



# தமிழ்ச்சங்கம் மிச்சிகன்

## TAMIL SANGAM MICHIGAN

A Registered, Non-Profit, Tax-Exempt 501 C (3) Organization

(FOUNDED IN 1975)

### சட்டவிதிகள்

## THE CONSTITUTION

### (Bylaws)

Revised as of March 2022  
Approved by General Body on May 2022

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## Article 1: Goals of the Organization

- Cultivate, preserve, promote, and develop the Tamil language and arts.
- Spread the Tamil culture to the Michigan community
- Teach Tamil language to the next generation in Michigan
- Encourage the youth to organize and participate in voluntary activities.
- Promote Tamil literary reading and discussion.
- Promote Tamil arts, music, dance, and drama.
- Celebrate festivals and conduct special events to uphold Tamil culture and heritage.
- Interface with other organizations to promote cultural exchange.

## Article 2: Nature of the Organization

### Name

The name of the organization shall be Tamil Sangam Michigan or commonly referred as Michigan Tamil Sangam, hereinafter referred to as the Sangam or MTS.

### Office

The location of the Sangam's office shall be decided by the Board of Trustees (BOT). BOT may authorize individual entities to decide on the official address for the organization.

### Nature

MTS is a member based, non-profit, cultural, educational and charitable organization, incorporated under the laws of the State of Michigan, USA, and focused on promotion and preservation of Tamil language, culture, arts and heritage.

### Financial

The Sangam does not offer or promise any financial gain or profit for its office bearers, volunteers or members. Office bearers or members of the Sangam shall acquire no interest in the property or assets of the Sangam by virtue of their affiliation therein. The property and assets of the Sangam shall only be devoted to the purposes described in its Articles of Incorporation.

## Charitable Donations

Each year, the Executive Committee (EC) of the Sangam shall make monetary contributions to non-religious and non-political charitable causes, the total amount of which shall not be less than 5% of the previous year-end balance of all the Operational Accounts. This paragraph of article shall be inoperative in the event of the previous year's General Account balance being \$3,000 or less.

## Limits

The Sangam does not authorize engaging in any other activity, except in furtherance of the purposes as mentioned in the Articles of Incorporation of the Sangam or Constitution in this Bylaws document.

## Political

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

## Secular

The Sangam shall be a secular organization, meaning it shall not engage in or support activities that have a religious or spiritual basis.

## Remuneration

No Office bearer, or any volunteer serving for the Sangam and its entities shall receive, directly or indirectly, any salary, compensation, emoluments, or professional service fee thereof, due solely to his or her role and service in the Sangam.

## Rules and Laws

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

## Member

Any individual who has paid the membership fee for a given MTS calendar year as per Bylaws is considered as a member.

## Office Bearer

Any individual who is a member and holds an MTS official titled position in the Sangam as per Bylaws is considered as an office bearer. Any MTS member cannot hold more than one office bearer position in the Sangam as a whole.

## Term limitation

The office bearer with the following titles should not serve more than a lifetime total of 10 years in the various MTS entities. Exception to the 10-year rule can be initiated and executed by the BOT with an explanation of the special circumstances:

- BOT - Chairman, Chief Financial Officer & Secretary
- EC – President, Vice President, Secretary & Treasurer
- MTS Tamil Schools – Principal, Vice Principal & Treasurer

## Entity

The BOT, The EC, The MTS Tamil Schools, and any other Sub-committees as approved by the BOT are considered as entities of the Sangam.

## Article 3: Membership

### Types of membership

#### **Life Membership**

Life Membership has been discontinued and has been replaced with MTS Patronage, which is defined below. However, members already holding life memberships will be honored for their lifetime.

#### **MTS Patronage**

MTS Patronage is a long-term membership offered to interested patrons. MTS Patrons shall pay a long-term membership fee decided by the BOT. The period of MTS Patronage is limited to 15 years. MTS Patronage dues should be deposited in the Endowment Account.



### **Annual membership**

Annual membership can be purchased by any individual or family and is valid for one MTS calendar year. Annual membership covers the family members living in the same household. Annual members shall pay an annual membership fee decided by the BOT. One membership is eligible to cast only one vote in the Sangam's general body meetings. Any eligible member of the family can run for office as outlined by the election committee.

### **Student membership**

Student members shall pay an annual membership fee decided by the Sangam upon verification of student ID (Valid official full-time student ID card). The student member can cast one vote in the Sangam General body meetings.

### **Member in good standing**

A member in good standing is one who has paid their membership dues for the current MTS calendar year and is not under revocation. The membership of the Tamil Sangam shall be open to all nationals who are interested in the objectives of the Tamil Sangam. Membership fees are non-negotiable, non-prorated, and non-refundable.

### **Increase of membership fees**

The EC can propose an increase in the membership fees for each category of membership by a simple majority vote and submit it to the BOT. After a simple majority vote by the BOT, the proposal shall be executed by the EC in the following MTS calendar year.

### **Membership Enrollment Period**

Any individual can become a member anytime during the MTS calendar year, provided they pay the membership dues in full.

### **Program Fees**

Members and non-members can attend in the Sangam programs after paying the applicable entrance fee as decided by the EC. Only the Sangam members shall participate in the Sangam programs.

## Article 4: Administration of the Sangam

The Sangam and all its entities are governed by the BOT. The EC, MTS Tamil Schools, Auditing Committee & Nomination/Election Committee with defined tasks are all governed by the BOT. In addition, the BOT, EC and School Board may appoint temporary sub-committees to execute specific tasks.

