
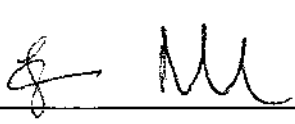
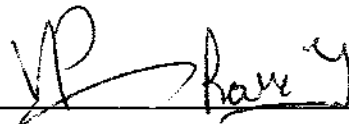




## Constitution & Bylaws

As approved by General Body on Saturday, October 3, 2009

 &  VP  Ravi Varma

## TANTEX Constitution & Bylaws Committee 2009

We, the following members of TANTEX Constitution and Bylaws Committee, 2009, have diligently reviewed and hereby approve that the following document unanimously on this day, September 18, 2009 for submission to the General Body Meeting.

Ram Yalamanchili

Ram Yalamanchili  
Ex-Officio Member  
(Chairman, Board of Trustees, TANTEX)  
Sept 18, 2009

Sridhar Korsapati 9/18/09

Sridhar Korsapati  
Ex-Officio Member  
(President, TANTEX)

Ms. Geeta Dammanna

Ms. Geeta Dammanna  
Ex-Officio Member  
(Secretary, TANTEX)

Viswam Puligandla  
Sept 18, 2009

Viswam Puligandla  
Ex-Officio Member

MVL Prasad

MVL Prasad  
Chairman  
(Life Member, TANTEX)

Constitution & Bylaws

## TANTEX Constitution & Bylaws Amended September 18, 2009

The Amended TANTEX Constitution and Bylaws were unanimously approved by Governing Board on this day, September 18, 2009 for submission to the General Body.

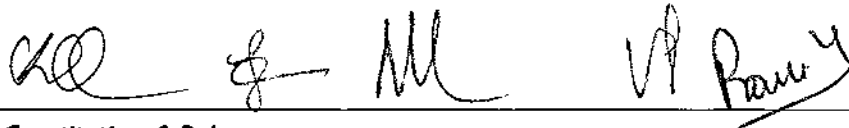


Sridhar R Korsapati  
President, TANTEX, 2009



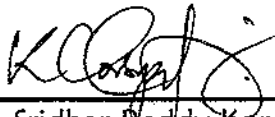
Ram Yalamanchili  
Chair, Board of Trustees, 2009

9/18/09

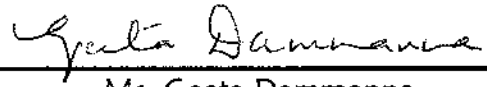


## TANTEX Constitution & Bylaws General Body Approval October 3, 2009

The Amended TANTEX Constitution and Bylaws were approved by General Body during the Annual General Body meeting on Saturday, October 3, 2009.

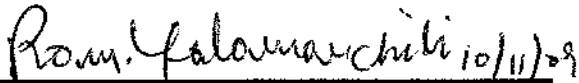


Sridhar Reddy Korsapati  
President, TANTEX



Ms. Geeta Dammanna  
Secretary, TANTEX

As witnessed by Constitution and Bylaws Committee Members on October 11, 2009



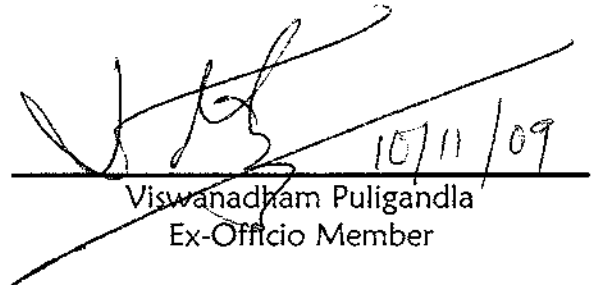
Ram Yalamanchili  
Ex-Officio Member  
(Chairman, Board of Trustees, TANTEX)



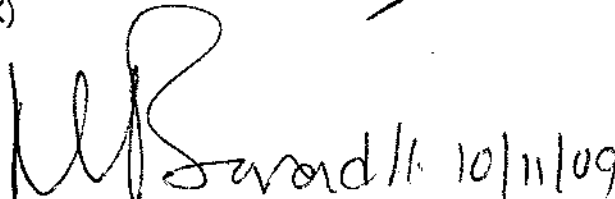
Sridhar Reddy Korsapati  
Ex-Officio Member  
(President, TANTEX)



Ms. Geeta Dammanna  
Ex-Officio Member  
(Secretary, TANTEX)



Viswanadham Puligandla  
Ex-Officio Member



MVL Prasad  
Chairman  
(Life Member, TANTEX)



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## TELUGU ASSOCIATION OF NORTH TEXAS, INC. (TANTEX) CONSTITUTION AND BYLAWS

### Article I. PREAMBLE

- 1.1. Whereas the need exists for cohesive action on the part of the people of Telugu origin residing in North Texas area (Dallas/Fort Worth Metroplex and surrounding areas), it is hereby resolved that the prevailing TANTEX Constitution, Articles, and Bylaws be modified, amended and or altered to preserve and propagate Telugu social & cultural heritage and maintain the identity of said group of people and to provide a forum for Telugu literary, social, cultural, educational, and charitable interaction among its members.
- 1.2. The Constitution along with its Articles and Bylaws (herein after referred to as the "Bylaws") govern the affairs of TELUGU ASSOCIATION OF NORTH TEXAS, a non-profit Association (referred to as the "TANTEX") organized under the Texas Non-Profit Corporation act (referred to as the "Act").

*Note: Beginning from January 1, 2010, the Texas Non-Profit Corporation Act will be replaced by Texas Business Organizations Code (BOC) as the governing act.*

### Article II. NAME & ADDRESS

#### (a) Section – 1: Name

- 1.1. Telugu Association of North Texas, a non-profit organization, was formed on July 1, 1986. The entity is hereinafter referred to as TANTEX.
- 1.2. The original Articles of Incorporation were filed with State of Texas on July 1, 1986.

#### (b) Section – 2: Principal Office

- 2.1. The principal office of TANTEX shall be located in the D/FW Metroplex area. The Executive Committee shall determine the physical location of the office. TANTEX may not have other offices, either in Texas or elsewhere.
- 2.2. The mailing address for TANTEX shall be: P.O. Box 167781, Irving, Texas 75016. The Executive Committee may change the mailing address or the location of the office of TANTEX within the D/FW Metroplex area, with the advice and consultation of the Governing Board.

#### (c) Section – 3: Registered Office and Registered Agent

- 3.1. TANTEX shall comply with the requirements of the Act and maintain a registered office and registered agent in Texas.
- 3.2. The registered office may, but need not, be identical with TANTEX's principal office in Texas.

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- 3.3. The Governing Board may change the registered office and the registered agent as provided in the Act or as provided in the **Texas Business Organizations Code (BOC)** when it becomes effective as to TANTEX.
- (d) **Section – 4: Official Corporate Seal and Logo**
- 4.1. The Executive Committee shall provide for a corporate seal.
- 4.2. The official logo consist of two concentric circles in the shape of a doughnut containing the words "TELUGU ASSOCIATION OF NORTH TEXAS", in Telugu font on top and in English in the bottom. Inside the circle, an outline map of Andhra Pradesh with picture of "Telugu Talli" will be present. At the bottom of the circle, there will be a ribbon on whose left end the word "Dallas" and on the right end "Fort Worth" will be written. The middle part of the ribbon will have the words "Telugu Paluku" and "Teneloluku" in Telugu font. Below the circle and the ribbon the following words are written "TANTEX – Estd. 1986" on one line and [www.tantex.org](http://www.tantex.org) on a line below.
- (e) **Section – 5: Affiliation**
- 5.1. TANTEX shall not be affiliated with, or a member of, any other national or international Telugu associations/organizations unless the Governing Board/General Body deems it appropriate and by majority vote approves of such affiliation or membership.
- (f) **Section – 6: Meeting/Event Venues**
- 6.1. The location of TANTEX meeting and event venues shall be determined by the President of TANTEX with the approval of the Executive Committee.
- (g) **Section – 7: Fiscal Year**
- 7.1. The fiscal year of TANTEX shall begin on the first day of January and end on the last day in December in each year.

### Article III. OBJECTIVES

- (a) **Section – 1: General**
- 1.1. To preserve, maintain, and promote social & cultural heritage of the Telugu speaking people living in North Texas (Dallas/Fort Worth Metroplex and surrounding areas).
- 1.2. To assist, advance, organize, and promote cultural, literary, educational, socio-economic, health, and community affairs of the Telugu speaking people.
- 1.3. To foster friendship and understanding between Telugu speaking people and others in the community.
- 1.4. To promote and address women, youth and senior citizen issues in the context of cultural, literary, educational, socio-economic, health and community affairs of the Telugu-speaking people in the community.
- 1.4.1. To this effect, one third (1/3) of new openings in the Executive Committee shall be reserved for women candidates. If no woman

candidate can fill the vacancy, then they will be filled by other contestants.

**(b) Section – 2: Collaboration**

- 2.1. TANTEX shall collaborate with other non-profit organizations of Telugu literary, social, cultural and educational activities as long as their objectives are in line with those of TANTEX as written in Article 1.
- 2.2. During any collaborative work where TANTEX funds and manpower are involved, there shall be a well defined plan with a contractual agreement signed by the representatives of the organizations involved.

**(c) Section – 3: Financial**

- 3.1. TANTEX shall raise, solicit, collect and disburse funds, charities and donations for social, cultural, educational and humanitarian purposes either directly or in cooperation with other registered non-profit organizations in the U.S.A. and abroad. Exceptions to this may be made with a majority vote of the Governing Board (Executive Committee (EC) and Board of Trustees (BoT) approval.
- 3.2. The fiscal year of TANTEX shall begin on the first day of January and end on the last day in December in each year.

**(d) Section – 4: Non-Profit Organization (IRS Code)**

- 4.1. TANTEX shall carry out all such lawful activities which a non-profit organization organized for non-political, non-religious, non-sectarian, social, literary, cultural, humanitarian and educational purposes within the meaning of Sec. 501 (c) (3) of the Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue Law) is required to do.
- 4.2. TANTEX shall encourage the awareness and shall promote Telugu culture among Telugu youth.
- 4.3. TANTEX shall serve as a central resource for all social, cultural, and humanitarian issues related to Telugu Community in the D/FW Metroplex and its neighboring areas mainly.

**(e) Section – 5: Non-Discrimination Policy**

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

**Article IV. CHANGES IN CONSTITUTION**

- 1.1. No article shall be added to this Constitution and no part shall be amended or annulled except by formal proposal, followed by an opportunity for discussion at the business session of an annual meeting of General Body of TANTEX and by secret ballot.

