

**By-laws of
Alabama Tamil Sangam
An incorporated, non-profit Organization
Federal Tax ID: 45-4993318**

By-law I: Nature of the Organization

Section 1. Alabama Tamil Sangam, hereinafter referred to as the Sangam, is a member-based, non-profit, cultural, and charitable Organization, incorporated under the laws of the State of Alabama, United States of America (USA).

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

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

Section 4. The Sangam does not authorize engaging in any other activity or activities, except in furtherance of the purposes as mentioned or written under Article 3 of the Constitution/Articles of Incorporation of Sangam, and henceforth will be referred to as the Constitution in this by-laws document.

Section 5. The Sangam shall be non-political. It shall never engage in propaganda, or participate in any political campaign for and on behalf of any candidate for public office in the USA or elsewhere. Sangam shall not support anyone, including any member of the Sangam, for any political campaign whatsoever in the USA or elsewhere, as defined by Article 4 of the Constitution.

Section 6. No part of the property or assets of the Sangam shall be devoted to any purpose other than the purposes mentioned under Article 3 of the Articles of Incorporation of Sangam.

Section 7. Members and Board of Directors (BOD - see By-Law V) of the Sangam shall not be held personally responsible or liable in any lawsuit against the Sangam and for any debt incurred by the Sangam. The extent of liability of members and BOD shall be limited to unpaid membership dues and for no more.

Section 8. For all official functions, Sangam shall use “Tamil Thai Vazhthu” - “nErARum kadaludutha” composed by Thiru Manonmanium P. Sundaram Pillai as the invocation song.

Section 9. Membership

9.1 Types of membership, fees and basic rights:

9.1.1 Individual membership Individual members shall pay an annual membership fee of \$40. The individual member can cast a single vote in the Sangam’s meetings/elections and is eligible to run for office, as outlined in the election procedure.

9.1.2 Family membership Family members shall pay an annual membership fee of \$75. A maximum of two adult members of a family living in the same household are eligible for casting one vote each in the Sangam’s meetings/elections, and are eligible to run for office, as outlined in the election procedure.

9.1.3 Student Membership Student membership fees \$5. This category of membership is restricted to full-time students of age 18 to 26 years currently enrolled in any University in Alabama. The Student Member can cast a single vote in the Sangam’s meetings/elections and is eligible to run for office, as outlined in the election procedure.

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9.1.4 Program Fees Only members are permitted to perform in the Sangam programs. Non-members who want to perform in the Sangam's programs shall pay a fee of not less than \$10.00 per person per program. Non-members who pay such program fees to participate in the Sangam programs are not eligible to attend Sangam meetings, vote, or run for office or be eligible for other member benefits.

9.2 Membership fees are not refundable.

9.3 Change of membership fees The Organizing Committee (OC) may propose, by a simple majority vote, a change in the membership fees for each category of membership to the Board of Directors (BOD). After the BOD's approval, the proposal shall be presented for approval by the members at a meeting of the General Body. Any change in membership dues shall take effect the next calendar year after a majority of members in the General Body vote in favor of such a proposal.

Section 10. No Director or member serving in the OC or any subcommittee of Sangam shall receive, directly or indirectly, any salary, compensation or emoluments thereof, due solely to his/her position as Director or member of OC, as defined by Article 4 of the Constitution. Notwithstanding this provision, a Director or member of OC may be compensated for providing business or other professional services for which compensation is customarily paid.

Section 11: 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 the Sangam's by-laws. The Sangam is subject to all applicable local, state and federal laws of the USA, which shall govern in the case of any conflict between them and the Sangam's by-laws.

Section 12: Governance The Sangam is governed by; (1) three member Board of Directors; (2) five member OC; (3) Four Subcommittees with defined tasks – Cultural, Charity, and Youth, and Public Relations that assist and extend the functions of the OC; and (4) ad hoc committees that may be appointed by the BOD and the OC execute specific tasks.

By-law II: Administration/Management by Organizing Committee (OC) of The Sangam

Section 1. Composition of OC

1.1 OC Members The total number of members on the OC shall not exceed three and members will be with the titles of President, Secretary, and Treasurer.

1.2 Elected Body All members of the OC shall be elected by the general body, except where vacancies are filled, as outlined in the Sangam's by-laws.

1.3 Term All OC members are elected for a term of 2 calendar years.

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

Section 2. Meeting of the OC

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2.1 Meetings The Secretary shall be responsible to decide the date, time, place and agenda for the meetings in consultation with all members of the OC.

2.2 Notice The Secretary shall give at least 1 week's notice of meeting to all OC members and others invitees.

2.3 Rule All meetings shall be conducted in accordance with these by-laws.

2.4 Regular Meetings Meetings of the OC shall be held at least once in 3 months.

2.5 Special Meetings Special meetings of the OC may be called for any purpose at any time at the request of a member of the OC. Written or email notice of such a 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 a meeting if the majority of OC members agree to the request.

