



TRI VALLEY KANNADA SANGHA BYLAWS

(A non-profit 501(c)(3) organization EID:46-3965605 Tax.ID:C3612399)





BYLAWS OF TRI VALLEY KANNADA SANGHA

An incorporated, non-profit 501(c) (3) tax-exempt organization Federal EID: **46-3965605**

Document History

Date	Version	Name	Description/Reason for change
2014-02-21	0.1	Guru Prasad	First Draft
2014-03-10	0.2	Vasanth Madhure	Major Review of multiple sections
2014-03-20	0.3	Guru Prasad	Consolidate Reviews with inputs from Ravi, Shantharam, Srinivas, Gireesha, Vasanth
2014-04-10	0.4	Vasanth Madhure	Minor changes to sections 3, 3B, 9, 13, 18
2014-04-28	0.5	Guru Prasad	Accepted the changes in ver 0.4 and clean up
2022-11-01	1.0	Vasanth Madhure	Major rewrite of the TVKS bylaws. The entire TVKS BOD comprising Ravi Pangal, Jyothsna Prasad, Guru Prasad, Sunitha Hirey, Srinivas Shikaripur, Shantharam Gummaraju, Veena Gireesha, Gireesha Suryanarayana, Praveen Koneru, Sridhara Gopal, Rathna Dutt, Ramesh Javagal, Veena Madhure and Vasanth Madhure spent many hours to bring this version to fruition.
2024-05-05	2.0 Draft	1. Shantharam Gummaraju, Chairman 2. Gopal Sridhara, BOD 3. Guru Prasad, BOD 4. Ravi Pangal, BOD 5. Praveen Koneru, BOD 6. Veena Gireesha, BOD 7. Rajani Gangalvoi, BOD	Added Appendix A to bring in KKNC-Kannada kali TVKS-Branch and extensions as part of TVKS team's responsibility.



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2024-05-20	2.0 Draft	1. Shantharam Gummaraju, Chairman 3. G Sridhara, BOD	Changes and modifications to Appendix B, Formatting and header, footer changes, added signature page
2024-06-10	2.0	1. Shantharam Gummaraju, Chairman 2. Gopal Sridhara, BOD 3. Guru Prasad, BOD 4. Ravi Pangal, BOD 5. Praveen Koneru, BOD 6. Veena Giressha, BOD 7. Rajani Gangalvoi, BOD	Reviewed, discussed, and approved adding both Appendix A to bring in KKNC-Kannada Kali TVKS-Branch and extensions and Appendix B: Founding Members Roles, Responsibilities, and Exit polity into Bylaw.



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BYLAWS

OF

TRI VALLEY KANNADA SANGHA

The provisions of these Bylaws are applicable to the members, Board of directors(BOD) and officers of the executive committee of **Tri Valley Kannada Sangha** (hence forth referred as **TVKS**) . All present or future members are subject to the regulations set forth in these Bylaws, which may be amended from time to time as herein provided. The mere act of becoming a member or participating in the activities of TVKS will signify that these Bylaws are accepted, ratified, and will be complied with.

ARTICLE 1: OFFICE

The office of this non-profit organization shall be located in the County of Contra Costa or any other County in the Tri Valley vicinity in the State of California.



ARTICLE 2: NATURE OF THE ORGANIZATION

Section 2.1: TVKS

Tri Valley Kannada Sangha hereinafter referred to as **TVKS** or Sangha, is a member-based, non-profit, socio-cultural, and charitable organization, started in 2009 and incorporated in 2013 under the laws of the State of California, USA.

Section 2.2: Non-Profit Organization

This organization was founded exclusively for CHARITABLE, SOCIO CULTURAL and EDUCATIONAL purposes of promoting the South Indian Language of Kannada and its Culture to the Kannada speaking community in the state of California within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, including, for such purposes, the making of distributions to organizations that also qualify as Section 501(c)(3) exempt organizations.

To this end, the organization shall bring people associated with Kannada language and of Kannada heritage living in Tri valley and vicinity in Northern California together by uniting them to strengthen and expand the reach of the Kannada culture to our future generations. The main purpose of this organization is to spread the heritage of rich Kannada language and culture by conducting events involving Kannada speaking families and experts in the field of Kannada Literature, art, entertainment, academics, sports, and socio-cultural activities. The goal of the organization is also to encourage Kannada families to get involved in charity and community services and educate our next generation to learn through these experiences. All funds, whether income or principal, and whether acquired by sponsorships, donations, or membership fees, shall be devoted to said purposes.

Section 2.3: Vision and Mission

Vision:

- To be a highly respected non-profit organization that promotes Kannada language, rich Kannada heritage and culture while creating future leaders in the community and providing a platform for long term well-being of the local Kannada community.
- Build a community center for the Kannada community.

Mission:

- To provide a platform and collaborative environment to bring together Kannada loving people from Karnataka and beyond
- To instill a culture of selfless volunteering and a sense of giving back to the community

Section 2.4: Financial gain



TVKS does not contemplate any financial gain or profit for its members.

Section 2.5: Interest in property

Members of TVKS shall acquire no interest in the property or assets of TVKS by virtue of their membership therein.

Section 2.6: Non-Political

TVKS shall be a non-political organization. It shall never engage in propaganda or participate in any political campaign for and on behalf of any candidate for public office in the USA or elsewhere. TVKS shall not endorse anyone, including any member of TVKS, for any political campaign whatsoever in the USA or elsewhere.

Section 2.7: Liability

Directors and Officers of TVKS shall not be held personally or financially liable in any lawsuit against TVKS or for any debt incurred by TVKS or for any damages/accidents incurred during TVKS organized events.

Section 2.8: Compensation

No Director on the Board, Officer or member serving in the Executive Committee or any subcommittee of TVKS shall receive, directly or indirectly, any salary, compensation, or emoluments thereof, due solely to his or her position as Director, Officer, or member of the Executive Committee. Notwithstanding this provision, a Director, Officer, or member of the Executive Committee may be paid for providing business or other professional services to TVKS for which compensation is customarily paid.



ARTICLE 3: MEMBERSHIP

Section 3.1: Membership

TVKS is a membership-based organization. Membership dues are for a period of one calendar year from January 01 to December 31. Only members who have paid their annual or lifetime membership dues are permitted to attend and participate in certain TVKS events and programs. Non-members who want to participate or attend TVKS programs shall pay a fee per person per program or event as decided by the TVKS Executive Committee.

TVKS does not discriminate against race, religion, color, age, nationality, or gender. All members are expected to come together, maintain harmony, collaborate and work towards the spread and betterment of the Kannada language and culture. Members are also encouraged to volunteer during various TVKS events.

Section 3.2: Types of memberships, fees and basic rights

Family Membership: Family members shall pay the currently effective annual membership fees determined by the BOD. Visiting parents or parents living in the same household need not pay any additional membership fees.

Discounted Membership: A discount of 25% on the current membership fee may be offered on a case-by-case basis by the EC and approved by the BOD.

Lifetime Membership: Lifetime members shall pay a one-time membership fee of twenty times the current annual membership fees whichever is higher which provides the paying member and their immediate family membership to TVKS for their lifetime. Immediate family members (for e.g., children) must buy their own membership on turning 25 years.

Section 3.3: Non-Refundable

Membership fees are non-refundable. Membership fees cannot be transferred to another individual or family.

