

Kannada Koota of Northern California (KKNC)

Constitution Bylaws

Approved by the Board of Trustees of KKNC
on Dec 9, 2023 in Milpitas, Santa Clara County, State of
California, USA

Supersedes all previous versions of KKNC Constitution

Version: 1.5

Dated: Dec 9, 2023

Status: Approved

Revision History

Revision	Effective Date	Revision committee Members	Revision Description
1.2	Dec 21, 2005	<ol style="list-style-type: none"> Chairman: Ravi A. Ravindranath (408) 262-8316 raviravindranath1@yahoo.com Vice Chairman: Ramesh Sirsi (650) 856-8948 rameshsirsi@sbcglobal.net Trustee 1: H.V.Gangadhara (925) 820-8479 hosallig@hotmail.com Trustee 2: Alamelu Iyengar (408) 252-2699 iyengars@gmail.com President: Ramesh Javagal (408) 238-3001 rjavagal@yahoo.com 	<ul style="list-style-type: none"> Original Constitution
1.2a	Nov 16, 2013	<ol style="list-style-type: none"> Chairman: Ravishankar Byrappa Gowda ravishankar_b@yahoo.com Vice Chairman: Nandakishore Rao pnkishore.rao@gmail.com Trustee 1: Harsha Nagaraju harshanm@gmail.com Trustee 2: Vijay Lakshman vijayl.gowda@gmail.com President: Shantala Bhandi shantalabhandi@gmail.com 	<ul style="list-style-type: none"> Added no-discrimination clause for volunteers in 7.1.iii Added Governing procedure for Charities section in 8.e
1.3	Nov 12, 2022	<ol style="list-style-type: none"> Chairman: Vasudha Hegde bvasudhav@gmail.com Vice Chairman: Padma Rao padmakadur@gmail.com Trustee 1: Aravind Sheshadri hsravind@gmail.com Trustee 2: Ananda Sathyanarayana anandaks@gmail.com President: Shubha Prithviraj shubha.kknc@gmail.com 	<ul style="list-style-type: none"> Added Revision History table Added more clarity for President, Board Of Trustees qualification, updated Executive team structure and responsibilities (including Policy of Confidentiality) in section 6.c, 7.b Added more clarity on accounting procedure in section 8.e, 8.f Added Communication and Social media guidelines as Appendix-I Minor corrections throughout
1.5	Dec 9, 2023	<ol style="list-style-type: none"> Chairman: Padma Rao padmakadur@gmail.com Vice Chairman: Gururaja Tarikere gurufamily@gmail.com Trustee 1: Ananda Sathyanarayana anandaks@gmail.com Trustee 2: Diwakar Ramadasu diwakar.div@gmail.com President: Sharmila Vidyadhara sharmilakknc@gmail.com 	<ul style="list-style-type: none"> Added Kannada Kali constitution as Appendix-II Added updates to role of Trustee. Added references to the Kannada Kali in relevant places in the main document. Updated Revision table

Bylaws of KKNC Constitution

1. Preamble

Refer to the Articles of the Constitution document for Preamble details

a. Details of Charter (See Articles of Constitution document for Goals and Charter for KKNC)

i. Introduction

It is well recognized that an individual will have a variety of interests and may belong to and take part in many organizations concurrently. For instance, the same person may be a member of a US or Indian political party, a sports club such as a cricket association, organizations promoting a language other than Kannada, religious/caste/community/region-of-previous-domicile based organizations, a particular kind of church/temple/mosque etc. It is that individual's right to belong simultaneously to different associations/organizations for personal fulfillment. Just as those organizations limit the scope of their activities to fulfill only a part of the interest spectrum of the individual, KKNC charter is not meant to encompass all the needs of the individuals in all the spheres of interest such as mentioned above. KKNC charter also shall be limited to cover a specific subset of activities of common interest to the affinity group that forms the membership of the organization. The charter may in future be expanded or amended through the provisions made available in this document

ii. Caveat

KKNC shall not knowingly support/promote/recognize/uphold any individual or group who/which pursues a biased agenda based on caste/sect/regional/political/anti-Kannada themes. Any individual within or outside the membership who pursues above stated bias or works to circumvent/contravene the charter stated below, or pursues commercial/business/financial interest for their own interest which does not benefit the common good of the membership, or works to sow dissension or cause disunity within the membership shall be denied support/role in any (or all) activity of KKNC.

KKNC charter of activities shall consist of, but not limited to, the following which is not in any priority order. Examples for each charter heading are also shown

1) Promoting Kannada language and Kannada literature

- i. KKNC shall use Kannada in the conduct of its operations.
- ii. But, with due respect to the membership who may not be conversant or fluent in Kannada, English shall be used as an alternate language. Use of other languages should be strictly on an absolute need basis and limited in scope to a particular item of common interest such as lines in a play that must be said in a language other than Kannada or English.

- iii. KKNC shall teach, preserve and propagate Kannada language and culture to native and non native Kannada learners
- iv. Encourage members to write to/contribute to/read/review/discuss in print/digital media or other publications published by KKNC and/or other organizations.
- v. Support organizations that promote Kannada literature

2) Cultural activities derived from Karnataka

- i. Performing arts such as music, dance, drama etc.
- ii. Screening of Kannada movies, staging of Kannada plays
- iii. Distribution/promotion of recorded works/books
- iv. Culinary art forms (variety of food from Karnataka)
- v. Folklore, folk arts based activities
- vi. Dresses, makeup, jewelry from Karnataka
- vii. Traditional religious festivals in Karnataka such as, but not limited to, Sankranti, Yugadi, Ganesha Chaturthi, Navarathri, Deepavali etc.
- viii. Celebration of other religious/traditional festivals such as Ramanavami, Krishna Janmastami, Dasa/Sharana day, Kannada Rajyothsava etc.
- ix. Commemoration of important events/milestones/leaders in the development and advancement of Kannada and Karnataka such as Karnataka Ekikarana, birthday celebration of Purandaradasa, Vishveshwarayya, Kuvempu etc.
- x. Support organizations that promote Karnataka culture and heritage

3) Recognition of, and encouragement to, members/families

- i. Recognition of achievements
- ii. Promotion of creative works
- iii. Encouragement of children to exhibit their talents in Kannada

4) Goodwill/Charitable assistance to members

- i. Logistic help
- ii. Temporary housing
- iii. Career assistance
- iv. Crisis help
- v. Medical assistance
- vi. Educational help
- vii. Help to senior citizens

5) Education and Spreading competency in Kannada

- i. Language classes for children and adults
- ii. Tournaments, competition, showcasing

6) Support and attract younger generation of Kannadigas

- i. Creation of forums of common interest
- ii. Matrimonial assistance
- iii. Vocational guidance
- iv. Career counseling
- v. Personality development

7) Sport activities

- i. Competition, training, 'Sports Day' etc
- ii. Promoting/supporting entries in recognized competitions.

8) Community Development

- i. Picnics, Camping, gatherings, excursions, cruises
- ii. Group travel and tours
- iii. Cross regional events such as between Southern and Northern California Kannada communities, east coast and west coast etc.
- iv. Taking part in pan-US/North America/ International events
- v. Cultural exposure and support to local, state and federal entities (organizations as well as personnel) that enhance the KKNC charter.

9) Charity

- i. Local US based need groups
- ii. India/Karnataka based need groups
- iii. Other international need groups
- iv. Supporting other Charity organizations by promoting, co-hosting, co-fund raising
- v. Encouragement of not only monetary but also physical help and service

10) Hosting of distinguished Kannada/Karnataka personalities or groups from anywhere in the world

KKNC is not obligated to implement every item in the charter every year, but encouraged to do the maximum possible, if necessary, through sub-committees or through affiliation with other organizations. As a reminder, note that KKNC charter is not meant to encompass all the needs of the individual members in all the spheres of interest in their life and therefore limited to the scope shown above

b. Goals

The main goal of the organization is to cater to the needs of the residents of the larger San Francisco Bay Area in the USA who have an affinity for the Kannada language and/or the heritage of the state of Karnataka, India. These residents are either directly, or indirectly through their forefathers, hail from India and represent the ethnic groups from Karnataka having interest in its varied culture and the Kannada language. KKNC shall pursue the goals of Education, Support of Cultural and traditional festivals, Charity and assistance to and through its membership and Community Development

c. Objectives

Consistent with the above stated charter, caveats and goals, KKNC shall work to promote the following objectives:

1. Maintain unity and sense of common belonging among all Karnataka/Kannadiga immigrants and their descendants
2. Pursue as many activities as possible within the charter for the benefit and well being of the membership. Enrich the membership community with a greater appreciation of, and involvement in, the heritage of Karnataka.
3. Remain fiscally sound, solvent and accountable by careful management of incomes, outflows and fiduciary responsibilities to the government, membership, community and other partner organizations.
4. Promote a larger share of membership and active participation from within the community
5. Keep the respect and harmony within the membership, between KKNC and other Indian organizations in the Bay Area and United States of America and beyond
6. Promote a desire and increased role and participation in KKNC from the younger generation/children of Kannada families.

2. Articles of Association**a. Governing Body**

The governance of KKNC shall be through two committees, the Board of Trustees and the Executive Committee

i. Board of Trustees

The main purpose of the Board of Trustees is to ensure continuity, smooth functioning of KKNC, safe keeping of KKNC assets and documents and amend the constitution if needed. The Board of Trustees will oversee the election of the Executive Committee each year, ensure a smooth handover, resolve disputes and assist the Executive Committee in conforming to the constitution.

ii. Executive Committee

The Executive Committee will conduct the operations of KKNC in conformance with the Constitution. It will have the authority to raise and disburse funds

iii. Kannada Kali Administrative Committee

In order to propagate Kannada language in the Bay Area among the younger generation, Kannada Kali language teaching program, an educational wing of KKNC, was formed in 2006 under the umbrella of KKNC. To document the structure and guidelines for the Kannada Kali more comprehensively and to avoid clutter in the main constitution, a separate section, Appendix II, is added. Please refer to Appendix II for the structure and role of Kannada Kali Administrative Committee

b. Mandatory Bylaws of the Constitution

A number of requirements stipulated in this document are of a mandatory nature. These are stated with imperatives, usually with “shall”, “is required to”, “must” etc. Where it is not clear, the Board of Trustees shall clarify, and shall be the final arbiter of, the interpretation for the Executive Committee, and revise the document if necessary.

c. Advisory Bylaws of the Constitution

A number of statements/requirements in this document are of an optional or advisory nature in order to guide/encourage the Executive Committee. These are stated using words such as “should”, “may”, “will” etc. Where it is not clear, the Board of Trustees, shall clarify, and shall be the final arbiter of, the interpretation to the Executive Committee and revise the document if necessary.