2.6 Quorum The presence of a majority of members of the OC shall be necessary to constitute a Quorum for OC meetings. This quorum is necessary to transact the Sangam's business, except to adjourn as hereinafter provided. A majority vote of those present may transact all businesses, except as otherwise provided.

2.7 Adjournment A quorum of OC members may adjourn any OC 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 OC 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 OC, as provided in the Special Meetings, section 2.5 above.

2.8 Participation by electronic means in meetings Members may participate and vote in meetings of the OC by electronic means such as telephone, audio/video conference, and other means where their identity can be verified by others present at the meeting.

Section 3. Responsibility of OC member to attend meetings and participate All OC members are expected to attend OC meetings and participate effectively in running the Sangam. If a member is habitually absent, i.e. absent for three consecutive OC meetings, without a reasonable cause for such absence, the OC may, by two-thirds of a majority (rounded up to the nearest higher integer), vote to remove that member from the OC, and immediately inform the BOD of such an action. Once the removal is approved by a two-thirds majority vote of the OC, and approved by BOD, that member will be ineligible to serve as a member of the OC for the remaining term. Within 7 days, such a removal should be communicated to the general body.

Section 4. Vacant positions in the OC There are 3 positions in the Organizing Committee. There could be vacant positions in the OC 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 year after the elections or the Sangam fails to fill the positions during floor nominations, the OC and/or BOD shall identify members in good standing, and nominate them for approval by the OC. If the vacant position being filled is either the President or the Treasurer position, approval from the BOD is required. Once the position is filled, the Sangam's website should be updated, and the general body informed via e-Mail. At a minimum, the OC positions shall not remain vacant for more than 2 weeks. If a vacancy arises in any of the 3 OC positions, such vacancy shall be filled within 2 weeks.

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Required minimum number of members in OC A minimum of 2 OC members is the required quorum to carry out the business of the Sangam in the calendar year they are elected. If the total number of members in OC falls below 2, the BOD shall assume the responsibility of running the day-to-day affairs of the Sangam, until such time a quorum is restored in the OC within that calendar year. Failing so, the BOD will be in additional operational charge of the Sangam, and will discharge the duties of OC until the new OC team is duly elected by the general body during the annual elections as specified in this document.

Section 5. General Body Meeting General body (GB) is the collective group representing all paid members of the Sangam for the current year, who are eligible to vote as defined in section 9 of the By-law I.

The OC calls for and organizes General Body Meetings upon the request of a) a majority of OC members, b) a majority of BOD members, or c) by at least 30% of the members of the general body requesting such a meeting in writing. The OC has to act upon the request within 15 days of such a request. In normal situations, the President will be the presiding officer of such meetings, and in his/her absence, one of the longest-serving members of BOD will preside over such meetings.

As stated in (c) above, any general member of the Sangam may request the OC to convene a General Body Meeting provided the member gets the signatures of at least 30% of the members of the general body. In order to get the support of 30% of membership, such a member may submit a written request for the mailing addresses of all current members along with the purpose of requesting the General Body Meeting. The OC shall provide the mailing addresses of current members in print form within 30 days of such a request. Email ids and phone numbers shall not be provided. Such a 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 General Body Meeting, 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 notices in addition to updates on the Sangam's website.

Quorum At any general body meeting of Sangam (except for the General Body Meetings called in accordance with By-law X), at least 30% the total strength of all members of the Sangam in good standing shall constitute a valid quorum.

If the quorum requirement is not met, no voting shall be conducted on that day. In the absence of a quorum at the first meeting of the general body, a second meeting shall be announced forthwith to all members of the Sangam and held at least two weeks after the date of the first meeting. In the second General Body Meeting, members may transact business and vote even if a minimum of 30% of members (quorum for the first General Body Meeting) are not present. In other words, there is no quorum requirement for the second meeting. The purpose and agenda of such a second meeting shall be the same as the first meeting and shall be announced to members accordingly.

Proxy votes in meetings of Sangam: Proxy voting is allowed in General Body Meetings for purposes that are predetermined and are informed to the members of the Sangam at least 30 days before such meeting. However, proxy voting is not allowed in the General Body Meeting that is specifically designed or convened for the purposes of electing members of the Sangam (to BOD).

Proxy votes are allowed for meetings of the OC and the BOD, provided purposes are predetermined and informed to the members at least 15 days before such meeting.

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Proxy votes shall be duly signed, notarized, 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 the Sangam's membership email database.

Section 6. The OC shall convene at least one General Body Meetings during the year. The OC 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 or Financial Status) through email/e-Letter and website update.

Section 7. The outgoing treasurer shall present the previous year financial statement of the Sangam at the first General Body Meeting of the current year.

