

# New York Telangana Telugu Association (NYTTA)

# **CONSTITUTION and BYLAWS**

**<u>Draft</u>**: v0.6

**Date:** November 3, 2020

# Constitution and Bylaws Committee Chair: Srinivas Guduru

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- 5) Mallik Reddy
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# **AMENDMENTS TO CONSTITUTION and BYLAWS**

Names of President &	<b>Amended Items and Sections</b>	Amendment
Constitution / Bylaws		Approved Date
<b>Committee Chair</b>		by the Board
Srinivas Guduru	Initial Version	

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#### ARTICLE I: NAME OF THE ORGANIZATION

The name of the organization shall be "New York Telangana Telugu Association", hereafter called NYTTA.

NYTTA is a non-profit organization, incorporated under the New York corporation laws and all other applicable state or federal laws, as they may be from time to time amended (the Law).

NYTTA is established in 2020. The original articles of Organization were filed with the state of New York on July 1, 2020. The functioning of NYTTA shall be on a calendar year basis.

**Scope**: The scope of the organization is confined to the State of New York, USA.

#### **ARTICLE II: ORGANIZATION OBJECTIVES**

The objective is to promote Telangana culture, traditions, language and dialect. (తెలంగాణసంస్కృతీ, సాం[పదాయాలు, భాష, యాస, కట్టు, బొట్టునడవడి).

To create and promote understanding and cooperation between Telangana people.

To perform charitable activities related to the scope of these activities, including but not limited to:

- 1. To preserve, maintain, and promote the social and cultural heritage of the Telangana people living in the NY Area.
- 2. To assist, advance, organize, and promote cultural, literary, educational, socio-economic, health, and community affairs of the Telangana people.
- 3. To serve the local communities, encourage Telugu youth to become involved in local humanitarian service acts, and to foster friendship between Telugu people and other non-Telugu speaking people.



- 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.
- 5. To create opportunities for the cultural exchange between people living in the USA, India and rest of the world wherever people of Telugu origin reside.
- 6. To encourage awareness and promote Telugu culture among youth.
- 7. To promote entrepreneurship and business relationships among the community.

#### **ARTICLE III: ORGANIZATION GOVERNANCE BODIES:**

The organization shall be governed by the following elected / nominated bodies, namely,

- 1. Board of Directors (BOD)
- 2. Executive Directors (ED)
- 3. Nomination Vetting Committee (NVC)
- 4. Audit Committee

These shall be the permanent committees of the organization.

Political Affiliation: NYTTA is a politically neutral association and any sort of allegiance and affiliation is expressly prohibited.

# **ARTICLE IV: ROBERT'S RULES OF ORDER**

Functioning of this organization shall be in accordance with NYTTA Bylaws except otherwise noted in the constitution. Robert's Rules of Order shall ALSO govern all meetings and procedures except where they are inconsistent with the NYTTA Constitution or Bylaws. Latest edition of Robert's Rules of Order shall be the authority on all questions of procedures not specifically stated by this Constitution and Bylaws. (<a href="https://www.robertsrules.com/">https://www.robertsrules.com/</a>)



#### **ARTICLE V: CHANGES IN CONSTITUTION and or BYLAWS**

This constitution may be altered, amended or repealed by:

- 1) By a formal proposal either from BOD or ED or a life member.
- 2) BOD Chairperson must send a written notice of such a proposalby an email to BOD and ED thirty (30) days in advance prior to the BOD and ED combined meeting.
- 3) The adoption of the proposed change shall require the affirmative votes of no fewer than two-thirds of the BOD and ED.
- 4) The approved Amendments shall be communicated via email to the life members and posted on the NYTTA website, within thirty (30) days of such approval.
- 5) After adoption, the amendment or change shall become effective immediately, unless otherwise specified in the measure adopted.
- 6) Any such adopted amendment is considered final upon its adoption



#### **ARTICLE VI: MEMBERSHIP and VOTING**

There are TWO different types of membership in NYTTA, as defined below:

# **Annual Members:**

- 1) There is no fee for the Annual Members.
- 2) Annual members shall not have the rights and privileges in voting and serving on any of the committees of the Association.