3. Organization**a. Definition**

KKNC stands for Kannada Koota of Northern California

b. Type

KKNC shall be a non-profit Educational, Cultural, Charitable, Community Development organization

c. Purpose

Main purpose is to fulfill the needs of the community of members in fostering their oneness, language and their heritage.

d. Registration

- i. Federal – Currently registered with a Taxpayer Identification number: 94-2801002
- ii. State – Currently registered as a non-profit “association” with an organization number: 9787805

e. Tax Status

- i. Federal – Currently registered as a non-profit organization.
 - KKNC has obtained Tax exemption status under 501 (C) (7).
 - KKNC shall seek certification as 501 (C) (3) to allow donations to KKNC to be claimed as Tax Deductible by the donors
- ii. State – Currently registered as a non-profit organization. Tax exemption status was granted by the State of California Franchise Tax Board on May 19, 1982.
 1. Approved by J. Kudo, Supervisor, Exempt Organizations
 2. Refer correspondence to : 342:MS:rk:g
 3. Stated Purpose: Social/Recreational
 4. Code Section: 23701g
 5. Form of Organization: Association (unincorporated)
 6. Accounting period ending: Dec 31
 7. Organization number: 9787805

f. Autonomy

KKNC shall be a fully autonomous organization with complete liberty to carry out the activities according to its charter. There shall be no other body that has jurisdiction over KKNC. Any claims for such jurisdiction shall be invalid. KKNC may from time to time become member/affiliate of other organizations and may agree to perform duties consistent with such membership/affiliation provided the Executive Committee along with the Board of Trustees or, when necessary, the general membership have approved. But, these obligations shall not contradict or come in the way of KKNC operating according to its charter and constitution. Any financial commitments made shall be non-binding unless already approved as such by the Executive Committee and the Board of Trustees. Financial commitments, if made, shall be limited to the term of the current Executive Committee and shall not place an on-going obligation.

g. Affiliations

KKNC may enter into relationships of affiliation or membership with other organizations provided the aforementioned Charter with its Caveat and Autonomy stipulations are not compromised.

Following is a description of the current affiliation status:

i. Other Kannada Organizations

KKNC is an affiliated member of AKKA. But, this shall not grant any power to AKKA to dictate financial or other obligations to KKNC that are not voluntarily offered.

ii. Other non-Kannada Organizations

Currently, there are no affiliations with non-Kannada Organizations. But, they may be entered into subject to the provisions of 3.f Autonomy sections.

iii. Other Regional Organizations

Currently, there are no affiliations with other Regional Organizations. But, they may be entered into subject to the provisions of 3.f Autonomy sections.

iv. National Organizations

Currently, there are no affiliations with National Organizations. But, they may be entered into subject to the provisions of 3.f Autonomy sections.

v. International Organizations

Currently, there are no affiliations with International Organizations. But, they may be entered into subject to the provisions of 3.f Autonomy sections.

vi. Karnataka Government organizations

As part of the non-political charter of KKNC, KKNC shall not belong to any Government organization in India including the Karnataka Government unless it is clearly consistent with the charter, caveat and the Autonomy provision in section 3.f.

vii. Karnataka NGO

As part of the non-political nature of KKNC, KKNC shall not belong to any non-Government organization in India including Karnataka unless it is clearly consistent with the charter, caveat and the Autonomy provision in section 3.f.

4. Constitution Amendment Process**a. Initial passage**

This document, when passed and enacted by the KKNC General Body, shall be in full force in its entirety and be the sole document on this subject

b. Future changes

- i. Any changes in the future may be proposed by any member in writing to the President/Board Of Trustees Chairman
- ii. The President shall review and forward the requested change with a recommendation to the Board of Trustees Chairman. The Board of Trustees shall not entertain changes that are materially

contradictory to the charter and mandatory prescriptions in the document, unless there is a clear case of the general good it will result in for KKNC and the membership at large.

c. Board of Trustees

The Board of Trustees shall review all proposed changes and vote on their merits. Frequent changes to the Constitution are not desirable and should not be put to vote by the General Body more than once a year. The Board shall group all changes accepted, shall mark-up the appropriate sections in the Constitution, update the version numbering, present the old and the new versions to the Executive Committee. Even if the changes are minor, the process proposed further should be adhered to.

d. Executive Committee

The Executive Committee shall review the proposed change, vote on its merits and provide feedback to the Board of Trustees. The Board of Trustees may then decide to go ahead, abandon, change or defer the changes to a later time. If the Board of Trustees deems it necessary, the Executive Committee shall call a General Body meeting as a separate meeting or as a part of another regular event. In any case, the revisions and the revised document in its entirety shall be made available on the web and to the general membership with reasonable review time before the vote. The General Body meeting must vote with a simple majority to accept the changes. Where the changes are considered minor by the Board of Trustees, the Board of Trustees through the Executive Committee shall announce to the general membership the list of changes, post it for review and announce that if there is no objection received within a reasonable stipulated time it shall be considered as approved. In that event, both the Board of Trustees and the Executive Committee shall vote to accept the changes as not needing a vote by the General Body. The Chairman of the Board of Trustee shall keep a record of the changes proposed, the final disposition, and track the changes to the document clearly in the front section of the revised document. Each successive revision to the document shall be kept on file for a minimum of five years from the date of change approval. The current revision should be available to anyone in the membership, preferably on-line via the Web. The previous versions may be kept as hardcopy only.

5. KKNC Membership

a. Eligibility

Membership should be made available to anyone who applies without any discrimination. Each membership has to be accepted by the Executive committee with an issuance of a membership card or a similar document. However, the Executive Committee may decide to not accept the membership of certain individuals if it is clear that the person may cause harm to the organization or its membership in any way. The Executive committee shall inform the Board of Trustees of such decisions. The Board of Trustees may override the decision if they find the decision to be not based on a fair assessment or based on prejudice or discrimination. The Board of Trustees override shall be binding on the Executive Committee.

b. Responsibility

It is the responsibility of the Executive Committee to ensure that the new membership applicant is aware of the nature of the organization and can reasonably be expected to take part in the activities without prejudice or mal-intent. It is possible that people may want to join out of idle curiosity, intent to disrupt the proceedings, challenge authority or cause harm to the members or to the organization. Therefore, each member should be made aware of the means to access the constitution and learn of their eligibility and responsibility requirements.

c. Benefits

Once admitted, every member shall be entitled to all the benefits from KKNC without discrimination.

d. Redress

In case of dissatisfaction, any member may take his/her complaint in writing to any member of the Executive committee. Should it be necessary, the member may escalate the complaint to any member of the Board of Trustees. That Trustee shall bring up the issue with the Board of Trustees for adjudication without undue delay. The final decision of the Board of Trustees shall be binding without recourse to further challenge.

e. Types of Membership**i. Annual Paid membership**

This is for a term of one year. Membership may be accepted anytime in the year. The Executive committee will set the annual membership dues at the beginning of the year and is encouraged not to change it in the middle of the year

1. Family – This will cover the head of household, spouse, their respective parents and children aged 25 years or less. This will not cover guests or other relatives of the family
2. Single – This will cover an individual only

ii. Life Membership

1. This is a membership signaling a lifetime commitment to KKNC. This shall mean that the members are committed to seeing KKNC operate successfully uninterrupted. This also shall mean that, should there be a problem running KKNC due to a failure to elect, resignation, dismissal or other crisis, the life members will take up the role of running KKNC in conjunction with the Board of Trustees.
2. This automatically means a family coverage which includes the head of household, spouse, their respective parents and children aged 25 years or less
3. There is a one-time fee for all membership privileges for the lifetime of the head of household and spouse

4. Dues are set by the Executive committee at the beginning of the year in consultation with the Board of Trustees
5. Since a one time fee may not adequately cover a life member for his/her lifetime (due to inflation, low returns on lifetime fund investments etc.) additional fees may need to be levied depending on the financial situation of KKNC. Life members are not obligated, but encouraged, to pay additional fees on a one-time or periodic basis. The Executive committee may levy additional fees on all members on a per event basis depending on the event. Life members shall also pay the fees under such circumstances
6. If necessary, the Executive Committee may undertake to raise, or contribute, funds to bring the Life Membership fund to a level which will pay for providing continuing privileges to Life Members.

iii. Honorary Membership

Honorary membership may be granted on an Annual or Lifetime basis for Donors to KKNC depending on the level of donations. Membership without paying dues or donations is discouraged. In very special circumstances, the Executive Committee may grant honorary membership for a period of one year at a time. Any Honorary membership request must be approved by the Board Of Trustees.

f. Dues

Membership dues are payable on a time schedule and per the process set each year by the Executive Committee. Dues once paid are non- refundable. Membership privileges shall not be granted until dues are paid fully. Membership is not automatically renewed for the next term unless the next term fees are fully paid.

g. Withdrawal – Resignation

Any member may resign from membership by notifying the President in writing without assigning any reason. Membership dues paid shall not be refunded in full or in part. At the end of the year, unless the member renews membership by paying the fees due, the member is considered to have resigned and may be taken off the mailing list for KKNC communications.

h. Removal

At times, it may become necessary to remove a member from KKNC membership. This provision shall not be utilized lightly and for trivial reasons. Both the Executive committee and the Board of Trustees shall vote in a majority to remove a person from membership. Section 1.d (Charter and Caveat) should be consulted to determine if the specific individual violates the charter of KKNC or behaves in ways injurious to the membership, organization or its reputation.

6. Board of Trustees

a. Responsibilities:

The overarching responsibility for the Board of Trustees is to keep KKNC operating successfully year after year and ensure KKNC functions in accordance with the constitution.

The Board of Trustees shall have the authority and responsibility to include the following.

- i. Seek nominations and conduct election of the President
- ii. Appointment of Sub Committees for special subjects where warranted only if the Executive Committee cannot handle that task
- iii. Meet with the members of the incoming Executive Committee at least twice, if not more often, to review the budget and planned program of activities at the beginning of the year and to conduct an audit by the year end to determine consistency with the charter.
- iv. Call for and meet with the President and/or the entire Executive Committee to provide feedback and advice when necessary.
- v. Review, feedback and provide guidance on any proposed changes to the schedule of membership fees.
- vi. Budget and obtain funds from the Executive Committee for the operation of the Board of Trustees. Each Executive committee shall set aside a minimum of 1% and may set aside up to 5% of the current year's operating budget for the use of the Board of Trustees. Advances may be received from the Treasurer. All expenses must be submitted for reimbursement to the Treasurer and accounted for. The Board of Trustees shall not have special funds at their disposition and may not carry funds from year to year.
- vii. Appraising the incoming Executive Committee of the Constitution: Ensure copies of the constitution are handed to each member of the next Executive committee and appraise them of the important provisions.
- viii. Handover from outgoing to incoming Executive Committees: Arrange for the schedule and smooth transfer of funds, bank accounts, investment accounts and equipment/assets to the new Executive Committee. Arrange for advance funds for the new Executive Committee to use ahead of assumption of office for purposes of early deposits, initial payments etc.
- ix. Arbitration of disputes: Where disputes arise within the Executive Committee, between the incoming and outgoing Executive Committees, or between KKNC members and the Executive Committee, then the Board of Trustees shall have the authority to mediate and make final judgment which shall be binding on all concerned.
- x. Dismissal of any or all members of Executive Committee
 1. Under extraordinary circumstances, subject to the provisions of the Preamble Chapter 1, the Board of Trustees may deem it necessary to remove from office any, or all, member(s) of the Executive Committee
- xi. Historical record keeping

1. The Board of Trustees Chairman shall ensure safekeeping for seven previous calendar years plus documents to date for the current year and shall handover the documents to the succeeding chairman on assumption of office.

