ❖ October 1<sup>st</sup> week – Election Committee formed by appointment of officers.
- ❖ October 2nd week – Announcement of Election Committee and Chief Election Officer to members by email, and website announcement.

- ❖ October 3<sup>rd</sup> week – Executive Committee should deliver, in print form, the Voters List (list of all members eligible to vote) to Election Committee.
- ❖ October 4<sup>th</sup> week or by end of October – Election Committee to announce election dates (Nomination Date, Nomination withdraw, Candidate Announcement and Election Polling date.)

<b>Event</b>	<b>Dates</b>	<b>Sample Dates</b>
Date of Election Announcement	By End of October	25 <sup>th</sup> October
Date for Nominations	10 days from date of announcement	5 <sup>th</sup> Nov
Last Date for filing Nominations	1 week from date of Nomination	12 <sup>th</sup> Nov
Date for scrutiny of nominations	Next day from date of Nomination	13 <sup>th</sup> Nov
Last date for withdrawal of candidatures and announcement of candidates	3 days from Date of Nomination	15 <sup>th</sup> Nov
Date of poll	2 weeks from Announcement of Candidates	29 <sup>th</sup> Nov
Date of counting	Same day of date of Polling	Same day or next day of date of Polling
Date before which the election shall be completed	15 <sup>th</sup> Dec	15 <sup>th</sup> Dec

- ❖ Election Committee should consider the required EC member and Office Bearers Composition as mentioned in the Bylaws.
- ❖ For Office Bearers: Nominations for Joint Secretary should be collected only from women contestants as this position is reserved for women.
- ❖ Within 24 hours of Election Day - Election Committee announces results of election to general members by email and website notification.
- ❖ 5 days after Election Day - Election Committee submits "Closure Package" to BOD.

Election Committee shall send reminders calling for nominations between start date of nominations and last day of nominations.



Only the nominated candidate can withdraw his/her nomination, with a TTS registered email message to the Election Committee indicating this fact and copied to the member who nominated him/her in the first place.

**Section 8: Bylaws:** Once elected, all the officers, directors and EC members of Sangam shall be informed about the bylaws of Sangam by the Chairman of BOD. They shall also undergo a mandatory bylaw orientation program before assuming the office. The format and time of bylaw orientation will be decided by the BOD.

Elected members should also be reminded to renew their membership within 30 days following the election as stated in bylaws.

**Section 9: Closure package from Election Committee to BOD upon conclusion of elections:** Within 10 days of the date of election, the Election Committee shall deliver to BOD all documentation relating to the election including nominations, ballots, list of members who were eligible to vote, and a list of all members who attended the GBM and voted, quorum, declaration of election results, and a list of positions that remained vacant after the elections. Any documentation given to candidates shall be collected back from them and handed over to BOD as part of the Closure Package.

The closure package should also include the name, position, email ID, and phone numbers of the all the nominees and elected candidates.

In the case of any dispute involving the election processes as described above, the Election Committee should use election procedures described in Robert's Rule of Order book as the final reference authority.

**Section 10: Term of Election Committee:** The term of Election committee shall start from the date it is formed and shall end upon submission of the Closure package as specified in Section 9 above.

### **Bylaw V: Board of Directors (BOD)**

#### **Composition of BOD:**

- ❖ Minimum 1 woman should be nominated as BOD among the 3 nominated BODs in the 2 years term

#### **Duties and responsibilities of the BOD:**

**Section 1.** The Board of Directors (BOD) is legally responsible for the activities of TTS, as defined in Article of the Constitution, and hence the BOD is entrusted with the responsibility to oversee proper execution of Sangam's Constitution, bylaws, and discharge of duties by the Executive Committee as outlined in the bylaws.

**Section 2. Transition Issues:** BOD shall oversee that the proper and prompt transfer of documents and other matters related to assets and liabilities of this Sangam to newly elected EC and newly elected BOD chairman. The existing BOD will oversee the yearly transitions

between ECs and BOD chairman as outlined in bylaw VIII Section 1. The existing BOD will also oversee other than year-end transitions as outlined in bylaw II section 4 if any office-bearers or BOD chairman or more than 7 EC members are replaced during a particular year.

**Section 3.** BOD shall serve as a guiding body to EC in the conduct of any event over \$5000 as deemed necessary and desirable in the interest of this Sangam. All transactions over \$5000 require the approval of BOD before execution. All transactions or disbursements related to Charitable activities, irrespective of amount, require the approval of BOD before execution. BOD shall convey its approval or decision within 1 week of EC's request.