## Article 5: Board of Trustees

### Roles and responsibilities

The BOT is responsible for the activities of all MTS entities (EC, Tamil Schools, and all Sub-Committees), as defined in Article of the Incorporation and Bylaws. The BOT is entrusted with the responsibility of overseeing proper execution of Sangam and discharge of duties by the EC, Tamil Schools and all other Sub-committees as outlined in the Bylaws. The roles of the BOT include, but not limited to:

- Implementing the Sangam's mission, areas of focus and growth
- Developing long term organizational goals
- Establishing policies and procedures for all the Sangam activities
- Retaining legal counsel and CPA to annually audit the Sangam's financial records
- Filing the tax papers on behalf of the Sangam within the stipulated deadlines
- Preventing self-serving policies, nepotism and conflict of interest in the Sangam
- Providing oversight on annual budget and financial matters of the Sangam

### Financial Approval

The BOT should ensure that any financial spending over \$5000 is approved by them for all entities of the Sangam (EC, Tamil School, and all Sub-committees). All fundraising activities and charitable donations must be made on behalf of the Sangam with the approval of the BOT. These should conform to the rules and regulations set forth by the IRS for a non-profit, tax-exempt (501 3c) organizations, such as the Sangam.

- **Transition:** The BOT shall oversee that proper and prompt transfer of documents and other matters related to assets and liabilities of the Sangam to newly elected office bearers of the EC, Tamil School, and all other Sub-committees.

## Structure

The BOT structure is given below:

- Chairman
- Chief Financial Officer
- Secretary
- Member
- Member
- Current EC President
- Current Representative from the School Board
- Past EC President (Ex Officio - Non-voting member)

## Term of Trustees

- All members of the BOT will hold office for a period of 3 years.
- A member can be elected to the Board only for a maximum of 2 terms, not to be served consecutively.
- If any position becomes vacant, the BOT shall follow the nomination process to fill the remaining term of the vacancy.

## Qualification to serve as BOT

1. Applicant must be a member in good standing, as per Bylaws
2. Applicant must be a member for at least the past 5 consecutive years
3. Applicant must not have been removed from office or suspended from membership of the Sangam
4. Applicant must disclose all leadership positions they hold in other organizations during the nomination process, to make sure that there is no conflict of interests and mutual benefits.
5. BOT shall not be filled by more than one member of the same family (family for this purpose would include husband, wife, siblings, children, and parents)

## Nomination & Selection

The eligibility criteria, nominations, and other procedures for the selection of MTS members to serve on the BOT are described in Article 14.

## Meeting & Quorum

All BOT members are expected to attend BOT meetings and participate effectively in running the Sangam. The BOT Secretary must record the attendance and minutes for each meeting.

### **Quorum for convening the meeting:**

At least 3 members are needed to convene a BOT meeting. Quorum for making the decision in a convened meeting is a simple majority. BOT will oversee on areas such as, but not limited to: Financial matters; Conflict between entities; & Violation of Bylaws/Constitution.

If a member is habitually absent, i.e., absent for 3 consecutive BOT meetings, without a reasonable cause for such absence, BOT may, by a simple majority, vote to remove that member from the BOT. Once the removal is approved by a simple majority vote, that member will be ineligible immediately to serve as a member of the BOT for the remainder of his/her term. Within 7 days, such removal should be communicated to the General Body and updated on the Sangam website.

## Meeting Frequency

The frequency of internal BOT meetings must be decided by the Secretary and the Chairman. The meeting may be conducted in-person or virtually. Additional BOT meetings can also be held at the request of a BOT member. The requesting member must give at least 48 hours' notice of the meeting to all board members along with an agenda. The BOT Secretary is responsible for recording and sending out the meeting minutes within 48 hours after the meeting, archived and available for future reference.

In addition, BOT must convene meetings with each entity of the Sangam including EC, Tamil School, and other sub committees, at least once in 2 months. Additional BOT meetings can also be held at the request of other entity's leadership.

## Passing a Resolution

Any resolution passed by the BOT shall be effective immediately and shall be binding on all entities of the Sangam. All resolutions that relate to interpretation of Constitution/Bylaws of Sangam shall be presented and ratified by the General Body and incorporated into the Bylaws as amendments.

## Auditing

The BOT shall appoint an auditing committee with a minimum of 3 members who will work with the CFO and treasurers of all entities, to audit the Sangam finances.

## Special committees

The BOT has the power to establish task-based committees to accomplish specific tasks, in collaboration with the respective Sangam entities.

The mandate, term, composition, and reporting shall be decided by BOT, along with the respective Sangam entities. The term of all such task-based committees established by the BOT shall cease when the task is completed or when the term for which it was formed expires. Members of the special task force shall not include any current BOT member or member of the Sangam entity.

## Article 6: Executive Committee

### Composition

The total number of members needed for the EC shall be decided by the BOT during the time of nominations. This number may be modified by the BOT based on the President-elect's recommendation. A typical arrangement may be as follows.

1. President
2. Vice-President
3. Secretary
4. Treasurer
5. Joint Secretary
6. Website Coordinator
7. Event Coordinator
8. Marketing Coordinator
9. Kadhambam Editor
10. EC Member1
11. EC Member2
12. EC Member3

The number of EC members could be modified only by a majority vote of the BOT.

The BOT must take earnest effort to ensure balanced representation in all the Bodies of MTS. This includes, but not limited to, gender, geographic location, past experience, and other relevant factors.

## Selection

The EC members shall be announced by the Nomination/Election committee through an open nomination and election process as outlined in Bylaws Article 14.

## Term

All EC members are appointed for a term of two MTS calendar years.

- The President shall serve only for one full official term, which is two years. He/she cannot be nominated for the same role in the following term.
- The Treasurer shall serve only for one full official term, which is two years. He/she cannot be nominated for the same role in the following term.
- All other EC members can serve in different roles for a maximum of 3 consecutive terms.

## Official Meetings

The Secretary, in concurrence with the President, shall be responsible to decide the date, time, and place of meetings at the convenience of EC members. All meetings shall be conducted in accordance with these Bylaws and the latest edition of Robert's Rules of Order.

**Notice of meeting:** The Secretary shall give at least a 48-hour notice of meetings to all EC members and other invitees.

**Regular Meetings:** The President must establish a periodicity for the EC meetings. Meetings of the EC should be held at least once a month.