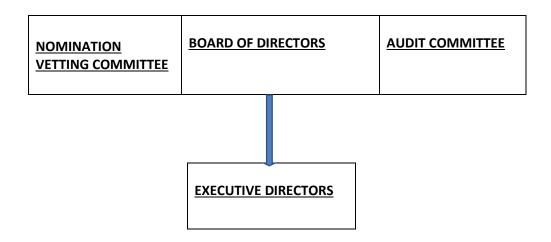
#### **Life Members:**

- 1) Any person who pays \$50 shall be a Life member.
- 2) Life members shall have the rights and privileges in voting and eligible to contest on any of the ED positions.
- "Family Membership" shall be defined as husband, wife and their children of 21 years or less. Voting rights will be only for wife and husband.
- "Single Membership" shall be defined as membership by one individual
- Each family member (single- 1 member; married- husband and wife) shall be entitled to one vote on each matter.
- There is no cut-off date to become a member of NYTTA or to upgrade membershipfrom annual to life member.
- Membership shall be effective from the date of the receipt of the completed NYTTA membership application form with the required dues.
- Upgraded membership status shall be effective from the date of the receipt of written request with required payment of the difference in membership dues.
- The Board of Directors and Executive Directors may revise the membership dues from time to time with the approval of two-thirds (2/3rd) majority of the BOD and ED. Any revision in the membership dues shall be made only once in a calendar year and shall be implemented at the beginning of next calendar year.
- Any donor who is not an NYTTA member who donates \$250 or more in a given calendar year will be granted life membership if he/she agrees to be a



- member by selecting the option to become a member. In such case, Life member dues must be transfer to the Corpus Fund by the ED Treasurer
- Any member may request withdrawal in writing at any time to the Board of Directors. Upon approval of such a request by the Board of Directors, the General Secretary shall strike his or her name from the rolls. Any member requesting withdrawal will not have any claim for the return or refund of any dues contributed to the organization.
- Membership in NYTTA is not transferable or assignable. If the membership consists of a family of two (husband and wife) and upon the death of one of the members, then the other spouse will retain the membership.
- In case of separation/divorce the original family members (husband or wife) should notify the NYTTA. In those situations, both husband and wife will retain their individual voting rights.

#### **ARTICLE VII: ORGANIZATIONAL STRUCTURE**





# **ARTICLE VIII: BOARD OF DIRECTORS (BOD)**

The total number of BODs will be Ten (10), However, the following individuals will serve as the Founding Directors until proper procedures is developed and adopted by the Board of Directors on how to select new BOD members.

- Srinivas Guduru
- Dr. Rajender Reddy Jinna
- Pradeep Samala
- Chinnababu Reddy
- Laxman Anugu
- Pavan Ravva
- Usha Mannem
- Sahodar Peddireddy
- Mallik Reddy
- Yogiswar Vanama
- Rama KumariVanama

The immediate past president will be nominated as a BOD.

The current President will be part of the BOD meetings with voting rights.

The Vice-Chair of BOD will be part of the ED meetings; will be a liaison between the ED and BOD.

BODs will be elected or nominated through the NVC.

# **Corpus Fund: Includes:**

1) Life Membership fee



- 2) Any initial donation from prospective Board of Directors
- 3) Any other donation towards a long-term benefit of the organization excluding donations given for an event

**BOD Eligibility:** Subject to the confirmation of the Nomination Vetting Committee (NVC)

- 1) Any donor with a minimum of \$5000 donation towards the Corpus Fund paid within a calendar year, is eligible for the position of the BOD.
- 2) Current President will automatically become a BOD next year.
- 3) Any highly talented or notable person or any special individual who might bring value to the organization. A proposal to this effect must be sent to the NVC with a two-third majority of the BOD voting in favor of the proposal.

The term of the BOD is Two (2) calendar years. The entire BOD will dissolve after two years and a new BODs will be elected / nominated.

The Officers of the BOD shall be

- Chairperson
- Vice-Chairperson
- General Secretary BOD

These positions will be filled by the simple majority vote of the BODs.

The Board of Directors shall act as the internal auditors of NYTTA funds and all other monetary assets. The Board of Directors shall periodically, but not less than twice a year, audit and monitor compliance of all organs of NYTTA with the Bylaws and policies of NYTTA. Every Director shall have access to any of the books and records of the association's accounts and transactions during normal business hours upon 48 hours' notice to the custodian of the records sought.



The Board of Directors shall meet periodically, but not less than twice a year. A simple majority of the full Board of Directors shall constitute a quorum for the transaction of the business at any meeting of the Board of Directors.

All business matters addressed at a regular meeting shall be decided by a simple majority of the Board of Directors present at the meeting in person, by telephone, by video conference, or by other interactive technologies.

Any BOD may vote on any business matter by proxy. All regular meetings shall require a minimum of 24 hours prior notice by either email or by electronic media.

Any BOD may be removed or impeached on the grounds of antiorganization activity, defamation of the office bearer of the organization, incompetence, corruption, favoritism, extortion, or oppression in office or gross misconduct in a board meeting called for such purpose.

The alleged member shall then be entitled to a hearing before the Board of Directors on such charges and shall be entitled to a full opportunity for hearing. To be eligible for hearing, the alleged member must request a formal hearing in writing by email or by electronic media within seven (7) days from the receipt of the BODs notification above.

The date, time, location, and all other details of the formal hearing shall be set by the Board of Directors in its sole discretion.