Section 3.4: Program or Event Fees

TVKS conducts various events and/or programs throughout the year for which it incurs expenses. These expenses are passed on to the members who are required to pay their share of the expenses in addition to the annual membership dues.

Section 3.5: Membership open to all

Membership to the TVKS organization shall be open to

- all nationals who are part of Kannada speaking community or
- people that have any ties to Kannada language or
- families or individuals who are passionate about Kannada and it's culture or



- people who are aligned with the vision and mission of TVKS organization.

Section 3.6: Membership denial

The BOD in its sole discretion may disapprove the membership of any individual whose objectives and activities are opposed to or not in harmony with the purposes of TVKS.

Section 3.7: Change of membership fees

The Board has the sole discretion to change the membership fee with a 70% majority vote. During the BOD meetings, the annual membership fees will be reviewed, and decisions will be made to either increase or decrease the fees. Any change in membership dues shall take effect from the following calendar year.

Section 3.8: Membership rights and privileges

- Each Member and their immediate family shall have the right to attend, participate and enjoy TVKS conducted programs and events.
- Membership to TVKS does not give the rights of ownership of any TVKS assets or funds to the member or their immediate family.
- In the event of an election that is held to appoint a Board member or the President of the Executive Committee, all TVKS members have the right to vote for their preferred candidate.
- Members have the right to voice their concerns or provide feedback either to the Executive team or the BOD via the appropriate communication channels.



ARTICLE 4 COMMUNICATION

Section 4.1: Communication Channels

TVKS communicates with its members via various channels including, but not limited to the following –

Section 4.2: Website

www.tvksangha.org is the TVKS official website that is maintained by the Executive Committee. TVKS's website shall, at a minimum, contain the following information:

- Constitution & Articles of Incorporation
- Mission & Vision Statements
- Bylaws
- Board of Directors
- Executive Committee
- Subcommittees (if applicable)
- Contact details (phone number and/or email ID to contact the BOD)
- An email id to communicate with Executive Committee
- Membership information – how to become a member.

Section 4.3: Facebook Page

TVKS maintains an official Facebook page that is moderated. Membership to the FB page will be approved after members confirm that they will abide by the published rules. The FB page is also used by TVKS as an official communication channel to its members.

Section 4.4: Emails

TVKS members are requested to be added to the TVKS mailing list. Information regarding all TVKS events and activities are shared with members via the official TVKS mailing list.

Section 4.5: Messaging Groups

TVKS maintains official Messaging/WhatsApp group(s) that are solely used to communicate TVKS events and activities with its members. However, TVKS members or non-members may create other Messaging/WhatsApp groups which may contain TVKS in the name. TVKS organization or its officers neither promote nor are liable for any discussions that take place in these groups.

Section 4.6: Content

All content published on public facing media must be copyright free. Section 3.2 Types of
<http://tvksangha.org>



memberships, fees, and basic rights

Section 4.7: Ownership

The BOD has ultimate ownership of these properties. The EC is responsible for maintaining and using these channels for the stated purposes during its term.



ARTICLE 5: BOARD OF DIRECTORS

Section 5.1: Founding Members

TVKS organization was founded by a few members of the Kannada community living in San Ramon, California. The founding members have taken leadership to nurture and grow the organization by serving as the initial Board of Directors (BOD) also referred to as the Board.

Section 5.2: Powers and Duties of the BOD

The Board shall have the powers and duties set forth herein.

- *The BOD shall establish and maintain the Bylaws of TVKS.*
- *The BOD articulates the Vision and Mission of the Organization*
- *The BOD has ultimate ownership of the overall health, growth, financial and legal aspects of the organization.*
- *The BOD makes strategic (2+ years) decisions to achieve the mission (why does the organization exist) and vision (future state) of the organization.*
- *The duties imposed on the BOD are Fiduciary (it acts in the best interest of the organization) and Judicial (it upholds the organization bylaws).*
- *The BOD is an oversight committee and not a supervising committee.*
- *The BOD has ultimate powers for choosing and removal of the President of the Executive Committee.*
- *The BOD maintains ownership of all TVKS assets and ensures that the Executive Committees are given custodial responsibilities during their term.*
- *The BOD is responsible for ensuring that the incoming President drafts and recruits an optimum number of officers for the term of the Executive Committee.*
- *In the event of a dissolution of the current Executive Committee, the BOD is responsible for running the day-to-day operations of TVKS until such time that a new Executive Committee is instituted.*
- *The BOD is responsible for managing the non-operational funds in the TVKS bank accounts.*
- *The BOD determines an appropriate amount and grants a working capital/operating expense to every incoming Executive Committee with the expectation that the Executive Committee will generate sufficient funds to self-sustain the TVKS activities. Any excess funds generated by the Executive Committee at the end of the term will be transferred into the TVKS non-operational funds account.*
- *The BOD is responsible for protecting TVKS assets and to grow the current TVKS funds through multiple investing options; The BOD is expected to take ownership and generate funds for specific long-term projects by engaging High Net Worth individuals, Strategic*



partners, Public and Private grants (not by any kind of events or activities that result in competing or conflicting events planned by the Executive Committee). BOD will set the growth goals. The Chairman may form sub-committees to initiate strategic long-term projects and fundraising teams.

- The BOD maintains good long term record keeping mechanisms (for example, secured google drive, secured cloud etc.,) to store TVKS Federal and CA State documents, Board meeting minutes, key decisions, yearly membership data etc.
- The BOD fosters ongoing healthy communication with EC, member community and external partners at all times.
- The BOD has oversight of the assets and affairs of TVKS. Any major changes to the TVKS managed website, Facebook page and any other community outreach public facing media will be reviewed by the BOD before implementation.
- Each Board member shall act in good faith, make informed business decisions, and exhibit the exercise of discretion in an impartial manner.
- All Board members serve on a voluntary basis and will be reimbursed only for authorized out-of-pocket expenses incurred on behalf of TVKS upon submitting original expense receipts to the Treasurer.

Section 5.3: Qualifications of Directors

The following are the minimum eligibility requirements for Board members starting 2023.

- TVKS member in good standing for a minimum of five years.
- Promote and support the vision and mission of TVKS.
- Commitment to serve in the BOD for at least 2 years and contribute towards the growth and long-term health of the organization.
- Commitment to volunteer 50 hours per year on average on various TVKS activities.
- Be free of any conflict of interest that would interfere with the performance of the responsibilities of the BOD.
- Prior experience serving in a leadership position in a non-profit organization.
- Be free of criminal or sexual charges

Section 5.4: Composition of the Board of Directors

- The Board shall consist of a minimum of three (3) directors until changed by amendment to this Section of the Bylaws; provided that a proposal to reduce the authorized number of directors below three (3) cannot be adopted.
- The BOD may decide to change the structure of the Board as needed based on a 70% majority from the Board members.
- The current BOD will have the power to add any eligible new members to the Board or drop any of the Directors from the Board at their discretion.
- The addition of Members to the Board is subject to a decision by the current Board



Members with a seventy percent (70%) majority in order for a qualified TVKS member (see Section 5.3) to be admitted to the Board.

- The term of office for the board members is currently not defined in the By Laws. The BOD may amend the By Laws to define the term of the board members.

Section 5.5: Vacancies

A vacancy on the Board of Directors shall be deemed to exist in case of

- the death, resignation or removal of any director,
- a director having been declared of unsound mind by order of court or convicted of a felony,
- a decision to increase the authorized number of directors.