The Chairman of the Board of Trustees shall safekeep

- i. Current version of the Constitution, record of changes including voting approval where applicable
 - ii. Minutes of Board of Trustees meetings including voting record on resolutions passed
2. President of KKNC, at the end of each year, shall hand over to the Board of Trustees Chairman the following documents pertaining to his/her term for safekeeping

The documents required are:

- i. Annual Financial Reports with auditors' signatures and exceptions noted
- ii. Names and contact info for Executive Committee and other subcommittees
- iii. Collection of mailings, email sent to KKNC membership at large and outside organizations
- iv. Annual report of the year's activities
- v. Any magazines, publications released that year
- vi. Membership roster, names, contact information for all members. In this regard, the Board (and the President) shall ensure the privacy of the information is maintained. This information shall be safeguarded to ensure that it is not misused.
- vii. Documentation of complaints, disputes, record of disposition
- viii. Record of transfer of financial and material assets from one Executive Committee to its successor
- ix. Records of income/dues/ receipts, records/receipts/canceled checks for payments, Bank Account openings/closings
- x. Tax filing for Federal, State and Local agencies
- xi. Insurance coverage records and records of any claims, disposition and open issues
- xii. Insurance coverage and liability handling
 1. The Board of Trustees will advise and verify the adequacy and veracity of insurance coverage purchased by the Executive Committee
- xiii. General Body Meeting
 1. The Board of Trustees shall initiate, and the President shall oblige, announcing a meeting of the General Body of KKNC membership either as a separate meeting or as a section of a general get-together of KKNC members organized by the Executive Committee for other purposes.
 2. Elections shall only be held during the General Body Meeting for the Board of Trustees and the President.

3. Changes to the Constitution must be put to vote for acceptance only at a General Body Meeting.
 4. The Board of Trustees Chairman or his appointed delegate Board member shall officiate at the General Body Meeting.
 5. General Body Meeting may also be called to inform, seek input from, or otherwise discuss issues with KKNC membership whether it pertains to the jurisdiction of the Board of Trustees or the Executive Committee
- xiv. Additional responsibilities with respect to Kannada Kali are captured in Appendix-II

b. Relationship with Executive Committee

The Board of trustees shall operate with the spirit of letting the Executive Committee operate freely making its own decisions. In fact, the Executive Committee is the officially elected body to carry out the KKNC operation for its term. It can make its own policies and procedures that applies to its term. Close rapport and co-operation need to exist between the two bodies. Only when there is a deviation/violation of the Constitution, or a dispute, or policies/procedures/practices that inhibit/adversely affect future Executive Committees should the Board of Trustees get involved. Gentle persuasion, empathetic listening and friendly advice should be resorted to at first. Only when it must, the Board of Trustees shall take up other measures to safeguard the interest of KKNC and its charter.

c. Board of Trustees Members

All trustees shall serve on a voluntary/honorary basis without personal remuneration. The Trustees shall include:

- i. Chairman – shall be a previous President or Executive Committee member or Board Of Trustees member or Life Member. Shall have been a member of good standing and active participation for at least five years.
- ii. Vice Chairman – shall be a previous President/Executive Committee member or Board Of Trustees member or Life Member. Shall have been a member of good standing and active participation for at least five years.
- iii. Members – will comprise a total of three members with the following qualifications:
 1. Member 1 - Any member of KKNC for at least 5 years
 2. Member 2 - Any member of KKNC for at least 5 years
 3. Member 3 - Current President or Vice President of Executive Committee (President shall specify who)

Kannada Kali program is an integral part of KKNC and has grown big over the years. To enroll in a Kannada Kali program, KKNC membership is a requirement. In recent years, Kannada Kali has contributed significantly to the membership of KKNC. It is recommended that, henceforth, at least one member of the Board of Trustees be familiar with all the operational and administrative aspects of Kannada Kali. In this regard, it is suggested to give preference to candidates, once every two years, who have Kannada Kali experience or exposure to one board member position. Eligible

candidates may include individuals who have actively participated in Kannada Kali as past or present core-committee members, teachers, volunteers, or the spouses of teachers etc, and who have contributed their time and expertise for a minimum of two years. It is at the discretion of the electoral officer to honor this recommendation. The additional responsibilities of this member are captured in Appendix-II

d. Election of Trustees

- i. Nominations for Trustee positions must be received prior to the election date. Existing/continuing trustees are encouraged to screen the nominations for appropriate qualification for trustees.
- ii. Every effort shall be made by the Trustees to avoid having a competing election by getting seekers to compromise and seek alternatives. Only if unavoidable, shall an election be called. If a compromise is reached and only one nomination is available for each position, then the general body shall be asked to approve the selection.
- iii. Trustees, including the Chairman and Vice Chairman, shall be elected (or approved, if only a single nomination) by voice vote or hand count or open ballot at a General Body Meeting. Any continuing trustee may be appointed by the Chairman as the electoral officer.
- iv. Elections shall be held at the same time as the election of President. It is preferred to be held on the last meeting of the year of KKNC activities. If not possible, a special General Body meeting shall be called to hold elections, preferably no later than Dec 31.

e. Terms

- i. Each member of the Board of Trustees shall have a term of two years in general except in the very first year of operation.
- ii. At the first election, all members of the Board of Trustees shall be elected together. The first Vice Chairman and Member 2 shall serve for only one year and come up for re-election at the end of the year for the next term of 2 years. The first Chairman and member 1 shall serve for 2 years and subsequently every two years. The President (or Vice President if delegated) of each year's Executive Committee shall automatically be a member of the Board of Trustees during his/her official term. The preceding process will ensure continuity of at least 50% of the Board of Trustees membership and allow for the remaining percentage to change each year allowing healthy overlapping.
- iii. In case of resignation of a trustee, the remaining trustees may appoint any member meeting the required qualifications to fill out the remainder of the term. Such appointments shall be announced to the general membership and seek ratification at the first opportunity possible.

f. Term Limits

- i. No member of the Board of Trustees shall be elected for more than two back to back terms. (total of four years)
- ii. Provided there is a break in holding office, there is no limit to how many terms may be served by an individual on the Board

g. Approval Basis:

The Board of Trustees shall make judgment upon and pass resolutions which may have the following originators:

- i. Resolutions sponsored by a member of Board of Trustees
 1. The Executive Committee representative (President/Vice President) need not be present to vote
- ii. Resolutions sponsored by President of KKNC
 1. The Executive Committee President/Vice President must be present at voting time
- iii. Resolutions sponsored by any KKNC member
 1. The sponsoring member will be encouraged to be present at the time of voting in order to demonstrate fairness of hearing, discussion and voting.

h. Voting Quorum:

There shall be a minimum 3 of 5 Trustees for any voting to be considered valid.

i. Voting Power:

One vote per member – simple majority vote is all that is required for a resolution to pass – that is, two votes are sufficient if only three members attend. Chairman shall have the power to override a vote if he/she feels necessary which should be used only under extraordinary circumstances.

j. Communication of Board of Trustees proceedings:

- i. The responsibility for minutes, distribution and record keeping shall belong to the Vice Chairman who, when required, might delegate an alternate trustee to perform the function
- ii. When it is required to communicate the Board of Trustees resolutions/decisions to the general membership, the Chairman shall make a request to the President with written material to communicate. The President shall organize the dissemination of the information to the General membership
- iii. The Chairman, or a member of the Board of Trustees, may also write to the general membership, or address the general membership at a get together, with the concurrence of the President
- iv. Under extraordinary circumstances, only when it must be done, the Board of Trustees may approve the Chairman to address KKNC general membership bypassing the Executive Committee. This provision must not be entered into lightly

7. Governing Authority

The authority to govern KKNC during its term shall belong to the Executive Committee. See above for Role and Relationship of Board of Trustees with respect to the Executive Committee and its governing authority.

a. Board of Trustees role**i. Nomination of President and Trustees for the next term**

1. The Board of Trustees shall, in sufficient time prior to the election, seek and receive nominations for the posts of President and outgoing Trustees by announcing to the KKNC membership. There shall be a deadline specified for receiving the nominations after which nominations may only be accepted if there is no qualified nomination received.
2. Nominations may come from any registered member of KKNC. Another registered member shall second the nomination. The nominee must clearly indicate that he/she is interested and willing to participate in the election and in executing the responsibilities if elected.
3. Nomination, seconding and nominee acceptance may be received verbally, but duly noted in the records of the Board.
4. Nomination notices and deadlines for submission should be announced to the membership through the current Executive Committee's communication practices. Where absolutely required, the Board of Trustees may issue its own communication.
5. Where nominations are not forthcoming in time or where the nominations received are not felt to be the right candidates to run KKNC due to whatever reason including inexperience, any trustee may seek/encourage/convince other member(s) to contest for election who must accept their candidacy with full knowledge of other nominations submitted.
6. The Board of Trustees should make every effort to have the nominees determined, notify the KKNC membership of the candidates ahead of the election date. Only if it is impossible to get nominations ahead of time, nominations may be sought from the general gathering during the time designated for election.
7. In accepting the nominations for election, the Board of Trustees shall act without prejudice or bias of any kind except in cases where KKNC membership or KKNC charter will not be well served or even harmed. Such exceptions may be due to, but not limited to, the following:
 - i. Inability of the person to serve the term
 - ii. Exceeding term limit provisions
 - iii. Person known to be prejudiced against the KKNC charter or the constitution provisions
 - iv. Objection from nominee's family members which will inhibit fulfilling the role and term

ii. Election Process and conduct of election

1. The Board of Trustees Chairman is overall responsible for the process and conduct of election. He/she may delegate the role in whole or in part to other trustees
2. The membership shall be advised of the date of election, deadlines for receipt of nominations and the process for sending in nominations with a reasonable notice
3. The Board of Trustees should make every effort possible to seek and present qualified nominations for President and Trustee positions to the electorate. However, the Board shall make an effort to persuade the contestants to see if they can all work together on the committee in

different positions, so a constructive compromise can be achieved to let everyone interested have a role in the committee but avoid a contest for positions. This will allow a consensus candidate to be nominated and get the General Body endorsement. Nevertheless, if the nominees insist on contesting, then the Board shall present their nominations for election

4. At a minimum, the Board of Trustees should strive for at least one nomination for each post available
5. The election process should first proceed to elect the president for the next term followed by the Trustee positions that are to be filled. The election officer should introduce the contestants without any bias. Each contestant should be given a brief, but the same, amount of time to present his/her case to the electorate. After this, the election should be held. If there is only one candidate for any of the positions, even then, a vote should be called to endorse him/her for the post. There must be at least 25% of the electorate in attendance confirming the single nominee. If not, the Electoral officer should ask for a show of hands for those opposing the election of the person. If more people actively oppose than support, then the election commissioner should call for additional nominations from the floor. If there is any, then the process should be repeated. If there is no nomination from the floor, the original nominee should be declared elected
6. The Trustee acting as the electoral officer should announce to the electorate that the President is granted powers to select and appoint anyone of his/her choosing for the other posts in the Executive Committee and that individual will have the same rights as a duly elected Executive Committee member. The newly elected President should forward the names of such appointees to the Board as soon as possible after his/her election. The Trustee/electoral officer should ensure the appointee is willingly accepting the position and get agreement to serve in a simple letter. At the conclusion of the Trustees and President election and selection of Executive Committee members by the President, the Board of Trustees shall issue a statement to the KKNC general membership, the official names of the Executive Committee members for the next term

iii. Oversight of adherence to Constitution

1. It is the responsibility of the Board of Trustees to ensure each newly elected Trustee and member of the Executive Committee is aware of the latest approved version of the Constitution and means of access to the document.
2. The Chairman is encouraged to hand out printed/soft copies of the Constitution to each member of the incoming Executive Committee as soon as possible after the election
3. All members of the Board of Trustees are encouraged to attend a meeting of the Executive Committee soon after election to point out the highlights from the Constitution, as well as the supportive role of the Board of Trustees
4. Any member of the Board of Trustees may request the Chairman to attend to any violation of the Constitution during the course of the year. The Chairman, guided by the Constitution, shall make effort to seek conformance from the violators

iv. Inquiry

1. When needed, the Board of Trustees may hold an inquiry into any matter of violation of the Constitution
2. Such inquiries shall first proceed to redress or forgive the transgression without undue publicity
3. Where it must, the Board of Trustees may hold a public inquiry into a matter of non-conformance with the Constitution

v. Annulment of election

1. On completing an election and before the Trustees or Executive Committee members take office, if it is determined that there was fraud, serious mistakes or other errors during the Election process, the Board of Trustees may vote to annul the elections and call for new elections. In that event, the KKNC general membership must be informed as soon as possible, giving justification for the annulment.