**Section 4. Qualification to serve in BOD:**

1. Only members in good standing, who have been members of Sangam for at least 4 consecutive years as of September 30<sup>th</sup> of the election year, are eligible to serve as Directors in the Board of Directors. For the purposes of valid membership, the official record of membership as of September 30<sup>th</sup> of election year shall be considered.
2. Nominated BOD should have served in Sangam as EC member or Office Bearer for at least 1 term or should have served in other Tamil Sangams.
3. The member should at least be 30 years old to become a BOD.

**Section 5. Selection and Nomination:** The eligibility criteria, nominations and other procedures for the selection of TTS members to serve on the BOD are described in bylaws IV. At no time shall more than 1 family member from the same family serve in the BOD/Office-Bearer.

BOD in total contains 9 Directors in which 6 are selected from last two terms Office-Bearers (3 Directors from each term) and 3 shall be nominated by Advisors/BOD in current term. The 3 members from the last terms shall be President, Secretary, Treasurer. If there is any situation that Secretary or Treasurer can't become a BOD, then that particular term President will decide on replacing the Secretary/Treasurer with that particular term Vice President/Joint Secretary.

- ❖ The 9 BOD will elect their Chairman every term through a simple majority vote before December 31.

Each of the 9 BOD members will have the right to cast one vote in all BOD decisions including the election of the Chairman. A person elected as Chair shall hold that position for a maximum period of 1 term.

**Section 6. Term of Directors:**

- ❖ All BOD from previous term's Office-Bearers will hold office for a period of 4 years.
- ❖ If a Vice President/Joint Secretary is elected as a President/Secretary/Treasurer in next term, then he/she shall serve in the BOD position for only 2 years.
- ❖ BOD nominated by Advisors/Current BOD will hold office only for a period of 2 years. They cannot serve 2 consecutive terms

If any Director resigns or is removed mid-term during the year, the BOD shall follow the same process to fill that vacant position as specified in Section 4.

**Section 7. Responsibility of BOD member to attend meetings and participate:** All BOD members are expected to attend BOD meetings and participate effectively in running the Sangam. If a member is habitually absent, i.e. absent for three consecutive BOD meetings, without a reasonable cause for such absence, BOD may, by 2/3rds majority, vote to remove that member from the BOD. Once the removal is approved by a 2/3rds majority vote of the BOD, that member will be ineligible to serve as a member of the BOD for the remainder of his/her term. Within 7 days, such removal should be communicated to all the TTS members and updated in the Sangam website.

**Section 8. Meetings:** The BOD should hold at least one meeting every 4 months during the year. BOD members may participate and vote in meetings of the board by electronic means. Such electronic participation requires valid reason and the member's unavoidable need in the particular meeting. Additional BOD meetings can also be held at the request of a BOD member. The Chairman can call for BOD meetings giving at least 1-week notice of the meeting to all board members along with an agenda and can cast his/her own vote. In case, if any BOD's absence is known before a meeting where voting is needed in an important decision and number of attendees are in even numbers then any 1 Advisor can be invited to vote to avoid tie-breaking situation.

All joint meetings of EC and BOD shall be chaired by Chairman of Board of Directors or the President. A minimum of 9 EC members and 6 BOD members shall be required quorum for such meetings. If necessary, the BOD can request EC to convene General Body meetings to provide a forum for members to express their opinions, feedback and complaints that require further action. If it is so required, additional meetings may be held. The EC should organize such general body meetings, if requested by BOD.

BOD shall consult with Advisors in case of critical situations or any conflict of interest in the BOD or EC or the Sangam itself.

**Section 8. Auditing:** The BOD of Sangam shall have the right to appoint an auditing committee consisting of 1 or more members, to audit accounts and financial statements on an annual basis and present such committee's findings to the general body.

**Section 9. Special committees:** The Board of Directors has the power to establish task-based committees to accomplish specific tasks. The mandate, term, composition, reporting shall be decided by BOD. The term of all such task-based committees established by the Board of Directors shall cease when the task is completed or when the term for which it was formed expires, whichever is applicable in terms of the duration and the mandate.

The individuals or the committee that reviews and recommends any a long-term project that may have a long-term financial risk for TTS shall be independent of those in the BOD who are authorized to approve such project proposals.