Section 5.6: Removal

Any Board Member may be removed from the Board only upon action taken by the Board, for any harm caused to TVKS by the Board Member. The Board may initiate such removal action by serving a show cause notice to the accused and by the filing of written charges and supporting evidence. The board can form a special committee for the removal of Board Membership of the Board Member in question. Removal shall occur with an affirmative vote of seventy percent (70%) of the entire Board, excluding the Board Member in question. Removal proceedings may be initiated due to the director's actions including, but not limited to the following:

- Fails to attend at least 75% of the board meetings in a calendar year,
- Receives any type of money gain or other gain such as services, products, gifts or gratuities of a significant value, which have been provided in relation to a director's service on the Board, and which are not disclosed. Disclosure must take place at an open meeting of the Board and be recorded in the minutes.
- Takes any action considered to be grossly detrimental to the general safety, health and welfare of the TVKS Members, partners and suppliers or reputation of TVKS organization
- Addresses fellow directors with abusive language in a harmful or offensive manner. Abusive language is any language which causes humiliation and intimidation; or inflicts ridicule, coercion, threats, mental abuse or other language of a punitive nature; or in which prejudicial or grossly profane language is used.

Section 5.7: Chairman

The Chairman of the Board will be elected by the BOD for a two-year term. In order to ensure smooth transition, the terms for the Chairman and the Executive Committee will start during alternate years. (for example, if a new Executive Committee starts their two-year term in January 2022, the next Chairman will start their two year term in January 2023).



- The chairman acts as the leader of the Board and is empowered to create sub-committees to assist in executing longer term high impact special projects.
- The chairman is responsible for ensuring that the BOD meets at least quarterly and more frequently if required.
- The chairman will represent the Board (or will nominate a designee) in all internal and external matters pertaining to the TVKS organization.
- While conducting TVKS business, the chairman may act as the tiebreaker during voting on important decisions. However, the chairman does not have veto powers.

Section 5.8: Board Meetings

There shall be a minimum of four (4) board meetings in a calendar year. Attendance to all Board Meetings is mandatory and limited to members of the Board. A quorum of 70% of the board members is required for all decisions made by the Board. The Chairman, Vice-Chairman or any other board member can adjourn the meeting if the quorum is not met for the board meeting. The minutes of the meetings must be documented and archived.

Non-Board Members may only attend a Board meeting at the invitation of the Board.

The chairman or any member of the board may call for additional meetings to discuss special initiatives or emergency meetings to discuss topics of concern.

Section 5.9: Voting

Qualified candidates for the positions of board members or the Chairman of the board must be nominated by a process which includes a current board member to propose and another current board member to second. If the number of qualified candidates is more than the number of open positions, voting will be conducted. Voting, to fill vacancies or new additions of the Board Members and the for the Chairman will be by ballot. All elections for directors or the Chairman shall be by secret written ballot.

- The addition of Members to the Board is subject to a decision by the current Board Members with a seventy percent (70%) majority in order for a qualified TVKS member (see Section 5.2) to be admitted to the Board.
- The election for the Chairman of the Board is based on simple majority.
- All directors shall hold office until their respective successors are (s)elected.



ARTICLE 6: EXECUTIVE COMMITTEE(EC)

Section 6.1: Purpose and formation

- The TVKS BOD is responsible to identify and select the President of the Executive Committee (EC). The BOD has the sole discretion to identify the President of the EC. The President of the EC is the spokesperson or representative of the organization.
- The Executive Committee (EC) comprises eligible officers selected by BOD in collaboration with the President of the EC for a 2-year term to implement the mission and goals set by BOD. The term of the EC begins on January 01 and ends on December 31 of the following year.
- Upon approval from the BOD, any board member can be on the Executive Committee. If a board member desires to serve in the EC, then he/she will cease to be on the Board.

Section 6.2: Powers and Duties of the Executive Committee

To maintain and further the purposes of TVKS, the EC shall be the custodian of all real, personal and other properties of TVKS during its 2-year term and shall have the following duties and powers:

- The Executive Committee (EC) is responsible to oversee and run all of the day-to-day activities/operations of TVKS. The EC is accountable to the BOD and the TVKS organization.
- The EC takes full ownership of executing on the annual TVKS events such as Ugadi, Camping, Sports Day, Rajyotsava etc. While the EC has the liberty to execute additional events, they should be done keeping in mind not to burn out the EC officers and/or volunteers.
- The EC is expected to fund all TVKS activities that it conducts during the term. The EC can fund the events via various legal means such as but not limited to the following.
 - Sponsorship opportunities for local businesses,
 - Donations,
 - Membership fees,
 - Corporate Matching programs, etc.
- EC is encouraged to generate funds keeping in mind the long-term vision of TVKS rather than focusing solely on the current term of EC. Any excess funds remaining at the end of the EC's term will be transferred to the TVKS account and will be used for longer term projects as decided by the Board.
- Two members from the EC team (President and Treasurer) will be granted signatory authority to conduct financial transactions on behalf of TVKS. Any outbound financial transactions (expenses) over \$5,000 requires written approval by the Board.
- A working capital will be provided by the Board to every EC team at the beginning of their term.
- The EC can make disbursements and perform any other business as deemed necessary and desirable in the interest of TVKS.
- The EC can purchase, rent or lease, own, mortgage, maintain, sell and dispose of real,



personal and other property or properties of TVKS with implicit or explicit approval from the Board.

- The EC can create an endowment, receive, and hold in trust as otherwise voluntary contributions, gifts, bequests or levies to be devoted to such purposes to the full extent to which they may be authorized hereby.
- Partnership and collaboration: The Executive Committee is free to explore avenues to promote the cultural and charitable goals of TVKS by collaborating with other organizations or individuals. These collaborative ventures should conform to the rules and regulations set forth by the IRS for non-profit, tax-exempt (501 (c) (3)) organizations. Beneficiary organizations can be in the USA or international that are compliant with Government regulations.
- Past and current members' (*personally Identifiable Information*) PII in TVKS membership databases shall not be provided to any businesses or individuals and should be maintained confidentially by officers of TVKS. After leaving the office, the officers are prohibited from providing any confidential member records to the public or businesses or use it for their own personal, business, or other interests.
- Handling of Finance and expenditure: Any EC officer can spend up to \$500 per transaction without prior approval by President for any legitimate business transaction or purchases and get reimbursed by producing receipts without prior approval.

Section 6.3: Qualifications of Officers of the EC

The following are the minimum eligibility requirements for officers of the EC starting 2023.

- TVKS member in good standing for a minimum of two years.
- Promote and support the vision and mission of TVKS.
- Commitment to serve in the EC for the full term.
- Commitment to volunteer a minimum of 100 hours per year on average on various TVKS activities.
- Be free of any conflict of interest that would interfere with the performance of the responsibilities of the EC.
- Be free of criminal or sexual charges.

Section 6.4: Composition of the Executive Committee

- The Executive Committee shall consist of a minimum of three (3) officers bearing the titles of President, Secretary and Treasurer.
- The total number of officers in the EC shall not exceed 15 (unless the President seeks approval from the BOD for a larger EC).
- The President of the EC is empowered to structure the EC as he/she deems fit with prior approval from the BOD.
- All EC officers are selected for a term of 2 calendar years. Each term is 2 calendar years unless amended by the Board with 70% majority and 100% BOD attendance. The current



EC members are eligible to be re-selected for other positions on the EC at the end of each term. A selection process will be followed to select all EC members. If a TVKS member expresses interest for a position that a current EC member is also interested in, then the Board will make a final decision.