- 1.2. Proposal for a change to the Constitution may be made by the Governing Board or by a petition to the President of TANTEX signed at least by 25% voting- eligible members of TANTEX.
- 1.3. The Secretary shall distribute copies of the proposed change to all voting members of TANTEX not less than three weeks before an annual General Body meeting.
- 1.4. The adoption of the proposed change shall require the affirmative votes of not less than two-thirds of the voting members present, as tallied by the President or his appointee.
- 1.5. The amendment or change shall become effective immediately after adoption by the General Body.

## Article V. BYLAWS

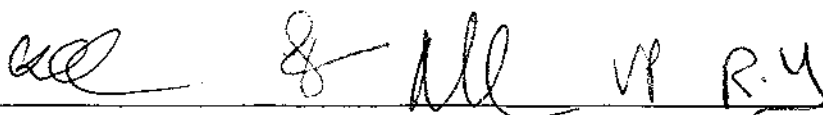
- 1.1. Bylaws may be adopted, annulled, or amended in the manner set forth in Article IV for changes in the Constitution.
- 1.2. The adoption of proposed changes in bylaws shall require the affirmative votes of a majority of the voting members present at a General Body meeting of TANTEX.

## Article VI. AMENDMENTS

- 1.1. Amendments to these Bylaws may be proposed by Governing Board of TANTEX or any voting member or members of TANTEX.
- 1.2. The proposed amendments shall be notified/communicated by mail (as well as by placing it on the TANTEX website) to the voting membership at least two weeks before the General Body meeting.
- 1.3. Proposed amendments may be referred to the Constitution and Bylaws Committee appointed by the Governing Board as deemed appropriate.
- 1.4. Final action may be taken at any General Body meeting of TANTEX by a simple majority vote of the members present and voting to approve the amendments.

## Article VII. TRANSITIONAL BYLAWS

- 1.1. To accommodate & facilitate the smooth business transactions of the TANTEX in the light of the major changes to the Constitution & Bylaws being implemented, several existing bylaws shall continue to be effective during a transitional period until the time for termination as shown in Appendices 5 through 9.
- 1.2. This is only a transitional arrangement till the new Constitution and Bylaws come into effect AND when the effective period of the transitional bylaws expire.



## Article VIII. MEMBERSHIP CATEGORIES AND DETAILS

### (a) Section – 1: Definition & Privileges

- 1.1. There are different types of membership in TANTEX –as defined below:
- 1.3.1. **Life Members** – are members who have been approved by majority vote of the Governing Board and have paid the prescribed Life Membership dues. Life members enjoy all privileges of TANTEX membership, including voting privileges and the ability to contest for any elected position.
- 1.3.2. **Annual members** – are members who have paid the prescribed annual membership dues and enjoy all privileges of TANTEX membership, except voting privileges and they cannot contest for any organizational positions (EC/BoT) other than ad hoc committees (literary, social, cultural, music, technical etc.)
- 1.2. TANTEX Membership is not transferable and membership dues are not refundable.
- 1.3. Any annual member may renew membership by paying all required fees and dues and submitting an application for renewal of membership.

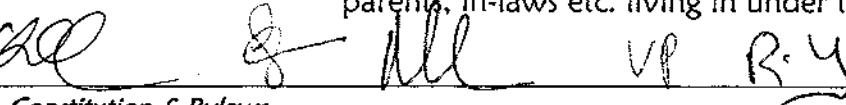
### (b) Section – 2: Eligibility

- 2.1. Any Telugu origin person aged 18 years or older, is eligible to apply for membership in TANTEX, provided that he/she:
- 2.1.1. Subscribes to the objectives of TANTEX and agrees to abide by the Constitution and Bylaws of TANTEX and
- 2.1.2. Pays the prescribed membership dues and any applicable fees as listed.
- 2.2. Life, Patron and Honorary memberships have to be approved by the Governing Board.
- 2.2.1. Honorary memberships are voted on by a two thirds majority of Governing Board to approve such membership.
- 2.3. Non-Telugu origin people may be given membership provided they agree to abide by the Constitution and Bylaws of TANTEX and are approved by a majority vote of the Governing Board.

### (c) Section – 3: Membership Categories - Details

There are different types of membership in TANTEX – as defined below: (see table in Section – 14)

- 3.1. “Annual Memberships”: The following are sub-types:
- 3.1.1. **Family Membership (Nuclear):**
- 3.1.1.1. Is defined as “husband, wife and their children of 17 years or less.”
- 3.1.1.2. The annual dues are \$20 and need to be renewed every year to maintain membership status.
- 3.1.1.3. Extended family such as close family relatives such as parents, in-laws etc. living in under the same roof cannot



be considered under the Family Membership but can participate in TANTEX events by paying prescribed fees.

3.1.1.4. Children of Family members are encouraged to become either Student or Individual members as they turn 18 years of age.

**3.1.2. Single Membership:**

3.1.2.1. Is defined as "membership by an unmarried individual."

3.1.2.2. The annual dues are \$10 and need to be renewed every year to maintain membership status.

**3.1.3. Student Membership:**

3.1.3.1. Is defined as "membership by a student 18 years or more in age, attending any local (D/FW Metroplex area) academic institution with a valid student identification card as one individual."

3.1.3.2. The annual dues are \$5 and need to be renewed every year to maintain membership status.

**3.2. "Life Memberships":**

**3.2.1. "Life Membership":**

3.2.1.1. Is defined as "Any person (18 years or more in age) or nuclear family whose application has been approved by the Governing Board and has paid the prescribed dues."

3.2.1.2. The life membership dues shall be a onetime payment of \$200.

3.2.1.3. The Governing Board shall approve or disapprove of a Life Membership application within 30 days of after the application is filed.

3.2.1.4. Life Members can hold their membership in TANTEX, as long as TANTEX as exists as an organization.

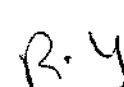
**3.2.2. "Patron Member":**

3.2.2.1. Is defined as "Any person (18 years or more in age) or family who has donated a sum of \$5,000 and whose application has been approved by the Governing Body and agrees to abide by the Constitution and Bylaws of TANTEX.

3.2.2.2. Membership/Donation need to be approved by the Governing Board.

3.2.2.3. If the patron is a family, then that Patron shall have two votes. If the Patron is a single individual, he/she shall have one vote.

3.2.2.4. If the Patron is an organization or company then it does not carry any voting rights.



**3.2.3. "Honorary Life Member":**

- 3.2.3.1. The Governing Board may bestow Honorary Life Membership to deserving individuals or organizations.
- 3.2.3.2. Honorary Life Memberships are voted in by a two thirds majority of Governing Board to approve such membership.
- 3.2.3.3. Such Honorary Life membership shall have all the rights and privileges of a regular Life Membership except the voting rights.
- 3.2.3.4. Honorary Life Members do not pay any dues.

**3.3. General Notes:**

- 3.3.1. Life members, Patrons and Honorary Life Members may be entitled to special privileges as determined by the Governing Board.
- 3.3.2. Governing Board is authorized to change membership dues as appropriate as conditions demand any time.
- 3.3.3. Money received from Life membership and Patron contributions are to be kept in a trust fund. Only the interest accrued from these funds can be used for operating expenses of TANTEX with the approval of the Governing Board.
- 3.3.4. Patrons (only individuals and not Companies) become Life Members automatically.

**(d) Section – 4: Membership Dues Cut-off Dates**

- 4.1. Annual membership dues are payable in January (usually at Sankranthi function) but accepted throughout the year with all membership privileges except voting.
- 4.2. Life/Patron Membership dues must paid no later than July 31st to become Members on Record to be eligible to vote during that year.
- 4.3. The fiscal year of TANTEX shall begin on the first day of January and end on the last day in December of each year.

**(e) Section – 5: Membership Dues Amount & Verification**

- 5.1. Changes in the amount of dues required for membership shall be determined by a majority vote of the Governing Board.
- 5.2. All memberships will be accepted with a government issued photo ID card such as Driver License or a Passport.

**(f) Section – 6: Membership Forms & Processing**

- 6.1. Membership forms will be available on TANTEX website ([www.tantex.org](http://www.tantex.org)) in PDF format which can be easily downloaded, filled, signed and submitted with requisite fees for consideration.
- 6.2. Membership forms will also be available at various TANTEX events where a separate registration table will be setup.

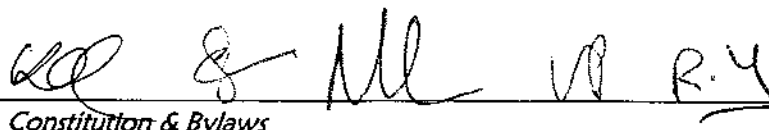


- 6.3. All membership forms will be evaluated by the Membership Committee (one of the sub-committees established by the Executive Committee) processed and duly intimated to the potential members of their decision within 30-days of receipt of such form.

**(g) Section – 7: Sanction, Suspension, or Termination of Members**

Activities against the purposes and objectives of the organization as defined in Article II shall constitute grounds for suspension and/or revocation of membership. These allegations shall be communicated to the member by the Executive Committee in writing through registered mail. The accused member shall then be entitled to a hearing by the Governing Board on such charges. To secure a hearing, the accused member shall send a request in writing by certified mail to the Executive Committee. The Governing Board shall call a hearing within sixty days from the receipt of the request for hearing. Failure by the accused member to participate in the hearing shall result in automatic suspension.

- 7.1. The Governing Board may impose reasonable sanctions on a member, or suspend or expel a member from TANTEX, for good cause after a hearing.
- 7.1.1. Good cause includes the default of an obligation to TANTEX to pay fees or dues for a period of 30 days following delivery of notice of default, or
- 7.1.2. A material and serious violation of the TANTEX's Articles of Incorporation, Bylaws, or rules, or of law.
- 7.2. The Governing Board may delegate powers to a regular or ad hoc committee to conduct a hearing, make recommendations to the Governing Board, or take action on behalf of the Governing Board.
- 7.3. The Governing Board or a committee designated by the Governing Board to handle a matter involving sanctioning, suspension, or expulsion may not take any action against a member without giving the member adequate notice and an opportunity to be heard.
- 7.1.3. To be deemed adequate, notice shall be in writing and delivered at least 30 days prior to the hearing.
- 7.1.4. However, shorter notice may be deemed adequate if the Governing Board or a committee designated by the Governing Board to handle a matter involving sanctioning, suspension, or expulsion determines that the need for a timely hearing outweighs the prejudice caused to the member and if a statement of the need for a timely hearing is included in the notice.
- 7.1.5. If mailed, the notice shall be sent by registered or certified mail, return receipt requested.
- 7.4. A member shall have the right to be represented by counsel at and before the hearing.
- 7.5. The Governing Board or a committee designated by the Governing Board to handle a matter involving sanctioning, suspension, or expulsion may impose sanctions, suspend a member, or expel a member by vote of a



majority of the Governing Board or a committee designated by the Governing Board who is present and voting.

