

North East Ohio Telugu Association (NEOTA)
THE CONSTITUTION & BYLAWS

Article I - Name

The name of the Association is NORTH EAST OHIO TELUGU ASSOCIATION (NEOTA). It is a non-profit organization.

Article II - Objective

The main objective of NEOTA is to promote Telugu culture and heritage in the Greater Cleveland Area and to act as a sister organization to local and national Indian and Telugu Cultural Organizations. NEOTA is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Article III - Membership

1. Any individual, over 18 years of age, living in and around Greater Cleveland, who accepts the constitution of NEOTA and the aims and objectives for which it stands shall be eligible to be a general member of the NEOTA.
2. There shall be four (4) categories of membership.
 - a. **Family Membership:** This is open to families interested in Telugu culture. Both husband and wife in the family have the right to vote and are eligible to hold office.
 - b. **Individual Membership:** This is open to individuals interested in Telugu culture. They have the right to vote and are eligible to hold office.
 - c. **Life Membership:** This is open to families or individuals interested in Telugu culture, who pay a lump sum fee/donation as determined by the Executive Committee. They have the right to vote and are eligible to hold office.
 - d. **Student Membership:** This is open to full time students who are interested in Telugu culture. They have no right to vote and are not eligible to hold office.
- 3). NEOTA reserves the right to verify the information provided. In accordance with and without limitation to NEOTA bylaws, if NEOTA determines, in its sole discretion, that any individual no longer subscribes to the objectives of NEOTA or that false or misleading information was provided, NEOTA may reject that individual's application or cancel the membership of any or all persons listed in their application form. In any case, membership fees are non-refundable.

Article IV - Membership Dues

1. Family, individual and student members shall pay annual dues, which shall be determined and received as needed by the Executive Committee. The fiscal year shall be from January 1 through December 31.

2. Annual dues shall be paid during the current year prior to availing membership benefits. Members can attend association functions after January 1, either by paying membership or by paying entry fees as determined by the Executive Committee. Members who paid their membership dues by July 31st of the current year only are eligible to vote, nominate and contest for elections during that year as long as the eligibility requirements are met.
3. Membership privileges should not be extended to non-members.

Article V - Administration and officers

1. Board of Trustees (hereafter referred to as BOT) shall be comprised of a minimum of three (3) and to a maximum of five (5) elected members. Trustees are members of good standing in the Greater Cleveland Community and are community leaders who can affect change through their leadership and advocacy.
2. The Executive Committee (hereafter referred to as EC) shall be comprised of an elected body of President, Vice President, General Secretary, Treasurer, Cultural Secretary, Communications Secretary and Sports Secretary.
3. The general execution of the Association shall be vested in EC.
4. The general governance of the Association shall be vested in the BOT, President and Treasurer.
5. Advisory Board shall be comprised of three (3) nominated members. Advisors shall be nominated by BOT to provide the sharing of learnings, improve the stability of organization, and be go to person(s) for both BOT and EC.
6. Executive Board (hereafter referred to as EB) consists of BOT and EC.

Article VI - Terms of Office

1. **Trustees**
 - a. Terms of office of the Trustees shall be for a period of six (6) years starting from 2017. The term of one Trustee will expire alternate year and a new one will be elected at the general body meeting.
2. **Treasurer**
 - a. Terms of office of the Treasurer shall be for a period of two (2) years and shall not hold their position for more than two successive terms.
3. **Executive Committee**
 - a. The terms of office of the President, Vice President, General Secretary, Cultural Secretary, Communications Secretary and Sports Secretary shall be for a period of one (1) year (January 1st – December 31st).
 - b. The President, Vice President, General Secretary, Cultural Secretary, Communications Secretary and Sports Secretary shall not hold their positions for more than two successive terms.
 - c. No family shall hold more than one position in any given year.
4. **Advisory Board**
 - a. The terms of office of Advisory board members shall be for a period of three (3) years with an option to extend for another term by BOT.

5. **Vacancies**

- a. In case of vacancy in the office of the President, the Vice President shall hold the office of the President for the rest of the term.
- b. In case of a vacancy in the office of the President and the Vice President, the General Secretary shall hold the office of the President for the rest of the term.
- c. In case of a vacancy in the office of Vice President or any Secretary or Treasurer, the Vacancy is to be filled within two months of such occurrence by the President with the consent of the BOT.
- d. In case of vacancy of two or more members of the EC, BOT and Advisory Board shall appoint new members for the remaining term.
- e. All vacancies are to be filled within two months of such occurrence if it happens within the first three quarters of the year.
- f. Vacancies arising in the last quarter may not be filled.
- g. A vacancy created by Trustee is to be filled by following the Trustee election process as defined in Article VII.