**Quorum:** The presence of 50% of EC members shall be necessary to constitute Quorum for the EC meetings.

**Special or Emergency Meetings:** Special meetings of the EC may be called for any purpose at any time at the request of any member of the EC. Email notice of such a request must be provided to the Secretary at least 48 hours prior to the requested date of the meeting, and the Secretary shall arrange for such a meeting. For these meetings, the quorum must be at least 50%. For passing a resolution, the quorum must have 2/3rd of the EC members. The resolution passed in these meetings and summary of the discussions on the motion should also be communicated via email to all EC members within 48 hours.

In case of emergencies, the President reserves the right to convene a meeting with four other office bearers, Vice President, Secretary, Treasurer, and Joint Secretary. Time sensitive decisions shall be taken in these meetings, in the interest of Sangam.

**Adjournment:** A meeting can be adjourned by a simple majority.

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

**Responsibility of EC member to attend meetings and participate:**

All EC members are expected to attend EC meetings and participate effectively in running the Sangam. If a member is habitually absent, i.e., absent for three consecutive EC meetings, without a reasonable cause for such absences, the EC may, by 2/3rds majority, vote to remove that member from the EC, and immediately inform the BOT. That member will be ineligible to serve immediately. Within 7 days, this change in EC should be updated in the Sangam website and communicated to all the members.

## Resignation

If a member chooses to resign from the EC, the individual must inform the President through email. Further, the person must transfer all physical & electronic documents and assets within 2 weeks, or a time specified by the President. Further the person must cooperate for all knowledge transfer, as directed by the President. The President must inform of the change to the BOT immediately. The President must do the due diligence to fill the vacancy. Within 7 days, such a change in EC should be updated in the Sangam website and communicated to all the members.

## Vacancy

There could be vacant positions in the EC because of various reasons. If such vacancies exist, EC shall work with Nomination/Election committee to fill the vacancy.

In case the President's role becomes vacant, the Vice President shall be the President for the remaining of the term. Within 7 days, such a change in the EC should be updated in the Sangam website and communicated to all the members.

## Roles and Responsibilities

### **President**

The President shall be the spokesperson and preside over the meetings of the Sangam. The President ensures that EC carries out their responsibilities in accordance with the Bylaws of the Sangam. The President must ensure that the workload is distributed evenly among all the EC members.

### **Vice-President**

The Vice-President shall assist the President in his/her duties. The Vice President oversees the annual subscriptions and payments for services used for the Sangam. Further, he/she oversees the Sangam's communication, guides and supervises the Youth Committee. Whenever the President is absent, the Vice-President shall perform all the duties of the President.

### **Secretary**

The Secretary is responsible for scheduling meetings of the Sangam, recording and archiving the meeting minutes and make it available to all the members of the Sangam, if requested. In addition, the Secretary is responsible for maintaining the Sangam's official correspondence.

### **Treasurer**

The Treasurer shall maintain proper and accurate record of all financial transactions of the Sangam and the EC. In addition, the treasurer will coordinate with the CFO, Auditors and Tamil School treasurer in accordance with the Bylaws.

### **Joint Secretary**

The Joint Secretary shall assist the Secretary in his/her duties. The Joint Secretary is responsible for handling the newsletter, annual membership directory and work with the Website coordinator. Whenever the Secretary is absent, the Joint Secretary shall perform all the duties of the Secretary.

### **Website coordinator**

The Website coordinator is responsible for maintaining MTS website, MTS social media, membership database and registration for all MTS events. The Website coordinator is also responsible for Online Payment Gateway process.

### **Event coordinator**

The Event coordinator is responsible for all MTS events conception, coordination and communication with the participants. The Event coordinator is also responsible for event day management.



### **Marketing coordinator**

The Marketing Coordinator is responsible for marketing the MTS events, activities, and procuring advertisements for MTS website, Kadhambam and other media.

### **Kadhambam editor**

The Kadhambam editor is responsible for all Kadhambam related activities. The Editor shall coordinate with members to collect the articles, work with marketing team for all the advertisements, mail the Kadhabam magazine to all the MTS members, and work with the website coordinator to make the magazine available online.

### **Special committees**

The EC has the power to establish task-based committees to accomplish specific tasks or to handle specific events. The term of all such task-based committees established by the EC shall cease when the task is completed or the EC term expires, whichever is earlier.

### **General Policies**

#### **Member's personal information protection:**

Past and current members' personal information (email address, home address, phone number, etc.) in MTS membership databases should be strictly used for MTS communication purposes only and shall not be provided to any businesses, organizations, or individuals and should be maintained confidentially by the office bearers of the Sangam. The office bearers are perpetually prohibited from providing any confidential member records to individuals, businesses, organizations, or use it for their own personal, business, or other interests.

#### **Advertisement policy:**

EC can carry paid advertisements at their discretion in MTS publications such as e-Newsletter, Kadhambam, emails, social media, website etc. charges for which are collected from businesses, organizations, and individuals to generate income for the Sangam. The charges shall be decided by the EC and applied consistently for all advertisement requests. Each publication should carry a disclaimer stating that all paid advertisements and the wordings in the advertisements shall not indicate that the products/services are promoted or endorsed by the Sangam in any manner.

#### **Partnership and collaboration policy:**

The EC shall collaborate with other non-profit, tax-exempt charitable organizations to further promote the cultural and charitable goals of Sangam. Each such proposal shall be discussed and approved by a simple majority of the EC. Then, it must be approved by BOT with a simple majority. These collaborative ventures should conform to the rules and regulations set forth by the IRS for non-profit, tax-exempt 501-3(c) organizations.

## **Email and Website communication:**

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

- Constitution & Articles of Incorporation
- Mission & Vision Statements
- Bylaws
- BOARD OF TRUSTEES
- Executive Committee
- MTS Tamil School Board
- Subcommittees
- Contact details (MTS Communication email address)
- Membership information –how to become a member, membership fees, membership strength (in every category of membership).
- History of EC, BOT and Tamil School Board.
- Link to Tamil school information.
- Paid Advertisements and Event promotions information.