**Section 10. Resolutions passed by BOD:** Any resolution passed by the BOD to uphold and affirm the Constitution and bylaws of Sangam shall be effective immediately and shall be binding on the Executive Committee and other bodies of Sangam, and its members. All resolutions that relate to interpretation of Constitution and bylaws of Sangam shall be presented and ratified by the General Body in a GBM and incorporated into the bylaws as amendments at an appropriate time.

### **Bylaw VI: Advisors**

**Section 1:** Currently Advisors contains 2 Honorary Advisors of TTS and five other advisors. From next term (2020), the five advisors' position will be reduced to only 3 rotating Advisors position.

#### **Selection Process:**

1. For the first term (2018- 2020), the five Advisors are identified based on their contribution to Sangam and were part of existing Advisory Board.
2. For next term only (2020 to 2022), 2 senior most BOD members (in terms of their service in BOD) and 1 Nominated BOD will be selected to fill the 3 Advisors positions
3. From 2022 onwards, every 2 years terms 3 senior most BOD members (in terms of their service in BOD) who completed serving in BOD will automatically fill the 3 Advisors positions

#### **Section 2: Duties and Responsibilities of Advisors.**

Advisors shall not get involved in all the daily activities or meetings of TTS. Advisors shall request BOD to conduct a board meeting if needed.

Advisors meeting should be conducted at least once in 6 months and all the advisors are required to attend the meeting.

If a member is habitually absent, i.e. absent for three consecutive Advisors meetings, without a reasonable cause for such absence, Advisors may, by 2/3rds majority, vote to remove that member from the Advisors. Once the removal is approved by a 2/3rds majority vote of the Advisors, that member will be ineligible to serve as a member of the advisors for the remainder of his/her term. Within 7 days, such removal should be communicated to all the TTS members and updated in the Sangam website. Any vacancy positions made by such removal can be filled by the Advisors themselves in an Advisors meeting conducted for this purpose.

### **Bylaw VII: Banking procedures**

**Section 1. Operations Account:** The money collected from membership fees, advertisements, food revenue, and miscellaneous income shall be deposited in the Operations Account. The money from this account will be used for organizing TTS programs, functions, meetings, seminars, lectures, and other incidental expenses.

**Section 2. Savings Account:** The money from lifetime membership and year end surplus money from operations or specific donation to TTS endowment shall be deposited into Savings Account. This Savings Account shall be invested in a long-term fund. The money in the savings account shall be used to purchase real-estate assets and related infrastructure that will facilitate the execution of objectives stated under the Article of the TTS Constitution. Use of money, as stated in this clause, is subject to approval of the Board of Directors.

Any transactions in Savings Account requires the approval of BOD before execution. All Charity-related disbursements, irrespective of the amount, require the approval of BOD before execution. Once approved by the BOD, the EC has the responsibility to continue the charity work with periodic updates/progress provided to the BOD.

**Section 4.** Funds available to the new Executive committee: New membership renewals for the next year shall be available in full to the upcoming year's committee on January 1st. During the transition period if the Checking Account amount is less than \$3,000, the balance will be supplemented from the Savings account to make it to \$3,000. Such amount shall be increased by 5% annually, with the base year being 2019. Any amount needed more than \$5000 shall be collected as donations and can be used for expenses.

**Section 5.** The monthly bank statements from the bank should be sent directly to the official address of Sangam. It shall be provided for review by the Treasurer in EC every month.

**Section 6.** The Treasurer, and where the Treasurer is not available, and an emergency exists, the President, shall be the only authorized persons to sign the checks individually up to \$500. Any check exceeding \$500 shall require the signatures of both the Treasurer and the President. When the Treasurer or President is not available to sign the check, either one can give a written authorization to sign for himself/herself. Such an authorization needs to be approved by the BOD.

If payments are made electronically, such payments shall be authorized in writing by payment vouchers signed by both Treasurer and President, if the amount exceeds \$500.

The President and Treasurer shall be joint signatory authorities for all Certificates of Deposit.

**Section 7.** List of TTS assets, liabilities, and financial statements should be published in the annual Membership directory.

**Section 8.** TTS shall not borrow or incur debt under any circumstance, unless approved by a two-third majority of BOD and approved by a two-third majority of members present in a General Body meeting.