Section 8. Member's Email address protection: Past and current members' email addresses in the Sangam's membership databases shall not be provided to any businesses or individuals and should be maintained confidentially by directors of the Sangam. After leaving office, the directors are prohibited from providing any confidential member records to the public or businesses or use it for their own personal, business, or other interests.

Section 9. Advertisement policy To generate income for the Sangam, the Sangam's publications such as emails, website, program souvenirs and membership directory can carry paid advertisements, charges for which are collected from businesses and/or individuals. The charges for such advertisements shall be decided by the OC within the first three months of the calendar year and shall be applied uniformly and consistently for all advertisement requests. These advertisements shall clearly state that these are paid advertisements and the wordings in the advertisements shall not indicate that the products/ services are promoted or endorsed by the Sangam in any manner.

Section 10: Partnership and collaboration policy: The OC is free to explore avenues to promote the cultural and charitable goals of the Sangam by collaborating with other non-profit, tax-exempt charitable organizations or for-profit associations or individuals. However, each of such proposals shall be discussed and approved by the majority of the OC, 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 Internal Revenue Service (IRS) for non-profit, tax-exempt (501 3c) organizations such as the Sangam.

Section 11: Email and Website communication

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

- Constitution and Articles of Incorporation
- Mission and Vision Statements
- By-laws
- Board of Directors
- Organizing Committee
- Subcommittees
- Contact details (phone number and email id of Chairman and President)
- An email id to communicate with OC
- Membership information (procedures to become a member, membership strength by category of membership).
- Financial information (copy of financial statements filed with the IRS).

By-law III: Duties of the OC

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To maintain and further the purposes of the Sangam as stated under Article 3 of the Constitution, the OC shall be vested with the title and ownership of all real, personal and other properties of the Sangam and shall have the following duties and powers:

Section 1. To purchase, rent or lease, own, mortgage, maintain, sell and dispose of real, personal and other property or properties of 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 the Sangam.

Section 4. President The President shall be the spokesperson for the Sangam. The President shall preside over the meetings of the Sangam and the OC, and shall perform all the duties of a presiding officer. In addition, the President, by virtue of the office he/she holds in the Sangam, serves as a Director of the BOD. The President shall address the BOD about the activities of the Sangam in every BOD meeting.

Duties of President include but not limited to:

- Be the ultimate executing authority of the vision of the BODs.
- Be the liaison between the BOD and the OC and between the OC and the general body
- Have direct oversight of all sub committees and integrate their activities
- Have oversight of the Sangam's budget
- Initiate the Sangam's events.
- Be the point of contact with other associations and cultural organizations.
- Lead all OC meetings

Section 5. Secretary The Secretary of the Sangam shall convene, call, and send notices for all meetings. The Secretary shall –

- record the proceedings and maintain minutes of all the meetings of the OC and General Body Meeting;
- Keep a record of the Sangam's official correspondence for the year;
- Regularly check mailbox, and keep the OC/BOD informed of relevant mail;
- Distribute e-mails on regular announcements and activities;
- Maintain current membership database, including email addresses and other contact information of the Sangam's members;
- Honor appropriate requests for information from members;
- Renew business license for the 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;
- Shall perform all other duties pertaining to the Secretary as directed or decided by the OC;

Section 6. Treasurer The Treasurer of the Sangam shall

- Collect all dues, contributions, donations and receive all monies belonging to Sangam giving a receipt thereof shall deposit the money in the name of the Sangam in a bank designated by the OC;
- Pay all bills after due review and upon the instructions of the OC;

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- Notify members or business or any individual who are three months in arrears in dues;
- Keep and maintain proper and accurate record of all transactions and properties as well as all assets and liabilities, receipts and disbursement vouchers and all other records and accounts that are required by the OC;
- Responsible to file tax returns for the Sangam as required by IRS guidelines;
- Furnish financial reports at the OC meetings after every Sangam program/function;
- Perform all other duties and responsibilities of a Treasurer as required by the OC and the BOD;
- 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 shall perform all the duties of the President whenever the President is absent. If the President is present, the Treasurer shall assist the President in his/her duties. If, for any reason, the office of President falls vacant mid-term during a calendar year, the Treasurer shall take-over the role and title of President for the remainder of the 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. He/She may create an ad-hoc 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 OC.

The Treasurer is expected to attend all meetings of the BOD, submit quarterly financial and membership reports to the BOD. Such reports shall include budgets, actual expenses, program expenses, tax filing, charity-related income, expenses and disbursements.

Section 8 The Public Relations Committee is in-charge of the Sangam's communication activities. These include newsletters, annual membership directory, maintaining websites, maintaining Email databases of the members of the Sangam. He/she is, upon request of the BOD, the OC, and other subcommittees, are responsible for communicating the Sangam's activities to the general body and other subcommittees, and vice versa.