vi. Dismissal of Executive Committee

1. Under extreme circumstances, the Board of Trustees shall have the power to dismiss any one or all members of the Executive Committee.
2. The main justification for such a course of action should be a serious transgression of the Constitution, unsuitability of the person for reasons stated in the constitution, clear and large scale demand from KKNC members for recalling the elected committee

vii. Temporary custody of KKNC

1. Should there be a situation where the Executive Committee cannot perform the duties due to resignations, postponement/annulment of elections, dismissals or non-availability of any nomination for the post of President etc., the Board of Trustees shall assume temporary custody of KKNC, all its assets and all accounts in its name
2. The Board of Trustees shall make urgent, motivated effort to duly elect the next President, who will then appoint the Executive Committee and hand over the assets to them as soon as possible. The Board of Trustees shall update the members on the progress as needed

viii. Dissolution of KKNC

1. In the event a situation arises where KKNC needs to be dissolved, the President, and then the Board of Trustees, shall attempt to avoid dissolution
2. If unavoidable, the Board of Trustees, shall distribute the remaining funds and assets as donations to recognized charities

3. Once the dissolution plan is formulated, it shall first be put to vote to the general membership if possible. If not possible, the Board may take the decision
4. On a decision to dissolve, the Board of Trustees shall inform the membership, government agencies, affiliated bodies and disburse the funds and assets
5. The Board of Trustees shall record the transactions in complete and the Chairman hold the documents in his/her personal possession for a period of seven years. The Vice- Chairman shall hold copies of the key documents for a period of seven years

b. Executive Committee

All positions in the Executive Committee shall be on a voluntary/honorary basis without personal remuneration. The President is elected by the members of KKNC and all other positions in the Executive Committee are chosen by the President to run his/her administration. It is mandatory that both Board of Trustees and Executive Committee members sign NDAs (KKNC policy of Confidentiality) to safeguard KKNC and its members' confidential information . The below positions shall be available for any fully paid member who satisfies the 'Eligibility Requirements' as listed.

- i. **President** – shall head up and chair the Executive Committee.

Eligibility:

- A. The candidate for President should have served in the Executive Committee or in the Board Of Trustees team in any of the previous years and member of good standing with active involvement in KKNC for at least 2 full years (Preferred option)
- B. The candidate for President shall be a member of good standing and with active involvement in KKNC for at least 2 full years.

Few possible scenarios are listed below for clarity. If the Election officer receives nomination

- From only one candidate who satisfies category A. Then, irrespective of the number of nominations that fall into category B, the candidate from category A shall be elected as President
- If more than one candidate meets criteria A, then, irrespective of the number of nominations that fall into category B, an election is held only for category A candidates
- If no member who has served earlier either in the Executive Committee or in Board Of Trustees is ready to assume the position, but there is a member in category B available and willing, then that candidate will be eligible to be elected as President.
- If no member who has served earlier either in the Executive Committee or in Board Of Trustees is ready to assume the position, but there are more than one member in category B available and willing, then an election is held to choose the President from among them.
- If none in category A or B file for nomination, the Board Of Trustees then are required to ask the current Executive Team to serve for three more months in their respective positions and use this time to convince KKNC members to select/elect a new team to take the reins.

- ii. **Vice President** – shall execute duties assigned/delegated by the President. If the President is unable to fulfill his/her own role at any time, the Vice President shall be immediately promoted to President and another person appointed by him/her as Vice President.
 - 1. The candidate for Vice-President shall be a member of good standing and active participation in KKNC for at least 2 years
- iii. **Treasurer** – shall be the primary person responsible for the financial well being of KKNC and shall discharge all the fiduciary duties described further below. Treasurer is responsible for filing federal and state taxes. This position, preferably, is to be held by a person who has either a sound understanding of financial matters or has served in similar capacity in any other institution
- iv. **General Secretary** – shall be responsible for the membership drive, promotions, publications, communications, annual report and duties with respect to organizing events other than the duties handled by the Cultural Secretary, and for activities towards other goals under KKNC charter (eg, charity, community service).
- v. **Cultural Secretary** – shall be responsible for organizing, planning, conducting and reporting on cultural events/activities in the charter.

Above are the recommended positions on the Executive Committee. In addition to the above, the President may choose to have separate Executive positions for Membership Chair, Food Secretary, Joint Secretary, Marketing Chair and others as required/necessary. It is strongly recommended that the President have at least five members (an odd number for voting reasons) in the committee including the President. The minimum number shall be three – President, Treasurer, General Secretary. The President has the prerogative to add additional positions on the Executive Committee. It is advisable to keep the size of the ‘Executive Committee’ small in order to get effective discussion and decision making. Instead of adding more positions to the Executive Committee, the President is encouraged to appoint as many subcommittees as needed to attend to the variety of roles needed. For example, the President may appoint sub-committees for Food, Entertainment, Youth activities, Elder member activities, Magazine, Fund raising, membership drive etc. as needed. The President should also designate a leader for each of the committee, determine the decision making process within each subcommittee and the reporting relationship between the Sub Committee leader and the Executive Committee. The President also should make clear that, while the Executive Committee will make the final decision, the sub-committee leader is encouraged to make decisions on any issues brought up at the subcommittee level.

c. Terms

- i. The entire Executive Committee shall govern for the term of one calendar year, effective Jan 1st through Dec 31st.
- ii. Whether or not any member of the Executive Committee was appointed prior to Jan 1st or in the middle of the year, his/her term shall expire on the coming Dec 31.

d. Term Limits**i. President:**

1. It is highly recommended, but not absolutely mandatory, for the President to not seek a consecutive (back to back) term. This is to allow fresh entrants to this role. However, the Board of Trustees may seek other nominations for the position in the event the current President wishes to seek the position for the following year. Should there be other applicants for the President position, the Board of Trustees shall ensure due process is followed through an election without prejudice or bias.
2. No one shall occupy the role of the President for more than two years consecutively or for more than 3 years within a 5 year period.
3. Provided the above term limits are not violated, there is no limit to how many terms may be served by an individual as President

ii. Executive Committee members other than the President:

1. It is generally recommended, but not mandatory, for Executive Committee members to not seek a consecutive (back to back) term for the same role in the Committee. This is to allow fresh entrants to this role. Should there be other applicants for the position, the President elect shall ensure due consideration is given to them without prejudice or bias.
2. No one shall occupy the same role within the Executive Committee for more than two years consecutively. No one shall serve as a member of the Executive Committee in any capacity for more than 3 years within a 5 year period

iii. Provided the above term limits are not violated, there is no limit to how many terms may be served by an individual on the Executive Committee

iv. There shall be no term limits to the positions in any of the sub- committees, Ad-hoc committees, volunteer list. (See below)

e. Electoral Authority

- i. Elections of Trustees and President shall only occur during a “General Body Meeting”. This may be an exclusive meeting called as such or be a section of a general meeting/gathering of KKNC members declared as “General Body Meeting”. The General Body meeting shall be opened and closed by the Board Trustee acting as the Election Officer through a declarative announcement stating the agenda as “election of the next President and Trustees”
- ii. As a Life Member or a Paid Annual member, if it is a family membership, the family shall have a total of two votes to cast:- each of the spouses (or significant other in the household if registered as such in the KKNC records) shall exercise one vote only if physically present at the election time. Similarly, a Single (non-family) member shall exercise only one vote if physically present at the time of voting.

- iii. Voting rights are not transferable to any other relative in the family
- iv. Proxy voting shall not be allowed
- v. There shall be a minimum of 10% of the current members as determined by the Election Officer for the election to be valid
- vi. A simple majority vote is all that is required for a valid election.
- vii. The majority vote should first be sought as raising one hand per eligible voter present. If the observation is not clearly indicative of the vote, then the electoral officer plus any two other members selected, should go row by row counting the hands raised. If there is any discrepancy in the count, then the middle count, however far from the other two, shall be deemed as the official count and recorded as such. If the outcome is with a very narrow margin, every effort needs to be made to count the votes accurately
- viii. At the conclusion of the voting for each office, the results shall be announced immediately to the General Body which will make it official. If in doubt, the Election Officer may reconduct the voting process during the same General Body Meeting. Alternatively, written non-secretive votes specifying the candidate's name, position sought and voting member's full name and hand signature shall be obtained to determine the official vote. The Election officer shall come prepared to conduct the election to any detail needed to accomplish closure at the General Body Meeting announced.

f. Election Process

- i. The election process is as described in section 7.a.ii

g. Role of President

- i. The President is the chief executive of KKNC for the year elected. The President is fully empowered and fully accountable to manage the activities for the term
- ii. The President shall review the charter of KKNC, consult with his/her team to lay out a program of events and activities to pursue the goals and objectives he/she lays out for the year
- iii. The President shall give due consideration to the wide scope of the charter and make attempts to provide sufficient coverage especially with activities that are popular with the membership and to meet the requirements for the Non-Profit, tax-exempt status of KKNC. For instance, the President is requested to look beyond celebrations of traditional festivals to items of charity, service, education etc
- iv. The President shall ensure that the provisions in the constitution are adhered to in conducting the affairs of KKNC.
- v. The President, or his delegate the Vice President, shall consult with, and participate in, the Board of Trustees deliberations during the term
- vi. The President shall appoint suitable people for the positions on the Executive Committee and forward written acceptances to the Board of Trustees
- vii. If there is a resignation, then the President shall appoint someone else or continue the management of KKNC with an unfilled vacancy
- viii. On a serious breach of the Constitution powers, or conduct injurious to KKNC or to the rest of the Executive Committee, the President may terminate any office holder and appoint replacements. But,

such termination shall be voted on by the rest of the Executive Committee, and the Chairman of the Board of Trustees be consulted, before termination is effective. The President shall provide justification to clearly demonstrate that the termination was necessary. The President is cautioned to not use this power hastily and without objective deliberation