Presence of 40% of eligible voting members will be considered as quorum for the General Body meeting called for debt approval. This General Body meeting should be called for only after 15th of April. When a General Body Meeting is called for this purpose, a motion consisting of the proposal to borrow or incur debt should be floored in front of the GB for discussion. Members from GB, EC, BOD and Advisors should be given floor time to express their views

and discuss about the proposed motion before GB members are asked to vote on the motion by ballots.

### **Bylaw VIII: Transition and other important items**

**Section 1.** All the yearly transitions to new BOD Chairman, EC and subcommittees should be completed within 15 days of expiration of the outgoing EC's term. This time can be extended upon approval of new EC and BOD. It must also be noted that any delays beyond this stipulated time, without reasonable cause, will give rise to the EC/BOD member(s) being charged with all the attendant cost of maintaining the organization, including any legal expenses that could be incurred. BOD shall oversee the transition procedure from the outgoing TTS committee to the new TTS committee. This will include, but not limited to, the following transfers: Media Communications, all bank related details, Tax Filing Documents, Web site (www.tenntamil.org) renewal and ownership information Email and email group management authority, Member Address List and confidential email list database, Liability Insurance every year and Tennessee incorporation renewal, 501(c) and Tennessee state nonprofit renewal for every two years.

Any property (asset) purchases need to be documented. BOD must keep the property checklist. The location of such assets must be documented. These assets include land as well as other items such as Microphone, entertainment equipment to conduct cultural programs, furniture etc.

**Section 2.** The Email and address lists are proprietary property of TTS. No individual EC member owns any personal rights/ownership to these items. The TTS members listing (mailing address, email address, and phone number) shall be used for distribution of TTS related information and activities only.

**Section 3.** All annual (calendar year) contracts of TTS with any institution or individuals shall be in writing and signed by two of the following three Officers: President, Secretary and Treasurer. Contracts, the duration of which are multi-year or those that span multiple calendar years, are subject to approval by Board of Directors and must be signed by Chairman of Board of Directors and President.

**Section 4.** EC and BOD members shall not be held personally liable for any actions and decisions taken on behalf of Sangam.

**Section 5.** All the protected information of past and current members including the members listing (mailing address, e-mail address and phone number), and equipment, individual software, web pages developed during the year; photographs taken during the programs (performed by the professional artists), etc. are the Sangam's property. No one should sell, trade, exchange, or utilize in any other manner for personal or third-party gains.

**Section 6.** No part of the net earnings of TTS shall be distributed to its members, officers, or other private persons, except that the organization shall be authorized and empowered to pay actual out-of-pocket expenses incurred by any member in furtherance of the objectives set forth herein.

**Section 7.** Office holders of TTS shall avoid conflicts of interest in carrying out their responsibilities.

**Section 8.** TTS shall celebrate at least four festivals, Pongal, Chithirai Thiruvizha, Kid's Day, Sports Day, family excursion or any outdoor activities in a calendar year. Any additional festivals may be celebrated if the majority of the Executive Committee members are in agreement.

**Section 9.** In addition, the EC may conduct additional special events to benefit Charity, Education and special projects. These special event requests can also be initiated by any BOD, EC, Advisors or TTS members. Such requests for special events must be approved by the majority of the EC members. The EC must present a proposal including ballpark ROI (Return on Investment) analysis to the BOD. The BOD can take up to 1 week from the time the proposal is received to make its decision. The money generated from these events can be utilized for the purpose the special events are organized for.

**Section 10.** In order to meet expenses incurred during business meetings, the EC is allowed to spend a maximum of \$600 per year, the BOD is allowed \$300 per year and Advisors are allowed \$200 per year if there are no sponsorships available to cover the cost.

**Section 11.** BOD, EC and sub-committees may use electronic media (telephone, email, internet/web and other) to hold meetings, voting, and general communication. Such participation by electronic means shall be recorded and minutes maintained and archived. Such electronic participation requires valid reason and the member's unavoidable need in the particular meeting.

### **Bylaw IX: Conflict-resolution & Grievance-handling Procedures**

**Section 1:** Process to handle member grievances:

A member who has a complaint is called "Complainant or Aggrieved Party". A member or officeholder (member of EC, Subcommittees, or BOD) against whom another member has a complaint is called the "Complaine". The responsible authority that is charged with resolving the complaint - either the Board of Directors or Chairman of BOD, Executive Committee or President, is called "Resolving Authority"

Resolving Authority shall acknowledge the complaint made within 7 days of receiving such a complaint.