Apart from the PR Committee, the Chairman of BOD and the President should have complete access to all of the communication materials and modes of transmission, 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 members of the OC, the BOD, or respective sub groups automatically, if the message is intended for them. The content on the website shall reflect only factual information pertaining to the values and objectives of the Sangam. All of the Sangam's public member communications have to be moderated and validated by the OC. On approval of the same, the contents will be communicated via mail and web postings. Similarly all feedback, issues, clarifications from the public will be routed to the PR Committee, who will internally route it to the appropriate OC members or the BOD. The PR Committee is responsible for archiving the contents of the website and submitting it as part of the 'transition process' at the end of the year.

Section 9 Every OC Member is elected individually by the General Body. In transacting business, a decision made by a majority vote is binding; however, OC members are expected to operate under the constraints of the Sangam's Articles of Association, By-laws, prevailing law, and generally accepted principles of conduct.

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Section 10 Ad-hoc committees: The OC 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 OC shall cease when the task is completed or the term expires or at the end of the calendar year in which it was formed, whichever is earlier.

Section 11 The OC can appoint two members for a two year term to staggering subcommittees such as the Charity, Tamil Education, and other subcommittees as described in by-law VII.

By-law IV: Election and the General Body Voting Procedures

Section 1. The BOD shall be responsible to conduct elections for all Board and OC positions. All members of the OC shall be elected by the General Body of members as per the voting procedures provided below. A minimum of 3 positions for which elections are held are:

- President
- Secretary
- Treasurer

The term of OC is two calendar years; it begins on 1st January of the calendar year, ends on 31st December of the two calendar years.

Section 2. Election Committee: On or before September 1st of every calendar year, the BOD shall appoint an Election Committee to conduct the Sangam's elections.

These Election Officers (EO) must have been members of the Sangam for at least 2 consecutive years as of the year of election. 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. The EOs shall elect one among them to serve as the Chief Election Officer.

Within 1 week of appointment, the Chief Election Officer should announce the formation of the Committee to the General Body by email, web announcement and announcement at a General Body Meeting if any is held.

The 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 Public Relations Committee 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 earlier).

Section 3. Call for nominations: The EO shall call for nominations for all the positions in the OC and the BOD at least 15 days prior to the date of elections from all active members of good standing by email, website notification and announcements during GBMs, if any held.

Members in good standing are eligible to contest in elections. Any member who has been a paid member of the Sangam for 3 consecutive years, and who, in the past 5 years, has not been removed from the Sangam or from any position in the OC or the BOD as per Section 9 of By-law 1 is a member in good standing.

Members who have been removed from office or suspended from membership shall not be eligible for a period of 5 years from the date of such removal or suspension to contest for positions in the OC or the BOD.

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Qualification to serve in OC Only members in good standing are eligible to serve as members of the OC. For the purposes of valid membership, the official record of membership as of 30 days before the election date shall be considered. Members who are elected to serve in the OC shall renew their membership within 30 days of being so elected.

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

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

Qualification to serve in BOD Any member in good standing who has been a member of the Sangam for at least 5 consecutive years is eligible to serve as a Director in BOD. For the purposes of valid membership, the official record of membership as of 30 days before the election date shall be considered.

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 the Sangam within the set date of receiving such nominations, the nomination date for such positions will be automatically extended until Election Day.

The 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.

In the General Body Meeting, the Election Committee shall distribute the ballots to all active members who are eligible to vote and request them to return the duly marked ballots to the Election Committee.

The Election Committee shall organize the ballot papers with all the valid nominations duly received and entered for all the positions. The Chief Election Officer shall first announce the members elected unopposed to the position(s) on the OC and conduct the floor nominations only for the remaining positions (OC), where there are more than one candidate and the contest is warranted.

The election OC members may be tied to a major event of the Sangam.

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. The Sangam members and all new members of the OC, the BOD and sub-committees must be informed of the availability of the Sangam's Articles of Incorporation and by-laws on the Sangam's website.

Section 4. Equal Accessibility All candidates running for various positions on the OC 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 nominations deadline.

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Candidates shall not use these facilities and information other than for the Sangam's election campaigning.

Section 5. The current OC shall extend all the help and assistance to the 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 active members of the Sangam (membership dues paid) as of September 1st of the current year are eligible to vote. Every eligible member of the Sangam will have the right to cast one vote in the election. In the case of family membership in the Sangam, two adult members of a family will have one vote each, and so the family membership will have two votes. No additional 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.

Section 7. Elections shall be held once every two years between September 15th and October 31st.

The election schedule is:

September 1st – Election Committee is formed by the chairman of the BOD.

September 1st – Cut-off date for members to be considered active members eligible to vote.

September 7th – Announcement of Election Committee and Chief Election Officer to members by email and website.

September 15th – The OC should deliver, in print form, the Voters List (list of all members eligible to vote) to the Election Committee.

30 days before the Election Day – The Election Committee sends “Call for nominations” to members by email and website announcement.

15 days before the Election Day – Last day for receipt of nominations.

