

TABLE OF CONTENTS
FOR
BY-LAWS OF
TELUGU FINE ARTS SOCIETY, INC.



ARTICLE I: MEMBERSHIP DUES AND FINANCES	1
ARTICLE II: MEETINGS	1
ARTICLE III: BOARD OF TRUSTEES	2
ARTICLE IV: QUALIFICATIONS.....	3
ARTICLE V: NOMINATIONS AND ELECTIONS.....	3
ARTICLE VI: QUORUM OF TRUSTEES.....	3
ARTICLE VII: QUORUM OF MEMBERS	4
ARTICLE VIII: VOTING BY MEMBERS	4
ARTICLE IX: MAGAZINE.....	4
ARTICLE X: WEB SITE	5
ARTICLE XI: TRUSTS	5
ARTICLE XII: PHILANTHROPIC ACTIVITIES	5
ARTICLE XIII: MEMBERSHIP OF THE TELUGU ASSOCIATION OF NORTH AMERICA (TANA).....	6
ARTICLE XIV: ADVISORY COMMITTEE.....	6
ARTICLE XV: AMENDMENT TO THE BYLAWS.....	6
ARTICLE XVI: DUTIES OF THE OFFICERS OF THE CORPORATION	7
President:	7
Vice President:.....	7
Secretary:	7
Treasurer:.....	7

BY-LAWS OF TELUGU FINE ARTS SOCIETY, INC.

ARTICLE I: MEMBERSHIP DUES AND FINANCES

1. **GENERAL MEMBERS:** All those who are eighteen (18) years of age or over and subscribe to the aims and objectives of the corporation; and pay the membership dues.
2. **Youth members:** All those who are between six and eighteen (6-18) years of age shall qualify for membership in the youth club. No youth member shall have a right to vote in the election of trustees or nominating committee and other business of the corporation. However, the youth members have a right to vote in the affairs of youth club.
3. Family shall be defined as husband, wife and unmarried children below the age of 25 years.
4. The dues for the Annual membership, Life membership and Patron Membership shall be decided by the Trustees, from time to time.
5. The Annual membership is effective for one year from the date of enrollment. Membership shall be automatically renewed if the dues are paid within three months from the expiry date. If the dues of any member be not paid within three months of such delinquency, the membership shall automatically terminate on that date.
6. The membership is not transferable.
7. The General Body: the board of trustees, the advisory board and all the general members over the age of 18 years with an independent vote, will constitute the General Body.
8. The funds of the corporation shall be deposited with a bank doing business in the town convenient to the Treasurer of TFAS. Such funds shall be disbursed upon the order of such officers as may be prescribed by the board of trustees.

ARTICLE II: MEETINGS

1. A meeting of general body shall be held annually during the Ugadi function in April or separately at a convenient time, for the election of the board of trustees (in the event the board of trustees decide to conduct the elections in person and not by mail), and for the transaction of important business.
2. Special meetings of the members, for any purpose or purposes may be called by the President or the board of trustees and shall be called by the President at the request of one-third (1/3) of the general members. The notice for such meetings shall states the purpose or purposes the meeting is being called for. The meeting shall be held within four (4) weeks from the date of the notice of such request from the general members of the corporation.

3. The board of trustees shall meet not less than four times in any year. Minutes will be maintained of all discussions and decisions taken at such meetings or conferences over telephone.
4. Written notice of the annual meeting or any regular meeting shall be given not less than ten (10) days before the date of such meeting to each member entitled to vote at such meeting.

ARTICLE III: BOARD OF TRUSTEES

1. Except as otherwise required by law or provided by these bylaws, the entire control of the corporation and its affairs shall be vested in its board of trustees.
2. The board of trustees of the corporation shall consist of nine (9) trustees elected by the general members of the corporation either in person, or by proxy or by mail.
3. The officers of the corporation shall be a President, a Vice President, a Secretary and a Treasurer, who shall be elected from and by the members of the board of trustees.
4. The board of trustees shall at its first meeting or soon after, designate and appoint the remaining trustees as chairpersons of committees to oversee various projects, activities and events undertaken or organized by the corporation such as Annual events, Community Affairs, membership Services. IT Services and Youth Affairs.
5. There shall be one chairperson for each one of such committees.
6. The term of the trustees and the officers shall be for a period of two years or until their successors have been chosen. The term of the board of trustees and the officers shall begin from April 1st following the elections and end on March 31st after the two year term. The past Trustees shall assist the new Trustees during the transition period until Ugadi function.
7. No officer or director shall receive any salary or compensation from the corporation.
8. If any vacancy shall occur in any office or in the board of trustees, by any reason, the board of trustees shall elect a member of the board of trustees as an officer, and a member of the corporation as a trustee, to fill any such vacancy for the unexpired term of the person whom he or she replaces. If more than five vacancies arise in the board of trustees at any time, new election for the board of trustees shall be conducted as described in Article V.
9. A trustee shall automatically lose his/her position if he/she does not attend two consecutive meetings of board of trustees in person.
10. Removal of the Trustees: The board may suspend a Trustee for a cause and remove him/her after the final determination that cause exists for removal by a 2/3-majority vote by Trustees. Cause is defined as any acts of fraud, deceit, stealing, misappropriation or commission of any act, which is felony, irrespective of whether the corporation itself is the victim or not of such acts.