## **Usage of MTS Communication Media:**

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

## **Article 7: Youth Committee**

The youth committee is an extended arm of the EC. The EC mentors the Youth Committee. The youth committee activities need to be aligned with and sponsored by the EC. The Youth Committee is expected to assist the EC as directed by the EC.

## **Article 8: Crisis Management**

### **Goal**

- To support the community during crisis and emergency situations
- To create awareness to the community about emergency preparedness

### **Structure**

- BOT will assess on a case-by-case basis, identify appropriate resources in the community within the legal and ethical boundaries to ensure Sangam is not held liable.

## Event Guidelines

- Awareness programs
- Emergency support protocol
- Emergency support

## Article 9: Subcommittees

The EC should create and facilitate subcommittees as needed. Specifically, subcommittees for Illakiya Kazhagam and Sports should be continued to be facilitated, as long as there is a core group of members to support them. All MTS Subcommittees are an extended arm of the EC, and their tenure ends with the term of the EC or a specified task is complete.

### Structure

- 1 leader and at least 2 members
- The number may be increased as needed.

## Article 10: Tamil School

### Objective

MTS Tamil School, hereinafter referred to as Tamil School or MTS Tamil School, is an integral part of the Michigan Tamil Sangam, which caters to Tamil Language Education. Main objective is to educate as many people as possible in Michigan in the Tamil language, one of the oldest and widely spoken Classical languages of the World.

### Structure

The principal along with operations team is responsible for their respective schools. The School Board shall coordinate activities among the different schools.

### Scope of Service

MTS Tamil School is responsible to lead all Student Tamil Language education related activities and programs in the geographic area serviced by Michigan Tamil Sangam with the support and coordination from other Sangam entities, as needed.

### Functioning and Accounting

MTS Tamil School will have one central School Board and Operation Teams at each school location consisting of teaching and non-teaching volunteers. While the teaching and non-teaching volunteers do not have to be Tamil Sangam members, only those who are also Sangam members can be office bearers like Principal, Vice-Principal, Treasurer and Operational Team members.

MTS Tamil School will have one bank account for operational purposes only. The discretion of using the funds in MTS Tamil School bank account will be decided by the School Board.

Money collected for school will be used for school purposes only. This includes but not limited to school annual fee, donations to school, and any grants received by school. The Operations account value at the end of the school year should not be more than the school operational expenses for 1 full school year (maximum from prior 3 school year operational expenses) that includes the cost of rent, textbooks, teacher appreciation, annual day, graduation day, etc. If this condition is not true, the school board along with BOT shall decide on how the excess or deficit funds will be managed appropriately.

### School Fee

The School Board is responsible for determining the School Fee. Any student enrolled must be a current member of Michigan Tamil Sangam. Any changes to the School Fee shall be approved by the BOT and School Board before the final decision.

### Fund Approval

- School Principal can approve up to \$500 of expenses per transaction.
- More than \$500 expense needs to be approved by the school board by a simple majority.
- Any expenses of \$5000 and above should be approved by the BOT.
- Any Charitable donations should be approved by the BOT.

### Tax Exemption and Annual Tax Filing

MTS Tamil School is an integral part of Michigan Tamil Sangam. The CFO will be responsible to file annual taxes with IRS by including the finances of the Tamil School in coordination with Tamil School Treasurer.

### School Board Structure and Term

1. Canton School Principal
2. Canton School Vice Principal
3. Canton School Treasurer
4. Farmington School Principal
5. Farmington School Vice- Principal
6. Farmington School Treasurer
7. Troy School Principal
8. Troy School Vice Principal
9. Troy School Treasurer

Principals, Vice Principals, and Treasurers from each School will be a member of the School Board. All of the three officers of each school will have a term of 4 years. All officers can contest non-consecutively for a maximum of two term.

Each year, the School Board should select a representative among themselves who will represent the School Board in the BOT, for a period of 1 year. This representation should be selected from each school on a round-robin basis. The Nomination/Election committee will archive all selection documentation so that the representation from all the schools in a fair and accountable manner is assured.

## Voting Rights at the School Board

Every member in the Tamil School Board will get one vote each.

## School Operational Team Structure and Term

The School Operational Team will include the Principal, Vice Principal and additional volunteers.

The Principal is the head of the school. In addition to the Principal and Vice Principal, each School Location will have an operational team of 6 to 15 teaching and non-teaching volunteers to support school operations. Roles and responsibilities for operations team shall be determined by each school.

Each school will have its own set of teachers and volunteers.

School Operational Team members will have a term of 4 years. There will be no term limit for teachers and volunteers.

## Additional Teams

Additional teams (like School Technical Team, Accreditation Team, ...) can be formed at the discretion of the School Board. Volunteers from the schools will be included in this team, these teams will have specific purposes and will have a specific term.

## Qualification for School Board and School Operational Teams

Members of School Board and individual school Operational Teams will be called the School Office Bearers. "School volunteer base" will include these Office Bearers and the additional teaching and non-teaching volunteers at each one of these school locations.

To be a School Office bearer the members should be a good standing member of Michigan Tamil Sangam.

To become a member of the School Operational Team a member should have completed at a minimum of 2 consecutive years as a school volunteer. Exception to this requirement can approved by a simple majority vote of the Operational Team.

To become a Principal or Vice Principal at a School, a member should have completed a minimum of 2 consecutive years in the School Operational Team, or a minimum of 5 years of service as a school volunteer. Anyone not meeting this requirement, can also be considered for the position by a simple majority vote of the School Board.

For the School Treasurer role anyone with a minimum of 4 years of service at any of the schools and financial experience can be considered for the role.

## Nomination and Selection

The School Operational Team is responsible for the selection of members to its team at the school level. If there is competition for the position, a simple voting process involving all the teaching and non-teaching volunteers of the school with a minimum of 1 full school year of experience can participate in the voting process. Nomination and selection for the School Operational Team will be completed during the months of July and August before the start of the new school year in September.