7 days before the Election Day – Last day to withdraw nominations.

The Election Committee shall announce the current valid list of nominations for various positions at least once every week from the time it sends out ‘call for nominations’ until the ‘last day to withdraw nominations’

Election Day – Conduct Elections (in a General Body Meeting called specifically for this purpose)

7 days after Election Day – Election Committee announces results of election to general members by email and website notification.

10 days after Election Day – Election Committee submits “Closure Package” to the chairman of the BOD.

Section 8. Proxy votes Proxy voting is not allowed in the General Body Meeting that is specifically designed or convened for the purposes of electing members of the Sangam (to the OC).

Section 9. By-laws Once elected, all the directors and OC members of the Sangam shall be informed about the by-laws of the Sangam by the Chairman of BOD. They shall also undergo a by-law orientation program as decided by the BOD.

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Section 10. 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 the 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 General Body Meeting 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 the BOD as part of the Closure Package. 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 11: Term of Election Committee: The term of the Election committee shall start from the date it is formed (September 1st or earlier) and shall end upon submission of the Closure package as specified in Section 10 above.

By-law V -Board of Directors (BOD)

Duties and responsibilities of the BOD:

Section 1. The BOD is legally responsible for the activities of the Sangam as defined in Article 7 of the Constitution, and hence the BOD is entrusted with the responsibility to oversee proper execution of Sangam's Constitution, by-laws, and discharge of duties by the OC as outlined in the by-laws.

Section 2. Transition Issues: The BOD shall oversee the proper and prompt transfer of documents and other matters related to assets and liabilities of the Sangam to the newly formed OC. The BOD will also oversee the yearly transitions between the OCs as outlined in by-law VIII Section 1, and mid-year transition if any office-bearers or OC members are replaced during a particular year.

Section 3. The BOD shall serve as an advisory body to the OC in the conduct of any business over \$1000(one thousand dollars) as deemed necessary and desirable in the interest of this Sangam. All transactions over \$1000(one thousand dollars) require the approval of the BOD before execution. All transactions or disbursements related to charitable activities, irrespective of amount, require the approval of the BOD before execution. The BOD shall convey its approval or decision within 1 week of the OC's request.

Section 4. Election The eligibility criteria, nominations and other procedures for the election of Sangam members to serve on the BOD are described in by-laws IV. At no time shall more than 1 family member from the same family serve in the BOD. The BOD should have at-least 3 elected members and 2 additional directors selected by the elected members. The BOD will serve a term of 2 years from January 1st until the December 31st of the next calendar year. The elected president will act as the chairman of the BOD.

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, in case of a tie, a tie breaking vote (in addition to his/her own vote).

A joint session of Incoming and Outgoing OC will be convened by the BOD Chair within three weeks of electing new OC members.

Section 5. Term of Directors All members of the BOD will hold office for a period of 2 years.

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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 5 of By-law II - Vacant positions in the OC.

Section 6. Responsibility of BOD members to attend meetings and participate All BOD members are expected to attend the 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, the BOD may, by two-thirds of majority, vote to remove that member from the BOD. Once the removal is approved by two-thirds of 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 the general body by updating the Sangam website.

If the BOD member being so removed is the President of the OC, such removal will automatically remove this BOD member from the OC also.

Section 7. Meetings The BOD should hold a meeting at least four times during a year. If necessary, the BOD can request the OC 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 OC should organize such general body meetings, if requested by BOD.

Section 8. Auditing: The BOD of Sangam or OC 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 the committee's findings to the general body.

Section 9. Ad-hoc committees: The BOD or the OC has the power to establish task-based committees to accomplish specific tasks. The mandate, term, composition, reporting shall be decided by the BOD or the OC.

The term of all such task-based committees established by the BOD or OC shall cease when the task is completed or when the term for which it was formed expires, or when the BOD or OC votes to close that committee, whichever is applicable in terms of the duration and the mandate.

Section 10. Resolutions passed by BOD Any resolution passed by the BOD to uphold and affirm the Constitution and by-laws of Sangam shall be effective immediately and shall be binding on the OC and other bodies of the Sangam, and its members.

All resolutions that relate to interpretation of Constitution and by-laws of Sangam shall be presented and ratified by the General Body in a General Body Meeting and incorporated into the by-laws as amendments at an appropriate time.

By-law VI - Banking procedures

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

Section 2. Any single transaction over \$1000 (one thousand dollars) requires the approval of the BOD before execution. All Charity-related disbursements, irrespective of the amount, require the approval of the BOD before execution. Once approved by the BOD, the OC, working closely with the

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Charity subcommittee, has the responsibility to continue the charity work with periodic updates/progress provided to the BOD.

Section 3. Charitable Trust Account The OC has the power to create a special account to receive donations for specific charitable or humanitarian purposes.