Article VII – Elections

1. **Eligibility Criteria**

- a. Trustee nominee must be a NEOTA life member in good standing as defined in Article III and has served the NEOTA well in an official position in the past.
- b. EC nominee must be a NEOTA member in good standing as defined in Article III
- c. The members being nominated for the President should have been paid members of NEOTA for 3 consecutive years and served the NEOTA well in an official position in the past.

2. **Election Protocol**

- a. Elections shall be held by Deepavali event or before November 30th of each year.
- b. Members of the Executive Committee and vacant Trustee(s) position(s) are to be elected every year and their terms of office shall be as defined in Article VI.
- c. The BOT shall appoint a Nominations & Election Committee (hereafter referred to as NEC) each year to oversee the election process. Any member in good standing other than the current member of the EC, BOT, Advisory Board or the family members of the aspiring candidates.
- d. The total number of members constituting the NEC shall be a minimum of three (3) and to a maximum of five (5).
- e. The BOT should announce the persons appointed to the NEC to all members.

- f. The NEC shall be in place at least sixty (60) days prior to the election date as specified in VII 2(a).
- g. The BOT shall provide membership list for the last 3 years including life members to the NEC to ensure verification of eligibility and any matter that may concern the election process.
- h. NEC has to adhere to the bylaws and Nominations and Election guidelines. NEC may revise the current Nominations and Elections guidelines in consultation with BOT prior to seeking the nominations.
- i. Advisory Board, BOT, and EC shall not interfere in the process and workings of the NEC unless specifically requested by NEC.
- j. The NEC shall send a communication with nominations and election guidelines and seek nominations for the election at least 45 days prior to the election.
- k. Members of the NEC may not nominate themselves or others for the office. In the event there is a conflict of interest between a member of NEC and an aspiring member within the family, NEC shall give the option for one of the two to withdraw from the NEC/Nominations as applicable.
- l. Deadline for receiving nominations shall be at least 3 weeks before the election.
- m. NEC shall confirm with the nominees on their nomination and communicate the list of nominees to all members at least 2 weeks prior to the election.
- n. In the event no nominations are received by the NEC before the specified date for any of the posts, NEC, BOT and Advisory Board will identify suitable candidate(s) before the election.
- o. In any election, the person with the most votes is declared the winner, however if two or more persons get equal number of votes, the NEC, BOT and Advisory Board would arbitrate and declare a winner.

3. Nomination Process:

- a. No Team Nominations.
- b. NEC members and immediate family members (spouse and children) cannot contest in the elections.
- c. NEC has to acknowledge the receipt of nomination, withdrawal of the nomination and confirmation of the nomination based on the eligibility by communicating with the nominee.

4. Canvassing Guidelines

- a. Trustees in office, Advisory Board, NEC and EC and their immediate family cannot be involved in

canvassing for any member. The only exception is where a current elected member is standing for re-election.

- b. All other members should refrain from using negative canvassing in the interest of NEOTA and its image.
- c. NEC has the authority to take appropriate action in case there is any conflict arising due to the methods of canvassing being used. NEC must consult BOT and Advisory Board with their action plan before they execute to ensure that it is in the best interest of NEOTA and its members.

5. Role of NEC:

- a. The primary role of the NEC is to ensure a fair and equitable election process.
- b. NEC has the freedom to revise the Nominations and Elections guidelines for the forthcoming elections.
- c. NEC shall adhere the code of conduct, procedures and guidelines each year.
- d. NEC, BOT and Advisory Board are the final arbitrators regarding any issue in the election process.

6. Transition to newly elected committee

- a. A Financial Audit Committee may be setup by the BOT when presenting the Year-End Financial Reports. This committee may consist of 2 to 3 members outside the Executive Committee to review all financial statements with Treasurer for year-end statements and sending out appropriate notices.
- b. A transitional meeting is prudent when the control transfers from one Executive Committee to the Incoming New Executive Committee after the elections. It is at this time a review may be given of the yearly activities and budget fixed for the coming year.
- c. All records, assets and documents along with year-end financial statements approved by BOT are to be handed over to the newly elected Executive Committee no later than January 15th of the following year.