The School Operational Team is also responsible for the selection of its Principal and Vice Principal. The School Board should be consulted during the selection of these candidates. If there is competition for the position, a simple voting process involving all the teaching and non-teaching volunteers of the school with a minimum of 1 full school year of experience can participate in the voting process. Newly selected principal and vice principal can go through a period of job-shadowing before taking up their new roles.

Newly elected MTS Principals, Vice Principals & Treasurers should be communicated to MTS General Body.

## Duties of the Tamil School Board and Operational Team

The Operational Team shall be vested with the title and ownership of all real, personal, and other properties of Tamil School and shall have the following duties and powers:

- To purchase, rent or lease, maintain, sell, and dispose of any school properties of MTS Tamil School.
- To make disbursements and perform any other business as deemed necessary and desirable in the interest of Tamil School.

### **Principal**

The principal will manage the day-to-day functioning of the particular school he/she is in charge of and should represent the respective school interests in the School Board.

### **Vice Principal**

The Vice Principal will support the School Principal in School Operations and will perform the duties of the principal in his/her absence.

### **School Treasurers**

All Treasurers are responsible for all financial transactions related to the MTS Tamil Schools. The Treasurers will also be responsible for all day-to-day transactions (Fees, Donations, etc.), budget preparation, maintenance of all financial/student records and banking transactions related to MTS Tamil Schools. The Treasurers will coordinate with the EC to ensure that all the students are current MTS members. The Treasurers will present financial statements to Operational Team, School Board and CFO/BOT, at least 3 times a year.

### **Meetings**

#### **Frequency & purpose**

- All meetings can be conducted virtually or in-person and follow Roberts Rule of order.
- The School Board and BOT will meet on a monthly basis to communicate and coordinate activities between different entities within Sangam and to provide status update on the schools.
- The School Board will meet on a monthly basis during the school year (September to May).
- Annual parent meetings with the school board will be conducted after the third or before the final semester exam.
- All meeting minutes must be communicated to the participants within a week
- The meeting minutes must be archived and accessible by the BOT.
- The School Board will keep a record of all the schools official correspondence for the year
- The School Board shall handover all documentation at the end of the term to the newly elected office bearers.

#### **Quorum**

The presence of 50% of School Board Members shall be necessary to constitute Quorum for the meetings. For passing a resolution, the quorum must have 2/3rd of the school board members. Members can give proxies to meet the Quorum and vote for resolution. The resolution passed in these meetings and summary of the discussions on the motion should also be communicated via email to all the School Board members within 48 hours.

#### **Action without a meeting**

Any action that the School Board is required or permitted to take may be taken without a meeting, by all members of the School Board, individually or collectively, consent in writing to that action. Such action by written consent shall have the same force and effect as the unanimous vote of the School Board. Such proceedings must be captured and updated within the meeting minutes of the Board.

## Escalation

The School Board and the School Operational Team will make all decisions related to current school operation and school member selection. School Board, School Parents and School Volunteers will be involved in any major decision. If the school board cannot agree on a school operational issue, it should be escalated to BOT for resolution.

## Article 11: Advisory Body

The BOT shall create a short-term task oriented advisory body when needed for any advice related to Sangam and its entities. Advisory body consists of 5 recognized individuals from diverse field with a track record of community service.

The BOT in collaboration with EC and Tamil School board will identify and nominate the 5 members.

The members of the advisory body will not have any voting rights. They will not be compensated for their role and services.

## Article 12: Audit Committee

The Audit committee will conduct a yearly audit before Tax Filing for the Sangam and all its entities. The CFO from the BOT will coordinate the process.

The Audit committee will consist of 3 members. The Audit committee will be appointed by the BOT at the start of their tenure, for 3 years.

## Audit Guidelines

The auditing committee must ensure that the following policies are strictly adhered to:

- The Sangam shall function as a single non-profit organization.
- No efforts shall be made to consciously accumulate large sums of money, which can jeopardize the non-profit status of the Sangam.
- Activities shall be designed such that members get full benefits of their membership.
- Dues shall be used in providing member privileges and activities for that year.
- All MTS accounts are subject to audit including investment accounts.



## Article 13: General Body Meeting

### General body

General Body (GB) is the collective group representing all paid members of the Sangam for the current year, who are eligible to vote as defined in this Bylaws.

### Calling a GBM

Michigan Tamil Sangam BOT will conduct all General Body Meeting (GBM) in coordination with the EC. The BOT Chairman will be the presiding officer of such meetings, and in BOT Chairman's absence, the President of the EC will preside over such meetings.

The EC shall convene at least one general body meeting (GBM) every year. The GBM may be convened to present the financial status, to present any amendments to the Bylaws/the Articles of Incorporation and significant announcements about the Sangam and entities.

The CFO, EC Treasurer and Tamil School Treasurer shall present the previous year financial statement of the Sangam at the GBM of the following year. The audit committee will present the audit report of the above statements during the GBM.

### Notice to Members

All current MTS members shall be given at least 1 week notice of the GBM. The notice should contain information about the date, time, location and the agenda of the meeting. Emails/mails can be used to issue such notices in addition to updates on the Sangam's website.

### Quorum

At any in-person GBM of the Sangam at least 25% of the total strength of all members of Sangam in good standing shall constitute a valid quorum. The members should be an active member 30 days prior to the meeting date.

### Proxy & Absentee votes

Proxy voting and absentee voting are allowed in GBM of the Sangam.

## Electronic Approvals from the General body

The BOT may adopt a fair process for approvals from the general body, by providing sufficient documents and stipulated timeline. The process must be approved by a simple majority of the BOT.

## Article 14: Nomination/Election Process

### Ownership

The Nomination/Election committee shall be responsible for the nominations and election for all the office bearers of the EC, and the BOT. The BOT will be responsible for appointing the Nomination/Election Committee of 3 members, who will serve a 2-year term.

The Nomination/Election committee will conduct all the elections in the Tamil Schools, when necessary to ensure the procedures are followed as laid out in Article 10.