- ix. The President shall provide leadership to the rest of the committee. He/she shall make decisions and provide guidance to others in upholding not just what is popular, but what is the right thing to do for KKNC
- x. In carrying out tasks/events/activities towards the manifold objectives in the charter, the President and the rest of his committee may appoint other members of KKNC or even outsiders to work in sub-committees, ad-hoc committees, advisory committees etc. The President must designate one of the members of his committee as accountable for these committees. The designated member must ensure that the work of these committees is reviewed by the Exec Committee.
- xi. Any communication, publication, news item, magazine etc published on behalf of KKNC shall be approved by the President

h. Role of other Executive Committee members

- i. The positions and general roles of the rest of the Executive Committee is stated earlier
- ii. Each of the members shall be assigned clear goals, accountability and reporting responsibilities by the President. From time to time there may be changes as to who handles what
- iii. The members should endeavor to always work in the interest of KKNC, the Constitution Charter and work cooperatively with each other to form a well performing team
- iv. Each member should feel free to express his/her suggestions, views, feedback within the committee in a constructive manner
- v. Each member should observe the confidentiality of the agreements, disagreements within the committee and should endeavor to keep the issues within the committee
- vi. If issues need to be raised outside of the committee, due regard and notice should be given to the rest of the committee members
- vii. It is best to raise the issues before the Board of Trustees and, only if unavoidable, before the KKNC membership. It should never be discussed with outside organizations. Making derogatory comments about KKNC in any way to outside organizations makes KKNC weaker. Each committee member should use utmost care and diligence in this matter
- viii. Once the tenure is over, the KKNC office bearers are expected not to use the sponsors/contacts made through KKNC, for their personal benefit that will put KKNC reputation at stake
- ix. Effective communication between office bearers and its members is vital to the smooth functioning of the KKNC. Proper Communication is also essential within and between the Executive team and the Board Of Trustees team. It is highly recommended that the office bearers follow the Communication and Social media Guidelines mentioned in Appendix-I

i. Sub-committees

- i. The President may create any number of sub-committees for specific purposes and appoint leaders within the committees and set terms of reference for their operation. The work of each such sub-committee shall be overseen by and reported to a designated member of the Executive Team
- ii. Examples of such sub-committees are Entertainment committee, Publication committee, Public Relations committee, Education committee, Food committee, Youth Committee, Elder Members committee etc
- iii. Each sub-committee shall operate during part or whole of the term of the Executive committee and cease operation at the end of the term unless reappointed by the incoming President
- iv. Clear processes/procedures for decision making, handling finances by the sub-committees including compensation, re- imbursement shall be implemented by the Executive Committee.

j. Ad-hoc committees

- i. The President may create any number of Ad-hoc committees for specific purposes and appoint leaders within the committees and set terms of reference for their operation. The work of each such committee shall be overseen by and reported to a designated member of the Executive Team
- ii. Examples of such ad-hoc committees are Independence Day participation committee, movie screening, representing KKNC at outside events etc
- iii. Each ad-hoc committee shall operate for a specific short duration, usually a single event and cease operation at the end of the period or event unless reappointed by the President
- iv. Clear processes/procedures for decision making, handling finances by the ad-hoc committees including compensation, re- imbursement shall be implemented by the Executive Committee

k. Advisory committees

- i. The President may create any number of Advisory committees for specific purposes and appoint leaders within the committees and set terms of reference for their operation. The work of each such committee shall be overseen by and reported to a designated member of the Executive Team
- ii. Examples of such Advisory committees are: doing opinion surveys, designing a specific event within a cultural program, selecting a charity to support, selecting the sound system components for upgrading etc
- iii. Each Advisory committee shall operate for a specific short duration and cease operation at the end of the period or event unless reappointed by the President
- iv. Clear processes/procedures for decision making, handling finances by the Advisory committees including compensation, reimbursement shall be implemented by the Executive Committee

l. Volunteers

- i. Any member of the Executive Committee may sign up volunteers from within KKNC membership or outside in assisting with the activities under his/her portfolio on a event or duration basis

- ii. Clear processes/procedures for decision making, handling finances by the volunteers including compensation, re- imbursement shall be implemented by the Executive Committee
- iii. The process/procedure defined will not discriminate against any person on the basis of race, color, national origin, disability, or age in admission, treatment, or participation in its programs, services and activities, or in employment as long the rest of conditions listed in this constitution are adhered to

m. Decision Making

- i. On appointment by the President, each Executive Committee member is deemed elected, and therefore, has voting rights in decision making within the committee
- ii. The guideline is for the President and the committee to work towards consensus following the leadership of the President
- iii. If consensus does not exist, the General Secretary shall call for open voting and record the votes in the minutes of the meeting
- iv. There shall be a minimum of three Executive Committee members in attendance to have quorum
- v. The President is urged to take into consideration the majority's view. If he/she does not agree, he/she may seek members to change their votes and ask for a re-vote
- vi. If the dissenting vote comes from the President and from at least one other Executive Committee member, then the President may override the majority decision and it is recorded as such in the minutes
- vii. If the dissenters are in a minority and do not include the President then the vote is deemed as passed with a majority vote
- viii. If there is only one dissenter who happens to be the President, that is, the rest of the voting committee members together oppose the President, the President may still override the vote and it shall be recorded as such. (note: these powers are granted to the President so as not to bog down decision making. The President is encouraged to listen to the other committee members and allow for consensus decisions to be made. The President should make judicious and infrequent use of the override authority)
- ix. If it is a matter that is felt strongly by the members who all together voted against the President who then overrode it, then the committee members may request the Chairman of the Board of Trustees to intervene and provide advice. If after that, the President still does not change his/her view then the override stands
- x. If the President continues to override the Executive Committee votes on more occasions than not, then any member of the Executive Committee may do one of the following:
 - 1. Continue to work along if possible
 - 2. Resign his/her position
 - 3. File a complaint with the Board of Trustees and ask for intervention

n. Handling Disagreements

- i. Each member of the Executive Committee is urged to transcend differences and fulfill the term of appointment
- ii. As stated earlier, any member may file a complaint to the Board of Trustees
- iii. The Board of Trustees shall give private and group audiences to each member of the Executive Committee including the President to make their case
- iv. The Board of Trustees shall strive to bring the Executive Committee team to continue to work together. Generally, the President's position is allowed to stand. Only when necessary, and hard positions are reached, the Board of Trustees shall vote to do one of the following
 1. Remove one or more of the Executive Committee members who cannot work with the President
 2. Remove the President and appoint the Vice President or any other qualified member of KKNC as President
 3. Remove the entire Committee and appoint the vice-president or any one else as the replacement President. That President may keep any member from the dismissed committee or form a team with his/her own appointees

The Board of Trustees shall ensure proper transfer of assets and control to the new President and his/her committee. If there is a time delay, the trustees shall run KKNC in the interim. Most importantly, the circumstances, the decision and follow-up must be communicated to the KKNC membership at large with due documentation of justification

o. Setting Membership Dues

- i. It shall be the prerogative of the President, in consultation with his committee, to set Membership dues (annual as well as life membership) for the coming year
- ii. In setting the dues, careful considerations shall be given to budgeting the year's operating plan and to adhere to government guidelines for operating a non-profit organization
- iii. The President shall ensure that increases in dues are justified and reasonable. Changes to the dues shall be effective at the beginning of the year. The President and the Treasurer shall review the proposed term's budget with the Board of Trustees and any proposed changes to both annual-paid and life memberships. The Board of Trustees shall consider such changes. If the Board consents, there is no further approval required. In the event the Board does not consent, the President shall provide notice and seek ratification of the general membership at the first large gathering called. The reason for seeking a change in the fee (whether increase or decrease) shall be explained before seeking a vote of approval. A majority vote is required for the change to be approved

8. Fiduciary Requirements

The term "Fiduciary" conforms to the definition "acting as a trustee for the principal party (KKNC) in the handling of money and associated financial, regulatory and legal matters". KKNC President shall ensure the highest standard in discharging the requirements set forth. The Treasurer shall be responsible and

accountable for proper, timely and verifiable conformance to these requirements. Where it is not clear or specific, the interpretation should follow the above definition, where the funds collection, safekeeping, disbursement and accounting shall be according to best practices, legal requirements, and in general, safeguarding the interests of the organization. It is recommended that KKNC maintain the services of a professional legal advisor.

a. Fund Categories

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

1. opening balance (amount transferred over from previous year)
2. individual receipts during the year by payee
3. amount added to the fund during the year
4. amount withdrawn from the fund during the year
5. closing balance transferred to the following year.

The treasurer shall ensure a detailed record by each entry with sufficient description to be auditable and understandable. Each entry shall show a clear reference to receipts or evidence of payments made

i. Life Membership Fund

1. This fund shall be maintained so as to preserve the total 'principal'. 'Principal' is defined as the amount carried over from the previous year and life memberships collected during the current term. The interest or other investment income on this "principal" shall be defined as "earnings". The underlying principle in managing this fund is that the one-time fees Life Members pay should be sufficient to generate earnings that would approximately equal the annual fees that would otherwise have been paid by the members
2. The funds shall be invested in accounts which do not put the principal at risk but earn the best possible gains during the year. The principal from the previous year combined with any unspent earnings in the current year shall form the principal for the next year. Every Executive committee shall strive to preserve this cumulative principal
3. The funds shall not be locked up in any account that does not allow the fund to become liquid at the end of the year
4. The accounting shall clearly distinguish the principal amounts received as life memberships from investment earnings. The Executive Committee may use up current year's earnings in its entirety for operational purposes
5. The Executive Committee may vote to borrow money from the principal portion of this fund for temporary use but must restore the borrowed amounts by year-end
6. The Executive Committee shall ensure that the 'principal' portion closing balance at year-end, at a minimum, equals or exceeds the opening balance plus new membership received

ii. Annual Dues Fund

1. This constitutes the amounts received as Annual dues from the past and new members during the year
2. The Executive committee shall have the power to use up all the funds in this category for operational purposes during the year
3. The Executive Committee may decide how to dispose of the amount unused during this year from this fund. Generally, the recommendation is to add to in any of:
 - i. Principal portion of the Life Membership fund
 - ii. Contingency fund

iii. Contingency Fund

1. This constitutes amounts set aside for the Executive Committee to draw from for high amounts needed temporarily such as deposits, guarantees, insurance etc. for events or activities during the year. This borrowed money shall be put back into this fund before the end of its term
2. The Executive Committee is encouraged to add to, but not deplete, the balance transferred from previous year' Contingency Fund. This fund is to be maintained year over year for contingency purposes and should not be used to make up for deficits in receipts over expenses
3. Part of this funding may be due to a multi-year project started by an Executive Committee. The intention may be to collect and build a fund over the years towards a specific goal, such as KKNC building, sound equipment purchase, fund for a future conference etc. In such a 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 for the purpose originally intended. If the Executive Committee feels that the specified goal should be dropped or changed, then the Exec Committee shall propose the change to the Board of Trustees. Only with the majority consent of the Board of Trustees may the Executive Committee implement the change. If it is disapproved, the current Executive Committee, shall leave the amounts untouched and hand over the funds to the next committee

iv. Donations

1. KKNC may solicit donations from anyone for any fund
2. If a specific purpose is attached to a donation received, the Executive Committee shall ensure that the donation is only used for that purpose. Examples are Donations to add to Life Membership principal fund, a specific project within the Contingency Fund or an unspecified contribution to the Contingency Fund, specific charity activity, specific acquisition of equipment or capital asset etc
3. For all donations, a receipt providing details of donor, purpose of donation, tax payer id and tax-exempt status of KKNC etc. shall be given to the donor