Approval of two-thirds of the full board shall be required for impeachment/ removal following the conclusion of the full hearing.

Chairperson: The Chairperson is the leader of BOD and he / she responsible for the long-term vision of the NYTTA. Chairperson of the BOD in conjunction with the President of ED shall appoint a Nomination Vetting Committee (NVC) consisting of a Chairperson and two additional members who do not seek elective office in NYTTA for the upcoming year.

The Chairperson shall ensure cooperation among all the Directors. The Chairperson shall set up the agenda for the Board Meetings in collaboration with the ED. The Chairperson shall preside and moderate all the meetings of the Board.



<u>Vice-Chairperson</u>: In the absence of the BOD Chairperson, the Vice-Chairperson will act as Chairperson.

**BOD Secretary:** The BOD Secretary shall maintain the records, keep the articles of the Board and shall carry out such other duties that pertain to the office.

The BOD Secretaryshall call for meetings, maintain minutes of meetings, and keep the records of the BOD. The BOD Secretaryshall prepare quarterly progress reports of all the projects and submit them to the Board of Directors.

The BOD Secretaryshall maintain funds of the organization in term deposits as deemed necessary. In addition, the BOD Secretaryshall prepare the budget for the Board and carry out such other duties that pertain to the office

Each officer shall transfer all relevant records, assets of the organization in his/her possession to the respective successor no later than fifteen (15) days from the time of the election of the executive officers.

# **ARTICLE IX: NOMINATION VETTING COMMITTEE (NVC)**

The Nomination Vetting Committee (NVC) is responsible for any nomination / election for any position / body. NVC receives the nominations, conducts elections as necessary and announces the results.

The NVC shall consist of three (3) members.

The Board of Directors Chairperson will be the Chairperson of the NVC. If the BOD chairperson is not available, the vice-chairperson of the BOD will act on his behalf.

Other members of NVC will be nominated from the BODs.

The BOD Chairperson with the approval of the board shall activate the NVC at least 60 days before the next election, for electing a new Board of Directors or Executive Directors.



NVC will seek nominations from members either by publishing the Nomination Form on the website, sending nomination form via email.

Person proposing and seconding the nominee shall be a life member of NYTTA in good standing as per the certified membership list.

Members of the NVC are NOT eligible for nomination for Executive Directors.

The following nomination process schedule may be used with approved deadlines.

- a) Activate NVC: At least sixty (60) days prior to the proposed election date
- b) ED to furnish Certified Membership List to NVC: At least forty-five (45) days prior to the proposed election date
- c) Publish the Nomination Form or email: At least thirty (30) days prior to the proposed election date
- d) Deadline for Receipt of the Nominations: Fifteen (15) days from the date of mailing or publishing of the nomination form.
- e) Verify eligibility and inform the nominees about their eligibility and Deadline for withdrawal: Within seven (7) days after the deadline for receiving the nominations
- f) NVC must announce the results within seven (7) days from the election date.



#### **ARTICLE X: AUDIT COMMITTEE**

The Board of Directors shall act as the internal auditors of NYTTA funds and all other monetary assets. The Board of Directors shall periodically, but not less than twice a year, audit and monitor compliance of all organs of NYTTA with the Bylaws and policies of NYTTA. Every Director shall have access to any of the books and records of the association accounts and transactions during normal business hours upon three (3) days' notice to the custodian of the records sought.

The External Auditing Committee shall consist of two board of directors and one independent member / agency with accounting background. The function of this committee is to audit the financial transactions and Treasurer 's reports and file the necessary tax returns.

#### **ARTICLE XII: EXECUTIVE DIRECTORS (ED)**

An ED is elected for a one (1) year term. No ED can serve two consecutive terms in the same position except Executive Administrators.

The Executive Directors shall take appropriate action to fill any vacancies in the Executive Directors, no later than two months of such occurrence. Any such interim vacancies can be filled by seeking nominations from the membership in good standing and filled in by the NVC.

The ED shall have a minimum of six (6) meetings in a 12-month period. Any possible absence may be conveyed in advance to the rest of members or attempt should be made to be available via telephone. Any member of the Executive Directors, who fails to attend three consecutive regularly scheduled meetings without properly informing the President, shall be terminated without prejudice. Any such vacancies shall be filled as stated.

Any member of the Executive Directors may be removed or impeached on the grounds incompetence, corruption, favoritism, extortion, or oppression in office, or



gross misconduct, in a special BOD meeting called for such purpose. Approval of two-third of the full BODs shall be required for such impeachment/removal.

Within 30 days of taking office, the Executive Directors shall present a schedule of planned events along with preliminary budget figures to the ED. The ED shall not engage in any activity that is not on the schedule, and which has not been presented to the ED. In case, if he/she must engage in any urgent activity, he/she has to inform the ED prior to the event. If any ED member would like to organize any event (funds secured by that ED member) under NYTTA banner, he should have a prior approval of the President and the event should be led by the President.

