

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

Article I - Name

The non-profit Organization is called NORTH EAST OHIO TELUGU ASSOCIATION (NEOTA).

Article II - Objectives

The primary objective of NEOTA is to promote Telugu culture and heritage within the greater Cleveland area and to serve 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 the distribution of funds to organizations that qualify as tax-exempt 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, residing in the greater Cleveland area, and who accepts the NEOTA's constitution, objectives, and values, is eligible for general membership.
2. There are four (4) categories of membership:
 - a. **Family Membership:** Open to families interested in Telugu culture. Both spouses have voting rights and are eligible to hold office.
 - b. **Individual Membership:** Open to individuals interested in Telugu culture. Members have voting rights and are eligible to hold office.
 - c. **Life Membership:** Open to families or individuals interested in Telugu culture who agree to pay a one-time fee as determined by the Executive Board. Members have voting rights and are eligible to hold office.
 - d. **Student Membership:** Open to full-time students interested in Telugu culture. Student members do not have voting rights and are not eligible to hold office.
3. NEOTA reserves the right to verify all information provided, in accordance with NEOTA bylaws. If NEOTA determines, at its sole discretion, that an individual no longer aligns with NEOTA's objectives or has provided false or misleading information, it may reject the individual's application or revoke the membership of any or all persons listed on the application form. Membership fees are non-refundable in all cases.

Article IV - Membership Dues

1. Family, individual, and student members are required to pay annual dues, as determined by the Executive Board. The fiscal year runs from January 1 to December 31.
2. Life members are exempt from paying annual dues. Life members who joined NEOTA at any time prior to the current year and by September 30 of the current year are eligible to vote, nominate, and run for office.

3. Annual dues are due by January 1 each year. Members may attend association events after January 1 by either paying their membership dues or an entry fee, as set by the Executive Board. Members who have paid their dues by September 30th of the current year or after September 30th of previous year are eligible to vote, nominate, or run for office in that year, provided they meet all other eligibility requirements

Article V - Administration and Officers

1. The Executive Board (EB) consists of three (3) Board of Trustees (BOT) and six (6) members of the Executive Committee (EC).
2. The EB is responsible for the overall governance of NEOTA.
3. The EC is responsible for the day-to-day operations of the Association.
4. The EC includes the elected positions of President, Vice President, General Secretary, Treasurer, Cultural Secretary, Communications Secretary, and Sports Secretary.
5. The BOT are respected community leaders in good standing who can drive change through their leadership and advocacy.

Article VI - Terms of Office

1. Trustees

- a. Trustees shall serve a term of three (3) years. One Trustee's term will expire each year, and a new Trustee will be elected at the general body meeting, along with the election of Executive Committee members.

2. Executive Committee

- a. The President, Vice-President, General Secretary, Treasurer, Cultural Secretary, Communications Secretary, and Sports Secretary shall serve a one (1) year term, from January 1st to December 31st.
- b. No individual shall hold the same position more than two consecutive terms.
- c. No family shall hold more than one position in any given year.

3. Vacancies

- a. If the President's office becomes vacant, the Vice-President will assume the role for the remainder of the term.
- b. If both the President and Vice-President positions become vacant, the General Secretary will assume the President's role for the rest of the term.
- c. If the Vice-President, General Secretary, or Treasurer positions become vacant, the President will fill the vacancy with the approval of the remaining Executive Board members, seeking nominations from eligible members.

- d. If three or more Executive Board positions become vacant, a new election will be held for all positions, and the newly elected officers will take office immediately.
- e. Vacancies must be filled within two months if they occur within the first three quarters of the year.
- f. Vacancies arising in the last quarter may not be filled.
- g. A vacancy in the Board of Trustees (BOT) will be filled by election for the remainder of the term during the General Election. If two or more BOT vacancies arise, immediate elections will be called to fill them for the remaining term.

Article VII – Elections

1. Eligibility Criteria

- a. A nominee for Trustee must be a NEOTA member in good standing, as defined in Article III, and must have previously served NEOTA or another non-profit organization in an official capacity.
- b. A nominee for the Executive Committee (EC) must be a NEOTA member in good standing, as defined in Article III.
- c. Nominees for Trustee or President must have been paid members of NEOTA, including life members, for a minimum of three (3) consecutive years.