Section 6.5: Vacancies

At any time, the 3 office bearer positions of President, Secretary and Treasurer shall not remain vacant for more than 4 weeks. If a vacancy arises in any of the 3 office bearer positions, such vacancy shall be filled within 4 weeks. If the total number of members in EC falls below 3, the Board of Directors (BOD) shall assume the responsibility of running the day-to-day affairs of TVKS, until such time a quorum is restored in the EC within that calendar year. Failing so, the Board will be in additional operational charge of TVKS and will discharge the duties of EC until the new EC team is duly selected.

A vacancy on the Executive Committee shall be deemed to exist in case of

- Insufficient number of nominations (interested volunteers) for the officer positions.
- The death, resignation, or removal of any officer,
- An officer having been declared of unsound mind by order of court or convicted of a felony,
- A decision to increase the authorized number of officers.

Once the officer position is filled, the TVKS website must be updated to reflect the change.

Section 6.6: Removal

Any officer may be removed from the EC upon recommendation from the President of the EC and approval by the Board, for any harm caused to TVKS by the officer. Removal proceedings may be initiated due to the officer's actions including, but not limited to the following:

- Fails to attend at least 75% of the EC meetings in a calendar year,
- Can no longer commit time to volunteer for TVKS run activities,
- Receives any type of money gain or other gain such as services, products, gifts, or gratuities of a significant value, which have been provided in relation to an officer's service on the EC, and which are not disclosed. Disclosure must take place at an open meeting of the EC and be recorded in the minutes,
- Takes any action considered to be grossly detrimental to the general safety, health and welfare of the TVKS Members, partners and suppliers or reputation of TVKS organization,
- Addresses fellow officers with abusive language in a harmful or offensive manner. Abusive language is any language which causes humiliation and intimidation; or inflict



ridicule, coercion, threats, mental abuse, or other language of a punitive nature; or in which prejudicial or grossly profane language is used.

Once the removal is approved by the Board, that officer will be ineligible to serve as a member of the EC for the remaining term.

Section 6.7: Executive Committee Meetings

- The Secretary or the President shall be responsible to decide the date, time, place and agenda for the meetings in consultation with all officers of the EC.
- Secretary shall give at least one week's notice of meeting to all EC officers and other invitees.
- All meetings shall be conducted in accordance with the Bylaws of TVKS.
- The Board recommendation is for the EC to meet at least 6 times in a year.
- Quorum: For the EC to do transactions and business there should be a 70% quorum, which means 70% of the current EC officers must attend the meeting.
- Adjournment: In the absence of a quorum, the President, Secretary or the Treasurer may adjourn the meeting to a later date and time. Notice of such adjournment shall be given to all officers of EC.
- Participation by electronic means in meetings: Officers may participate and vote in meetings of the executive committee by electronic means such as telephone, audio/video conference, and other means where their identity can be verified by others present at the meeting.
- EC team is encouraged to work collaboratively and come up with consensus-based decisions which is healthy for the organization. In cases where consensus cannot be achieved, all the EC officers have equal voting rights. A vote is considered valid if voted as 'YES' or 'NO' by email or in person at the meeting or in writing within the specified timeline of voting. An EC officer may decide not to vote; In that case, "No Vote" is not considered for the total voting strength for the ballot; These guidelines apply to all voting options with any and all Board or EC decision making process.

Section 6.8: President

- The President of the EC shall be the spokesperson for TVKS. The President shall preside over the meetings of TVKS and the EC and shall perform all the duties of a presiding officer. In addition, the President, by virtue of the office he/she holds in TVKS, serves as a Director in the Board for his/her term as the president.
- The President shall lead the Executive Committee and serve on the Board as one of the Board of Directors during his/her tenure. He/she shall call and preside over the EC



meetings and execute the resolutions. He/she is responsible for initiating all the activities and events of TVKS and has the authority to appoint subcommittees to organize the same. He/she shall appoint an Officer for any midterm or temporary vacancy arising in the Executive Committee for the remainder of the term in consultation and in alignment with BOD. He/she shall perform additional duties as shall be delegated by the BOD.

- The President shall be the Chief Executive Officer of the organization and shall perform all duties incident to the office of the President and such duties as may be designated by the Board of Directors and in compliance with TVKS Bylaws
- The President shall address the Board about the State of TVKS in every Board meeting. In the event that the President cannot attend a board meeting, he/she will designate an officer from the EC to attend the board meeting and provide updates in his/her absence.
- The President may sign with the Treasurer, Secretary or any other officer of the organization and authorized by the Board, any deeds, mortgages, bonds, contracts or other instruments which the Board has authorized to execute, except in cases where the signing and execution thereof shall be expressly delegated by the Board to some other agent of the organization.
- The President shall appoint such Special Ad Hoc Committees as may be necessary to further the organization's objectives and he/she may discontinue any such Committee when its purpose has been served or its purpose is no longer desirable or attainable, in consultation with the Board
- The President shall identify the owners for every TVKS event in discussion with the Secretary, and other EC members
- In case of any disagreements in the execution of the policies of TVKS, the President shall seek guidance from the Board before making any decisions.
- Prior approval by the Board is mandatory for any decision involving financial transactions on behalf of the organization which may result in major consequences for the organization. Any financial transaction greater than \$5,000 requires written approval by the BOD.
- The President and EC Team need to inform and align with the Board on any policy changes, or major infrastructural changes to TVKS assets such as Website, TVKS FB admin control etc., that involves and impacts TVKS members in a significant way before the changes are implemented.
- President and EC team is expected to be in alignment with the board on maintaining a sustainable long term data storage archiving mechanism for meeting minutes, memberships, events, finance, and assets.

Section 6.9: Secretary

The Secretary of the Executive Committee shall convene, call, and send notices for all meetings of the Executive Committee. The Secretary shall

- Record the proceedings & maintain minutes of all the meetings of the EC.
- Share the minutes of the meetings with the BOD in a timely manner.



- Keep a record of the TVKS's official correspondence for the year.
- Honor appropriate requests for information from members.
- Renew business license for TVKS and any other statutory renewals with local, state and federal authorities every year.
- Secure insurance for activities and property (hall/theater) rentals
- Hold and preserve all office records, registers, books and papers of the current year.
- Handover all documentation at the end of the term to the incoming secretary of the new EC or to the BOD for archival purposes,
- Perform all other duties pertaining to the Secretary as directed or decided by the EC.
- Keep a copy of all official correspondence from and to TVKS, including newsletters and program brochures for the activities from the TVKS and reports submitted by the Committee's Chairpersons.
- Keep an attendance and meeting minutes of all EC meetings.
- Notify committee members of their appointment and their assigned duties.
- See that all books, reports, statements, certificates and other documents and records required by law to be kept and filed are properly kept and filed by the EC.
- Perform such duties and exercise such other powers as may be assigned by the President of the Executive Committee in the same capacity.