Monies received for a specific cause shall be deposited and spent only as specified and under the relevant IRS rules.

Section 4. 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 President every month.

Section 5. The Treasurer, and where the Treasurer is not available and an emergency situation exists, the President shall be the only authorized person to sign the checks individually up to \$1000(thousand dollars). Any check exceeding \$1000(thousand dollars) shall require the signatures of both the Treasurer and the President.

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 \$1000(thousand dollars).

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

Section 6. List of the Sangam's assets, liabilities, and financial statements should be published in the annual Membership directory.

Section 7. The Sangam shall not borrow or incur debt under any circumstance, unless approved unanimously by all members of the BOD.

By-law VII - Subcommittees with defined tasks

The following five subcommittees shall be constituted to extend the capabilities of the OC in the various areas of the Sangam's focus.

- Public Relations subcommittee
- Youth subcommittee consisting of youth members who are either student members or children in households that hold family membership
- Program subcommittee
- Charity subcommittee
- Outdoor/Stage Committee

All subcommittees operate under the overall authority of the OC.

Any subscribing member of Sangam is eligible for appointment to positions in a subcommittee by the OC. The OC shall have the right to discharge or remove any member who is found uninterested or uninvolved in the activities of the subcommittee, by a two-thirds majority vote of OC members.

The maximum membership in any subcommittee should not exceed 5 unless stated otherwise for a specific subcommittee.

After the subcommittee is formed, before March 31st of each calendar year, the OC shall call for a meeting of each subcommittee. In this first meeting, subcommittee members shall meet to elect a

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Coordinator among themselves. The elected Coordinator shall lead the subcommittee for that calendar year, maintain detailed documentation of the activities, and report on the activities and progress to OC once every quarter, and shall assist in transition activities at the end of the year.

Vacancies that arise in subcommittees during the calendar year shall be filled by the OC.

Alabama Tamil Academy: ATS also oversees and assists with the activities of Alabama Tamil Academy (ATA). A separate subcommittee is formed for ATA administration with three ATA teachers. Terms of the ATA administration committee will be revised every 2 terms(4 years) by ATS executive committee (EC)

ATA is a member of American Tamil Academy which is a non-profit organization founded for Tamil Language education and other closely allied purposes. A separate affiliated bank account is maintained for ATA which is managed by the ATS treasurer.

Financial expenses must be approved by Treasurer and President .

Based on organizational growth and need, new positions shall be introduced by EC, in consultation with the BOD and ATA .

Principal shall be the head of regular school operations with the support of Vice Principal, teachers and volunteers. They are responsible for carrying out all the tasks to meet the objectives of ATA Tamil School.

Members of the operational team shall participate in the EC meetings.

Resignation and Removal:

Any member may resign at any time by delivering written notice to the Secretary or President of the EC. Such resignation shall take effect upon receipt or, if later, at the time specified in the notice.

Removal: ATA committee member may be removed with a valid reason in violation of the bylaws, at any time, by a majority resolution of the BOD, at a Regular or Special Meeting called for that purpose. The member under consideration of removal must first be notified about the consideration by written notice at least five (5) days prior to the meeting at which the vote takes place. Any member under consideration of removal shall be given an opportunity to be heard at the meeting called for that purpose. In the event the member under consideration of expulsion is absent for that meeting the Board members (Majority resolution) can expel the person from the Board.

Finance for subcommittees: The financial resources for the subcommittees should be decided by the OC. Subcommittees should send a request with a budget for specific activities for the availability of financial resources or other assistance needed to the OC at least a week in advance for the OC decision. If the subcommittees generate money; the surplus will go to the general fund. If a donation is made specifically to a subcommittee and the cause is defined by the donor, the Sangam has to spend it accordingly.

The communications to the general body by subcommittees shall be arranged by the OC, as requested by the subcommittee coordinator.

Section 1. Charity subcommittee Charity subcommittee's mission is to assist in executing and furthering the Sangam's charity goals. Charity subcommittee shall present their recommendations on fund-raising, funds-disbursements, and other charity activities to the OC for discussion and approval. Once the OC approves the proposal, the OC shall forward the proposal to the BOD for approval. The approval by the OC and the BOD shall be communicated to the coordinator within 30 days of the proposal. Charity activities shall not commence before joint approvals by the OC and the BOD approval.

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At least one charity activity (such as donating, contributing to charity activities, volunteering for charitable cause) shall be conducted every year.

The Charity subcommittee shall report details of all its activities including fund-raising, funds disbursement, group volunteering by email newsletters, website announcements and announcements during the General Body Meetings.

The Charity subcommittee must involve the Sangam members in raising funds, soliciting ideas for deserving charitable organizations, and shall work towards making the Sangam a member-driven charitable organization.

All charity activities shall conform to the rules and regulations set forth by IRS or appropriate authority for a non-profit, tax-exempt (501 3 c) organization as applicable to the Sangam.