ARTICLE IV: QUALIFICATIONS

1. Any person who is a general member of the corporation for not less than two years on the 1st day of November in the year of election shall qualify for the position of a trustee or member of the nominating committee. Annual member if elected as Trustee shall become a Life member or a Patron Member at the time of formation of new board.

ARTICLE V: NOMINATIONS AND ELECTIONS

1. In the year of incorporation, the boards of trustees are elected by the general body at a scheduled and convenient meeting of the general body.
2. The board of trustees by resolution adopted by a majority of the entire board shall appoint three members as nominating committee from the general members before November 1st of the election year. In case of vacancy in the nominating committee during the election, the board of trustees shall appoint another member and inform the board of Trustees. The members of the nominating committee should be other than the board of trustees.
3. The Secretary shall mail a list of all eligible members to the nominating committee not later than November 1st in the year of election.
4. The nominating committee calls for nominations from the general members for the board of Trustees by November 1st of the election year. The nominations duly proposed and seconded by the general members of good standing shall be mailed and received by December 1st of the election year.
5. The ballots will be mailed to the general members by December 31st.
6. All the ballots shall be returned to the nominating committee not later than January 31st and the election results shall be announced on or before February 15th in the year of election.
7. The outgoing board of trustees and officers shall make all including finances in consultation with the newly elected until the day of inauguration.
8. The nomination committee shall call for a meeting with the existing and newly elected board of Trustees before March 15th following the election and help to form the new board. The nomination committee ceases to exist after the formation of the new board of Trustees.

ARTICLE VI: QUORUM OF TRUSTESS

1. Majority of the board of trustees shall constitute a quorum for the transaction of any business, and the vote of a majority of the board of trustees present at the time of a vote, if a quorum is present at such time, shall be the act of the board of trustees.

ARTICLE VII: QUORUM OF MEMBERS

2. 20% of the general members of the corporation whether present in person or represented by proxy as defined in article 111.2 of by-laws, shall constitute a quorum for all purposes. The vote of a majority of the general members present at the time of a vote, if quorum is present at such time, shall be the act of the members of the corporation.

ARTICLE VIII: VOTING BY MEMBERS

1. Every general member in good standing for six months, shall be entitled to one vote on each matter – submitted for a vote by members
2. Husband and wife of a family membership shall be considered as two general members of the corporation. An unmarried child above 18 years of age living with the parents is also a general member, but does not have a vote unless such unmarried child has taken individual membership.
3. A proxy is a written letter of authorization by the member stating the nominee for the proxy, dated and duly signed by the member and proxy. It should be written within 10 days of the purpose it is called for; it should reach the president or secretary at least 2 days before the proposed meeting. Proxy can only be changed in the presence of the member accompanied by the letter of cancellation of the proxy.
4. A member can designate another member to represent him as a proxy at the general body meetings; the proxy cannot substitute another person in his place.

ARTICLE IX: MAGAZINE

1. A magazine of the corporation shall be published to encourage Telugu literature, to provide communication of the corporation business and community and youth affairs.
2. The magazine shall be maintained by an Editor with the help a magazine committee including one or more Associate Editors. The members of the committee are selected by the Editor in cooperation with the board of trustees.
3. The publication frequency and size shall be determined by the board of trustees with due consideration of the funds available. Advertisement revenues shall be used to meet part of the publication and mailing costs of the magazine
4. The magazine committee shall meet at least four times a year to review the contents of the magazine. Minutes of the meetings shall be maintained.
5. There shall be one trustee designated for administration of the magazine including publishing, printing, mailing and advertisement.

ARTICLE X: WEB SITE

1. A website of the corporation shall be maintained to provide information and services to members, and encourage literary activities.
2. The web site shall be managed by a web master with the help of web committee.
3. The board of trustees shall reconfirm the web master at the beginning of the term, or appoint a new web master
4. The web committee shall meet at least four times a year to review the contents of the web site, to manage the literary section and to administer the budget and advertisements. Minutes of the meetings shall be maintained.