v. Other sources of income

1. KKNC may receive income from a variety of other sources such as ticket sales, advertisements, food coupons, sale of gifts, capital assets, used equipment etc
2. Income from this category may be used by the Executive Committee for operating expenses or to add to any of the aforementioned funds
3. Income from sale of capital assets and used equipment should be used to buy other capital assets/equipment or set aside specifically for such future purchases in the Contingency Fund

b. Management of Funds

- i. The President shall ensure through periodic review, and the Treasurer shall execute, proper management of funds as stipulated above
- ii. For every account maintained at a Financial Institution, whether as an investment vehicle, savings account or Checking/current account, the accounts must show KKNC as the beneficiary. No account may be maintained as a personal account of any of the members of Executive Committee or Board of Trustees
- iii. Every one of these accounts shall show the Treasurer, President and Chairman of the Board of Trustees as having the power to deposit/withdraw/manage the account through their personal signature (no spouse, friend, delegate, family member is allowed) The President shall stipulate the amounts that can be managed with a single signature and amounts that require two signatures to be valid. The President shall also stipulate the maximum amount of withdrawals that may be made with a single signature during a calendar month. The three signatories designated shall jointly open the accounts and ensure the financial institutions can enforce the stipulations
- iv. If either an account or a financial institution needs to be changed, then all the signatories should be present to effect the change
- v. The three signatories shall ensure that at least two of them are available (in station) and able to sign checks at any given time. Under exceptional conditions, such as trips together or vacations, no more than two weeks be allowed to pass without having at least two signatories in station
- vi. Deposits may be made by any member of the Executive committee. All deposit receipts shall be provided to the Treasurer within a week of deposit
- vii. If in the middle of the year there is a need to change the signatories for whatever reason, the financial institution shall be notified immediately upon the change becoming effective and get approval for the new signatory
- viii. The Chairman of the Board of Trustees should not normally sign any withdrawals with his/her own signature. The Chairman may only co-sign a withdrawal document that requires more than one signature. The only circumstance when the Chairman of the Board of Trustees shall withdraw or close an account is in the event of dismissal of the committee
- ix. Statements for all the accounts shall be arranged with the financial institutions to be sent to the Treasurer directly with all the attachments such as deposit receipts, withdrawal receipts, canceled checks etc

- x. The Treasurer shall give a photocopy of all statements received to the other two signatories within 2 weeks of receipt of statements
- xi. The treasurer shall maintain a spreadsheet on all the accounts, current to within two weeks, at a website that is accessible (read- only or download) to all the members of the Executive Committee and the Board of Trustees. No one but the Treasurer shall have the ability to post updates to the on-line spreadsheet. The President and the Treasurer shall agree on the format at the beginning of the year and to changes needed during the year
- xii. No one shall disclose the contents of the spreadsheet outside of the Executive Committee or the Board of Trustees without express permission of the President. This is to ensure that no unnecessary gossip starts outside

c. Annual Operating Fund

- i. At the beginning of the year, the Executive committee shall budget income and expenditures for the year in as much detail as they can. These should be reviewed and may be adjusted as needed
- ii. Careful consideration should be given to the preservation of Life Membership and Contingency funds as detailed earlier
- iii. In managing income and expenses, the Executive Committee shall also pay due attention to the non-Profit status of KKNC as well as the charity and service parts of the Charter to ensure continuation of the tax status at both Federal and State levels
- iv. The Executive Committee may use the funds budgeted for its annual operations in any manner it decides

d. Funds for Board of Trustees activities

- i. The Board of Trustees shall present a budget for their operation to the Executive Committee at the beginning of the year and adjust it during the year as needed
- ii. The funds requested should generally be limited to 1% of the operating budget for the Executive Committee
- iii. Where needed, the Board of Trustees may request additional funds. The Executive Committee may deny the request if the total requested for the year is more than 5% of the annual budget
- iv. In general, the Board of Trustees shall strive to use as little money as possible for their operation

e. Financial Management during the year

The Treasurer shall implement, and the President ensure through periodic verification, the following:

i. Maintenance of Accounts

- 1. Accounts shall only be opened in the name of KKNC
- 2. Separate accounts may be maintained for the different categories of funds stated earlier. The Treasurer may limit the number of accounts to make it easier for managing. However, the Treasurer shall track the monies in the accounts by the categories stated earlier, namely:
 - a) Life Membership – Principal

- b) Life Membership – Earnings
 - c) Contingency Funds
 - d) Annual Dues
 - e) Other income
3. All withdrawals shall have proper receipts and purpose stated on the receipt for audit purposes
4. Canceled checks are encouraged as further evidence of payments/withdrawals made
5. All disbursements over \$50 are made by check or wire transfer rather than in currency whenever such financial arrangements are reasonably available.
6. Three sets of reports shall be maintained throughout the year with reports correct to within two weeks and made available to any member of the Executive Committee or Board of Trustees on request
 1. By Fund category by month
 2. By events/functions
 3. By expense categories (ie, Insurance, telephone, charity etc.)

ii. Approval of expenses

1. The Treasurer shall provide reasonable advances where requested to any member of the Executive Committee or other sub-committees
2. All expenses must be claimed on a standard expense reimbursement form that the Treasurer shall set up at the beginning of the year
3. All expense claims must be supported by receipts
4. The Executive Committee may excuse expenses for which receipts are not available or lost. But, the claimant must attach a signed note explaining the claim and why no receipt is available and why an excuse is requested

iii. Issuance of receipts and Reconciliation

1. KKNC official Receipts shall be provided to all who contribute to KKNC funds. Copies of receipts or a journal of funds received shall be maintained
2. All outflow of cash shall be supported by receipts which shall be kept for the entire year and handed over for safekeeping to the Board of Trustees as stipulated earlier
3. Where Petty Cash accounts are maintained, an entry in the journal with the signatures of the Treasurer and the claimant shall suffice as receipt. The Executive Committee shall decide on the maximum Petty Cash account and the maximum amount that may be claimed from Petty Cash account each time
4. Financial institution Statements for all accounts must be reconciled by the Treasurer with his/her book-keeping within a week of receipt of statements to ensure safety of funds. Any discrepancy must be corrected with the financial institutions as soon as possible
5. If the discrepancy is not corrected, or is not correctable, then the Executive Committee should be appraised and should vote to approve or disapprove an adjustment due to discrepancies

- iv. **Maintain valid and sufficient insurance** to cover contingencies and any unforeseen liabilities.
- v. **Governing procedure for Charities:** Members of the executive committee ordinarily should not have an active role in the day-to-day management of the charitable organization
 - 1. For non-profits registered in USA, we make sure the charity organization is well deserving
 - 2. For non-profits based abroad, We follow "Anti-Terrorist Financing Guidelines: Voluntary Best Practices for U.S.-Based Charities (OFAC)" put on www.treasury.gov.
 - 3. KKNC make disbursements by check or wire transfer rather than in currency whenever such financial arrangements are reasonably available

f. Accounting standards

- i. The Treasurer must maintain KKNC account and oversee all other related accounts
- ii. The Treasurer shall follow high standards in keeping the accounts, saving records and receipts and in ensuring quality and promptness of reporting
- iii. All accounts need to adhere to non-profit accounting standards with regards to payments and account receivables.
 - a. Maintenance of receipts
 - b. Approval of receipts
 - c. Audit requirements
- iv. Where necessary, the Board of Trustees or an outside professional may be consulted
- v. The Executive Committee shall agree on the standards to be maintained
- vi. The Treasurer and the President shall ensure complete integrity in every aspect of handling finances
- vii. All expenses exceeding \$500 need to be authorized/approved by the President in writing
- viii. KKNC treasurer needs to make sure KKNC is filing tax returns on time.
- ix. All accounting authorisation should be transferred to the next committee. Board Of Trustees should oversee the transfer

g. Audit requirements

- i. The President and a designated member of the Executive Committee shall verify the accounts/reports on a monthly basis with the Treasurer to ensure that the reporting is auditable and good reports/receipts are kept
- ii. The President shall nominate any KKNC member as his/her designee for auditing and the Board of Trustees shall appoint one of the trustees as a second auditor. It is recommended that a licensed, professional auditor be used. If not possible to afford or use professional auditors, then the President and Chairman must ensure that the auditors nominated have the competence and integrity to perform a sound audit and certify the reports
- iii. The two auditors shall work with the Treasurer to obtain an interim report by Dec 1st of the year, audit it and itemize actions needed for correction by Dec 15th of the same year. This report shall be given to the incoming Executive Committee president by Dec 15th to inform them of the funds likely to be available for their use as a basis for them to plan their budget. A member of the Board of

Trustees shall attend a meeting between the outgoing and incoming Presidents and Treasurers where the report is explained to the satisfaction of the incoming members. An action plan to fully hand over the accounts to the incoming Treasurer shall be agreed upon to occur before Jan 8th of the following year

- iv. The incoming President or Treasurer may ask for an advance amount, as soon as they are elected, to be given to them for advance expenses. If there is disagreement on amount or timing, they may take the issue to the Board of Trustees for arbitration
- v. The Treasurer shall follow the recommendations of the auditor and provide a final report on closing balances by Jan 1st of the next year. In doing so, the Treasurer is urged to finalize all transactions by Dec 28th. Where transactions are outstanding, they should be itemized in the report and shown as accruals in the final report. The incoming Treasurer shall make adjustments for deviation from accruals in the next year's report
- vi. By Jan 8th of the following year, a final detailed report, audited and signed by both auditors, shall be given to all members of the outgoing Executive Committee, President and Treasurer of the incoming Executive Committee and Chairman of the Board of Trustees. An Executive Summary of the report signed by the auditors and the outgoing Treasurer and President shall also be posted on the KKNC web site and made available to the membership at large
- vii. At the end of the year, all records, account statements, receipts shall be organized and put in a binder file and handed to the Chairman of the Board of Trustees who shall provide a written receipt for taking possession of the records to the outgoing President and Treasurer
- viii. The Board of Trustees shall ensure safe keeping of all the records for a minimum period of seven calendar years

h. Reporting to General Body

- i. A section of the last general gathering of the year shall be declared as General Body Meeting. The Treasurer shall announce a summary of the interim financial report showing inflow and outflow of cash. Also, the Treasurer shall announce the actual opening balance per each type of fund and the estimated closing balances by the end of the year
- ii. The General Body shall be informed that an audited final report will be posted on the KKNC web site which will be accessible by the general membership
- iii. An interim summary report shall be included in an annual magazine that is issued to all general members. The final summary report for the previous year shall also be included in the magazine. Should there be no such magazine, then just a handout of the reports should be given to all attendees at the first general meeting in the new year

i. List and contact information

- i. The Executive Committee shall maintain an accurate, up-to-date list, with detailed contact information including full name, postal address, telephone address, email address of all members and other non-member persons/entities that the current and previous year's Executive Committees were in touch with

- ii. The above information shall be handed as a soft copy (and additionally as a hard copy) to the incoming President as well as to the Chairman of the Board of Trustees for safekeeping
- iii. The privacy of member contact information must be maintained. It is highly recommended that only the President and Secretary have access to the information during their tenure. At the end of their tenure, they shall cease to make use of the information, never divulge or transmit the information to anyone other than the incoming President, Secretary and the Chairman of the Board of Trustees who shall only use it for safekeeping

j. Tax Return Filing

- i. The Treasurer shall prepare the final applicable Federal, State, County, City tax returns for the year of their term by Dec 31
- ii. The Auditors shall review the tax return for accuracy and advise the outgoing President of their approval or issues
- iii. The President shall verify the tax returns are correct and complete and arrange with the Treasurer to file officially by the Jan 8th of the next year
- iv. Copies of the tax returns shall be provided to the incoming President and Treasurer as well as the Chairman of the Board of Trustees for safekeeping
- v. If the tax returns are prepared in electronic form, both a hardcopy and softcopy with the appropriate software used to create the return shall be handed over to the incoming Treasurer

k. Reporting requirements for other agencies

- i. Should there be any other reporting requirements to other agencies such as governmental, insurance, affiliated associations etc. the President shall ensure such reports are prepared and filed with the agencies by the end of the year
- ii. Should there be a need, interim reports shall be handed over to the incoming President with advice of the deadlines to file final reports
- iii. One copy of all reports, whether interim or final, shall be given to the Chairman of the Board of Trustees for safekeeping

Appendix I : Guidelines for Communication & Social Media

Communication plan of an organization can make or break the connections representatives make with its members. If the message is not reaching the members properly, organizations may not have new or returning members/volunteers. Effective communication is much more prevalent with the advent of many Social media platforms.