Section 2. Public Relations subcommittee The Sangam uses technology to manage communication with its members. This Public Relations (PR) subcommittee shall advise and assist the OC in managing evolving technology changes effectively. The PR subcommittee shall consist of 3 members. The President shall serve as an ex officio member of this subcommittee.

Section 3. Youth subcommittee The Sangam shall organize a youth forum (YF) to nurture and promote leadership qualities in youths and help them carry out many community, social, cultural, and charity within programs organized by the Sangam. The forum will serve to organize the Sangam youth and educate them on their heritage and inculcate the value of community charity activities. Any Sangam youth member in good standing and of age 13 - 19 years is eligible to become a member of YF. Invitation to join the YF should be announced by email and newsletter communications at least two weeks before the Sangam's annual election

To monitor youth discussion and youth activities, the OC shall appoint a youth mentor who should also be members of any email groups or any other communication groups of the YF. The Youth mentor will have access to all of the youth forum activities, discussion and email groups. Any abusive activities by youth in the forum should be reported to the OC by the mentor for action by the OC. The OC reserves the right by majority voting, to remove any YF members for abusive activities or activities against Sangam's Articles of Incorporation and goal. The President will be an ex-officio member of this forum.

By-law VIII: Transition and other important items

Section 1. All the transitions to the new OC and subcommittee should be completed within 7 days of expiration of outgoing OC's term. The BOD shall oversee the transition procedure from the outgoing OC committee to the new OC committee. This will include, but not limited to, the following transfers:

Media Communications

Tax Filing Documents

Web site (www.alabamatamilsangam.org) renewal and ownership information

Email and email group management authority.

Member Address List and confidential email list database.

Any property (asset) purchases need to be documented. The BOD has to 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.

Archives of records and publications: All the archives of the Sangam's newsletters and other publications, financial information, eLetters and other web archives.

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Section 2. The Email and address lists are proprietary properties of the Sangam. No individual OC member owns any personal rights/ownership to these items. The Sangam members' listing (mailing address, e-mail address, and phone number) shall be used for distribution of the Sangam-related information and activities only.

Section 3. No member of the OC or the BOD shall use the Sangam's 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., or (d) any other purposes that are detrimental to the Sangam's image and principles.

Section 4. All annual (calendar year) contracts of the Sangam with any institution or individuals shall be in writing and signed by two of the following three directors: President, Secretary and Treasurer. Contracts, the duration of which are multi-year or those that span multiple calendar years, are subject to approval by the BOD and must be signed by the BOD and the President.

Section 5. The OC and the BOD members shall not be held personally liable for any actions and decisions taken on behalf of the Sangam.

Section 6. 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 professional artists), etc. are the Sangam's property. No one should sell, trade, exchange, or utilize these items in any other manner for personal or third-party gains.

Section 7. No part of the net earnings of the Sangam shall be distributed to its members 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 8. Office holders of the Sangam shall avoid conflicts of interest in carrying out their responsibilities.

Section 9. In order to meet expenses incurred during business meetings, the BOD and the OC are allowed to spend a maximum of \$100 per meeting to cover any cost for food or snack. No more than 2 (1 by the OC and 1 by the BOD) such expenses shall be allowed per year.

Section 10. The BOD, the OC 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.

By-law IX – Conflict-resolution and Grievance-handling Procedures

Section 1: Process to handle member grievances A member who has a complaint is called "Complainant or Aggrieved Party". A member (member of the OC, Subcommittees, or the BOD) against whom another member has a complaint is called the "Complaine"

The responsible authority that is charged with resolving the complaint – the BOD, the OC or the President, or the General Body of members in a General Body Meeting – is called "Resolving Authority".

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The 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 "Advisory Committee".

Any issue that impacts the Sangam's Articles of Incorporation, By-laws, Provisions of local, state and federal laws pertaining to the Sangam, the Sangam's finances or financial status, and other Sangam issues that span multiple years fall under the purview of the BOD (Resolving Authority). Such issues shall be addressed by Complainant to the Chairman of the 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 OC (Resolving Authority) for resolution. Complaints against the OC, subcommittees, ad-hoc committees formed by the OC, and members of all these committees also fall under this category.

All complaints shall be addressed to the President of the OC and may/may not be copied to all the OC members. Complaints against the President shall be addressed to the BOD and all members of the OC.

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 1 month from the date of occurrence of the subject-matter of the complaint.

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

Resolving Authority shall have the right to dismiss any frivolous complaints, or complaints that have no nexus with Sangam. The 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.

All complaints shall be resolved within 45 days of receiving such complaints.

The 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 and resolutions thereof to the Secretary, who shall be responsible to keep a log of all complaints with all details of the complaint (complainant, date of complaint, and description of complaint, resolution process adopted, resolution, copies of emails or any documents transmitted).

If Complainant is not satisfied with the resolution proposed by the 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 by-laws within 3 months of such resolution.