Section 6.10: Treasurer

The Treasurer of the Executive Committee is responsible for the financial health of the organization and all financial transactions. The Treasurer shall

- Be the custodian of the financial documents and the funds of the TVKS. He/she shall keep accurate records of all the financial transactions, membership dues and all the TVKS assets. He/she shall deposit, reimburse, or disburse all the TVKS funds as authorized by the Executive Committee within 30 days of a financial transaction. He/she can seek the help of other Joint Treasurer, or any EC members to close it within 30 days in case he/she is busy.
- The Treasurer is also responsible for preparing the account statements after every event and the annual financial report at the end of the term subject to audit powers of the Board of Directors/EC
- Be responsible for issuing notice and collection of all dues and deposit the same in such banks or trust companies as the BOD may designate. He or she will oversee the financial accounts of TVKS.
- Have custody of all accounts, receipts and disbursements which shall be open at all reasonable times to inspection by the President of the Executive Committee or the BOD.
- Submit a financial report to the Board at the end of every quarter.
- Perform such other duties and exercise such other powers and duties incident to the office of the Treasurer and as may be assigned by the President of the Executive Committee or otherwise as may be required by law.



- File all income tax returns as required by the Internal Revenue Service guidelines before the official IRS filing date for the years in which he/she was in the office as a Treasurer.
although the actual tax returns are filed in the subsequent year.
- Keep all account and financial status and details of TVKS accessible to all the members of the board and Executive committee.
- Securely maintain current membership database, including email addresses and other contact information of TVKS's members.
- Keep and maintain proper and accurate records of all transactions and properties as well as all assets and liabilities, receipts and disbursement vouchers and all other records and accounts that are required by the BOD.
- Take responsibility to get the annual financial reports audited internally and submit a fully audited financial report to EC/BOD for the years of their term.



ARTICLE 7: DISSOLUTION

In the unlikely event that the TVKS organization must be dissolved, the Board is required to abide by the following guidelines.

- Meet, co-ordinate and collaborate with at least 10 former TVKS Board members to determine if there are any alternatives to avoid dissolution.
- If dissolution is the only option
 - Ensure that all TVKS assets, properties and funds are donated to reputable nonprofit organizations in the US and/or Karnataka, India
 - Ensure that no board member, EC officer or TVKS member benefits from the dissolution.
 - Ensure that the 501 (c)(3) organization registration is removed.
 - Ensure that all taxes are filed and current.
 - Make provisions to archive all documents for at least five (5) years.



Appendix A: KANNADA KALI-TVKS

This Appendix A serves as an extension of the TVKS Bylaws, crucial for the efficient management of business and operations of the "KKNC Kannada Kali-TVKS Branch and its extensions" (henceforth referred to as "KannadaKali-TVKS" or TVKS-KK). They delineate the purpose, structure, and rules that govern the affairs of TVKS-KK. They stand as a guiding framework to determine the rights and obligations of stakeholders within this entity, encompassing provisions such as office locations, expansions, financial responsibilities, judicial duties, and other essential formalities necessary for the seamless operations of this establishment.

The establishment of this Appendix A falls under the jurisdiction of the "board of directors of TVKS" (henceforth referred to as TVKS-BOD), constituting a decisive step in outlining board-level decisions and actions concerning the day-to-day operations of TVKS-KK and its extensions and branches.

1.0 Background of Kannada Kali-TVKS Branch

In order to propagate the Kannada language in the east bay and surrounding areas of San Francisco Bay Area, "KKNC -Kannada Kali-TVKS branch" was launched, and an MOU was signed between TVKS-BOD and KKNC- BOT in September 2018. This TVKS Kannada Kali program is established under the umbrella of Kannada Koota of Northern California (KKNC) governed Kannada Kali program which focuses on the education, preservation and the propagation of the Kannada language. The earlier MOU has been revised and amended in APRIL 2024, thus superseding the 2018 MOU.

It is important to streamline the processes of administration to comply with the non-profit requirements of TVKS and KKNC. The primary goal of these processes is to establish and improve the overall governance, organizational structure, finance, communication, and administration for Kannada Kali-TVKS and subsequent extensions/branches as needed.

The program leverages a dedicated team of volunteer teachers and utilizes the facilities of Gale Ranch Middle School once a week on Saturday from 10 AM to 12 PM. As of now, it has over 120 students enrolled between Kannada Kali - TVKS branch and its extension at Brentwood.

To enroll in a Kannada Kali-TVKS program, TVKS and KKNC membership is a requirement. By enrolling in the Kannada Kali-TVKS program you get annual membership of both KKNC and TVKS. Any exception to this for a branch or an individual must be approved by the Board of Trustees of KKNC and Board of Directors of TVKS (interchangeably referred to as Board)

The terms used in this amendment to the Bylaws ("Amendment") shall have the same meaning as provided in the Constitution of KKNC and Bylaws of TVKS.



1.1 The Role and Responsibility of TVKS BOD

TVKS-BOD is the primary body for decision making and communicates the decision through the Kannada Kali-TVKS representative to KKNC-BOT,

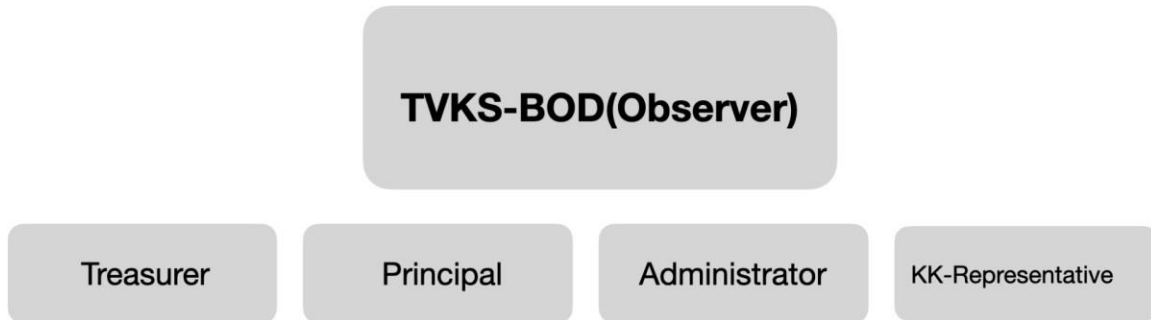
TVKS-BOD is responsible for providing the financial and administrative support for smooth running of Kannada Kali-TVKS.

2.0 Kannada Kali Governance Body

The governance of Kannada Kali-TVKS shall be through administrative committee. Below is the organizational structure of Kannada Kali-TVKS Administrative committee.

The Kannada Kali-TVKS Administrative Committee will be under the umbrella of the TVKS-BOD and will supervise the operations of Kannada Kali-TVKS in conformance with the TVKS Bylaws. All members of the Administrative Committee shall serve on a voluntary or honorary basis without personal remuneration.

Since Kannada Kali-TVKS is an integral part of KKNC Kannada Kali Program, it is recommended that henceforth, at least one member of the TVKS BOD shall be familiar with all the operational and administrative aspects of Kannada Kali-TVKS and serve as the Observer.



2.1 Kannada Kali-TVKS Administrative Committee

This structure is adopted to facilitate smooth decision-making, effective communication, and keeping the overall functioning and interests of the whole organization. Below are some additional details, roles, and responsibilities regarding this structure.

The terms, roles and responsibilities of the Administrative Committee will be decided by TVKS-BOD. TVKS-BOD reserves the right to appoint or replace the Administrative Committee members of this branch and corresponding extensions at any time.