Effective communication between office bearers (Board Of Trustees and Executive Team) and its members is vital to the smooth functioning of KKNC. Proper Communication is also essential within and between the Executive team and the Board Of Trustees team.

With this objective, the following sections outlines the broader guidelines for

- Communication plan to be used by office bearers and Members
- Social Media platforms usage by office bearers

Communication plan

Nonprofit organizations can use a wide range of tools to get their message across. The important thing for office bearers is to choose the few tools that will work best for the organization and to tailor/customize the tool, if necessary. The following guidelines should be followed by KKNC

1. At the beginning of the year, the elected Executive team should define and publish the official communication channels/apps/tools to be used by the committee for interacting with the members (e.g.: Email, Newsletters, KKNC website, Facebook KKNC platform etc.)
2. If there is need for a new communication channel, it has to be approved by the Board Of Trustees and Executive Team before it is incorporated
3. To provide effective and consistent communication, the President may identify a spokesperson for the calendar year. In that case, the spokesperson should front-end all the communications
4. The current executive committee must transfer the ownership of the official communication channels/tools and its credentials to the new President/Executive-team and to the Board Of Trustees-chair after completion of their term
5. For KKNC to maintain its high level of cohesiveness and integrity, proper understanding of members' grievances, if any, and subsequent efforts to address those grievances by the Executive committee and the Board Of Trustees is of paramount importance
6. The Executive team needs to provide an email address or other forms of communication for the members to express their grievances
7. Members should be encouraged to express their opinion, in general terms, on the communication channels(s) published by the executive team by observing the communication etiquettes published by the executive team

8. If a member has a complaint or any specific issue to be addressed, he/she should bring it to the Executive-team/Board Of Trustees-team notice using the email address and/or the other forms of communication channels provided by the Executive Team
9. The Executive/Board Of Trustees-team should acknowledge/address issues raised by the members diligently in a timely manner

Social Media

Social media is a powerful tool that can be used in getting the necessary information to a large community quickly. When using official social media platforms, the following guidelines should be followed by office bearers to safeguard the KKNC's reputation

1. Always remember that you represent KKNC and your words are effectively the words of the organization. Your words carry a lot of weight and be always be mindful of that
2. Be respectful and professional when you are interacting with members
3. Don't make it personal, stick to the facts and don't bring your own opinion into it
4. Don't be tempted to react instantly to negative comments
5. Be prepared with some answers to common problems to quell negative comments
6. Do not engage in discussions or arguments on social media, take it offline tactfully
7. If you have, by any chance, not provided the correct answer for a member's question, accept the error, and correct it
8. Understand that the more feedback-driven/vocal members may care the most for the welfare of the organization
9. If a comment from an individual is malicious and provocative, office bearers may ignore to give any response to such communication
10. The Executive Team needs to review and publish policies for posts that go onto the official Social Media channels

For e.g.: Following are some of the policies for publishing in KKNC Facebook platform.

- ❖ **No Promotions or Spam:** We encourage only non-political content to promote Kannada culture in the San Francisco bay area. Business promotions/sell/buy/rent/lease or any Self-promotion, spam and irrelevant links are prohibited
- ❖ **You are a Kannadiga/Kannadati by heart:** You should know how to read/write a post in Kannada language? Or at least be able to speak in Kannada. It is recommended that you have the active KKNC membership for the current year (Jan 1st to Dec 31st)

- ❖ Be Kind ,Courteous and Friendly: We're all in this together to create a welcoming environment. Let us treat everyone with respect. Healthy debates are natural, but kindness is required. Most important is to make the new members comfortable by extending the warm friendship.

11. Office bearers can delete and/or archive any deliberately offensive, inappropriate, or inflammatory posts and trolls that violate KKNC policies. In such cases, posting a comment referring to the social media policy/guidelines is recommended. Also take a screenshot of anything you delete and store it for future reference, in case needed
12. Always encourage members to use their posts/comments responsibly

Appendix II: Kannada Koota of Northern California

Kannada Kali Bylaws

1 Background of KKNC Kannada Kali:

In order to propagate the Kannada language in the San Francisco Bay Area, KKNC’s Kannada Kali program was launched in 2006 under the umbrella of Kannada Koota of Northern California (KKNC), a nonprofit organization. Kannada Kali program focuses on the education, preservation and the propagation of the Kannada language.

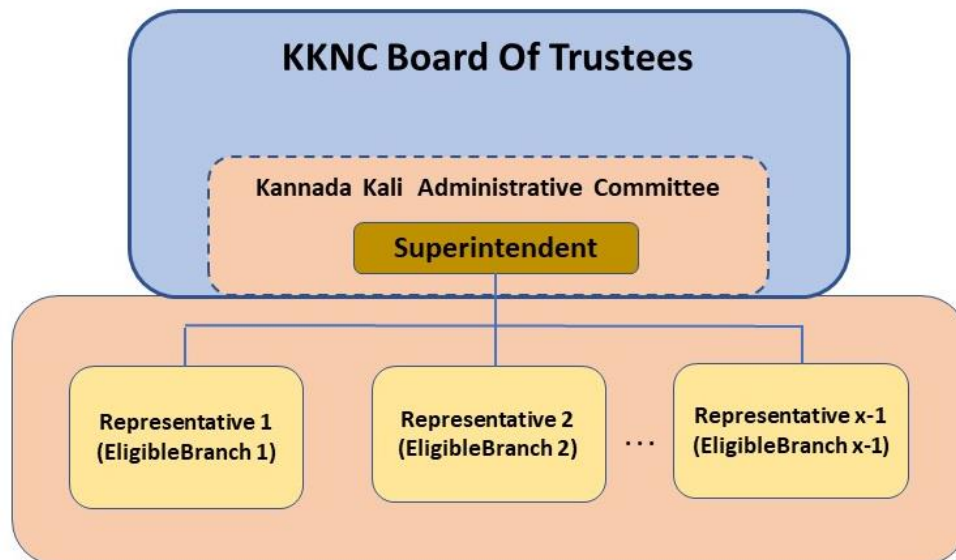
Kannada Kali program has grown from 50 students to 500+ students and from one center/branch to several ((collectively and interchangeably “branch(es)” or “center(s)”),. Each center has shown its own initiative, creativity and strives to make Kannada Kali successful. However, it is important to streamline the processes of administration in order to comply with the non-profit requirements of KKNC. The primary goal of these processes is to establish and improve the overall governance, organizational structure, finance, communication, and administration for all Kannada Kali branches.

To enroll in a Kannada Kali program, KKNC membership is a requirement. Any exception to this for a branch or an individual must be approved by the Board of Trustees of KKNC (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 and Bylaws of KKNC.

2 Kannada Kali Governance Body

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



The **Kannada Kali Administrative Committee** will be under the umbrella of the KKNC Board of Trustees team and will supervise the operations of Kannada Kali in conformance with the KKNC Constitution and the goals of Kannada Kali. All members of the Administrative Committee shall serve on a voluntary or honorary basis without personal remuneration.

Since Kannada Kali is an integral part of KKNC, it is recommended that henceforth, at least one member of the Board of Trustees shall be familiar with all the operational and administrative aspects of Kannada Kali and serve as the Observer in the Kannada Kali Administrative Committee.

2.1 KKNC-Kannada Kali Administrative Committee

The KKNC-Kannada Kali Administrative Committee consists of representatives from each eligible branch led by a Superintendent. Every year, one of the eligible Representatives assumes the role of Superintendent. One of the members of the Board of Trustees would serve as the Observer in the KKNC-Kannada Kali 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 Kannada Kali Administrative committee works in calendar year terms similar to KKNC Board of Trustees/Executive team.

2.1.1 Superintendent

The following relates to the position of Superintendent:

- The Superintendent shall be the head of the Kannada Kali Administrative Committee, and shall chair all its meetings, either in person or through a nominee for each meeting.
- The Superintendent shall be selected by the representatives of each of the Kannada Kali branches.
- The Superintendent is a non-voting member of the Board of Trustees and shall have the Observer status for all meetings of the Board related to Kannada Kali
- For all matters related to Kannada Kali, the Superintendent shall be the primary interface between the Board and Kannada Kali.
- Kannada Kali being an educational wing of KKNC, the nomination to the post of Superintendent will be by selection, and not by election. In order to give an opportunity to each Kannada Kali branch, this post shall be rotated among all such eligible branches, every year (Kannada Kali academic year). If a new eligible Branch is added, they get an opportunity for the Superintendent role after the current cycle. This is illustrated with the examples below.
 - For three Kannada Kali branches, X, Y, and Z, the role of Superintendent shall be rotated every year, with Branch X selecting a Superintendent among its own ranks for the role for year 1. Branch Y then nominates a Superintendent for year 2, and Branch Z will then designate the individual who

will occupy the position of Superintendent for year 3, and so on and so forth. This procedure will be followed until all Kannada Kali branches have been able to choose their respective Superintendents before the first Kannada Kali begins the procedural cycle again of appointing a Superintendent.

- If a new eligible branch (Branch W) is added to the organization, that Branch W will be added to the end of the running rotation cycle. For example:
 - a. If Branch W is added when Branch Y's Superintendent is serving, then the new rotation will be branches Y, Z, X, and W.
 - b. If Branch W is added when the Superintendent from branch Z is serving, then the new rotation will be branches Z, X, Y, and W.
- Overall, the process of rotating the position of Superintendent among eligible branches ensures that each branch has an opportunity to participate and to contribute to the Kannada Kali's success, and by extension to KKNC's success and advancement. It also helps to promote fairness and equal opportunities within the organization.
- The eligibility of the branches to participate in the Superintendent rotation is approved by the KKNC Board of Trustees in its sole and absolute discretion. Some of the parameters to consider for the eligibility of the branch are student strength, area, proximity, experience of staff, etc. The Board's decision as to a branch's eligibility shall be final for a period of one year from the date of such decision. The decision can be revisited after that period.
- If, for some reason, a Superintendent has to step down before the term has ended, the branch that nominated such Superintendent shall be given the opportunity to nominate another individual as Superintendent within thirty (30) days from the date that the Superintendent stepped down. In the event that the branch fails for any reason to appoint a replacement Superintendent, the Administrative Committee shall appoint an individual as Superintendent to complete the term within an additional thirty (30) days. If the Administrative Committee also fails to make such an appointment, the Board shall then find an alternative solution after discussing it with the Administrative Committee, or at the Board's discretion, appoint a member of the Board to discharge the responsibilities of Superintendent.