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

Section 2. Recall or removal Any member of the elected bodies of the Sangam – the OC and the BOD - may be removed or impeached, on the grounds of inability to perform the duties of the position,

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corruption, favoritism, or gross misconduct, at a meeting of the members of the Sangam (General Body Meeting) called for that purpose.

The process set in motion for recall or removal of Directors or OC members of the Sangam by the general body involves the following steps:

a.) *Recall of Directors or OC members or any 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 President, or Chairman, the BOD, 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 Directors or the OC members of the Sangam, an independent investigative body, appointed either by the OC or the BOD or both bodies, will be entrusted with careful analysis of charges. This independent investigative committee shall present its report to the body/bodies that appointed it.

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

d.) *GBM Meeting:* The Sangam President or Chairman, the 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 the OC/BOD resolutions/decisions to remove the member from the OC or the 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 two-thirds of the members assembled for this purpose is required to remove or impeach a member from the office he/she holds.

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

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

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

Allegations shall be notified in writing to the member by the appropriate authority (OC 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. To be eligible for such a 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 the Sangam.

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Section 4: Conflict-resolution procedure for issues within OC Generally, when there is a difference of opinion among the members of the OC, 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 OC member(s) could not resolve the differences within the committee, any member involved should make a written request to the BOD to form a three-member ad-hoc committee and name one of them as the chairperson for an appeal process within 10 days of receiving notice. All parties to the grievance shall submit in writing that they will abide by the recommendation of such a committee. The accuser side and the accused side can each suggest one Sangam member in good standing but not a member of the OC or the BOD for inclusion in the ad-hoc committee. The third person shall be by the BOD.

b. The Committee Chair shall then correspond with all the committee members involved and solicit all supporting documentation from each of them and distribute it to other committee members for review.

c. The committee shall then meet to discuss the materials reviewed and initiate its deliberations. The committee, at this time, may choose to conduct interviews with one or more members involved, individually or combined, to gather additional relevant information.

d. The committee shall prepare a complete report and submit it with its recommendations to the BOD, which shall be no later than 30 days from date of formation of the committee.

e. The BOD shall inform the committee's recommendation(s) to all parties involved and implement it/them within 24 hours of receiving the report.

f. The committee's recommendation(s) on the issues involved shall be the binding agreement for the OC.

By-law X: Amendments

Section 1. Amendments to by-laws and Articles of Incorporation can be proposed by any member in good standing. All amendments shall be submitted in writing to the Chairman of the BOD so as to enable him/her to circulate it and the details of the meeting among the membership at least 30 days in advance. All amendments must be approved by a majority of the OC or the BOD, or at least 15% of members in good standing prior to being placed before the general body.

Section 2. The amendments to by-laws and Articles of Incorporation placed before the general body will be passed if approved by two-thirds of the eligible voters present at the meeting and shall be effective immediately. The presence of 20% of eligible members of the Sangam shall be necessary to constitute a quorum for any amendments to the by-law. The Secretary of the Sangam should notify the changes in the by-law to the Secretary of State of Alabama, IRS, and a copy should be sent to the 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 by-law cannot be brought before the general body in the first month of a calendar year.

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By-law XI: Rights of Members

Members have the following rights:

Right to information about the OC, subcommittee, and the BOD meetings.

All paid members are eligible to attend, as observers, a meeting of the OC, all subcommittees constituted under the by-laws of the Sangam, and the BOD, provided a request is made in writing to the appropriate body. The Chair may permit them to participate in the discussions.

However, they are not eligible to attend 'executive sessions' of such meetings. To make meetings possible, the OC and the BOD have the authority to restrict this eligibility to attend meetings to not more than 5 general members per meeting.

Right to call for, attend and vote in general body meetings, as specified in the by-laws.

Right to participate in elections, as specified in the by-laws.

Right to ask for and review approved minutes of and resolutions passed at official meetings of the OC, subcommittees, and the BOD. However, sensitive personal information pertaining to members of the Sangam, if in possession of the OC, subcommittees, or the BOD during deliberations, will not be made public.

All paid members are eligible to receive the Sangam directory.

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.

By-law XII: DISSOLUTION OF THE ATS

Upon dissolution of the ATS, the Board of Directors shall utilize the Corporation's assets for the payment of all obligations and liabilities of the Tamil Sangam. Any remaining assets will be disposed of in a manner consistent with the Sangam's purpose as herein stated, either in the form of direct expenditures or by disbursement to one or more organizations organized and operated exclusively for charitable, scientific, educational or religious purposes so as to qualify as an exempt organization under Section 501(c)(3) of the Internal Revenue Code or any corresponding provision of a future law of similar import, or to the United States, or a State or Local Government, for a public purpose. No member, BOD or OC of the non-profit organization or any private individual shall be entitled to share in the distribution of any of the assets in case of dissolution.