Resolving Authority may set up a committee of one or more members to help in investigating, advising, and/or resolving a complaint. Such a committee shall be called "Inquiry Committee".

Any issue that impacts Sangam's Articles of Incorporation, Bylaws, Provisions of local, state and federal laws pertaining to Sangam, Sangam's finances or financial status, and other Sangam issues that span multiple years fall under the purview of the Board of Directors (Resolving Authority). Such issues shall be addressed by Complainant to the Chairman of BOD and may/may not be copied to all Directors. Complaints against the Chairman shall be addressed to all Directors.

Any issue that is operational in nature shall be addressed to the Executive Committee (Resolving Authority) for resolution. Complaints against EC, subcommittees, special committees formed by EC, and members of all these committees also fall under this category. All complaints shall be addressed to the President of the EC and may/may not be copied to all EC members. Complaints against the President shall be addressed to the Vice President and all members of EC.

Where the Resolving Authority is a committee consisting of more than one person, a simple majority is required to carry the resolution.

Complaints shall be made in writing, signed and transmitted either by email or US mail. Complaints shall be made before the expiry of 3 months from the date of occurrence of the subject-matter of the complaint. Resolving Authority shall acknowledge the complaint made within 3 days of receiving such complaint. All complaints shall be resolved within 45 days of receiving such complaint. Resolving Authority's decision is binding on all parties to the complaint. Resolution of complaints shall be communicated to the Complainant in writing and transmitted either by email or US mail. Resolving Authority shall bind over all documentation pertaining to complaints & resolutions thereof to Secretary, who shall be responsible to keep a log of all complaints with all details of the complaint (complainant, date of complaint, description of complaint, resolution process adopted, resolution, copies of emails or any documents transmitted).

If Complainant or Complainee is not satisfied with the resolution proposed by Resolving Authority, they shall have recourse by referring the complaint to the General Body in a General Body Meeting called for the purpose according to the process outlined in the bylaws within 3 months of such resolution.

Once resolved at a meeting of the General Body, the complaint is closed and shall not be represented.

Resolving Authority shall have the right to dismiss any frivolous complaints, or complaints that have no nexus with Sangam. Resolving Authority will address the concerns with the complainant and if deemed lacking merit, factual support or which are too trivial and personal, the complaint will be triaged, and the complainant informed accordingly.



**Section 2. Recall or removal:** Any member of the elected bodies of Sangam EC and BOD may be removed or impeached, on the grounds of inability to perform the duties of the position, corruption, favoritism, or gross misconduct, at a meeting of the members of Sangam (General Body Meeting) called for that purpose. The process set in motion for recall or removal of Officers, Directors or EC members of Sangam by the general body involves the following steps:

a.) **Recall of Officers, Directors or EC members any EC or BOD member:** Any general member may initiate removal or impeachment proceedings in a meeting of the general body called specifically for this purpose by presenting such a written request to the TTS President, or Chairman, Board of Directors, with the written consent and support (with signatures) of at least 25% of the general body.

b.) **Appointment of independent committee:** To bring charges against the Officers or EC members of Sangam, an independent investigative body shall be appointed by the BODs. To bring charges against the BOD of Sangam, an independent investigative body shall be appointed by the Advisors. This independent investigative committee shall present its report to its appointed authority.

c.) **Analysis of the report:** The EC and/or BOD or Advisors will study the investigative report and reject or recommend further action by the general body.

d.) **GBM Meeting:** TTS President or Chairman, BOD shall send a notice of such a meeting with date, time, location and agenda for the meeting at least 15 days prior to the date of such meeting. All details relating to the investigative report and EC/BOD/Advisors resolutions/decisions to remove the member from EC or BOD shall be presented to the general body. The member being sought to be removed shall be given every opportunity to explain his/her position in front of the General Body, before a vote is taken to remove or impeach. A super-majority of 2/3rd (two-thirds) of the members so assembled for this purpose is required to remove or impeach a member from the office he/she holds. The same procedure is applicable to suspend a member from Sangam membership.

e.) **Disbarment from Sangam:** A member once removed or suspended by the general body will forfeit his/her membership in Sangam for a finite number of years as determined by the GB.

**Section 3: Suspension of Membership:** Documented activities against the purposes of Sangam as defined in Sangam's Articles of Incorporation shall constitute grounds for suspension of membership.