The President should present a brief status report to the ED twice during their one-year term. In addition, under special circumstances, the President should present all information requested by the BOD should the BOD feel it is necessary to obtain such information.

The ED shall strive towards a balanced budget and exercise fiscal restraint. The ED shall pass at least the opening balance received (carried over from the previous team) to the succeeding team. The ED is responsible for setting all procedures relating to NYTTA day to day operations and managing events in compliance with the Articles of organization and Bylaws of NYTTA. ED shall not make any changes to the operating procedures without prior written approval of the BOD. The ED may refer issues that could not be resolved by the ED to the BOD.

The ED shall consist of the following officers:

- 1. President
- 2. Vice President
- 3. General Secretary
- 4. Treasurer
- 5. Joint Secretary
- 6. Joint Treasurer
- 7. Five (5) Executive Administrators



Nomination eligibility to the ED positions: Subject to the confirmation of the Nomination Vetting Committee (NVC).

Executive Administrators who serve a minimum of two years, are eligible for any office bearer positions except the President position.

Office bearers who serve a minimum of two years, are eligible for any higher office bearer positions except the President position.

BOD who serve a minimum of two years, are eligible for any office bearer positions except the President position.

Vice President is eligible to be nominated as President.

#### **President:**

The President shall be the spokesperson for the association. The President shall be the coordinator of the Executive Directors and shall perform all duties pertaining to the office of the President.

He/she shall preside all meetings of the NYTTA Executive Directors and call all General Body meetings. He/she shall be the ex-officio of any of the meetings organized by any Coordinators (Cultural, Literary and Educational) of the standing committees. He/she shall appoint all committees authorized by the bylaws with the approval of the Executive Directors.

He/she presides over all NYTTA functions. He/she may sign any contracts, deeds, documents, and other instruments on behalf of NYTTA after satisfying the following conditions.

The President must obtain the majority ED approval to sign any contract of expenditure more than \$2,000. The President and Treasurer shall be the only



authorized persons to sign the checks individually up to \$2000. Any check exceeding \$2000 shall require the signatures of both President and Treasurer.

#### **Vice President:**

The Vice President shall assist the President and fulfill his/her duties in his/her absence and when so acting shall have all the powers of the President. He/she shall perform such other duties as assigned by the President.

# **General Secretary:**

The General Secretary shall be the custodian of the Seal, Constitution, and Bylaws of the association. He/she shall issue calls for meetings of the General Body, the Executive Directors at the directive of the President / BOD Chairperson, assist them in preparing the agenda before each meeting and prepare the minutes of the meetings.

He/she shall perform the official correspondence of the association. He/she shall maintain an updated list of all NYTTA members. He/she shall be responsible for the maintenance of records, documents, accurate postal and email addresses, official correspondence of the organization, and reports of any ad-hoc committees.

He/she shall be responsible to ensure that all reports, documents, and records are kept and filed as required by law. He/she shall be responsible for transferring all the records of NYTTA to the incoming General Secretary within seven (7) business days after the end of his/her term.

# **Joint Secretary:**

The Joint Secretary shall assist the General Secretary in performing the duties incidental to the office of the General Secretary and such other duties as required from time to time by the ED/BOD.

In the absence of the General Secretary, the Joint Secretary shall function as the General Secretary. He/ She will perform other duties as delegated by the President / BOD Chairperson. He/ She will maintain and archive all past and present records.



#### **Treasurer:**

The Treasurer and President shall be the only authorized persons to sign the checks individually up to \$2000. Any check exceeding \$2000 shall require the signatures of both Treasurer and President after obtaining ED approval.

He/she shall be responsible for issuing notice and collection of all dues and deposit the same in such banks or trusts as the ED / BOD may designate.

He/she shall assist the General Secretary in maintaining an updated list of all NYTTA members. He/she shall operate all accounts of NYTTA. He/she shall have custody of all accounts, receipts, and disbursements. He/she shall submit quarterly financial reports to the ED / BOD and provide this information to the General Body.

He/she shall perform such other duties and exercise such other powers incident to the office of Treasurer by law.

He/she shall assist filing the tax returns with the IRS for the year in office and provide appropriate records for financial audits.

He/she shall transfer all records, documents, and accounts to the incoming Treasurer within seven (7) business days after the end of his/her term.

# **Joint Treasurer:**

The Joint Treasurer shall assist the Treasurer in performing all duties incidental to the office of the Treasurer and such other duties required from time to time by the ED / BOD. In the absence of the Treasurer, the Joint Treasurer shall function as the Treasurer.

# **Executive Administrator (EA):**

All EAs report to the President and assist in smooth conduct of events organized by the association.