Article VIII - Duties of Officers

1. Board of Trustees, Advisory Board and Executive Committee

- a. The BOT, Advisory Board and EC bears the overall responsibility for Telugu Community's image, viability, financial well-being and actions of NEOTA.
- b. The EC shall determine the annual dues of the association in consultation with BOT.
- c. The EC shall execute and direct activities of importance to the Telugu Community of the Greater Cleveland area.
- d. The EC has the authority to appoint necessary ad-hoc committees and direct their activities to carry out specific projects, events or tasks in consultation with BOT.
- e. Advisory Board shall provide the sharing of learnings, improve the stability of organization, and be a go to person(s) for both BOT and EC.
- f. General body can remove any elected office member or member of the organization for

behavior detrimental to the organization by two-thirds majority of the voting members present at a meeting specifically called for the purpose.

- g. Any member or officer removed from the association according to the above paragraph may appeal such decision and may be reinstated by the approval of two-thirds majority of the general body.

2) Board of Trustees

- a) The trustees have the fiduciary responsibility of the organization.
- b) The Trustees shall be responsible for setting long term objectives of the association. Their duties include, but are not limited to, the activities such as taking action on all constitutional and legal matters pertaining to NEOTA as well as assisting and cooperating with the EC on their projects.
- c) The Trustee shall strive to encourage and spread the organizations goodwill.
- d) The Trustees will use their influence to bring in supporters to patronize NEOTA.

3) Advisory Board

- a) Advisory Board is the go to person for President on any topic that needs prior experiences.
- b) Advisory Board can on his own advice President or Trustees on any topic that he/she thinks is going to help the organization
- c) Advisory Board listens to the community and provide feedback to President and Trustees
- d) Advisory Board helps reviewing the key communications to the community and at times acts as a reviewer for the communications.
- e) It is advised that President takes the initial guidance from Advisory Board before approaching BOT.
- f) Advisory Board helps with auditing of the financials and provide feedback.
- g) Advisory Board keeps the guides for President and Trustees to on-board new members of BOT and President.

4) President

- a) The President shall perform all duties that promote the mission and objectives of the organization.
- b) President shall preside at all the EC meetings of the association.
- c) President shall make appointments as outlined in Article VII.
- d) President shall appoint special and ad-hoc committees as may be necessary to further the association objectives and monitor their progress. With Executive Committee consultation, President may direct a committee to be discontinued when its purpose has been served.
- e) President shall be accountable to the BOT for all matters concerning the EC and its activities.
- f) President shall work with Treasurer and BOT to ensure the financial stability of NEOTA.
- g) President is the torch bearer of the organization during his tenure and must act to promote NEOTA's image.

h) President shall guide EC activities to fit in the overall vision of NEOTA.

5) Vice President

a) The Vice President shall perform the duties of the President in his/her absence and when so acting shall have all the powers of the President.

b) The Vice President may be assigned to one or more special projects.

c) He/she shall perform such other duties as assigned by the President.

d) Vice President shall maintain list of key volunteers and assist President in mobilizing them for all the events.

e) Vice President shall maintain key sponsors list and assist NEOTA in mobilizing funds for all the events.

f) Vice President shall assist President in food vendor and food menu selection, food pricing for all the events.

g) The Vice President shall be responsible for activities and food services during NEOTA events & celebrations.

6) General Secretary

a) The secretary shall record, share and keep the minutes of the meetings of the Association, Executive Board.

b) Assist the President, and the Executive Committee to fulfill their duties.

c) Maintain lists and Contact details of Executive Board members. Maintain all records and information of the Organization and Inventories of the Association.

7) Treasurer:

a. The Treasurer shall receive record and be the custodian of the funds of the Association.

b. The Treasurer shall maintain proper accounting and present financial statements, and bank records at the Executive Committee meetings.

c. The treasurer provides report of all expenses, balances, assets and available funds of NEOTA at NEOTA meetings.

d. The Treasurer will keep the Executive Board apprised of IRS regulations and file the necessary Tax documents and post the Tax deduction notices to the donors.

e. The Treasurer shall maintain the members list.

f. The Treasurer should provide annual financial report to all interested members at the final

NEOTA event of the year.