2.1.2 Representatives

- The Representative team will consist of one member from each of the eligible branches. The current Superintendent's branch shall not have a separate Representative in the Kannada Kali Administrative Committee.
- The Representatives along with the Superintendent form the Kannada Kali Administrative Committee.
- Representatives from each branch are selected by the branch Principal in consultation with the core-committee (typically one from the core-team or the branch Principal)
- If a Representative for any reason, has to step down before the term ends, then a new Representative shall be nominated by the corresponding Kannada Kali branch Principal for the remaining term. If such a nomination is not made within thirty (30) days for any reason, then the Board will step in to find an alternative solution after discussing it with the Administrative Committee.
- Per se, 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 3 years and minimum 1 year is recommended.

2.1.3 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.
- 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.

2.1.4 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, news paper/tv/social media content etc. of all Kannada Kali branches and KKNC
- Evaluate all new initiatives proposed by Kannada Kali centers, parents, etc., present the findings to the Board, and possibly recommend further action. However, it shall be the Board's sole prerogative as to what, if any, recommendations to adopt.
- The Superintendent shall be the leader of the Kannada Kali Administrative Committee who shall:
 - Play a leadership role in the committee.
 - Monitor internal audits and periodically provide the required details to the KKNC Treasurer for preparation and filing of tax returns.
 - Interface with the KKNC Board and Executive team, to ensure that the guidelines of KKNC relating to finance and accounting are followed and provide the required financial information to the KKNC Treasurer.
 - Provide Kannada Kali updates to the Board twice a year, or as otherwise requested by the Board.

2.1.5 Privileges - Superintendent

The Superintendent, as a non-voting member of the Board of Trustees, has many of the same privileges as the voting Board members, with a few key exceptions. Some of the privileges are

- Non-voting Board members are entitled to attend and participate in all board meetings and discussions, including executive sessions, related to Kannada Kali
- Non-voting Board members have the right to receive all board materials, including agendas, meeting minutes, financial reports, and other documents, related to Kannada Kali
- Non-voting Board members may express their opinions, ideas, and concerns during board discussions and deliberations. Although they cannot vote on decisions, their input and perspectives are valuable and can help shape the board's decision-making process.
- Non-voting Board members may serve on committees and task forces established by the Board.
- Non-voting Board members may be appointed to leadership positions within the organization, such as committee chairs or advisors to the board.

- Superintendent must sign the NDA (KKNC policy of Confidentiality) to safeguard KKNC.

2.2 Decision Making

The Board of Trustees shall operate in the spirit of letting the Kannada Kali Administrative Committee operate freely and make its own decisions. It can make its own policies and procedures. Close rapport and cooperation need to exist between the Board of Trustees and the Kannada Kali 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 and KKNC, should the Board of Trustees get involved. Gentle persuasion, empathetic listening, and friendly advice shall be resorted to at first. Only when it must, the Board of Trustees shall take up other measures to safeguard the interests of KKNC, Kannada Kali, and its charter.

The Administrative Committee shall operate freely and make its own decisions, provided such decisions are in conformance with the objectives of Kannada Kali. The Administrative Committee shall draw up its own policies and procedures. In the event that the working of the Administrative Committee is hindered due to internal disagreement affecting the operations of any Kannada Kali or any Kannada Kali branch, the Board shall then take such measures as it sees fit to protect the interests of Kannada Kali (and any of its affected branches) and the interests of KKNC.

Within the Administrative committee, the Superintendent shall act as a responsible party for ensuring the decision-making process runs efficiently. The Superintendent shall ensure that all relevant voices are heard, and the discussions are conducted effectively and cordially among the representatives, and that decisions are made in the best interests of the organization and its constituents. The guideline is for the Superintendent and the Representatives to work towards consensus following the leadership of the Superintendent. If consensus does not exist, the Superintendent shall call for open voting and record the votes in the minutes of the meeting. The Superintendent shall not have the power to override a vote if he/she feels necessary. If any member of the administrative committee including the Superintendent strongly believes the decision is not in the interest of the organization and/or is not impartial, they can take up the matter with the Board of Trustees. The Board Member who is serving as an Observer should make sure the Administrative Committee works in a collaborative manner and make sure the organization's interests are protected in any decision making.

Under extreme circumstances, the Board of Trustees shall have the power to dismiss any one or all members of the Kannada Kali Administrative Committee. The main justification for such a course of action shall be a serious transgression of the Constitution, consistent unethical 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/KKNC 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 BOT chair to replace the Observer. It is the BOT chair's discretion to appoint a new member as an Observer.

2.3 Communication

All Kannada Kali centers shall communicate effectively and consistently with every other branch, with its members, with the public, and with the KKNC Executive Team and the Board. 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.

It is highly recommended that all the office bearers of Kannada Kali follow the Communication and Social media Guidelines mentioned in Appendix-I

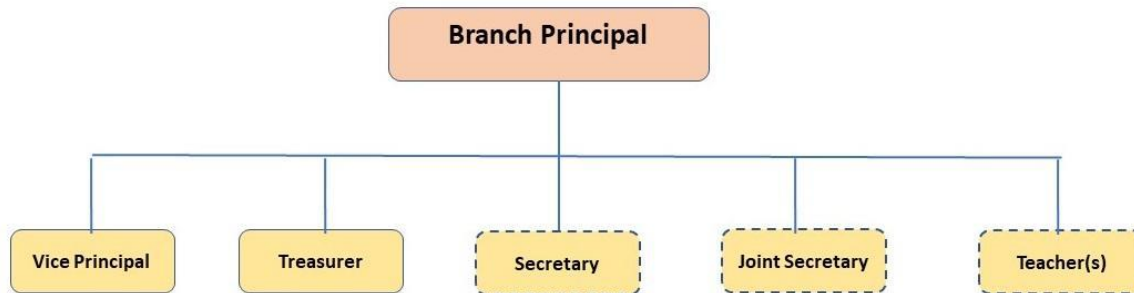
KKNC must respect the confidentiality of sensitive information and not disclose any confidential information to unauthorized individuals or entities. In this connection, all members of the Kannada Kali Administrative Committee, the Principals, and the core committee of each branch must sign KKNC's confidentiality agreement.

3. KKNC Kannada Kali Branch

3.1 Kannada Kali Academic Council

Each Kannada Kali Branch is a separate and autonomous entity that has its own administrative and academic teams and is typically located in a different geographical area. All the branches are linked under the Kannada Kali educational organization but function as distinct units. Each Kannada Kali branch shall have one Principal.

Each branch of Kannada Kali shall, at a minimum, have a core committee consisting of a Principal, Vice principal, and Treasurer (“Core Committee”). Based on the size and/or need of the branch, the Principal may add more members to the core committee such as Secretary, Joint Secretary, and other positions but not more than five (5) members (if absolutely must, no more than 7 members) should be part of the Core Committee. An individual may occupy two positions (but not more), only if absolutely necessary in the Principal’s sole judgment but such appointment for dual positions shall be subject to the Board’s consent. As determined by the Principal, each branch may have any number of teachers as needed to provide proper education. The Core Committee along with the teachers (optional) shall form the Academic Council of each branch.



- The branch Principal in consultation with the core-committee (typically one from the core-team or the branch Principal) shall nominate a Representative or Superintendent (during its turn) to the Kannada Kali Administrative Committee.
- The Superintendent of the Kannada Kali Administrative Committee shall work closely with all the branch Principals in mutual cooperation.

3.2 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 discharge them at all times taking into account the best interests of the branch in which s/he holds office, of Kannada Kali, and of KKNC.

The term of office of the Principal, the Vice Principal, and the Treasurer, shall each be Four (4) years. It is recommended that no member of the branch core-committee shall be selected for more than two back-to-back terms (total of eight years).

3.2.1 Principal

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

- Administer the activities of the branch during the academic year.
- Form the Core Committee.
- Hire (and fire) teachers, volunteers.
- Develop and maintain curriculum, teaching methodologies, etc., so long as these are consistent with prevalent laws, the KKNC Constitution, and the objectives of Kannada Kali.
- Maintain the 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.
- Responsible for the financial signature authority for the branch

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 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.
- 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 Board 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 Board 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 a serious unethical or destructive or demoralizing behavior. Before such a decision is made, they should get a consent from the Board of Trustees.

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 branch leadership transition. Kannada Kali Principals are responsible for every aspect of the branch. They provide leadership, direction, and coordination within the branch and beyond. If not planned properly, it is harder for anybody to effectively succeed the outgoing Principal.

It is the responsibility of the Board of Trustees to choose the Principals of the Kannada Kali branches. The board shall begin this process at least a year ahead of the planned departure date of the current Principal. The Board should 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, the Board of Trustees shall have the power to dismiss the Principal of a Kannada Kali Branch. The main justification for such a course of action shall be a serious transgression of the constitution, consistent unethical 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 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.

Each branch Principal shall adhere to the highest ethical standards and maintain complete transparency for all matters relating to 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)
- Amount added to the fund during the year.
- Amount withdrawn from the fund during the year.
- 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 to maintain 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 Core 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 core 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 in the

nature of 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 core 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 over 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 have to be compensated for then subject to the prior written approval of the Board, no more than twenty percent (20%) of the monies in the contingency fund shall be used for such purpose.

Part of this funding may be used for one or more multi-year projects started by a branch's core committee and/or by the Board either directly or through a committee for the benefit of the specific branch. The goal is to collect and build a fund, 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 core committee believes that the specified goal should be dropped or changed, then the core committee shall propose the change to the Board, and the Board may in its sole discretion, by majority consent, authorize the core 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-related matters by the Board.

3.4.2 Fees

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

The Board can also discuss possible changes in the KKNC membership fees with the Kannada Kali Administrative Committee. Any changes should be discussed fully, and the 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 purpose. 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 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 Kannada Kali. All the members of the academic council must sign the Kannada Kali Letter of Undertaking to safeguard Kannada Kali and KKNC.

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.
- Based on the region of the new proposed branch, the Board may also consult with the respective regional Kannada Koota organizations. Maintaining harmonious relationships with other Kannada Koota organizations is an important objective of the KKNC Board.
- The Board should carefully deliberate on all aspects of the proposal before making the final decision regarding the formation of the new Branch.
- The Board 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 Board.

3.7 Dissolution of Kannada Kali branch

- Any Branch request for dissolution shall be directed to the Board.
- 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 an expansion.
- Other reasons – any other reason which the Board or the Administrative Committee believes warrants an 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.

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 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 Core Committee as to the reasons for such action. The Core Committee shall then first discuss the reasons for removal and if the majority of the Core Committee members agree with the Principal to remove the student, the Core 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. If either the Core Committee or the Administrative Committee, by majority vote, do 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. KKNC Constitution should be consulted to determine if the specific individual violated the charter of KKNC, or whether his/her actions have caused harm or injury to other people including other students, or has otherwise hurt the reputation of KKNC, or of Kannada Kali, or of the branch.

----- END of CONSTITUTION BYLAWS Document-----