**(h) Section – 8: Resignation, Reinstatement & Transfer of Membership**

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

**(i) Section – 9: Reinstatement**

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

**(j) Section – 10: Transfer of Membership**

- 10.1. Membership in TANTEX is not transferable or assignable. Membership terminates on the dissolution of TANTEX or the death of a member. Membership in TANTEX is not a property or other alienable right that may be transferred after a member's death.
- 10.2. In case of separation/divorce the original family members (husband and wife) retain the right to membership and either of them has a right to resign only their individual membership but not both.

**(k) Section – 11: Voting Privileges**

- 11.1. Each Life Member and Patron Member as individual in good standing (and who paid their membership dues by cutoff date) shall have one vote. In case of Life Membership or a Patron Member with a spouse, there shall be two votes, one for the head of the family and one for the spouse.
- 11.2. In case of divorced or legally separated families, the voting rights shall remain with the original partners unless advised otherwise by them in writing with mutual consent.
- 11.3. Patrons, who paid as Companies, will not have any voting rights.

**(l) Section – 12: Waiver of Interest in TANTEX's Property**

- 12.1. All real, personal, and intangible property, including all improvements located on the property, acquired or developed by TANTEX shall be owned by TANTEX.
- 12.2. A member shall have no interest in any property of TANTEX.



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

**(m) Section – 13: Membership – Geographical Area**

13.1. Membership is limited to Telugu communities living Dallas/ Fort Worth Metroplex and neighboring areas.

13.2. This area can be extended to other counties/areas subject to study, analysis and final vote by the Governing Board of TANTEX.

13.3. To be eligible to function in the Governing Board and to discharge duties of their respective roles effectively, the members have to be living in reasonable proximity to the location(s) of various TANTEX events and routine business meetings of the Organization.

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(n) Section – 14: Summary of TANTEX Membership Categories & Details

Summary of TANTEX Membership Categories & Details

Category	Annual			Life		Honorary
	Family	Individual	Student	Life	Patron	
Eligibility	Husband, wife and their children of 18 years or less	Membership by one individual.	Student attending any local (D/FW Metroplex area) academic institution with a valid student identification card as one individual	Any person or family paying the requisite dues and accepted by Governing Board	Any person or family paying the requisite dues and accepted by Governing Board	As determined by Governing Board
Period	Annual (January till December)	Annual (January till December)	Annual (January till December)	Life	Life	Life
Dues	\$20 (Cash, CC or Personal Check)	\$10 (Cash, CC or Personal Check)	\$5 (Cash, CC or Personal Check)	\$200 (Cash, CC or Personal Check)	\$5,000+ (Cash, CC or Personal Check)	Nil
Voting	NO	NO	NO	Single, non-transferable	Single, non-transferable (Only in case of Individuals and not Companies)	No
Age	Age 18+	Age 18+	Age 18+	Age 18+	Age 18+	Age 18+
ID	Valid Government Issued ID	Valid Government Issued ID	Valid Government Issued ID	Valid Government Issued ID	Valid Government Issued ID	

*[Handwritten signatures and initials]*

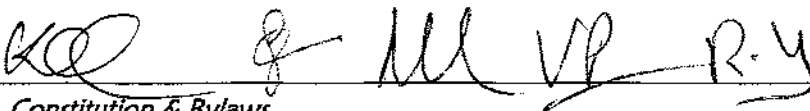
## Article IX. Finances & Asset Management

### (a) Section – 1: Financial Responsibilities

- 1.1. TANTEX shall be charitable and non-profit as defined under Sec. 501 (c) (3) of the Internal Revenue Code. Its income shall be derived from the membership dues, from charitable donations and grants from members, corporations, foundations/friends of TANTEX, and from varieties of other revenue generating functions and fund raising events.
- 1.2. The Executive Committee shall demonstrate utmost responsibility in managing and maintaining TANTEX's funds and assets.
  - 1.2.1. They shall maintain an updated & complete list of all the financial records and assets of TANTEX within the meaning of Sec. 501 (c) (3) of the Internal Revenue Code.
  - 1.2.2. This information will be passed on to the successive Executive Committee when new election terms begin, with full details and necessary supporting documents.
- 1.3. The Executive Committee shall present/submit a written annual financial report to the General Body during the Annual General Body meeting.
- 1.4. All funds of the Association shall be deposited to the credit of the Association in banks, trust companies, or other depositories that the Executive Committee selects.
- 1.5. The fiscal year of TANTEX shall begin on the first day of January and end on the last day in December in each year.

### (b) Section – 2: Categories of Funds

- 2.1. TANTEX funds shall be categorized and maintained as follows:
  - 2.1.1. **General Funds:** These funds are generated from annual membership dues, TANTEX functions, gifts, or donations when such functions and gifts & donations generate revenues to be used expressly for general or unrestricted purposes.
    - 2.1.1.1. These funds may be utilized to fund TANTEX's day-to-day activities or any purposes necessary for fulfilling the goals and objectives of TANTEX.
  - 2.1.2. **Restricted Funds:** These funds are generated and received expressly for specific purposes or given by donors for specific causes.
    - 2.1.2.1. These funds may be used only for the purposes for which they are collected and /or as stipulated by the donors.
    - 2.1.2.2. Life Membership dues are treated as Restricted funds and only the interest income from these funds may be accessed for the support of TANTEX's day-to-day activities.
  - 2.1.3. **Endowment Funds:** These funds may be created to provide a long term financial strength to TANTEX.
    - 2.1.3.1. Endowment funds may be restricted depending upon the nature of the fund and the wishes of the donor.



- 2.1.3.2. Endowment funds shall be maintained in a separate investment account. Only the interest income of the restricted endowment funds may be accessed for the purposes specified by the endowment donors.
- 2.1.3.3. The interest income of the endowment funds may be accessed for the general support of TANTEX's activities.
- 2.1.3.4. Only under extenuating circumstances, following the recommendation of the Executive Committee, the Board of Trustees, by a majority vote may authorize the use of a portion or the whole endowment fund for supporting TANTEX.

**(c) Section – 3: Operational Management of Funds & Assets**

- 3.1. The Executive Committee shall be accountable to the Board of Trustees for all funds collected on behalf of TANTEX.
  - 3.1.1. Any such funds shall remain under the control of the Executive Committee and shall be dispersed in consultation with and recommendations of, the chairperson of any TANTEX subcommittee following normal business practices of TANTEX in meeting its entire financial obligation for any day to day activities necessary to keep the organization functional.
- 3.2. All invoices received in the name of TANTEX or expenses incurred on behalf of TANTEX shall have to be claimed within 6 weeks from the date of incurring any such expense. Payment of any such invoices received above shall have to be accompanied with a detailed statement that includes purpose for which such expense was incurred.
- 3.3. The President or the Treasurer is authorized to issue check on behalf of TANTEX. However, no check can be issued without proper receipts and written documentation with statement of purpose.
- 3.4. Members of the Executive Committee have the right to audit all financial transactions,
- 3.5. The final annual audited report shall be prepared by the Treasurer and be fully voted upon by the Executive committee members.

**Article X. GOVERNING BOARD (GoB)**

**(a) Section – 1: Definition & Privileges**

- 1.1. There will be a Governing Board (GoB) which consists of the Board of Trustees (referred to as BoT), and Executive Committee (referred to as EC).
- 1.2. To be eligible to function in the Governing Board and to discharge duties of their respective roles effectively, the members have to be living in reasonable proximity to the location(s) of various TANTEX events and routine business meetings of the Organization.

Article XI.

BOARD OF TRUSTEES (BoT)

(a) Section – 1: Definition & Constitution

1.1. The BoT shall consist of five (5) members - two (2) of these must be Past Presidents of TANTEX; one from past Office Bearer (Secretary or Treasurer); one from among Life Members- at- Large. and one from Patron category.

1.1.1. If the requisite number from a given category does not exist, then the position will be filled from Life Members-at-Large category.

1.2. All BoT members shall be residents of TANTEX membership area.

1.3. There will be a waiting period of at least one year for the out-going President of TANTEX to be nominated to BoT membership.

1.3.1. **Constitution:** A total of 5 Board members will be elected from three categories of Voters as follows:

1.3.2. **Size:** The size of the BoT shall be tagged to the Voter population and shall be an odd number. There shall be one member of Board of Trustees for every 150 Life members with a minimum of five board members. The total number of BoT members shall not exceed seven at any time unless approved by the General Body.

1.3.3. **Election:** The election of BoT members will be done as follows:

1.3.3.1. Members will be elected from a pool of past Presidents, past Office Bearers (listed above), past BoT members, Patrons and Life Members-at-Large.

1.3.3.2. The **Patrons & Life Members at Large** should have the following attributes

1.3.3.2.1. Good leadership qualities as well as fund raising abilities

1.3.3.2.2. Active participate in Telugu/TANTEX activities to the extent possible.

1.3.3.2.3. Established Issue and Conflict Resolution Experience

1.3.4. **Role:**

1.3.4.1. Each BoT member shall have specific identified or defined long range area of focus objective, such as:

1.3.4.1.1. Legal

1.3.4.1.2. Social

1.3.4.1.3. Cultural

1.3.4.1.4. Disciplinary and Conflict resolution

1.3.4.1.5. Finance

1.3.4.1.6. Membership drive

1.3.4.1.7. Fund-raising

1.3.4.1.8. Community outreach

1.3.4.2. Defined metrics will be developed by BoT members themselves and they are measured against by the BoT members themselves. The final assessment reports will

be filed with the Governing Board for further action if necessary.

- 1.3.4.3. TANTEX President will cast the tie-breaker vote
- 1.3.4.4. Periodical reports will be submitted to rest of BoT members.
- 1.3.4.5. A member of BoT shall attend each of the EC meetings as an observer and report to the rest of BoT in order to be current with the activities of the EC and TANTEX organization in general.

**1.3.5. Term:**

- 1.3.5.1. A BoT member is elected for a 3-year term.
- 1.3.5.2. Maximum terms one can get elected are two with a minimum of one (1) year gap in between.  
For applicable transitional clause here, please refer to Annexure – 5.

**1.3.6. Attendance:**

- 1.3.6.1. They should have a minimum of 4 meetings in a 12-month period.
- 1.3.6.2. Every member of BoT is expected to participate in all the meetings called. Any possible absence may be conveyed in advance to rest of members or attempt should be made to be available via telephone.
- 1.3.6.3. There will not be any proxies allowed for any meeting that requires decision making by members in activities such as voting.
- 1.3.6.4. Non-participation in THREE consecutive meetings or 50% of the total meetings without proper cause and excuse by the board is reason for review and replacement with a suitable candidate as recommended by Election Committee operating during that year.