8) Communications Secretary

- a) Website- Regular updates – content development, communication, up loading photos, videos etc.;
- b) Manage & maintain the face book and other social media venues;
- c) Emails – regular event communication;
- d) Provide the content (as needed) for posting and distribution
- e) Provide strategy for member contact information preservation, security and other management aspects.
- f) Protection of Privacy for our member contact information.
- g) Assisting NEOTA in gaining efficiencies in web hosting, email communication, social media management.

9) Cultural Secretary

- a) The cultural secretary shall be responsible for preparing guidelines, soliciting and approving cultural items with the consultation of Executive Committee, contacting and coordinating performers, preparing agenda for cultural events, organizing prize distributions, coordinating audio and stage management activities, and presenting cultural items to the audience.

- b) Although cultural secretary serves as the lead person, the Executive Committee as a whole shall be responsible for the overall planning and implementation of any NEOTA event.

10) Sports Secretary

- a. Conduct sports and Physical awareness activities for Men, Women and Kids of NEOTA member families throughout the year.

- b. Discuss all the planned activities with EC and get the approval and help before, during, and after for all sports activities.

- c. Discuss the budget information and get approval from the EC prior to undertaking any sports tournaments/activities.

- d. Conduct the sports activities and fulfill responsibilities with regards to venue reservation/rental, equipment reservation/rental (purchase where applicable and approved), registration fees, verification of NEOTA memberships etc. Turn in all dues collected to the NEOTA Treasurer.

- e. Appraise the EB of needs, concerns and follow-ups.

- f. Provide a list of winners for each sports activity to EC for recording and rewards purposes.

- g. Perform any other assigned duties by the NEOTA President in the greater interest of the organization. Members interested in nominating for this position should consult with the NEC for any updates/clarification.

Article IX - NEOTA Protocol and Procedures

- 1. There shall be at least one general body meeting each year at a place and date designated by the EB.

2. The time and place of all meetings shall be decided by the Executive Committee at the start of the year. Special meetings may be called by the President as required.
3. The Executive Board shall meet at least twice in a year. The Executive Committee shall meet at least once in every 3 months.
4. If a member of the Executive Board fails to attend three (3) consecutive meetings, they may be removed from the Executive Board. Meetings must be scheduled well in advance.
5. The quorum for any meeting of the EB or EC shall be two-thirds of its members. The quorum for General Body meeting shall be 30% of total voting members in good standing.
6. Disputes between Trustees and the Executive Committee shall be resolved by majority of the votes at a specifically called Executive Board meeting with a well-respected member outside the Executive Board acting as mediator.
7. Program Revenues may be disbursed only after paying all operation costs for the Program or Event. Budget for every event must be reviewed by the EC and plans must be made to work towards a sustainable budget. Due diligence must be made to recover the costs of an event either through memberships, sponsorships, admission fees, advertisements (periodical or web) or selling of goods etc.,
8. Parliamentary Procedures: In the absence of any provision in the by-laws of this association, all members of the association and Executive Board shall be guided by Parliamentary rules as used and contained in the current edition of Robert's "Rule of Order".
9. EB should strive to maintain image of the organization and should refrain from publicly airing personal and political agendas. At all times they should maintain dignity of the office they hold.
10. Procedure for all Grievances:
 - a. All issues excluding elections.
 - i. All grievances should be submitted in writing via email to telugu_mitra@neota.org within two weeks of the event / incident.
 - ii. Any internal conflicts within EC need to be resolved by holding closed door meetings.
 - iii. In case no resolution is reached or if there is a deadlock, an arbitrator shall be selected from the community and his/her resolution is final.
 - iv. The selection of the arbitrator shall be mutually agreed upon by the EC and the parties filing the grievance.
 - b. Elections.
 - i. All grievances should be submitted in writing to the NEC only. The email address will be announced at the start of the nomination process.
 - ii. NEC shall try its best to resolve the issues with all parties.
 - iii. Members of the Advisory Board, BOT and EC shall refrain from involving in the resolution process, unless specifically requested by the NEC.

- iv. In the event that NEC is unable to resolve the issue, it should choose to either involve the BOT, Advisory Board and/or any other arbitrator agreeable to all the parties involved.
- v. NEC has the right to disqualify any candidate if the guidelines and procedures outlined are not followed. NEC should properly execute the steps involving BOT, Advisory Board and/or other arbitrator agreeable to all the parties involved.
- vi. NEC is the final authority on all functional aspects of the election process.