### Nomination/Election Committee (NEC)

The BOT shall seek nominations from the general body to appoint a 3-member NEC to carry out the nomination/election process. The appointment of the NEC will be in the month of March. The committee members must be good standing members of Sangam for at least 2 consecutive years. They must not run for any office in the election being conducted. When appropriate, the NEC committee should call for open nominations among the general body in good standing through email and make any election related announcements.

The BOT Secretary shall function as a single point of contact to the NEC and address all the requests from them within 48 hours.

### Call for nominations

The NEC shall call for nominations for all the positions in the EC and the BOT before 15th April of the election year, from good standing members of the general body.

## General Qualifications of Contestants

Nominations will be accepted from applicants who satisfy ALL the following criteria:

- Applicants must be a member in good standing.
- Applicants must be a member for the past 2 consecutive years.
- Applicants must not have been removed from office or suspended from membership.
- Applicants must meet all the required conditions for the EC and the BOT positions.

### Additional Qualification to serve in EC

**President:** The applicant must have served in the EC for at least 2 calendar years. The role of the President shall not be filled by the same member or from a member of the same family (family for this purpose would include husband, wife, siblings, children, and parents) for 2 consecutive terms.

**Vice President:** The applicant must have served in the EC for at least 1 calendar year.

**Treasurer:** The applicant shall have knowledge of accounting. The role of the Treasurer shall not be filled by the same member or from a member of the same family (family for this purpose would include husband, wife, siblings, children, and parents, that also includes an audit committee) for 2 consecutive terms.

### Eligible Candidates

The NEC will review the nominations to make sure they satisfy all the eligibility requirements and criteria. If a nomination received from a member does not meet the requirements, the committee should notify such member about her/his status confidentially.

### Nomination process

A member can only self-nominate. Third-party nominations are not accepted. A candidate can be self-nominated for one or a maximum of two roles.

### Extension of Deadlines

NEC can extend the deadline by 7 days, if sufficient nominations for all positions are not received within the set date. During this extended time, the NEC must take earnest efforts to bring in nominations from eligible members.

## Withdrawal of nomination

Members who choose to withdraw their nomination may send an email to the NEC before the withdrawal deadline. After the withdrawal deadline, the NEC will consider withdrawals on case-by-case basis, as needed.

## Confidentiality

The NEC is expected to handle and retain all the nominations and withdrawals with utmost confidentiality throughout the process.

## Selection process

After the deadline for withdrawals, if more than one application is received for a role, then the NEC must conduct an election for that post. The election should be fair and free, and the process should be transparent. Safe and secure electronic means for the election may be used as seen fit.

The NEC will determine and take actions to appropriately fill any vacant positions that has at least 6 months left to complete.

## Completion of Selection Process

The NEC will finalize the list of selected candidates and announce them to the members through appropriate media.

## Suggested Timeline

The suggested election event deadlines are as follows:

For BOT Elections:

- 1st April – Nomination/Election committee to start the process
- 7th April - Call for Nominations
- 15th April - Deadline for Nominations
  - Deadline may be extended to seek more nominations, in case sufficient nominations are not received
- 22nd April - Deadline to withdraw nominations
- 23 – 30 April - Elections, if necessary, to be conducted during this period
- 1<sup>st</sup> May - Announcement to public
- 15 to 30th June - Transition process between incoming and outgoing positions.

For EC Elections:

- 1st May – Nomination/Election committee to start the process
- 7th May - Call for Nominations
- 15th May - Deadline for Nominations
  - Deadline may be extended to seek more nominations, in case sufficient nominations are not received
- 22nd May - Deadline to withdraw nominations
- 23 – 30 May - Elections, if necessary, to be conducted during this period
- 1<sup>st</sup> June - Announcement to public
- 15 to 30th June - Transition process between incoming and outgoing positions.

## Induction

After the selection process, the BOT Secretary should send an electronic copy of the Bylaws and MTS Articles of Incorporation document to all the selected candidates. Further, the BOT Secretary should conduct a Bylaws orientation session to all the incumbents before assuming the office. The format and time of Bylaws orientation will be decided by the BOT.

The BOT secretary should send the electronic Non-Disclosure Agreement (NDA) document to all the incumbents. It must be signed by the incumbents within 1 week of its receipt. The completion of the conflict of interest and code of conduct forms will be part of the induction process.

## Transition

The current EC must initiate the transition process within 15 days of completion of elections. The format of transition should involve the following steps:

- Formal introduction
- Transfer of physical and electronic documents
- Transfer of all other inventory
- Transfer of name in subscriptions and institutions
- Knowledge transfer
- Update the Address in all relevant documents

The BOT must ensure a smooth transition by working with the current committee and the incumbents.

1. All the transitions to the new BOT, EC, and Tamil Schools should be completed within 15 days of expiration of the outgoing entities. The BOT shall oversee the transition procedure from the outgoing MTS entity to the new MTS entity. This will include, but not limited to, the following transfers: Media Communications, all bank related details, Tax Filing Documents, Website, renewal and ownership information, Email access and email group management authority, Member Address List and confidential email list database, Liability Insurance every year and Michigan incorporation renewal, 501(c) and Michigan state nonprofit renewal for every two years.
2. Any property (asset) purchases need to be documented. The BOT must keep the property checklist. The location of such assets must be documented. These assets include land as well as other items such as Microphone, entertainment equipment to conduct cultural programs, furniture etc.
3. During the transition BOT must be made aware of all contracts of MTS with any institution or individuals.
4. All the personal and protected information of past and current members including the members listing (mailing address, email address and phone number), and equipment, individual software, web pages developed during the year; photographs taken during the programs (performed by the professional artists), etc. should be transferred to the new incoming office bearers. No one should sell, trade, exchange, or utilize in any other manner for personal or third-party gain.

## Article 15: Banking procedures

### Banking

The primary bank account shall be in the name of the Sangam as “Tamil Sangam, Michigan”. All other accounts will be considered as sub accounts. All payments and withdrawals shall be by check or electronic transfer with appropriate approval.

## Operations Accounts

There will be separate accounts maintained for the day-to-day operations of the EC and the Tamil Schools.