**(b) Section – 2: Organization**

- 2.1. The Trustees will elect a Chair and a Vice-Chair by a majority vote every year among themselves for a period of ONE year.
- 2.2. Chair and Vice-Chair positions must be filled before January 15<sup>th</sup>.
- 2.3. Any BoT member can serve as Chair only one term even if serves a second term.
- 2.4. Chair or his/her designee will attend TANTEX EC meetings.
- 2.5. The Vice Chair will perform the duties of the Chair in his/her absence.
- 2.6. The Vice Chair may not automatically become the Chair for the following year.

**(c) Section – 3: Transitional clause for BOT Member Term**

- 3.1. To accommodate & facilitate the smooth business transactions of the Organization in the light of the major changes to the Constitution & Bylaws



being implemented, the following transitional clause will be made effective for the years 2009, 2010, 2011 and 2012 in case of BoT.

- 3.1.1. The term of one of the members of the BoT whose term is expiring in 2010 will be extended by two years till 2012.
- 3.1.2. For applicable transitional clause here, please refer to Annexure – 5.

## Article XII. DUTIES AND RESPONSIBILITIES OF THE BOARD OF TRUSTEES (BoT)

### (a) Section – 1: General

#### 1.1. Responsibilities:

- 1.1.1. The BoT's main responsibility is fiduciary in nature. BoT Chair will periodically review the financial status, budget, assets; membership lists etc. along with President, Secretary and Treasurer of TANTEX and share the information with rest of BoT members.
- 1.1.2. The BoT will ensure that all the activities of TANTEX fall within the definition of a non-profit organization (non-political, non-religious, social, literary, cultural, humanitarian and educational purposes) as defined by Sec. 501 (c) (3) of the Internal Revenue Code of 1954 under which TANTEX was registered.
- 1.1.3. The BoT shall oversee the function of the organization, ensuring that the core values and purposes of the organization are reflected in the operational process.
- 1.1.4. The BoT shall perform the task of developing public policy that adequately promotes the values of the organization and also ensures that all interaction with the wider community is conducted in a manner that is in keeping with Constitution & Bylaws.
- 1.1.5. The BoT develops a long range vision and strategy for TANTEX that fills the needs of the community in the context of an ever changing dynamic environment. This will be presented to the Governing Board as part of "State-of-The-Association" report.
- 1.1.6. The BoT will oversee the mission; provide a vision; a long-range planning; financial viability including fundraising, and conflict resolution of TANTEX affairs, but not daily and routine operations of TANTEX.
- 1.1.7. The BoT is responsible for ensuring smooth transition when a new Executive Committee takes office, sale of TANTEX capital assets when needed, and guiding the Executive Committee as mentors to ensure that TANTEX is governed as per the TANTEX Constitution and Bylaws.
- 1.1.8. At the beginning of the calendar year, the Executive Committee presents a schedule of planned events to the BoT and obtains their approval prior to implementation.

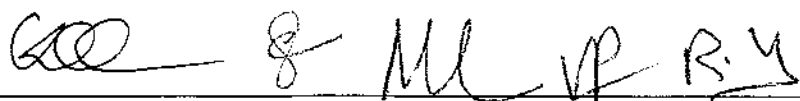
- 1.1.9. The Executive Committee and BoT will work in harmony to review issues and any activities that are not on the original schedule, and which has not been approved by the BoT. The interests of TANTEX as an organization will be held high by both EC and BoT in performing their respective roles.
- 1.1.10. In addition, under special circumstances, the Executive Committee should present all information requested by the Board of Trustees should the BoT feel it is necessary to obtain such information within reasonable bounds.
- 1.1.11. The Executive Committee should present a brief "State-of-the-Association" report to the Board twice during their one-year term.
- 1.1.12. BoT has the role of approving any expenditure above a \$5,000 after ensuring that such expense is necessary, timely, and is in the best interest of the organization and community.
- 1.1.13. BoT members may also represent TANTEX to enhance the image of TANTEX in other organizations when such requests are made
- 1.1.14. BoT ensures that TANTEX as an organization does not involve, engage, or actively participate in any local, national, or Indian political party activities such as support, fund raising, canvassing, etc on behalf of the community and conform to the
- 1.1.15. BoT envisages maintaining a liaison with local, state and national government agencies to facilitate such activities that will be beneficial to the Telugu community here and abroad.
- 1.1.16. The TANTEX President shall serve as an ex-officio member of the Board of Trustees without voting right.

**(b) Section – 2: Voting Privileges**

- 2.1. BoT shall have voting privileges along with the Executive Committee members on matters relating to
  - 2.1.1. Constitution and Bylaws and Amendments,
  - 2.1.2. Election policies and procedures
  - 2.1.3. Long term purpose, mission and objectives of TANTEX as outlined in the Constitution and Bylaws and Articles of Incorporation and
  - 2.1.4. Removal and suspension of any member.

**(c) Section – 3: Approval Authority**

- 3.1. The BoT is responsible for approving
  - 3.1.1. Any annual budget that exceeds previous year's actual expenses by 25% or more
  - 3.1.2. Any single program's cost exceeding 25% of annual operating budget at the time of the program proposal and
  - 3.1.3. Capital spending or non-core/unusual spending such as legal fees, insurance, etc., exceeding \$5,000.



### Article XIII. EXECUTIVE COMMITTEE (EC)

(a) **Section – 1: Definition**

- 1.1. The Executive Committee (EC) will consist of a maximum of twenty one members, including Officers and immediate Past-President of TANTEX. A minimum of 1/3<sup>rd</sup> of the EC positions shall be vacated for contest through a general Election process conducted by the Election Committee.
- 1.2. Out of twenty one (21) EC members the positions of President, Vice-President and President-elect are not elected by the general Election process but by the EC themselves.

(b) **Section – 2: Special Provisions for Women**

- 2.1. To promote participation and address issues of women in the context of cultural, literary, educational, socio-economic, health and community affairs of the Telugu speaking people in the community, special provisions will be made:
  - 2.1.1. To this effect, one third (1/3) of new openings in the Executive Committee will be reserved for women candidates.
  - 2.1.2. If no woman candidate can fill the vacancy, then vacancies will be filled by other general contestants.

(c) **Section – 3: Officers**

- 3.1. The following are the Office Bearers of TANTEX:
  - 3.1.1. President
  - 3.1.2. President-Elect
  - 3.1.3. Vice President
  - 3.1.4. Secretary
    - 3.1.4.1. Joint Secretary
  - 3.1.5. Treasurer
    - 3.1.5.1. Joint Treasurer

(d) **Section – 4: Committees**

- 4.1. Executive Committee shall have the authority to appoint standing committees, sub-committees and ad-hoc committees with respective Chairperson to help it carry out variety of tasks, functions and initiatives of TANTEX.
  - 4.1.1. The Executive Committee shall also have the power to dissolve or re-constitute such committees partially or entirely with a majority approval of the EC.
- 4.2. **Functions of Committees: Standing, Sub, and Ad-hoc**
  - 4.2.1. The President shall appoint the Chair, Vice-Chair and members of the following suggested Committees with the approval of the Executive Committee. A Committee could be named standing, sub or ad-hoc based on the EC's choice and the list can be expanded as per the needs.
    - 4.2.1.1. Literary Committee ("Telugu Sahiti Vedika")

- 4.2.1.2. Budget and Finance Committee
  - 4.2.1.3. Membership Committee
  - 4.2.1.4. Special Events Committee
  - 4.2.1.5. Cultural Committee
  - 4.2.1.6. Audio/Video Committee
  - 4.2.1.7. Media & Public Relations Committee
  - 4.2.1.8. Web & Internet Committee
  - 4.2.1.9. Youth Committee
  - 4.2.1.10. Food Committee
  - 4.2.1.11. Radio Committee
  - 4.2.1.12. Women's Committee ("*Vanita Vedika*")
  - 4.2.1.13. Marketing & Volunteers Committee
  - 4.2.1.14. Community Services Committee
  - 4.2.1.15. Business Seminars Committee
  - 4.2.1.16. Senior Citizens Committee ("*Maitri*")
  - 4.2.1.17. "*Telugu Velugu*" Magazine Committee
- 4.3. Each standing committee shall have no fewer than three members.
- 4.4. The incoming President shall have the responsibility of appointing committee members to fill positions where terms have expired, along with filling any vacancies.
- 4.5. No individual should serve on more than two standing committees.
- 4.6. A member of a committee who is absent, without notice, from two consecutive meetings during a calendar year may be subject to removal from the committee by the majority vote of the remaining members.
- 4.7. A committee member may be removed by a two-thirds vote of that committee when in its judgment the best interest of the Association would be served by removal.
- (e) **Section – 5: Attendance**
- 5.1. The EC shall have a minimum of six (6) meetings in a 12-month period.
- 5.2. Every member of EC is expected to participate in all the meetings called.
- 5.3. Any possible absence may be conveyed in advance to rest of members or attempt should be made to be available via telephone.
- 5.4. There will not be any proxies allowed for any meeting that requires decision making by members in activities such as voting.
- 5.5. Non-participation in THREE consecutive meetings or 50% of the total meetings without proper cause and excuse by the EC is reason for review and replacement with a suitable candidate.
- 5.6. The Election Committee operating during that year will make an appropriate recommendation to Executive Committee which will implement.

**(f) Section – 6: Financial Compensation and Financial Gains**

- 6.1. Members of the Governing Board are prohibited to receive any financial compensation from TANTEX and are forbidden to gain financial benefits by virtue of their elective offices within TANTEX.
- 6.2. Tangible services offered, such as food provided at TANTEX events and programs are exempted if vendors are approved by a majority of the Governing Board.
- 6.3. Violation of this policy will result in an immediate suspension followed by an inquiry by a committee appointed by the Governing Board.
- 6.4. This special committee shall remove the member(s) under investigation if the evidence justifies such removal.

**(g) Section – 7: Contract Services/ Goods**

- 7.1. All contract services/ goods involving expenditures in excess of \$1,000 must be approved in advance by a majority of the EC and then by majority of Governing Board.
- 7.2. The President will have discretionary authority to spend up to \$1,000 per calendar year and must inform EC within four weeks of the expenditure.