2. Election Protocol

- a. Elections shall be held annually before the end of the fiscal year during the general body meeting, except when current officeholders choose to continue for a second consecutive term.
- b. Every year, members of the Executive Committee and one Trustee will be elected. Their terms will follow the guidelines set in Article VI, unless they opt for a second consecutive term.
- c. The Executive Board (EB) shall appoint a Nominations & Election Committee (NEC) each year to manage the election process. Any member in good standing, other than current Executive Board members, can serve on the NEC.
- d. The NEC must be established at least eight (8) weeks before the annual general body meeting to conduct that year's elections.
- e. The NEC shall consist of no fewer than three (3) and no more than five (5) members.
- f. NEC members may not nominate themselves or others for any office.
- g. Nominations must be received at least three (3) weeks before the election.
- h. The NEC will confirm nominees' participation and distribute the list of candidates to all members at least two (2) weeks prior to the election.

- i. The NEC must inform the nominees to actively reach out for supporting nominations. If a nominee does not receive the required supporting nominations by the deadline, their nomination will not be considered.
- j. If no nominations are received by the deadline, floor nominations will be accepted at the annual meeting.
- k. The Executive Committee will announce the NEC members to all members via email and on the NEOTA website.
- l. The NEC will send out a call for nominations at least six (6) weeks before the election, using email and web notifications.
- m. The NEC will determine the detailed election procedures and communicate them to members via email and on the NEOTA website. The EB may be consulted in formulating these procedures.
- n. The NEC must adhere to the bylaws when outlining the election guidelines and procedures.
- o. The EB shall not interfere in the NEC's process unless specifically requested by the NEC.
- p. The candidate with the most votes wins. In the case of a tie, the winner will be determined by the combined total of votes and nominations. If the tie persists, the NEC will arbitrate and declare a winner.

3. Nomination Process:

- a. No team nominations are allowed.
- b. To contest for any position, candidates must have at least five (5) supporting nominations from eligible voting members.
- c. Nominees for Trustee or President must have been paid members of NEOTA for at least three (3) consecutive years.
- d. Members may revise their nominations during the nomination period, but changes cannot be made after the deadline.
- e. NEC members and their immediate family (spouse and children) are not eligible to run in the elections.

4. Canvassing Guidelines

- a. Sitting Trustees are not permitted to canvass for any candidate.
- b. Current Executive Board (EB) members may not canvass for any candidate, except when they are standing for re-election.
- c. NEC members and their immediate family members are also prohibited from canvassing.

- d. All other members should avoid engaging in negative canvassing.
- e. The NEC has the authority to take appropriate action if any conflicts arise due to canvassing methods.
- f. Before taking action, the NEC should consult the Board of Trustees (BOT) for approval of their plan.

5. Role of NEC:

- a. The primary responsibility of the NEC is to oversee a fair and impartial election process.
- b. Each NEC has the authority to establish guidelines for the upcoming elections.
- c. The NEC will define the code of conduct, procedures, and guidelines for each election year.
- d. The NEC shall communicate the guidelines and any mitigation processes to all members via email and on the NEOTA website.
- e. The NEC and BOT will serve as the final authorities in resolving any election-related issues.

6. Transition to the Newly Elected Committee

- a. The President shall establish a Financial Audit Committee when presenting the Year-End Financial Reports. This committee, consisting of 2 to 3 members outside the Executive Committee, will review the financial statements with the Treasurer and ensure appropriate notices are sent.
- b. A transitional meeting should be held when the outgoing Executive Committee (EC) transfers control to the incoming EC after elections. This meeting will include a review of the past year's activities and the budget for the upcoming year.
- c. All records, assets, documents, and year-end financial statements approved by the EB must be handed over to the newly elected Executive Committee by January 15th of the following year.

Article VIII - Duties of Officers

1. Executive Board

- a. The Executive Board is responsible for maintaining the image, viability, financial health, and actions of NEOTA in the Telugu community.
- b. The Executive Board will oversee and guide the activities that impact the Telugu community in the Greater Cleveland area, including managing the work of NEOTA's various committees.
- c. The Executive Board has the authority to create ad-hoc committees and direct their activities to carry out specific projects, events, or tasks.

- d. The general body may remove any elected officeholder or member for behavior harmful to the organization, with approval from a majority of voting members present at a meeting specifically called for this purpose.
- e. Any member or officer removed under the above provision may appeal the decision and may be reinstated by a majority vote of the general body.
- f. The Executive Board will determine the annual membership dues for the association.