1. The EC President and/or the EC Treasurer is authorized to sign, accept, draw and make all or any bills of exchange, notes, checks and other orders for payment of money from the Bank account marked for the EC operations.

The money collected from membership fees, advertisements, fundraising of any form, and miscellaneous income shall be deposited in this operations account for the EC. The money from this account will be used for organizing MTS programs, functions, meetings, seminars, lectures, and other incidental expenses.

2. The Tamil School Principal and/or the Tamil Schools Treasurer will be authorized to sign, accept, draw, and make all or any bills of exchange, notes, checks and other orders for payment of money from the Bank account marked for the Tamil Schools operations.

All funds collected by Tamil Schools will be deposited in this operations account for the Tamil Schools. Funds in this account will be generally used for School purposes only.

3. In both the operations accounts, the corresponding Treasurer and when the Treasurer is not available, and an emergency exists, the CFO shall be the only authorized person to sign the checks individually up to \$500.
4. Any check exceeding \$5,000 shall require the signatures of both the EC President and the Treasurer, with approval from the CFO/BOT. In situations where the EC President or the Treasurer for the EC operations account is not available to sign the check, either one can give a written authorization to sign for himself/herself. Such an authorization needs to be approved by the CFO/BOT.
5. Any check exceeding \$5,000 shall require the signatures of the School Principal and the Treasurer of the School, with approval from the CFO/BOT. In situations where the School-Principal or the School Treasurer is not available to sign the check for School operations account, either one can give a written authorization to sign for himself/herself. Such an authorization needs to be approved by the CFO/BOT.

6. While the funds are generally reserved for each operational account separately, in special circumstances, funds can be moved between the operational accounts by the CFO/BOT, after consulting with all the concerned entities.
7. All charitable donations shall be approved and made by the CFO/BOT on behalf and naming the Sangam as Donor, using funds from all the operational accounts.

## Investment Accounts

There will be only one Investment account maintained by the CFO/BOT for handling surplus funds from the EC and the Tamil Schools, at the end of the financial year. Surplus funds from the operational accounts of EC and Tamil school may be moved to the investments account.

The money in the MTS investment account may be used to purchase, but not limited to, real-estate related infrastructure or assets that will facilitate the execution of objectives stated in this Bylaws. Use of money, as stated in this clause should be made in consultation with the EC and the Tamil School Board and approved by the BOT with a simple majority.

The Investment account will have a Joint Signatory authority of CFO and Treasurers of all entities. All changes to the investment account should be communicated to the MTS General Body.

## Seed Funds

The BOT shall ensure that at the beginning of the financial year, the operations accounts are funded with a seed money for regular operations. If for any reason the account balance in any of the operations accounts falls below a required seed money amount, the required balance shall be supplemented from the Investment account. This shall be approved by the BOT with a simple majority.

## General guidelines

- The monthly bank statements from the bank shall be downloaded electronically and be reviewed by the corresponding Treasurers every month.
- During the planning phase of any event by the EC, a budget of income and expenses must be prepared by the EC Treasurer and submitted to the BOT.
- At the beginning of every Tamil School year, the Tamil School Treasurer will submit a collective School budget between August and October to the BOT.



- The CFO shall provide reports on the performance of the investment accounts to the EC and the Tamil Schools Board, annually.
- List of MTS assets, liabilities, and financial statements should be maintained by the Treasurers.
- MTS shall not borrow or incur debt under any circumstances.

## Article 16: General Rules and Guidelines

1. No part of the net earnings of MTS shall be distributed to its members, officers, or any other private persons.
2. All office bearers of MTS and its entities shall avoid conflicts of interest in carrying out their responsibilities.
3. MTS shall celebrate at least four events in a year. The suggested events are, Picnic, Deepavali, Thamizhar Thirunaal, Eagai Vizha etc.
4. Sangam may support external (outside of Sangam) special events which are aligned with Cultural, Charitable, Educational goals of the Sangam. Such requests may be initiated by any office bearer of the Sangam. Such requests for special events must be approved by simple majority of the EC or the School board. If any office bearers have affiliation with such event/organization, they will excuse themselves from decision making process.
5. Any Sangam office bearer who holds an office bearer position in another non-profit organization must disclose it to the BOT. Further, such Sangam office bearers must not influence the Sangam, its office bearers, or volunteers to partner and fundraise for the other organization they are affiliated with. The BOT reserves the right to take necessary disciplinary action otherwise.
6. To avoid potential conflict of interest any registration of a non-profit organization by any office bearer of the Sangam or its entities must be disclosed to the BOT prior to registration. The BOT reserves the right to deny such registration.
7. No office bearer of the Sangam and any of its entities shall use any social media to adversely affect the image and principles of MTS, as deemed inappropriate.

## Article 17: Conflict Resolution & Grievance Handling Procedures

### Submitting a grievance

Any member in good standing or an office bearer can submit a grievance.

Any query, concern or complaint shall be submitted by a member in good standing in writing to [contact@mitamilsangam.org](mailto:contact@mitamilsangam.org), within 2 weeks from the date of occurrence of the subject-matter of the complaint. The Secretary of the EC will acknowledge the complaint and forward it to the appropriate entity.

- A member who has a complaint is called a “Complainant”.
- A member or office bearer (member of EC, Schools, Subcommittees, or BOT) against whom another member has a complaint is called the “Complainee”.
- The responsible authority that is charged with resolving the complaint is called “Resolving Authority”. The Complainee can’t be part of the resolving authority.

### Resolution

Any issue that impacts Sangam’s Articles of Incorporation, Bylaws, Provisions of local, state, and federal laws pertaining to Sangam, Sangam’s finances or financial status, and other Sangam issues that span multiple years fall under the purview of the BOT (Resolving Authority).

Any issue that is related to the Sangam’s operations shall be addressed to the EC (Resolving Authority) for resolution. Complaints against the EC, subcommittees, special committees formed by the EC, and members of all these committees also fall under this category.

Any issue that is related to MTS School’s operations shall be addressed to MTS School board (Resolving Authority) for resolution. Complaints against MTS School board, operational team, teachers & volunteers also fall under this category.