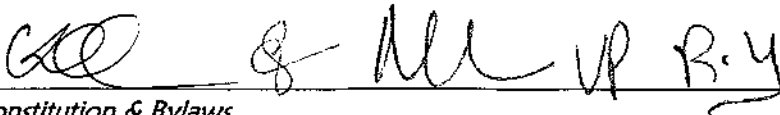
**Article XIV. DUTIES AND RESPONSIBILITIES OF THE EXECUTIVE COMMITTEE (EC)**

**(a) Section – 1: Constitution**

- 1.1. The Executive Committee will have the following constitution of officers:
  - 1.1.1. President
  - 1.1.2. President-Elect
  - 1.1.3. Vice-President
  - 1.1.4. Secretary
    - 1.1.4.1. Joint Secretary
  - 1.1.5. Treasurer
    - 1.1.5.1. Joint Treasurer
  - 1.1.6. Executive Committee Members

**(b) Section – 2: Broad List of Responsibilities**

- 2.1. Within 30 days of taking office, the Executive Committee shall present a schedule of planned events along with preliminary budget figures to the BoT and obtains their approval prior to implementation.
- 2.2. The Executive Committee shall not engage in any activity that is not on the schedule, and which has not been approved by the BoT.
- 2.3. The Executive Committee should present a brief "State-of-the-Association" report to the Board twice during their one-year term.
- 2.4. In addition, under special circumstances, the Executive Committee should present all information requested by the Board of Trustees should the Board feel it is necessary to obtain such information.



- 2.5. Under special circumstances, items not on the schedule can be approved by the Governing Board.

**(c) Section – 3: President**

- 3.1. The President is the head of TANTEX and bears the overall responsibility for its image, viability, vitality, financial well-being and actions of TANTEX.
- 3.2. The President shall maintain due oversight on all activities of TANTEX.
- 3.3. The President shall
- 3.3.1. Preside over all Executive Committee and General Body meetings;
- 3.3.2. Appoint volunteers as necessary to carry out logistical tasks for TANTEX events;
- 3.3.3. Represent TANTEX before public; act as an executive officer of TANTEX and perform all other functions attributed to this office.
- 3.4. The President will implement all the decisions made by the Governing Board and abide by the Constitution and Bylaws of TANTEX.

**(d) Section – 4: President-Elect**

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

**(e) Section – 5: Vice-President**

- 5.1. The Vice President shall assist the President and President-Elect in the performance of the day-to-day activities of TANTEX and will assume the duties of the President in the absence of the President and President Elect.
- 5.2. The Vice-President shall succeed the President-Elect without further nomination or election to the office of the President-Elect the following year.

**(f) Section – 6: Secretary**

- 6.1. The Secretary shall keep accurate minutes of all meetings and publish them in accordance with the requirements set by EC.
- 6.2. The Secretary shall keep a register of the mailing address of each member, EC, Officer, and employee of TANTEX.
- 6.2.1. This information shall not be disclosed to any other entity without the express permission of the Executive Committee.
- 6.3. Perform duties as assigned by the President or by the Executive Committee.
- 6.4. There shall be a position of Joint Secretary who shall assist the Secretary in performing the entire duties incidental to the office of the Secretary and such other duties as required from time to time by the Executive Committee. In the absence of the Secretary the Joint Secretary shall function as the Secretary.
- 6.5. He/She will maintain all official correspondences, documents, files and records and perform other duties as delegated by the President.

- 6.6. The Secretary is also responsible for all official correspondence of TANTEX.
- 6.7. The Secretary shall report activities of the organization at EC and General Body meetings.
- 6.8. He/She will maintain and archive all past & present records as per details given in Annexure – 3.
- 6.9. The Secretary will maintain custody of TANTEX's records and of the seal of TANTEX.
- 6.10. The Secretary will affix the seal of TANTEX to all documents as authorized.

**(g) Section – 7: Treasurer**

- 7.1. The Treasurer is the custodian of TANTEX's funds and assets. He/She shall manage the finances & assets according to the policies set forth by the Governing Board.
- 7.2. There will be a position of Joint Treasurer who shall assist the Treasurer in performing the entire duties incidental to the office of the Treasurer and such other duties required from time to time by the Executive Committee. In the absence of the Treasurer the Joint Treasurer shall function as the Treasurer.
- 7.3. He/She will keep accurate journal entries of receipts and expenditures, and present financial reports at EC and General Body meetings.
- 7.4. He/She shall keep the Governing Board informed of the financial status of TANTEX throughout the year as necessary.
- 7.5. The Treasurer will submit an annual budget to the Governing Board by March 1<sup>st</sup> of the fiscal year.
- 7.6. The Treasurer is also responsible to have the TANTEX accounts audited by an outside auditor and to file appropriate tax returns to government agencies at the required times.
- 7.7. The Treasurer acknowledges all donations made to TANTEX through a Thank you Note and promptly issues official receipts to all those who donate funds so that the donors can take advantage of any tax benefits to the extent allowed by law.
- 7.8. The Treasurer presents an audited financial report to the General Body at the annual General Body meeting. If auditing is not complete at the time of the General Body meeting, he or she will present the un-audited report.
- 7.9. The Treasurer is also responsible to file appropriate tax returns to government agencies at the required times.
- 7.10. The Treasurer or Joint Treasurer (in the absence of the Treasurer), shall sign checks issued by TANTEX up to a maximum of one thousand US dollars (\$1,000).
  - 7.10.1. However, the President and the Treasurer will sign checks for amounts larger than one thousand US dollars up to a maximum of five thousand US dollars (\$5,000).
  - 7.10.2. Prior written approval from BoT is required in advance if a single payment exceeds five thousand US dollars (\$5,000) and if the amount was not included in the approved annual budget.

**(h) Section – 8: EC Members**

- 8.1. EC members will attend EC meetings, provide input, vote when needed on decisions and action items made at EC meetings and perform duties for TANTEX events and functions as assigned by EC.

**(i) Section – 9: Financial Duties**

- 9.1. The Executive Committee shall strive towards a balanced budget and exercise fiscal restraint.
- 9.2. Fiscal year of TANTEX shall begin on the first day of January and end on the last day in December in each year.

**(j) Section – 10: Operational Duties**

- 10.1. The Executive Committee is responsible for setting all procedures relating to TANTEX day to day operations and managing events in compliance with the Constitution and Bylaws of TANTEX.
- 10.2. EC shall communicate any significant changes in operating procedures within 30 days of the EC decision to all members by posting on the TANTEX website, by e-mail or mail.
- 10.3. The Executive Committee may refer issues that could not be resolved by EC to BoT or the General Body for consideration and resolution.



**Article XV. GENERAL BODY (GB)**

**(a) Section – 1: Role & Responsibilities**

- 1.1. The General Body is the supreme authority of TANTEX in all matters as provided in the Constitution and Bylaws.
- 1.2. The President should refer major disputes to BoT for resolution if EC cannot resolve first.
- 1.2.1. If in turn BoT cannot resolve such matters to the satisfaction of all parties involved, BoT may recommend resolution by the General Body and call for an emergency General Body meeting.
- 1.3. The decision of the General Body is final and binding on all parties to the dispute.

**(b) Section – 2: Broad Powers**

- 2.1. The General Body shall have the power to remove any member of the Governing Board for cause with a two-thirds majority of the voting members consistent with quorum requirements.
- 2.1.1. Such drastic action shall be taken only after failing to reach an accord by referring the matter to the BoT.
- 2.2. Any member accused of misconduct should be given an opportunity to defend his/her case before BoT first prior to referral to the General Body.

 &  VP R.Y.



## Article XVI. ELECTION COMMITTEE

### (a) Section – 1: Role, Responsibility, Term, Constitution, and Selection

In order to conduct efficient and transparent elections for various positions in Governing Board, an Election Committee will be constituted by the Governing Board. All members of this committee will be residents of the TANTEX membership area.

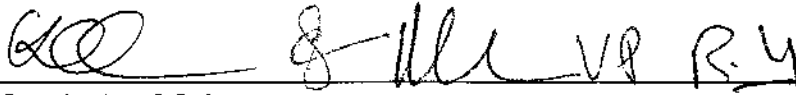
For applicable transitional clause here, please refer to Annexure – 3.

- 1.1. **Role:** The role of the Election Committee is to provide necessary support in conducting annual elections to the BoT and Executive Committee (EC) in a non-partisan, fair, equitable and economic way. This Committee's decision is final.
- 1.2. **Responsibilities:** The responsibilities include
  - 1.2.1. Developing the Election schedule taking into account various aspects regarding the conduct of elections.
  - 1.2.2. Keeping track of election schedules and updating the EC/BoT about the potential vacancies in advance.
  - 1.2.3. Verifying the candidates' eligibilities and proper conduct of annual elections and the logistics required, declaring the winners and finally ensuring that they are duly installed in office.
- 1.3. **Term:** The Committee will form soon after the EC conducts their first meeting and will be disbanded soon after the formation of next such committee which is typically about 12 calendar months.
- 1.4. **Constitution:** It shall consist of five individuals. Three of them are recommended by EC and two of them by BoT.
  - 1.4.1. EC recommends THREE
    - 1.4.1.1. Member –at- Large (1)
    - 1.4.1.2. Past President (1)
    - 1.4.1.3. Past EC Member (1) who successfully completed entire term of the position held at that time.
  - 1.4.2. BoT recommends TWO
    - 1.4.2.1. Present BoT Member (1)
    - 1.4.2.2. Past Office Bearer such as Vice-President or Secretary or Treasurer (1)
- 1.5. **Selection:** The selection of Election Committee will be done as follows:
  - 1.5.1. The selection committee will have current President, President-elect and Chairman of BoT.
  - 1.5.2. Members will be selected from a pool of past Presidents, past BoT members and Life Members at Large.
  - 1.5.3. Eligible members of the pool will be published on TANTEX website and will be updated at regular intervals of time.
  - 1.5.4. Eligible members of the pool will have an option to opt out of the pool.

- 1.5.5. The Life Members- at- Large should have the following attributes
  - 1.5.5.1. Should be members of the Telugu community
  - 1.5.5.2. Should be firm believers in TANTEX organizational and its goals
  - 1.5.5.3. Should have the ability to feel the pulse of community and do the right thing to the community.
  - 1.5.5.4. Should have high moral integrity, character and should not be biased to any particular group or party in the community.
  - 1.5.5.5. Should have a high professional, and educational background
  - 1.5.5.6. Prefer to have good leadership qualities as well as fund raising abilities
  - 1.5.5.7. Prefer to participate in Telugu/TANTEX Activities to the extent possible.
  - 1.5.5.8. They should not be a either a serving member or a contestant for any elected position during that year.