2.1.1 Representative

TVKS BOD will appoint “Representative” of Kannada Kali-TVKS branch. He/she represents Kannada Kali - TVKS at the KKNC Kannada Kali administrative committee.

There is no fixed term limit for the Representatives. In order to provide stability in leadership and also to ensure fresh ideas in the team, a term-limit of a maximum of 3 years and a minimum of 1 year is recommended but not mandatory. The term is decided by the TVKS BOD.

2.1.2 Board Member (Observer)

- The Board Member who is serving as an Observer is an informal member of the administrative committee.
- The Observer is permitted to attend Administrative Committee meetings and receive all information provided or discussed in the committee.
- The Observer may provide valuable advice and guidance to the committee but shall not be involved in the day-to-day decision-making of the committee and shall not try to enforce his agenda against the will of the Administrative Committee.
- The Observer is not permitted to vote on matters submitted for a vote. In the event of a tie or deadlock, an observer may be asked to provide the deciding vote to break the impasse and move the decision forward. Their role is to ensure fairness and adherence to procedures in such situations.
- The Observer is equally responsible for maintaining the confidentiality of the Administrative Committee, just like the Representatives.
- The Observer’s role is to make sure the Administrative Committee works in a collaborative manner and make sure the organization’s interests are protected in any decision making.

2.2 Duties and Responsibilities of Kannada Kali Administrative Committee

- Review the charter of Kannada Kali, including the Kannada Kali Academic Council, which shall be formed for each Kannada Kali branch by the core-committee members and the teachers of that branch.
- Oversee the consistency of the prescribed syllabus across all branches and ensure that it is followed, and that out-of-syllabus topics are not included for evaluating students.
- Ensure that the assets of Kannada Kali (including digital assets) are maintained and preserved.
- Be responsible for all Kannada Kali program communication including the web content, public articles, newspaper/tv/social media content etc. of all Kannada Kali branches and KKNC as well as TVKS.
- Evaluate all new initiatives proposed by Kannada Kali centers, parents, etc., present the findings to the TVKS BOD, and possibly recommend further action. However, it



shall be the TVKS BOD's sole prerogative as to what, if any, recommendations to adopt.

2.3 Decision Making

The TVKS BOD shall operate in the spirit of letting the Kannada Kali Administrative Committee of Kannada Kali-TVKS branch/(s) operate freely and make its own decisions for day to day operations. Close rapport and cooperation need to exist between the TVKS BOD and the Kannada Kali-TVKS Administrative committee. Only when there is a deviation, disagreement, or dispute, or policies, procedures, or practices that inhibit or adversely affect the future of Kannada Kali-TVKS and TVKS BOD, should get involved.

Gentle persuasion, empathetic listening, and friendly advice shall be resorted to at first. Only when it must, the TVKS BOD shall take up other measures to safeguard the interests of TVKS, KKNC, Kannada Kali, and its charter.

Under extreme circumstances, the TVKS BOD shall have the power to dismiss anyone or all members of the Kannada Kali Administrative Committee of Kannada Kali-TVKS. The main justification for such a course of action shall be a serious transgression of the Bylaw, consistent unethical or destructive or demoralizing behavior, the unsuitability of the person for reasons stated in the Bylaw, and a clear and large-scale demand from Kannada Kali-TVKS/TVKS members for recalling the Administrative Committee/Representative.

On similar lines, if all or most of the Representatives of the Administrative committee feel the Observer is operating in an unethical or destructive or demoralizing way, they can request the TVKS BOD chair to replace the Observer. It is the TVKS BOD chair's discretion to appoint a new member as an Observer.

2.4 Communication

Kannada Kali-TVKS shall communicate effectively and consistently with every other Kannada Kali branch, extensions with its members, with the public, and with the TVKS BOD. All communications from the branches shall be consistent with the center's mission, goals, and values. The branch's communication guidelines shall be followed in all communications, including social media posts, website content, newsletters, and other marketing materials.

It shall be the Administrative Committee's responsibility to draft the communication guidelines and to ensure that these are followed.

The Administrative Committee shall establish and maintain communication channels that allow for effective and timely communication between branches and the Board. Communication channels may include, but are not limited to, periodic meetings, email, telephone, and video conference.



3. Kannada Kali-TVKS Branch

3.1 Roles, Responsibilities and Term

The Principal, Vice-Principal, and Treasurer shall undertake all duties normally associated with their respective positions and shall judiciously and scrupulously always discharge them considering the best interests of the branch in which s/he holds office, of Kannada Kali-TVKS, and of TVKS

The term of office of the Principal, the Vice Principal, and the Treasurer, shall each be Two (2) years. It is recommended that no member of the branch “Administrative committee” shall be selected for more than two back-to- back terms (total of four years).

3.2.1 Principal

Principal shall hold the duties, without limitation, the following:

- Administer the activities of the branch during the academic year.
- Recruit/terminate of teachers, and volunteers.
- Develop and maintain curriculum, teaching methodologies, etc., so long as these are consistent with prevalent laws, the TVKS Bylaws, and the objectives of Kannada Kali.
- Maintain consistency with respect to curriculum, exams etc. among all branches by working with the Administrative Committee.
- Encourage parent involvement.
- Communicate with teachers, parents, and the Kannada Kali Administrative Committee.
- Ensure that the required number of classes are conducted without undue disruptions.
- Ensure that an adequate number of teachers are available to teach the classes at any given time.
- Cordially work with the Superintendent of the Administrative Committee and provide regular updates regarding activities and other issues of the branch, if any.
- Groom as many quality leaders as possible and suggest one or more names to the Board to consider for the successor.

3.2.2 Vice Principal

Vice-Principal shall hold the duties, without limitation, the following:

- Discharge the duties assigned or otherwise delegated by the Principal.
- Provide backup in case the Principal is unavailable for any reason.



3.2.3 Treasurer

Treasurer shall hold the duties, without limitation, the following:

- Act as the Treasurer for Kannada Kali-TVKS branch.
- Responsible for the financial signature authority for the branch.
- Follow the guidelines of KKNC finance/accounting department and provide all the necessary financial details and documents for tax and audit purposes.
- Submit all financial reports in detail to both TVKS-BOD and KKNC-BoT on a periodic (quarterly or on demand) basis.
- Interface with the Branch Representative of the Administrative Committee.

The term specified above for the Principal, Vice principal, and Treasurer are recommendations. If there are no suitable candidates to fill the position at the end of the term, the TVKS-BOD should step in to request the outgoing candidate, or if that is not possible, identify another candidate to discharge the duties of the vacant position until a suitable replacement is found.

The TVKS-BOD shall maintain and oversee the term of the Principal and of the Administrative Committee members.

Under extreme circumstances, the Principal of a branch has the power to dismiss any of the Teachers/Volunteers. The main justification for such a course of action shall be serious unethical or destructive or demoralizing behavior. Before such a decision is made, they should get consent from the TVKS-BOD.

3.3 Succession Planning

It is very important for the organization to have a good leadership pipeline. Succession planning should be a proactive rather than reactive approach to Kannada Kali-TVKS branch leadership transition. Kannada Kali Principal(s) are responsible for providing leadership, direction, and coordination within the branch. If not planned properly, it is harder for anybody to effectively succeed the outgoing Principal.