2. Trustees

- a. The Trustees are responsible for establishing the long-term goals of the association. Their duties include, but are not limited to, addressing constitutional and legal matters related to NEOTA, as well as supporting and collaborating with the Executive Committee on its projects.
- b. The Trustees will work to promote and enhance the organization's goodwill.
- c. The Trustees will leverage their influence to attract donors and encourage support for NEOTA.

3. President

- a. The President serves as the presiding officer of NEOTA and is responsible for advancing the mission and objectives of the organization.
- b. The President will preside over all meetings of the association, the Executive Committee, and the Executive Board.
- c. The President is responsible for making all appointments as required or authorized by the constitution and the Executive Committee.
- d. The President will designate committees, appoint committee chairs, and select representatives to other groups.
- e. The President shall establish special and ad-hoc committees as needed to support the organization's goals and oversee their progress. In consultation with the Executive Committee, the President may disband a committee once its purpose has been fulfilled.
- f. The President is accountable to the Board of Trustees for all matters related to the Executive Committee and its activities.
- g. The President will collaborate closely with the Board of Trustees to raise funds for events.

4. Vice President

- a. The Vice-President shall assume the duties of the President in their absence and, while doing so, will have the full authority of the President.
- b. The Vice-President may be tasked with overseeing one or more special projects.
- c. The Vice-President shall carry out any additional duties as assigned by the President.

- d. The Vice-President will work closely with the President and the Board of Trustees to raise funds for events and manage the sponsors and vendors list.

5. General Secretary

- a. The General Secretary shall take and distribute the minutes of the meetings for the Association, Executive Committee, and Executive Board.
- b. The General Secretary shall assist the President and the Executive Board in carrying out their responsibilities.
- c. The General Secretary shall maintain an updated list of Executive Board members and their contact details.
- d. The General Secretary shall be responsible for keeping all records, information, and inventories related to the organization.

6. Treasurer:

- a. The Treasurer shall receive and safeguard the Association's funds and financial records.
- b. The Treasurer shall maintain accurate accounting records and present financial statements, along with bank statements, at Executive Committee meetings.
- c. The Treasurer shall report on all expenses, balances, assets, and available funds of NEOTA during NEOTA meetings.
- d. The Treasurer will keep the Executive Board informed of IRS regulations, file the required tax documents, and provide tax deduction notices to donors.
- e. The Treasurer shall present an annual financial report to interested members at the final NEOTA event of the year.

7. Cultural Secretary

- a. The Cultural Secretary is responsible for preparing guidelines, soliciting and approving cultural items in consultation with the Executive Committee, coordinating with performers, preparing the agenda for cultural events, organizing prize distributions, managing audio and stage activities, and presenting cultural items to the audience.
- b. While the Cultural Secretary takes the lead in these activities, the entire Executive Committee is responsible for the overall planning and execution of NEOTA events.

8. Communications Secretary

- a. The Communications Secretary is responsible for regularly updating the website, including content development, communication, and uploading photos and videos.
- b. The Communications Secretary will manage and maintain the NEOTA Facebook page and other social media platforms.

- c. They will send regular communications about upcoming events.
- d. The Communications Secretary will provide content for posting and distribution.
- e. They will also develop strategies for securing and managing member contact information.
- f. Additionally, the Communications Secretary will assist NEOTA in improving efficiency in web hosting, email communication, and social media management.

9. Sports Secretary

- a. The Sports Secretary is responsible for organizing sports and physical activities for men, women, and children of NEOTA member families throughout the year.
- b. All planned activities must be discussed with the Executive Committee (EC) for approval and assistance before, during, and after the events.
- c. The Sports Secretary must discuss budget details with the Executive Board and obtain approval before organizing any sports tournaments or activities.
- d. The Sports Secretary will handle logistics for sports activities, including venue reservations, equipment rentals (or purchases, when approved), registration fees, and verifying NEOTA memberships. All dues collected must be submitted to the NEOTA Treasurer.
- e. The Sports Secretary will keep the EC informed of any needs, concerns, and follow-ups.
- f. After each sports event, the Sports Secretary will provide a list of winners to the EC for recording and rewards purposes.

Article IX - NEOTA Protocol and Procedures

1. General Body Meetings:

- a. At least one general body meeting shall be held annually at a time and location designated by the Executive Board (EB).
- b. Special meetings may be called by the President as needed.