Article X – Expense Policy

1. The President or the Treasurer may authorize expenses up to \$500 from yearly available funds.
2. The President MUST consult with all other Executive Committee members and Board of Trustees and obtain the majority approval to sign any check exceeding \$500. Checks could be signed by the President or Treasurer after approval of BOT and duly recorded in the EC Meeting minutes.
3. Whenever program budget exceeds available NEOTA funds, the Executive Committee must present plan to BOT to recover the program costs. Implement the plans in consultation with EB and Advisory Board. General body may be brought into the resolution process.
4. The president and treasurer owe a fiduciary duty to the members and they should assist the BOT to examine the finances of NEOTA.
5. Self-payment by the NEOTA office bearers from NEOTA funds shall not be allowed.

Article XI – Financial Accounts

1. NEOTA shall maintain separate funds for specific purposes. All financial records shall be maintained as required by IRS.
2. The annual financial report shall be presented to all interested members at the final NEOTA event of the year
3. General Operations Account –Annual membership fees, advertisement revenue, food revenue, movie collections and miscellaneous income shall be deposited in the General Operations Account. The funds from this account alone should be used to organize events and incur any administrative and organizational expenses NEOTA needs from time to time.
4. Endowment Account - This account consists of all the funds received towards Life Membership Fee and any other special income received. Also any surplus amount exceeding \$5000 that is available in the General Fund account at the end of fiscal year shall be transferred into this account. The withdrawal of funds from this account to meet any general/operational expenses of NEOTA requires the approval of general body. The NEOTA Executive Committee shall have the powers, only in case of emergencies, to withdraw any interest that is earned on this account, to meet NEOTA operational expenses. Such amount shall not exceed \$500 and only one such withdrawal shall be permitted without the approval of the General Body in a given fiscal year.
5. 501(c)(3) Compliance - No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Two hereof. No substantial part of the organization’s activities shall be carrying on propaganda, or otherwise attempting to influence legislation. The organization shall not participate in, or intervene

in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the organization shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code

Article XII – Amendments to Bylaws

1. Amendments to these bylaws consistent with the NEOTA may be made only by paid members of NEOTA with approval of 2/3rd (two-third) of the members present at general body meeting, voting in favor of such amendments. The Trustees must incorporate all amendments passed by the general body into bylaws.
2. The BOT must communicate notice of all proposed amendments to bylaws in writing, to the membership at least ten days (10) prior to the meeting called to consider the amendments.
3. Requests for amendments to bylaws made by a member and supported by 25% of the membership must be submitted in writing to the BOT at least thirty (30) days prior to the date of an annual meeting each year.
4. Requests for amendments to bylaws made by a majority vote of the BOT and EC may be submitted to the General Body by the BOT at any time provided due notice has been given for a general body meeting to adopt any such amendments as per “1.” above.
5. Every Five (5) years the General body, in agreement with the Executive Board, should evaluate bylaws, starting in the year 2010 and years that have multiples of 5 thereof.

Article XIII – Dissolution

1. Upon the dissolution of the organization, assets shall be distributed towards one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes
2. Dissolution of the organization should be communicated to all the members via e-mail message, posting it on NEOTA website and by publishing the news in the local newspapers.
3. Funds allocation and distribution report should be notified to all members via e-mail communication and/or published in the local newspapers.

Article XIV – E-mails, Website and Technology

1. To minimize costs all correspondence is to be carried out electronically unless otherwise stated in by-laws. NEOTA shall maintain a website and e-mail list to communicate with members and has sole proprietary rights to both website and e-mail list. No individual, inclusive of Executive Board member owns any personal rights/ ownership to these items.

2. The Executive Committee shall maintain website and e-mails in a dignified manner. No member of the Executive Committee shall use them for (a) personal glory, (b) airing grievances and internal conflicts (c) accusations, profanity, insults, derogatory / demeaning comments and /or (d) any other purposes that are detrimental to NEOTA image and principles.

Article XV – Indemnity

1. Executive Board members shall not be held personally liable for any actions and decisions taken on behalf of the association.
2. NEOTA members list (mailing address, e-mail address and phone numbers etc) shall be solely used for distribution of NEOTA related information only.
3. NEOTA members list (mailing address, e-mail address, phone numbers), equipment, individual software, web pages generated during the year, photographs taken during the year are NEOTA's property. No one shall sell trade or exchange or utilize them in any other manner for personal or third party gains without obtaining permission of the general body.