It is the responsibility of the TVKS-BOD to choose the Principals of the Kannada Kali-TVKS branches. The board shall begin this process at least a year ahead of the planned departure date of the current Principal. The Board shall also consider retaining the current Principal. If that is not an option, then the board should request the Principal to identify people on staff with leadership potential. Once identified, the Principal is responsible for making certain that these persons are assigned a variety of experiences over time that will allow the person to assume formal and informal leadership roles, learn instructional leadership content and skills, and continue to grow professionally. Ultimately, the goal for the Principal is to groom as many quality leaders as possible and suggest one or more names to the Board to consider.

The Board should seriously consider the recommendation from the Principal and do their own due diligence before selecting the next Principal for a branch. In the event when no candidates or those recommended by the principal are not available/unsuitable, the board should actively seek individuals with expertise in Kannada Kali.



Under extreme circumstances, TVKS-BOD shall have the power to dismiss the Principal of a Kannada Kali-TVKS Branch. The main justification for such a course of action shall be a serious transgression of the Bylaws, consistent unethical (Look at definitions) or destructive or demoralizing behavior, the unsuitability of the person for reasons stated in the constitution, and a clear and large-scale demand from Kannada Kali-TVKS parents/teachers for recalling the Principal.

3.4 Fiduciary Requirements

The Treasurer, of a branch shall be responsible and accountable for proper, timely, and verifiable compliance with all mandatory fiduciary requirements including with any other specific KKNC financial and procedural requirements. In addition, the Treasurer shall specifically follow the guidelines mentioned in Section 8 (Fiduciary Requirements) of the main KKNC Constitution and Bylaws.

The Administrative committee shall adhere to the highest ethical standards and maintain complete transparency for all matters relating to administration, operations, finance and accounting.

3.4.1 Fund Categories

The Principal shall ensure, and the Treasurer shall implement the secure handling and accounting of funds on a calendar year basis by the categories indicated below. In each case, detailed auditable records per calendar year shall be maintained with respect to:

- Opening balance (amount transferred over from the previous year)
- Individual receipts during the year (by payee)
- Any gifts to individual/group exceeding \$50.00 must/shall be pre-approved by TVKS-BOD.
- Amount added to the fund during the year.
- Amount withdrawn from the fund during the year.
- The closing balance transferred to the subsequent year.

The Treasurer shall ensure that a detailed record for each entry is maintained in order for it to be easily understood and be easily auditable. Each entry must have a clear description and should directly correspond to receipts or evidence of payments made.

It is recommended for each branch maintains two funds.

3.4.1.1 Current year working Fund:

The students' annual fees shall constitute this fund. Each branch shall have the power to use all the funds in this category for operational purposes during the year.



The Administrative Committee shall decide how to utilize the unused amount from the current year's working fund. Generally, the recommendation is to add eighty percent (80%) of the unused current year's working fund to the branch Contingency Fund; and the balance twenty percent (20%) to the Board Contingency Fund.

3.4.1.2 Branch Contingency Fund:

The Administrative committee shall draw from this branch contingency fund for any high amount of temporary expenses, such as for deposits, guarantees, insurance, etc., relating to events or activities during the academic year or as seed money for starting a new extension etc. The draw for such a fund shall be a borrowing. The borrowed money shall be put back into this fund before the end of each academic year before adding to the fund as provided.

The Administrative committee is encouraged to add to and not deplete the balance transferred from the previous year's contingency fund. This fund is to be maintained year after year for contingency purposes only and shall not be used to make up for deficits in receipts over expenses. However, if any such prior year deficits must be compensated for then subject to the prior written approval of the TVKS-BOD, no more than twenty percent (20%) of the monies in the contingency fund shall be used for such a purpose.

Part of this funding may be used for one or more multi-year projects started by a branch's administrative committee and/or by the TVKS-BOD Observer either directly or through a committee for the benefit of the specific branch. The goal is to collect and build funds, possibly over several years towards a specific goal, such as constructing a building for classrooms and/or signing long leases, purchasing expensive equipment for the branch, funds for a future conference, etc. In each such case, separate accounting must be kept for such funds within the contingency fund. On reaching the goal, the specific amount set aside may be used only for the purpose originally intended. If the Administrative committee believes that the specified goal should be dropped or changed, then the administrative committee shall propose the change to the Board, and the Board may in its sole discretion, by majority consent, authorize the administrative committee to implement the change. If the Board withholds its consent, the marked funds subject to the Board's approval shall not be used.

The money accumulated towards the Board Contingency Fund shall be kept in a separate account by the Board and used for Kannada Kali-TVKS related matters by the Board.

3.4.2 Fees

The Administrative Committee of each Branch shall determine the yearly enrollment fees for students. Since the enrollment fees also include the TVKS and KKNC family membership amount for the following year, before announcing the fee structure, the Administrative Committee shall consult with the TVKS-BOD if any changes need to be considered.

The Board can also discuss possible changes in the TVKS and/or KKNC membership fees with the Kannada Kali Administrative Committee. Any changes should be discussed fully, and a solution should be reached amicably. Implementation of any change in the fee structure should occur only at the beginning of the academic year.

The Kannada Kali program is primarily funded through enrollment fees, given its status as an



educational institution. Kannada Kali should adhere to a policy of not endorsing any businesses or individuals for sponsorship or financial support for educational purposes. Kannada Kali should be committed to maintaining a clean and impartial educational environment, free from any commercial influences, to ensure the highest standards of integrity and academic excellence. For any special events, such as a school day, magazine publications etc., donors may be considered with prior permission from the Board.

3.5 Intellectual Property

KKNC Kannada Kali places paramount emphasis on protecting intellectual property. It is essential not only for fostering innovation and creativity but also for ensuring the long-term sustainability of the organization. Any specific creative work done by teachers or volunteers, including education book material, programs, curriculum, PowerPoint slides, songs, etc., belongs to KKNC and TVKS Kannada Kali. All the members of the academic council must sign the Kannada Kali Letter of Undertaking to safeguard Kannada Kali and KKNC/TVKS.

3.6 Formation of new Kannada Kali branch

- Any proposal to form a new Kannada Kali Branch shall be directed to the Board.
- The Board shall consult the Kannada Kali Administrative Committee for its guidance and suggestions.
- The Board should carefully deliberate on all aspects of the proposal before making the final decision regarding the formation of the new Branch.
- The TVKS-BOD should work with new Branch stakeholders and Kannada Kali Administrative Committee to determine the viability, fees, structure, etc. after careful consideration.
- New branches become eligible for a Representative position in the Kannada Kali Administrative Committee after successfully running the operations for 2 years. Till then, they can participate in the Administrative Committee proceedings as a non-voting member. Any exception to this must be approved by the TVKS-BOD.

3.7 Dissolution of Kannada Kali branch

- Any Branch request for dissolution shall be directed to the KKNC- BoT/TVKS BOD.
- From time to time, the Board should also validate the viability of the branches.
- The Board should consult the Kannada Kali Administrative Committee for its input on the proposal to close a branch.

The Board shall close a branch only after careful deliberation on all aspects of the decision including any possible fallout from such decision. The Board either directly and/or through the branch shall take all necessary steps to clearly and properly communicate its decision to the community affected by the closure including the teachers, parents, students, and other Kannada Kootas.