2. Executive Board (EB) and Executive Committee (EC) Meetings:

- a. The EB shall meet at least twice a year.
- b. The EC shall meet at least once every three months.
- c. If an EC member misses three consecutive meetings, they may be removed from the committee. Meetings should be scheduled in advance.

3. Quorum:

- a. A majority of members shall constitute a quorum for EB or EC meetings.

4. Dispute Resolution:

- a. Disputes between Trustees and the EC will be resolved by a majority vote at a specifically called EB meeting, arbitrated by an independent committee selected from life members outside the EB to act as mediators.
- 5. **Program Revenues and Budgeting:**
 - a. Program revenues can only be distributed after covering all operational costs for the respective event.
 - b. The EB must review the budget for each event, ensuring plans for a sustainable budget. Efforts must be made to recover event costs through membership, sponsorships, admission fees, advertisements, or sales of goods.
- 6. **Parliamentary Procedures:**
 - a. In the absence of specific provisions in the by-laws, all members and the EB shall follow **Robert's Rules of Order** as a guide.
- 7. **Conduct of EB Members:**
 - a. The EB should strive to maintain the organization's image and avoid airing personal or political agendas. Members must uphold the dignity of their office at all times.
- 8. **Procedure for Grievances:**
 - a. **General Grievances (excluding elections):**
 - i. Grievances should be submitted in writing to **telugu_mitra@neota.org** within two weeks of the event or incident.
 - ii. Any internal conflicts within the EC should be resolved through closed-door meetings.
 - iii. If a resolution is not reached or a deadlock occurs, an arbitrator will be chosen from life members, and the majority decision will be final.
 - b. **Election Grievances:**
 - i. Grievances related to elections must be submitted in writing to the Nominations & Election Committee (NEC) via the designated email address, announced at the start of the nomination process.
 - ii. The NEC will attempt to resolve issues with all parties involved.
 - iii. EB members should refrain from involvement unless specifically requested by the NEC.
 - iv. If the NEC is unable to resolve the issue, they may involve the Board of Trustees (BOT) or another mutually agreed-upon arbitrator.
 - v. The NEC has the right to disqualify any candidate not following the outlined guidelines. The NEC, with input from the BOT or other arbitrators, is the final authority on all aspects of the election process.

Article X – Financial Management and Accounts

- 1. NEOTA shall maintain distinct accounts for specific purposes, ensuring that all financial records comply with IRS requirements.
- 2. **Annual Financial Report:**
 - a. An annual financial report will be presented to all interested members during the final NEOTA event of the year.

3. General Operations Account:

- a. This account shall receive funds from annual membership fees, advertisement revenue, food sales, movie collections, and miscellaneous income.
- b. Funds from the General Operations Account will be used solely for organizing events and covering any administrative or organizational expenses required by NEOTA.

4. Endowment Account:

- a. The Endowment Account will include funds from Life Membership Fees and other special contributions. Any surplus exceeding \$15,000 in the General Operations Account at the end of the fiscal year will be transferred to this account.
- b. Withdrawal of funds from the Endowment Account for general or operational expenses requires approval from the majority of the general body. However, in emergencies, the Executive Committee has the authority to withdraw any interest earned on this account to meet operational expenses.

5. 501(c)(3) Compliance:

- a. No portion of NEOTA's net earnings shall benefit or be distributed to its members, trustees, officers, or other private individuals, except for reasonable compensation for services rendered, or payments made in furtherance of the organization's purposes outlined in Article Two.
- b. NEOTA shall not engage in substantial activities related to lobbying, influencing legislation, or intervening in any political campaigns for public office candidates.
- c. NEOTA's activities must remain within the scope permitted for a 501(c)(3) tax-exempt organization, and contributions to the organization must remain deductible under Section 170(c)(2) of the Internal Revenue Code or its future equivalent.

Article XI – Expense Policy

1. Endowment Fund Usage:

- a. The Endowment Funds cannot be used for NEOTA events unless approved by a majority of life members at a quorum.

2. Interest Earnings:

- a. Earnings from interest accrued in the Endowment Fund may be used to meet NEOTA operational expenses as authorized by the Executive Committee.