Authority: EC and/or BOD and/or Advisors may investigate, and initiate action related to suspension of membership. EC has to get the approval of BOD before initiating such action. If the member being investigated is the President or any office bearer or any member of EC of Sangam, or any BOD member, BOD shall be the body that investigates and initiates such action.

Allegations shall be notified in writing to the member by the appropriate authority (EC or BOD). Such authority shall appoint an investigative committee to investigate the issue and submit its findings to the authority which will review to see if there exists reasonable cause for suspension. If it is established that there are reasonable grounds for suspension, such authority shall recommend suspension to the general body. The member who is recommended for suspension shall be entitled to a hearing by the General Body in a meeting called for this purpose. In order to be eligible for such hearing, the alleged member should request the appropriate authority in writing, within thirty days from receipt of the above notification, to call the general body meeting. Failure to respond by the alleged member to the original notification by the appropriate authority within thirty days shall result in automatic suspension of the alleged member from Sangam.

**Section 4: Conflict-resolution procedure for issues within Executive Committee:**

Generally, when there is a difference of opinion among the members of the executive committee, the majority opinion shall be the binding. However, if a member perceives himself/herself to have been constantly harassed or deprived of his/her ability to serve the organization, the following procedure is to be adopted:

- a. When executive committee member(s) could not resolve the differences within the committee, any member involved should make a written request to the BOD to resolve the conflict.
- b. The BOD shall enquire the EC members related to that issue and provide a resolution after discussing in the BOD meeting.

**Bylaw X: Amendments**

**Section 1.** Amendments to bylaws and Articles of Incorporation can be proposed by BOD or EC or Advisors or 15% of members eligible to vote or any member in good standing. The amendments proposed by a member must be approved by a majority of the Executive Committee or Board of Directors, or at least 25% of members in good standing.

The individuals or the committee that reviews and recommends changes to the Sangam's bylaws shall be independent of those in the BOD who are authorized to approve such amendments to the bylaws.

All amendments shall be submitted in writing to the Chairman of Board of Directors. The Chairman will review the proposed amendments within 30 days by appointing an independent special committee constituting of members from the GB. Prior to the formation of the committee, the BOD Chairman should invite GB members to participate in the special committee. The special committee should conduct at least one open forum meeting, which should be announced at least 15 days in advance with the proposed amendments to get feedback and suggestions from members about the proposed bylaw changes and forward the feedback and comments to the BOD Chairman.

The BOD Chairman should consult a legal counsel about the changes and circulate the proposed bylaw amendments to the general body within 30 days. The details of the General Body meeting for the amendment along with members' feedback and the special committee's comments should be announced among the membership at least 15 days in advance by the BOD Chairman prior to being placed before the General Body for approval.

**Section 2.** The amendments to bylaws and Articles of Incorporation placed before the general body will be passed if approved by 2/3 of the eligible voters constituting the quorum present at the meeting and shall be effective immediately. The ballot voting procedure should be conducted by an independent committee appointed by the BOD. The presence of 20% of eligible members of TTS shall be necessary to constitute a quorum for any amendments to the bylaw. The Secretary of Sangam should notify the changes in the bylaw to the Secretary of State of Tennessee, IRS, and copy should be sent to BOD.

**Section 3.** To give adequate time for members to renew their membership and new members to sign-up for the current year, any amendments to the bylaw cannot be brought before the general body in the first month of a calendar year

### **Bylaw XI: Rights of Members**

1. Right to information about EC, subcommittee and BOD meetings.
2. Right to call for, attend and vote in general body meetings, as specified in the bylaws.
3. Right to participate in elections, as specified in the bylaws.
4. Right to ask for and review approved minutes of meetings and resolutions passed at official meetings of EC, subcommittees and BOD. However, sensitive personal information pertaining to members of the Sangam, if in possession of the EC, subcommittees and BOD during deliberations, will not be made public.
5. Members shall give a valid reason or purpose to exercise any of these rights. Any information received shall be used only for the specified purpose. Any information received in hard-copy shall be returned after the purpose is achieved. Any information received in electronic media shall be destroyed after the purpose is achieved.

### **Bylaw XII: Statement of Nondiscrimination**

Notwithstanding any provision of these bylaws, the Corporation shall not discriminate against any director, officer, employee, applicant, or participant on the basis of sex, race, color, ethnicity or national origin.

### **Bylaw XIII: Bylaw Effective Date**

This Bylaw will be effective from the date it is released (4/28/2019) and shall be binding on the Executive Committee and other bodies of Sangam, and its members.