3.8 Kannada Kali Extension

The need for expansion of a Kannada Kali branch can arise due to various factors, such as:



- **Increased enrollment** – resulting in overcrowding and lack of facilities at an existing Branch.
- **Geographical reach** – if the existing branch is located far from a substantial student population.
- **Local demand** – if the existing branch gains a good reputation, and there is a demand for expansion.
- **Other reasons** – any other reason which the Board or the Administrative Committee believes warrants expansion.

In many of these cases, the creation of a separate branch may not be realistic due to the fact that it may be financially inviable, or for a myriad of other reasons. In such situations, an extension of the existing Branch should be considered by the Board or the Administrative Committee.

A Kannada Kali Extension is an additional facility that serves as an extension of an existing branch's capacity. Unlike a Kannada Kali Branch, a Kannada Kali Extension is not a separate entity with its own administrative structure. The extension operates under the same administration and leadership as the branch. Students at the extension shall then be considered as part of the parent branch's student body. The main branch shall be responsible for all financial, organizational, operational, and administrative matters relating to the extension. Formation and Dissolution of branch Extension should also go through the same process as Branch formation and dissolution as mentioned in 3.6 and 3.7. above.

In certain situations, when an Extension experiences growth, it becomes necessary to convert it into a Branch. In such cases, it should be regarded as a new branch and should follow the same process as Branch formation in 3.6.

3.9 Student Withdrawal

Any student may withdraw from the branch by notifying the Principal in writing. KKNC and TVKS membership dues paid shall not be refunded in full if the calendar year has already started. It shall be up to the discretion of the branch Principal to determine the amount of reimbursement, whether in full, in part, or none at all.

3.10 Student Removal

Occasionally, it may become necessary to remove a student from the branch. Such authority of removal shall not be utilized lightly or for trivial reasons. If any student is to be removed, the Principal shall first apprise the Administrative Committee as to the reasons for such action. The Administrative Committee shall then first discuss the reasons for removal and if the majority of the Administrative Committee members agree with the Principal to remove the student, the Administrative Committee shall recommend such action to the Kannada Kali Administrative Committee which will then discuss the matter before determining whether the student in question should be removed. The Administrative Committee, by majority vote, does not concur with the Principal's decision about removing a student from the branch, the student shall be allowed to continue to attend the branch classes. TVKS Bylaws should be consulted to determine if the specific individual violated the charter of TVKS, or whether his/her actions have caused harm or injury to other people including other students, or has otherwise hurt the reputation of TVKS, or



of Kannada Kali, or of the branch.

Unethical Behavior:

Unethical activities are actions or behaviors that go against accepted moral principles, standards, or values. They often involve actions that harm others, violate laws or regulations, or breach professional codes of conduct. Some common examples include lying, cheating, stealing, discrimination, harassment, fraud, and conflicts of interest. Defining unethical activities can vary depending on cultural, societal, and professional contexts, but they generally involve actions that are considered morally wrong or unacceptable by most people.



Appendix B: Founding Members

1.0 Introduction

This Addendum is incorporated into and made a part of the Bylaws of the Tri Valley Kannada Sangha (TVKS), a non-profit organization established under Section 501(c)(3) of the Internal Revenue Code and located in the Tri Valley area of the East Bay in the San Francisco Bay Area. This Addendum establishes and outlines roles, and responsibilities, of Founding Members (FM).

2.0 Founding Members (FM)

The FM is hereby established to recognize the significant contributions of the following members who were instrumental in the formation of TVKS:

Guru Prasad
Jyothsna Prasad
Raviraj Pangal
Shantharam Gummaraju
Vasanth Madhure
Veena Madhure
Gireesha Suryanarayana
Veena Gireesha
Srinivas Shikaripura
Sunita Hirey

3.0 FM Roles and Responsibilities

Board of Directors (BOD) Chairman Selection: The Founding Members and Current Board of Directors will appoint a chairman through a transparent and merit-based selection process. A nominating committee comprised of founding members will identify qualified candidates. The full board will then vote on the Chair, with each member having one vote. A simple majority of current board members and founding members present at a duly constituted meeting shall determine the selection.

President and Executive Committee Positions: Any of the Founding Members have interest to work in the Executive Committee positions, including the President, will be filled through a transparent and skills-based nomination process. The Board and nominating committee will identify qualified candidates, and the full board will vote on the final selection. Term limits will be established for all Executive Committee positions. A conflict-of-interest policy will ensure fair and impartial decision-making.

- Starting in 2025, half the BOD positions will be reserved for Founding Members with a 2-year term.



- Focuses on continuity and maintaining the organization's health.
- BOD positions will be filled through a transparent and skills-based nomination process.
- The nominating committee will identify qualified candidates, considering both Founding Member experience and external expertise. The term limit of 2 years will be applicable for all BOD positions, with the possibility of staggered terms to ensure continuity. A clear re-election or replacement process will be defined to ensure a smooth transition and maintain the board's effectiveness.
- If no Founding Member is willing to take a BOD position, the Chairman can ask current Founding Members on the board to extend their term (2 years).
- If current Founding Members on the board decline, the Chairman and board identify new members with specific qualities but limited selection pool (previous executive committee members).

A formal succession planning process will be implemented to identify and cultivate a pool of qualified candidates for BOD positions. The nominating committee will consider candidates with the skills and experience most relevant to the organization's needs, ensuring a balanced and diverse board composition. Selection will not be limited to Founding Members or previous executive committee members.

4.0 Exit Policy of Founding Members

Founding Members who wish to resign from active participation in TVKS must submit a written letter to the Chairman. Resignation will result in inactive Founding Member status, with loss of voting rights and privileges like board membership, and president, eligibility. Founding Members are still bound by confidentiality agreements and must avoid conflicts of interest with TVKS after resignation.

5.0 Conclusion

This Addendum acknowledges with deep gratitude the significant contributions of the Founding Members to TVKS. Their vision, dedication, and hard work have laid the foundation for our organization's success. As TVKS continues to grow, we are committed to honoring their legacy and ensuring their core principles continue to guide us. We look forward to continued collaboration with the Founding Members in their new capacities.

This revision expresses appreciation for the past while emphasizing the Founding Members ongoing value to TVKS.



CERTIFICATE OF THE CHAIRMAN

I, the undersigned, do hereby certify:

That I am the duly elected and acting Chairman of the Board of Directors of Tri Valley Kannada Sangha, a nonprofit 501(c)(3) organization; and

That the foregoing Bylaws, comprising 18 pages, including this page, constitute the Bylaws of said organization duly adopted at the meeting of the BOD.

Raviraj Pangal

2022-11-02

Ravi Pangal Chairman, BOD



Signature Certificate

Reference number: 92KQV-Q35QO-A6AAO-2E6ZS

Signer	Timestamp	Signature
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Raviraj Pangal		
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Email: raviraj.pangal@gmail.com		
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Recipient		
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Page 1 of 1






SIGNATURES of the Board


1.

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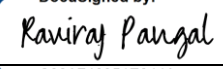
Shantharam Gummaraju – Chairman
Signed On: 13.Jun.24
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Gopal Sridhara - President & BOD
Signed On: 13.Jun.24
3.



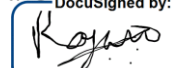
Guru Prasad - BOD
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Raviraj Pangal - BOD
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Veena Gireesha – BOD Signed On: 13.Jun.24
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Rajani Gangalvoi - BOD
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Praveen Koneru s- BOD
Signed On: 13.Jun.24