**(b) Section – 2:            Functioning of the “Election Committee:**

- 2.1. **Organization:** The Committee will elect one of them as the Chairman of the Committee for the term. He/She will coordinate the workings of the Committee and will provide a unified voice of the Committee to the Governing Board and General Body of TANTEX. All decisions will be made until full consensus is reached and not by majority vote.
- 2.2. **Main Duties:**
  - 2.2.1. Election of BoT and EC members is the main functions of this Committee.
  - 2.2.2. Review various positions that become open based on position criteria such as term, eligibility etc.
  - 2.2.3. Announce all open positions every year via e-mail, TANTEX web site, *Telugu Velugu* magazine, or US mail to members who are eligible to vote.
  - 2.2.4. Make an election schedule and follow established process to conduct elections.
  - 2.2.5. If no candidate or candidates apply or run for elections to fill any vacant positions for which elections are scheduled, then the Election Committee will review the necessity for such positions with the Executive Committee. Based on the consensus, the positions are filled by drafting Members- at- Large or left alone.
  - 2.2.6. Ensure that the one third (1/3) reservation to women candidates is put into practice. If no woman candidate can fill the vacancy, then they will be filled by other contestants.
  - 2.2.7. After successful conduct of elections, declare successful candidates and ensure proper installation of them.

  
Constitution & Bylaws

(c) **Section – 3: Objectives of Elections**

3.1. Elections will be conducted to achieve the following three objectives:

- 3.1.1. Continuity in the organizational management for its' overall success
- 3.1.2. Facilitate entry of new people to encourage new thinking and providing opportunity for younger generation to participate and promote.
- 3.1.3. Sufficient time of three years' term for all elected so that the team can bond together synchronize, transition and conduct the affairs efficiently.

(d) **Section – 4: Petition Candidacy**

- 4.1. There is no Petition Candidacy.

(e) **Section – 5: Verification of Membership Rolls**

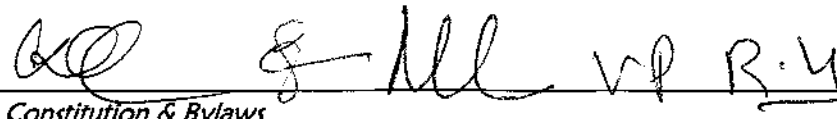
- 5.1. The Election Committee will review all the membership rolls certified by TANTEX Secretary and decide on the final list of eligible members to cast their ballot.

(f) **Section – 6: Eligibility of Contestants**

- 6.1. Governing Board (BoT and EC) members should be residents of the Dallas/Fort Worth Metroplex area and immediate surrounding counties.
- 6.2. All members of Board of Trustees, Officers and Executive Committee (EC) members of TANTEX must be Life Members of TANTEX.
- 6.3. EC members other than Officers may be elected to EC subject to a maximum of two full terms with or without any gap in between terms.

(g) **Section – 7: Identification of Vacancies**

- 7.1. To meet the above objectives, a third (1/3<sup>rd</sup>) of the total EC members excluding the positions of President, Vice-President and President-Elect shall be made available for new entrants every year.
- 7.2. For the elections to be conducted in years 2009 and 2010, six positions will be vacated from the existing EC members (a total of 21) based on the recommendation of President, BoT Chair and President-Elect, Election Committee besides those EC members exiting after the three-year term.
- 7.3. The Election committee will scrutinize the list of existing EC members and inform the candidates whose positions will be vacated and whose term limits have been reached.
- 7.4. Elections will be conducted for these positions.
- 7.5. These candidates who have to relinquish their positions as EC members through assessment process (and not term limit) can become candidates to re-contest for ensuing elections the same year. This provision is only for the elections to be conducted in years 2009 and 2010.
- 7.6. For the subsequent years, three (3) year term limits (maximum of two) will come into force thus creating a maximum of six (6) openings every year.



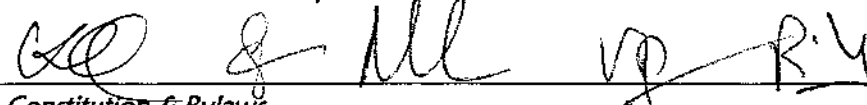
For applicable transitional clause here, please refer to Annexure – 4.

(h) **Section – 8: Assessment Criteria to Identify Vacancies  
(Transitional clause)**

- 8.1. **Assessment:** Election committee will request President, BoT Chair and President Elect to submit an individual report on the overall attendance, performance & contribution of all current EC members in a sealed envelopes based on the following:
  - 8.1.1. Attendance of EC meetings
  - 8.1.2. Active participation in the TANTEX sponsored/supported events.
  - 8.1.3. Fund raising efforts to various TANTEX activities
  - 8.1.4. Demonstration of team spirit
  - 8.1.5. Term limit (three years)
- 8.2. Election Committee will compile these three individual reports and come up with ranking of the EC members except for President, President-Elect and Vice-President positions.
- 8.3. Based on the relative ranking, the bottom (up to six) candidates will be listed to vacate relinquish their positions to make way for new candidate elections. These candidates will be informed of their ineligibility status for next elections by email or U.S. Postal Service). These candidates have to wait for a full year before re-contesting for elections.
- 8.4. These six positions can also include those with term limit expiry (three years).

(i) **Section – 9: Announcement of Vacancies to Membership**

- 9.1. The Election Committee shall plan the election logistics and inform members of the entire list of candidates, the election place, the date and time for casting ballots.
- 9.2. These announcements should be communicated to eligible voters by mail (US Postal Service), in the TANTEX TELUGU VELUGU News letter or sent either to a member's regular mailing address, by first-class mail, postage prepaid, or to such member's electronic mail address on file with the Secretary shall be deemed to be good and sufficient notice for all purposes under these Bylaws.
- 9.3. The information should include detailed election schedule, process, list of contestants with their bios and a secure, numbered postal ballot. This information package will be sent by first class US Mail to the members' regular mailing address on record by first class mail with a pre-paid envelope (for postal ballot).
- 9.4. All information other than secure, numbered postal ballot may be sent to members' electronic mail address which is on file with the TANTEX Secretary is also deemed to be good and sufficient notice for all purposes under these Bylaws.
- 9.5. This information need to be sent to all members at least two weeks prior to the Election Day.



**(j) Section – 10: Conduct of Elections**

- 10.1. The Election Committee shall conduct the election as planned, count the ballots, and announce the results after the counting process is completed and verified by the representatives of all the contesting candidates. This election process is subjected to verification of a third party (TBD).
- 10.2. To ensure balanced and fair elections, The Election committee shall conduct elections using mail-in postal ballots for all positions declared for elections.
- 10.3. All eligible members will be sent an official pre-paid mail-in ballot with appropriate security measures through USPS (United States Postal Service).
- 10.4. A detailed pamphlet with all the election guidelines, schedule of elections, list of candidates with profiles against each open position etc. will be mailed in advance.
- 10.5. The top candidates that receive a majority of the votes cast for EC shall deem to have been elected to the EC the following year to fill the vacancies for which elections were conducted.
- 10.6. Similarly, candidates that receive a majority of the votes cast to fill the vacancies on BoT shall have been elected to the BoT for the following three years.
- 10.7. Results of the election shall be posted on the TANTEX website no later than December 15th (before midnight) of the preceding year the date by which the election process shall be completed.

**(k) Section – 11: Declaration of Winners in the Elections**

- 11.1. The top candidates who receive a majority of the votes cast for EC shall deem to have been elected to the EC the following year.
- 11.2. Similarly, candidates that receive a majority of the votes cast to fill the vacancies on BoT shall have been elected to the BoT for the following three years.
- 11.3. Results of the election shall be posted on the TANTEX website no later than December 15th of the preceding year the date by which the election process shall be completed.

**(l) Section - 12: Installation of New EC & Office Bearers**

- 12.1. The newly elected members of EC will elect, by January 15th, Vice President from preceding year's Secretary, Joint Secretary, Treasurer, or Joint Treasurer with at least one year of service in this capacity.
- 12.2. The EC will also elect Secretary, Joint Secretary, Treasurer, and Joint Treasurer by January 15th from a pool of EC members who served at least one year on EC, including those who served on EC in past years.
- 12.3. The Election Committee will announce the name of Past President as an ex-officio member of EC the following year.
- 12.4. The Election Committee will also declare the election of President-Elect as President and Vice President as President-Elect the following year.

**(m) Section - 13: EC & Office Bearer - Restrictions**

- 13.1. EC members who served at least one year on EC, including those who served on EC in past years, are eligible for nomination to the position of Secretary, Joint Secretary, Treasurer or Joint Treasurer but not to the position of President, President-Elect or Vice President.

**(n) Section - 14: Vacancies Due to Unforeseen Situations**

- 14.1. Any vacancy due to resignation, death, incapacitation, or any other reason resulting in the non-availability of a Governing Board member, shall be filled by a Member-at-Large with majority vote of the Governing meeting to complete the remaining term of service.
- 14.2. President-Elect shall automatically become President and Vice President shall automatically become President-Elect to fill the vacancy of President. One of the following Officers - Secretary, Joint Secretary, Treasurer, or Joint Treasurer, shall be elected by the Governing Board to fill the vacancy of Vice President.
- 14.3. Vacancies for any one or more of the following Officers - Secretary, Joint Secretary, Treasurer, or Joint Treasurer, shall be filled with the other EC members by the Governing Board. EC member vacancies, if any, may be filled with eligible and qualified TANTEX members by the Governing Board.
- 14.4. Vacancies for BoT shall be filled (remaining term) with TANTEX Life Members of appropriate category (woman, Past President, Past Office Bearers, past BoT Members, Patrons and Members-at-Large) who meet the eligibility criteria by the Governing Board.

**(o) Section - 15: Final Decision**

- 15.1. The decision of the Election Committee is final in all matters relating to the elections including the final results of the election.

**(p) Section - 16: Handover To New Office Bearers**

- 16.1. TANTEX Secretary has to call for meeting with outgoing Governing Board members before Jan 15<sup>th</sup> and do the following:
- 16.1.1. Pass a motion to dissolve the old Governing Board and carry it.
- 16.1.2. Immediately pass a motion to introduce and install new in-coming Governing Board and carry it.
- 16.1.3. (Outgoing committee members who are not part of new governing board should leave the meeting or just observe the meeting. No active participation or discussion is allowed).
- 16.2. The office shall be handed over to the new officers on or before January 15<sup>th</sup>, and the newly elected officers shall work together with the outgoing committee to achieve a smooth transition to the office.
- 16.3. The outgoing committee shall hand over the audited balance of account and other documents of the Association by January 15<sup>th</sup>.

## Article XVII.

## MEETINGS

### (a) Section – 1: Frequency

- 1.1. A General Body meeting shall be held at least once a year, but no later than December 15th.

### (b) Section – 2: Agenda

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

- 2.1.1. President's Report
- 2.1.2. Approval of previous General Body meeting minutes
- 2.1.3. Secretary's Report
- 2.1.4. Treasurer's Report (un-audited)
- 2.1.5. Any other matters deemed necessary by the Governing Board
- 2.1.6. New items
- 2.1.7. Elections may be conducted, if necessary

### (c) Section – 3: Special General Body Meeting

- 3.1. The President shall convene a special General Body meeting within sixty days if twenty-five percent of the voting members of TANTEX request such a meeting in writing and if such a request is supported by a signed petition indicating purpose of such a meeting.