3. Authorization of Expenses:

- a. The President or Treasurer may authorize expenses up to \$1,000 from the available yearly funds.
- b. For any expenditure exceeding \$1,000 or for contracts under \$3,000 per event, the President must consult with the other Executive Committee (EC) members and obtain their majority approval. Afterward, the President or Treasurer may sign checks, provided the expenses are documented in the EC meeting minutes.
- c. For expenditures of \$3,000 or more, the President must seek approval from the Board of Trustees.

4. Program Budget Shortfall:

- a. If the program budget exceeds the available NEOTA funds, the Executive Committee must present a recovery plan to the Board of Trustees. The Ways and Means Committee will be responsible for implementing the plan, and the general body may be involved in resolving the issue.

5. **Approval of Large Expenses:**
 - a. All significant expenses must be approved before disbursement.
6. **Fiduciary Duty:**
 - a. The Executive Board has a fiduciary responsibility to NEOTA members and must regularly review the organization's financial status.
7. **Prohibition on Self-Payment:**
 - a. NEOTA office bearers are not allowed to use NEOTA funds for personal payments.
8. **Sharing of Meeting Minutes:**
 - a. The Executive Board must provide meeting minutes to general body members upon request.

Article XII – Amendments to Bylaws

1. **Amendments to the Bylaws:**
 - a. Amendments to these bylaws may only be made by paid members of NEOTA, with approval from the majority of members present at a general body meeting, voting in favor of such amendments.
 - b. The Trustees must incorporate all amendments passed by the general body into the bylaws.
2. **Notice of Proposed Amendments:**
 - a. The President must provide written notice of all proposed amendments to the membership at least ten (10) days before the meeting called to consider the amendments.
3. **Member-Initiated Amendments:**
 - a. Any member wishing to propose an amendment to the bylaws, supported by at least 25% of the membership, must submit the request in writing to the President at least thirty (30) days before the annual meeting.
4. **Executive Board-Initiated Amendments:**
 - a. Amendments proposed by a majority vote of the Executive Board may be submitted to the General Body by the President at any time, as long as proper notice is given for the meeting to adopt the amendments as outlined in the previous section.
5. **Periodic Evaluation:**
 - a. Every five (5) years, starting in 2030, the General Body, in collaboration with the Executive Board, should review and evaluate the bylaws. This review should occur at five-year intervals thereafter.

Article XIII – Dissolution

1. Upon dissolution of the organization, its assets will be distributed to one or more exempt purposes as defined by section 501(c)(3) of the Internal Revenue Code, or any corresponding section of future federal tax codes.

2. Alternatively, assets may be distributed to the federal government, or to a state or local government, for public purposes.
3. Any assets not disposed of as outlined will be directed by a Court of Competent Jurisdiction in the county where the principal office of the corporation is located. The court will determine the appropriate organization or organizations, which must be organized and operated exclusively for exempt purposes, to receive the assets.
4. The dissolution of the organization should be communicated to all members through email, posted on the NEOTA website, and published in local newspapers.
5. A report on the allocation and distribution of funds must be sent to all members via email and/or published in local newspapers.

Article XIV – Electronic Communication, Website and Technology

1. To minimize costs, all correspondence must be conducted electronically unless otherwise specified in the bylaws. NEOTA shall maintain a website and an email list to communicate with members, and it holds exclusive ownership rights to both the website and email list. No individual, including Executive Board members, has personal ownership rights to these resources.
2. The Executive Committee is responsible for maintaining the website and email communications in a professional and respectful manner.
3. No member of the Executive Committee shall use these platforms for:
 - a. Personal promotion or glory,
 - b. Expressing grievances or internal conflicts,
 - c. Making accusations, using profanity, insults, or derogatory remarks,
 - d. Any actions that could harm the image and principles of NEOTA.

Article XV – Indemnity

1. **Liability Protection for Executive Board Members:**
 - a. Executive Board members will not be personally liable for any actions or decisions made on behalf of the association in the course of their duties.
2. **Use of NEOTA Members' Contact Information:**
 - a. The NEOTA members' contact details (including mailing addresses, email addresses, phone numbers, etc.) shall be used exclusively for the distribution of NEOTA-related information.
3. **Ownership of NEOTA Property:**
 - a. The NEOTA members' contact list, equipment, individual software, web pages generated, and photographs taken during the year are considered the property of NEOTA.
 - b. These resources may not be sold, traded, exchanged, or used for personal or third-party gain without prior approval from the general body.