The Resolving Authority’s decision is binding on all parties to the complaint. Resolution of complaints shall be communicated to the Complainant through email.

The resolving authority must resolve the grievance within 2 months of the receipt.

## Escalation

If “Complainant” or “Complainee” is not satisfied with the resolution proposed by the Resolving Authority, he/she may email to [contact@mitamilsangam.org](mailto:contact@mitamilsangam.org) requesting an escalation to the BOT. The email must include the original complaint, resolution provided, reason for not accepting the resolution and proposed solution. The concerned officer bearer of the EC/School Board should forward the escalation request to the BOT. The BOT must address the escalated grievance according to the process within a month of the receipt.

Once resolved, the complaint is considered closed and documented for future reference.

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

If any of the Sangam entities have complaints about the BOT or the officers of the BOT, then a special task-based sub-committee will be formed by involving the Nomination/Election committee, and that special committee will do the investigation and resolve the issue accordingly. The decision made by the special committee will be final since they are selected from the General Body.

If the grievances against the Sangam are submitted to any government or third-party institutions or organizations, the Sangam will deal through appropriate channels and legal proceedings.

## Dismissal of an Office bearer

Any office bearer of the Sangam and its entities may be removed or impeached, on the grounds of inability to perform the duties of the position, corruption, favoritism, or gross misconduct. Such recall or removal requests shall follow the same process as outlined in the grievances and resolution section.

## Suspension of Membership

Documented activities against the interest of the Sangam or any of its entities shall constitute grounds for suspension of membership. This includes, but not limited to, defamation of Sangam, misrepresentation of facts, misinformation to the public in any form of media etc. Such suspension shall follow the same process as outlined in the grievances and resolution section.

## Conflict-resolution procedure within an entity of the Sangam

Generally, when there is a difference of opinion among the office bearers of any entity of the Sangam, a simple majority shall be binding. However, if an office bearer perceives to have been constantly harassed or deprived of his/her ability to serve the organization, the following procedure is to be adopted:

- a. When an office bearer could not resolve the differences within the entity, any office bearers involved should make a written request to the BOT Chairman to resolve the conflict.
- b. The BOT Chairman shall enquire about the office bearers related to that issue and provide a resolution after discussing in the BOT meeting.

## Article 18: Amendments

- The policy and strategy changes of any entity of the Sangam must be discussed among the office bearers and must be brought to the attention of the BOT for a potential amendment.
- The Constitution, except for the spirit of the fundamental objectives, may be amended.
- Amendments to Bylaws and Articles of Incorporation can be proposed by any member in good standing to the Chairman of the BOT. The proposal shall be reviewed by all the members of the BOT. If the majority of the BOT are in favor of the proposal, it shall be further discussed in detail. The BOT may consult external technical and legal experts as needed, to evaluate the proposal.

- The final form of the amendment must be voted by a simple majority of the BOT, for presenting to the General body for approval. The amendments to the Bylaws and Articles of Incorporation placed before the general body will be passed if approved by 2/3 of the quorum present and shall be effective immediately.
- The Secretary of the EC should notify any amendments to the Articles of Incorporation to the Secretary of State of Michigan and to the General body. The Secretary of the EC should notify any amendments to the Bylaws to the General body.

## Article 19: Rights of Members

1. Right to information about all the office bearers of the BOT, EC, School Board and all Subcommittees.
2. Right to attend and vote in general body meetings.
3. Right to apply for roles in the Sangam.
4. Right to access the Bylaws and Articles of Incorporation.
5. Right to participate in the events of the Sangam.
6. Right to access the audited financial reports.

## Article 20: Statement of Nondiscrimination

Notwithstanding any provision of these Bylaws, the Sangam shall not discriminate against any member, office bearer, volunteer, applicant, or participant on the basis of age, gender, sexual orientation, race, color, ethnicity, or nationality.

## Article 21: Dissolution

### Motion to Consider Dissolution

A petition to consider dissolution of the Sangam or any of its entities may be submitted to the registered address of the Sangam. Such petitions will be accepted only from the members in good standing.

## Procedure

The petitions shall be reviewed by the BOT. If such petitions are received from 90% of the good standing members of the Sangam, the BOT may consider the motion for dissolution.

## Dissolution

If such a dissolution motion is unanimously approved by all the members of the BOT, the BOT must seek thorough legal opinion and based on their advice, the Sangam shall be dissolved. The BOT shall be responsible to clear all debts of the Sangam or the concerned entities, through the assets and ensure compliance with all requirements of the state and federal laws. Any remaining assets of the Sangam shall be liquidated, and the amount be donated to a non-profit charitable organization selected by the BOT.

## Article 22: Indemnification

Members and officers of the Sangam shall not be held personally responsible or liable in any lawsuit against the Sangam and for any debt incurred by the Sangam. The Sangam shall obtain Liability Insurance to indemnify officers for potential circumstances.

Any person made party to any action, suit or proceeding by reason of the fact that he/she is or was an Office bearer of the Sangam shall be indemnified by the Sangam against the reasonable expenses, including attorney's fees actually and necessarily incurred in connection with the defense of such action, suit or proceeding.

Any person party to such suit, action or proceeding shall further be indemnified by the Sangam for any judgments or liabilities resulting therefrom.

This indemnification does not cover any criminal act committed by the office bearer of the Sangam.

## Article 23: Bylaws Effective Date

This By-law is approved by the general body on 14 May 2022 and will be effective from the 14 May 2022 and shall be binding on the BOT, EC, MTS Schools and other entities of the Sangam, and its members.

### **Electronic Signature**

This by-law is electronically signed by the by-law committee members:

1. Srikant Raghavan (Chair & Past President)
2. Sathish Subramanian (Past BoT Chairman)
3. Anguselvi Raja (Past President & Past Tamil School Principal)
4. Annapoorani Vivek (Troy Tamil School Parent & Past EC member)
5. Selva Anandavel (Past Vice President & Current Tamil School Operation Board)