### (d) Section – 4: Vote

- 4.1. Each EC member has one vote when any proposal is put forth at EC meetings.
- 4.2. In joint EC/BoT meetings, BoT and EC members have one vote when any proposal is put forth for vote.
- 4.3. All decisions should be based on the majority vote subject to quorum requirements.
- 4.4. There will not be any proxies allowed for any meeting that requires decision making by members in activities in activities such as voting.

### (e) Section – 5: Announcement of General Body Meetings

- 5.1. All members shall be notified of all General Body meetings by mail, e-mail, or published on the TANTEX web site, at least 15 days before each General Body meeting.
- 5.2. However, all eligible General Body members should be notified by mail (US Postal Service) if elections are being conducted at a General Body meeting.

### (f) Section - 6: Frequency of EC Meetings

- 6.1. The Executive committee of TANTEX shall meet at least six times a year.

### (g) Section - 7: Frequency of BoT Meetings

- 7.1. The BoT shall meet at least four (4) times a year.

(h) **Section – 8: Recording of Minutes**

- 8.1. **General Body:** The minutes of each General Body meeting shall be recorded by the Secretary and submitted for approval at the next General Body meeting.
- 8.2. **EC:** The minutes of each meeting of the Executive Committee shall be recorded by the Secretary and submitted for approval at the next meeting of the Executive Committee.
- 8.3. **BoT:** The minutes of each BoT meeting shall be recorded by one of the members of BoT designated by the Chair of BoT and submitted for approval at the next meeting of the BoT.

**Article XVIII. QUORUM**

(a) **Section – 1: General Body (GB)**

- 1.1. The quorum for General Body meetings shall be lesser of 50 voting members in good standing or one-fifth of the total number of voting members in good standing.
- 1.2. There will not be any proxies allowed for any meeting that requires decision making by members in activities in activities such as voting.
- 1.3. The latest edition of Robert's Rules of Order should be followed if quorum requirements are not met.

(b) **Section – 2: Executive Committee (EC)**

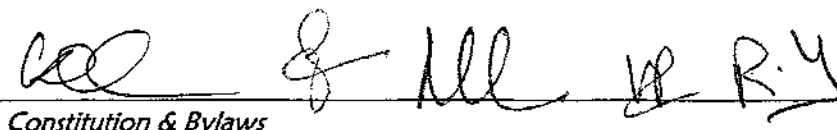
- 2.1. The quorum for meetings of Executive Committee shall be a simple majority.
- 2.2. The latest edition of Robert's Rules of Order should be followed if quorum requirements are not met.

(c) **Section – 3: Board of Trustees (BoT)**

- 3.1. The quorum for BoT meetings shall be a simple majority of the BoT.
- 3.2. The latest edition of Robert's Rules of Order should be followed if quorum requirements are not met.

(d) **Section – 4: Governing Board (GoB)**

- 4.1. The quorum for the Governing Board meeting shall be a simple majority of the Governing Board.
- 4.2. The latest edition of Robert's Rules of Order should be followed if quorum requirements are not met.





## Article XIX. RULES AND PROCEDURES

### (a) Section – 1: Setting up

- 1.1. The Governing Board shall set the rules and procedures for administering and managing the affairs of TANTEX in accordance with the Constitution and Bylaws.

### (b) Section – 2: Communication to Membership

- 2.1. The rules and procedures set by TANTEX and any changes to them shall be communicated to the members as needed by US postal mail, TANTEX's "Telugu Velugu" magazine (where applicable), posting on the TANTEX web site, or e-mails, within 30 days.

### (c) Section – 3: Robert's Rules of Order

- 3.1. The rules contained in the latest edition of the "Robert's Rules of Order, Newly Revised", in effect at the time, shall govern conduct of all meetings of TANTEX in all cases where they are applicable and in where they are not inconsistent with the Constitution and the Bylaws of TANTEX or under all applicable Laws of the State of Texas.
- 3.2. The Secretary, TANTEX shall ensure that a copy is always available during any official meeting of the TANTEX Executive Committee, Governing Board and General Body for easy reference.

## Article XX. SUSPENSION AND REMOVAL

### (a) Section – 1: Members of the Governing Board

- 1.1. If any member of the Governing Board (Officers, Executive Committee members or Board of Trustees) does not fulfill the his/her duties as required or acts contrary to the objectives and rules of the Constitution and Bylaws or disrupts the functioning of the organization consistently with an ulterior motive; upon receiving sufficient information and after notice of hearing, such member may be suspended until further notice by the Governing Board.
- 1.2. No member shall conduct himself or herself in boisterous, disrespectful, unruly, and unparliamentarily manner in any TANTEX meeting. Such behavior can be cause for a disciplinary action as decided by the Governing Board.
- 1.3. The Governing Board shall reserve the right to reinstate the member's position one time upon satisfying assurances or clarifications. However, where needed, such member may eventually be voted out of office by a two-thirds majority of members present at a regular or special General Body meeting.

### (b) Section – 2: Tardiness

- 2.1. Executive Committee members who are absent for three consecutive EC meetings without prior approval of the President may be removed from EC

with a two-thirds majority vote of the Governing Board. Exceptions may be made in special extenuating circumstances.

**(c) Section – 3: Misconduct**

- 3.1. The President, or an authorized member of the Governing Board if charges are brought against the President, shall call a General Body meeting within two months of receiving a petition signed by at least two-thirds of the members of record requesting such removal and providing the rationale for such a request.
- 3.2. Specific charges levied against any member(s) of the Governing Board shall be communicated by the Secretary to members of record, at least one month before the scheduled General Body hearing.

**(d) Section – 4: Suspension or Dissolution of EC**

- 4.1. The General Body shall elect a President pro-tem at the scheduled meeting if the Executive Committee does not exist for any reason and administers the oath of office to the President pro- tem.

**(e) Section - 5: Members of TANTEX**

- 5.1. Any member who acts against the interests of TANTEX or violates the Constitution and Bylaws or rules or speaks about the organization inappropriately in public or abuses the officer, EC, BOT, or fellow member, is liable to be suspended or expelled from TANTEX permanently.
- 5.2. In such a situation, a written notice of the suspension or expulsion and the reasons there for will be sent to the said member not less than 30 days prior to the effective date of suspension or expulsion.
- 5.3. The said member will have an opportunity to be heard by the Governing Board not less than ten days prior to the effective date of suspension or expulsion.
- 5.4. Following the hearing, any decision by a majority of the Governing Board shall be final.

**Article XXI. Books, Records And Archival**

**(a) Section - 1: Required Books and Records**

- 1.1. The Executive Committee shall keep correct and complete books and records of account.
- 1.2. The Association's books and records shall include:
  - 1.2.1. A file-endorsed copy of all documents filed with the Texas Secretary of State relating to the Association, including, but not limited to, the articles of Association, and any articles of amendment, restated articles, articles of merger, articles of consolidation, and statement of change of registered office or registered agent.
  - 1.2.2. A copy of the Bylaws, and any amended versions or amendments to the Bylaws.

- 1.2.3. Minutes of the proceeding of the members, Executive Committee, and committees having any of the authority of the Executive Committee.
  - 1.2.4. A list of the names and addresses of the members, ECs, officers and any committee members of the Association.
  - 1.2.5. A financial statement showing the assets, liabilities, and net worth of the Association at the end of the seven (7) most recent fiscal years.
  - 1.2.6. A financial statement showing the income and expenses of the Association for the seven (7) most recent fiscal years.
  - 1.2.7. All rulings, letters, and other documents relating to the Association's federal, state, and local tax status.
  - 1.2.8. The Association's federal, state, and local information or income tax returns for each of the Association's seven (7) most recent years.
  - 1.3. All these books and records shall be archived with proper filing procedures in electronic and paper form (as appropriate). External archival resources such as data storage companies may be engaged as the situation demands. The intent is to provide easily archivable, retrievable yet safe storage mechanisms for years to come.
- (b) **Section - 2: Inspection and Copying**
- 2.1. Any voting member of the Association may inspect and receive copies of all books and records of the Association required to be kept by the Bylaws.
  - 2.2. Such a voting member may inspect or receive copies if the person has a proper purpose related to the person's interest in the Association and if the person submits a request in writing.
  - 2.3. The Governing Board shall have the right to provide or deny such requests if the intent of inspection is not clearly established by the requesting party. The Governing Board shall have the right to define the venue for such activities.
  - 2.4. Any voting member entitled to inspect and copy the Association's books and records may do so through his or her attorney or other duly authorized representative.
  - 2.5. A voting member entitled to inspect the Association's books and records may do so at a reasonable time no later than thirty (30) working days after the Association's receipt of a proper written request.
  - 2.6. The Executive Committee may establish reasonable fees for copying the Association's books and records by members.
  - 2.7. The Association shall provide requested copies of books or records no later than thirty (30) working days after the Association's receipt of a proper written request.

**(c) Section - 3: Audits**

- 3.1. Any voting member shall have the right to have an audit conducted of the Association's books.
- 3.2. The voting member requesting the audit shall bear the expense of the audit unless the rest of the voting members vote to authorize payment of audit expenses.
- 3.3. The voting member requesting the audit may select the accounting firm to conduct the audit.
- 3.4. A voting member may not exercise these rights to compel audits so as to subject the Association to an audit more than once in any fiscal year.

**Article XXII.**

**AMENDMENTS TO THE  
CONSTITUTION AND BYLAWS**

**(a) Section - 1: Submission of Proposals to Amend**

- 1.1. Any TANTEX member may submit, in writing, proposals to amend the Constitution and Bylaws to the Secretary along with an explanation of such need for the amendment at least two months prior to the General Body meeting by registered/certified mail.
- 1.2. In order to be accepted and taken before the General Body, such proposals must be accompanied by names and signatures from at least 25% of the total eligible voting members.
- 1.3. Any member of the Governing Board (Board of Trustees or the Executive Committee) may submit proposals to amend the Constitution and Bylaws before a General Body as long as such proposals are approved by the Governing Board upon considering a satisfying explanation of such need for the amendment.

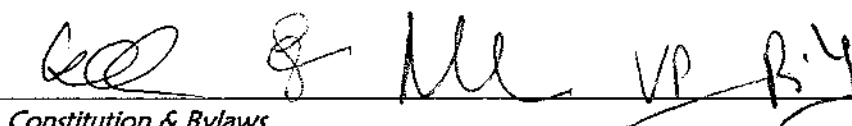
**(b) Section - 2: Notice for General Body Meeting**

- 2.1. The Secretary shall provide the members with a notice of the proposed amendments via e-mail, mail or post on TANTEX web site, TANTEX's "Telugu Velugu" magazine (where applicable), at least four weeks prior to the General Body meeting.