ARTICLE XI: TRUSTS

1. General members may contribute funds not less than \$5,000 ear-marked for a specific project to initiate a trust.
2. The trust shall be approved by the Board of Trustees based on its objectives, financial commitments and controls provided.
3. The corporation shall account for these funds and any interest collected.
4. The corporation shall appoint a five-person committee to manage the funds for meeting the objectives of the project. The committee members include one trustee, two members nominated by the project sponsors, and two optional general members who may be nominated by the board.

ARTICLE XII: PHILANTHROPIC ACTIVITIES

1. General members may initiate, support or sponsor a charitable or philanthropic project in the US or in India to be undertaken under the aegis of the corporation.
2. The project shall be approved by the board of trustees based on its objectives, financial commitments and the controls provided.
3. The project sponsors shall be responsible for publicity of the project; follow and report on its progress periodically to the board of trustees.
4. The corporation shall accept the donations, collect the funds and disburse the contributions to the project after deducting handling charges.
5. General members may donate funds to the organization towards a designated charitable or philanthropic project in the US or India.
6. Such donations will be disbursed after deducting the appropriate handling charges determined by the board of trustees.

ARTICLE XIII: MEMBERSHIP OF THE TELUGU ASSOCIATION OF NORTH AMERICA (TANA)

1. The board of trustees shall decide each year whether the corporation should join TANA as a full member/associate member.
2. Appropriate dues shall be paid to TANA for each Life member and Patron Member of the corporation to make the member towards TANA membership.

ARTICLE XIV: ADVISORY COMMITTEE

1. The board of trustees shall initially appoint a Three-Person Advisory Committee from the life/patron members. The members of the advisory committee should have knowledge of the organizational activities in the past and one of the members of this committee shall be a past Trustee (President/Officer). This committee shall attempt to resolve disputes among trustees and general members related to the business of the corporation. In the event the corporation incurs significant financial losses, the committee shall address remedial measures. This committee may attend the trustee meetings periodically. The advisory board shall give assistance and guidance in the matters related to Articles XI & XIII.
2. No two members of the committee shall retire in the same year. The Advisory Committee selects replacement of a retiring member.

ARTICLE XV: AMENDMENT TO THE BYLAWS

1. The board of trustees shall have the power to make, alter and repeal bylaws, but the bylaws made by the board may be altered or repealed by an affirmative majority of the general members of the corporation. Any bylaws made by the majority of the general members of the corporation shall not be altered or repealed by the board of trustees.

ARTICLE XVI: DUTIES OF THE OFFICERS OF THE CORPORATION

President:

- The President is in charge of all activities and business of the corporation.
- He/She shall preside over meetings of the trustees and general body.
- Will appoint working committees and members to those committees.
- Represent the corporation before the public.
- Shall sign all necessary documents on behalf of the organization.
- During the temporary absence of any officer or chair person the President shall assign his or her responsibilities to other trustees.
- It is responsibility of the President to improve the quality, reputation, public image and finances of the organization.

Vice President:

- The Vice President shall perform all the duties of the President during his/her absence and perform any other duties assigned from time to time.
- Vice President shall act as a public relations officer and take charge of fund raising.

Secretary:

- Responsible for arranging the meetings and to prepare and distribute minutes of all meetings including conference calls.
- The minutes shall include the attendance, quorum and the vote on decisions made by the Board of Trustees.
- Secretary is responsible for all official correspondence.
- Shall maintain an official file and custody of all records (other than those under the custody of the treasure/president).
- Shall attend meetings on behalf of and representing the organization.
- Shall sign all official correspondence.
- Shall file for any certificates required by statue of Federal or State.
- Help the President in legal transactions as needed.
- Shall perform such other duties assigned to him by the President.

Treasurer:

- The Treasurer shall maintain all corporation funds.
- Maintain all bank accounts and monitor the growth on special funds.
- Shall perform and maintain records of all financial transactions.
- Shall make disbursements that are approved by the board of trustees.
- Keep accurate account of the receipts and expenditures.
- Provide financial reports at the trustee meetings.
- Prepare annual financial statement, get it audited, and inform the general members; prepare and submit the tax returns on time.
- Sends bill and collect money from the advertisers.
- Shall sign, countersign, make and endorse all the checks/drafts in the name of the corporation.
- Shall prepare the budget and maintain the accounts for each program.
- In the event of undue losses shall alert the Board or Trustees and the Advisory Board.