**(c) Section - 3: Vote by General Body & Approval**

- 3.1. The Articles of Constitution can be amended only by the General Body with at least two-thirds of the members present approving the amendments subject to the quorum requirements.
- 3.2. The Bylaws or Constitution can be altered or amended only by the General Body with simple majority of the members present approving the amendments subject to the quorum requirements.
- 3.3. The approved Amendments shall be communicated by mail, e-mail, posting on the TANTEX website within four weeks of such approval.

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### Article XXIII. DISSOLUTION

(a) Section - 1: Dissolution Process

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

### Article XXIV. MISCELLANEOUS PROVISIONS

(a) Section - 1: Headings

- 1.1. The headings used in this document are used for convenience and shall not be considered in construing the terms of the Constitution and Bylaws.

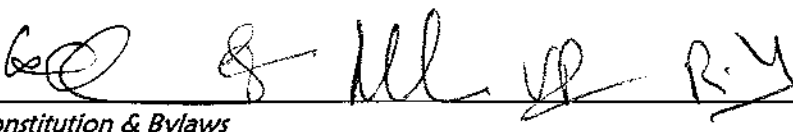
### Article XXV. Indemnification of Governing Board and Others

(a) Section - 1: Indemnification of Officers, Board Members, Trustees, and Others

- 1.1. To the extent permitted and in the manner prescribed by Texas law, TANTEX shall indemnify and advance expenses for any person who was or is threatened to be made a named defendant or respondent in a proceeding, whether civil, criminal, administrative, arbitative, or investigative, including all appeals, because that person is or was a director, trustee, officer, employee, or agent of the TANTEX.
- 1.2. Indemnification and advancement of expenses will be against all expenses, including, without limitation, attorney's fees, court costs, expert witness fees, judgments, decrees, fines, penalties, and reasonable expenses actually incurred by the person in connection with the proceeding.
- 1.3. Indemnification under this section of a person who is found liable to TANTEX or is found liable because the person improperly received a personal benefit:
  - 1.3.1. Is limited to reasonable expenses actually incurred by the person in connection with the proceeding;
  - 1.3.2. Does not include a judgment, a penalty, a fine, and an excise or similar tax, including an excise tax assessed against the person with respect to an employee benefit plan; and
  - 1.3.3. May not be made in relation to a proceeding in which the person has been found liable for:

- 1.3.3.1. Willful or intentional misconduct in the performance of the person's duty to the enterprise;
- 1.3.3.2. Breach of the person's duty of loyalty owed to the enterprise; or an act or omission not committed in good faith that constitutes a breach of a duty owed by the person to the enterprise. The indemnification provided in this section also extends to good-faith expenditures incurred in anticipation of, or preparation for, threatened or proposed litigation.
- 1.4. The indemnification also shall cover the good-faith settlement of any such action, suit, or proceeding, whether formally instituted or not.
- 1.5. All reasonable expenses incurred by a director, trustee, officer, employee, or agent of TANTEX shall be paid or reimbursed, in advance of the final disposition of a proceeding or settlement in accordance with Texas law.

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 The block contains several handwritten signatures in black ink, including a large stylized 'G' or 'C' on the left, followed by several other cursive signatures, and the initials 'R.Y.' on the right.

## ANNEXURE – 1

### TANTEX OFFICIAL LOGO

- (a) Section – 1: Official Corporate Seal and Logo
- 4.3. The Executive Committee shall provide for a corporate seal.
- 4.4. The official logo consist of two concentric circles in the shape of a doughnut containing the words "TELUGU ASSOCIATION OF NORTH TEXAS", in Telugu font on top and in English in the bottom. Inside the circle, an outline map of Andhra Pradesh with picture of "Telugu Talli" will be present. At the bottom of the circle, there will be a ribbon on whose left end the word "Dallas" and on the right end "Fort Worth" will be written. The middle part of the ribbon will have the words "Telugu Paluku" and "Teneloluku" in Telugu font. Below the circle and the ribbon the following words are written "TANTEX – Estd. 1986" on one line and [www.tantex.org](http://www.tantex.org) on a line below.



TANTEX - ESTD. 1986  
[www.tantex.org](http://www.tantex.org)

*[Handwritten signatures]*

## ANNEXURE – 2

## TANTEX ELECTION SCHEDULE (TENTATIVE)

## (b) Section – 1: Typical Election Schedule

- 1.1. The Election Committee shall develop a detailed Election schedule once formed.

Event	Est. Time Period	Description / Notes / Comments
Election Committee formation	Day 1	As per Article XVI (Constituted by Governing Board)
Announcement – Election & Schedule	Day 10 (10 days)	After Approval from Governing Board, the President will announce the elections with a schedule.
Last Date for Filing	Day 40 (30 days)	Last Date for Filing
Finalization of Membership rolls	Day 40 (30 days)	Finalize the membership rolls – make corrections/amendments etc.
Last Date for Withdrawal	Day 50 (10 days)	Last Date for Withdrawal
Final Announcement of Candidates	Day 60 (10 days)	Screening, ratification by Election Committee, ensuring that all preliminary conditions of candidacy are met with. Announcement of Candidates on web
Mailing of Ballots with Bios	Day 65 (5days)	Mail ballots, election process, locations, dates, candidate's bio etc. to all eligible members.
Election Day (Physical ballot box and Mail-in)	Day 85 (10 days)	Conduct elections in appropriate place with secret ballot (with box). Collect all Mail-in ballots also.
Counting	Day 86 (11 days)	Count, recount and finalize the counting process within 24 hours of Election day.
Announcement of Results	Day 86 (11 days)	Announce results (if there is no other issue of recount). If recount is needed, conduct recount and announce results within 24 hrs. Send results by email and on web besides announcing at a meeting.
Installation of Electees	Day 90 (3 days)	Installation of elected members (if there are no withdrawals)



## ANNEXURE – 3

### TRANSITIONAL CLAUSE – NOMINATION COMMITTEE

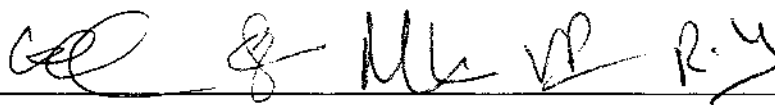
- (a) Section - 1:                      Dissolution of Nominations Committee
- 1.1. Per the existing Bylaws, a Nominations Committee with 7 members should be installed by September 15, 2009.
  - 1.2. As per the new Constitution and Bylaws, a new Election Committee shall be formed within 15 days of the approval by General Body.
  - 1.3. The old Nominations Committee shall be dissolved and its selected functions will be absorbed by the Election Committee.
  - 1.4. Going forward, the decisions of the Elections Committee will be final and binding on all matters relating to Elections in TANTEX.

## ANNEXURE – 4

### TRANSITIONAL PROVISIONS – EC Vacancies

- (a) **Section - 1: Vacancies in Executive Committee**
- 1.1. **Objectives: In order to provide**
- 1.1.1. Continuity in the organizational management for its' overall success
  - 1.1.2. Facilitate entry of new people to encourage new thinking and providing opportunity for younger generation to participate and promote.
  - 1.1.3. Sufficient time of three years' term for all elected so that the team can bond together, synchronize, transition and conduct the affairs efficiently.
- 1.2. **Identification of Vacancies:**
- 1.2.1. To meet the above objectives, a third (1/3rd) of the total EC members excluding the positions of President, Vice-President and President-Elect shall be made available for new entrants every year.
  - 1.2.2. These open positions will be vacated from the existing EC members (a total of 21) based on the recommendation of President, BoT Chair and President-Elect, Election Committee besides those EC members exiting after the three-year term.
- 1.3. **Assessment:**
- 1.3.1. Election committee will request President, BoT Chair and President Elect to submit an individual report on the overall attendance, performance & contribution of all current EC members in a sealed envelopes based on the following:
    - 1.4.1.1. Attendance of EC meetings
    - 1.4.1.2. Active participation in the TANTEX sponsored/supported events.
    - 1.4.1.3. Fund raising efforts to various TANTEX activities
    - 1.4.1.4. Demonstration of team spirit
    - 1.4.1.5. Term limit (three years)
- 1.4. **Process:**
- 1.4.1. Election Committee will compile these three individual reports and come up with ranking of the EC members except for President, President-Elect and Vice-President positions.
  - 1.4.2. Based on the relative ranking, the bottom (up to six) candidates will be listed to relinquish their positions to make way for new candidate elections. These candidates will be informed of their ineligibility status for next elections by email or U.S. Postal Service).

- 1.4.3. These six positions can also include those with term limit expiry (three years).
- 1.4.4. These candidates who have to relinquish their positions as EC members through assessment process (and not term limit) can become candidates to re-contest for ensuing elections the same year.
- 1.4.5. This provision is valid only for elections to be conducted in 2009 and 2010.
- 1.4.6. Future years, the automatic term-limit will come into force thus eliminating the assessment process.

  
Constitution & Bylaws

## ANNEXURE - 5

## TRANSITIONAL PROVISIONS – EXTENSION OF BOT TERM

(a) Section - I: Extension of BOT Member's Term

- 1.1.1. The current BoT has five members with three members, two members and zero members vacating every year thus creating opportunities for new candidates.
- 1.1.2. As this sequence of 0-3-2 (for years 2010, 2011 and 2012) preclude no new opportunities for an entire year, the sequence shall be changed to that of 0-2-2-1-2-2-1 for years 2010 till 2016 and beyond.
- 1.1.3. To facilitate this, the term of one of current BoT members BoT-2 or BoT-3 whose term is expiring in 2010 shall be extended till 2012.
- 1.1.4. This transitional clause is valid only for the position of either BoT-2 or BoT-3 and for the years 2009 till 2012.

## New Proposal

Role	Represent	Name	Term as of 09	2010	2011	2012	2013	2014	2015	2016
BOT-1	Past President-1	BoT-1	2	3	1 - New	2	3	1 - New	2	3
BOT-2	Past President-2	BoT-4	1	2	3	1 - New	2	3	1 - New	2
BOT-3	Past EC-1	BoT-5	1	2	3	1 - New	1 - New	2	3	1 - New
BOT-4	Member at Large-1	BoT-2	2	3	4-Extd	5-Extd	2	3	1 - New	2
BOT-5	Member at Large-2	BoT-3	2	3	1 - New	2	3	1 - New	2	3
			Vacancies	0	2	2	1	2	2	1

4-Ext

Extended Period

Extend BoT -2 or 3's period by two years till Year 2012.

This will facilitate that there are either one or two vacancies every year thus ensuring new blood into the organization from year 2013 onwards.

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