

# BY LAWS OF ARAM

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## Article 1: Nature of the organization

- 1.1. Association of Real McCoy, hereinafter referred to as ARAM, is a member-based, not for profit, cultural, and charitable organization, incorporated under the laws of the State of Illinois, USA.
- 1.2. This corporation is organized exclusively for CHARITABLE, CULTURAL and for EDUCATIONAL purposes.
- 1.3. The term “Board” in this document shall refer to the “Board of Directors” of ARAM.
- 1.4. The term “Executive Committee” shall refer to the supporting Office Bearers who are elected by the Board for the smooth running of ARAM.
- 1.5. The term “Member” shall mean those whose membership dues has been paid in full as on any given date and is not under suspension or removed from ARAM.

## Article 2: Objectives

- 2.1 To cultivate, promote Tamil Culture, Values and Knowledge foster the exchange of ideas and understanding between the people of Tamil and other culture.
- 2.2 ARAM shall focus on Charity events like Food / Cloth Drive Donations, Supporting local Community groups, helping the needy people with basic necessity supplies etc.
- 2.3 At the end of every fiscal year, ARAM shall identify and donate any amount subject to a minimum retention of \$2500. Refer to Annexure1 for Donations contribution. Donations shall be given to Organizations that are helping the Community people within United States of America and beyond. Beneficiaries needs to be approved by the Board Members in writing or over email.

## Article 3: Membership

- 3.1 Individual membership Fee: Individual member shall pay an annual membership fee of \$10.
- 3.2 Family membership Fee: Family members shall pay an annual membership fee of \$10.
- 3.3 Membership fees are not refundable.
- 3.4 The membership of the ARAM shall be open to all nationals who subscribe to the objectives of ARAM.
- 3.5 Board of Directors may propose, by a simple majority vote, a change in the membership fees for each category of membership. Any change in membership dues shall take effect the next fiscal year after a majority vote in favor of such a proposal.

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## Article 4: Organization Structure

- 4.1 Board of Directors: Board of Directors are primarily responsible for the administrative work, legal enquiries, maintaining the not for profit status of ARAM, monitor the functioning of different events planned during the year, finalizing / approving the beneficiaries and deciding the donation contribution amount. In addition to the above, the Board of Directors also acts as the representatives of ARAM in the Chicagoland area and beyond. They are also responsible for deriving by-laws for the organization and solely have the right to change them with a voting-majority process.
- 4.2 The Board of Directors of ARAM for any fiscal period shall consist of the following Office Bearers:

- 4.2.1. President
- 4.2.2. Vice President
- 4.2.3. Secretary
- 4.2.4. Treasurer
- 4.2.5. Joint Secretary

- 4.3 Tenure for each of the above positions is (effective April 2019 onwards):

Board Position	Tenure
President	2 Years
Vice President	2 Years
Secretary	2 Years
Joint Secretary	2 Years
Treasurer	3 Years

- 4.4 Rotation of President AND Joint Secretary can happen in same fiscal year.
- 4.5 Rotation of Vice President, Secretary AND Treasurer can happen in same fiscal year
- 4.6 Each Board Member shall act in good faith, make an informed business decision and exhibit the exercise of discretion in an impartial manner.
- 4.7 Each Board Member will take on the responsibility of overseeing at least one key aspect of each ARAM event.
- 4.8 All Board Members serve on a voluntary basis and will be reimbursed only for authorized out-of-pocket expenses incurred on behalf of ARAM upon submitting original expense receipts to the Treasurer.

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- 4.9 When a Board Member vacancy arises, any ARAM Committee Member in good membership standing for more than 1 Year after joining the Committee is eligible to be a candidate of the Board of Directors.
- 4.10 In case there are more than one eligible candidate for the same position, then all the Office Bearers (Board & Committee Members) except the candidates applying for that particular position will vote and elect a person with a clear majority. If there is a tie, Office Bearers will recast their vote again until a clear majority is established.
- 4.11 If no Committee Member is ready to take over a Board position, then rest of the Board Members will discuss if they can share the responsibilities within themselves until a Committee Member comes forward to pick up the Role. If the responsibilities cannot be shared, then Board Members through Communication Team will reach out to all the Ex Board & Committee Members for filling up that Board role.
- 4.12 Once served in the Board for the maximum tenure, the same Board member cannot come to the Board for the next one year, subject to the below exception:
- 4.12.1 A Board member who is stepping out may come back to the Committee, if a replacement for a Committee member could not be found. Similarly, if a replacement cannot be found for an outgoing Board Member, rest of the Board Members with the consent of the Committee members can make a request to an outgoing Board Member to continue as a Board Member for the next one year, as an exception.
- 4.13 Attendance of all Board Meetings is limited to Members of the Board. Non-Board Members may only attend a Board meeting at the invitation of the Board, with prior consent of all the Board members. There shall be a minimum of 4 board meetings in a calendar year.
- 4.14 Attendance at each Board Meeting by every Board Member is mandatory except that absence may be excused due to out-of-town situations, critical illness, and emergency situations. Board Members shall inform the President (or other Board Member in the President's absence) in advance if he/she cannot attend a meeting. For the Board to do transactions and business, there should be 60% quorum, which means 60% of current board of directors must attend the board meeting. In the absence of such 60% quorum in a board meeting, the President can speak state of ARAM, Treasurer can report financial status of ARAM and the President shall adjourn the board meeting. In the absence of 60% quorum in board meetings, no motions and no debates will be entertained from board members.
- 4.15 A Board Member can be terminated from the Board after two (2) consecutive unexcused Board Meeting absences, subject to a maximum vote received from Board Members.
- 4.16 Any Board Member may be removed from the Board only upon action taken by the Board, for the harm caused to ARAM by the Board Member. Board Members may initiate such removal action by the filing of written charges and supporting evidence with the ARAM President or Secretary, who will call a special Board Meeting within seven (7) days for the determination of Board Membership

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of the Board Member in question. Removal shall occur with an affirmative vote of seventy-five percent (75%) of the entire Board, excluding the Board Member in question.

- 4.17 Removal of Members from the Board is subject to a voting by the current Board Members in which there must be an affirmative vote with a majority amongst the Board of Directors in order for a candidate to be removed from the Board. In case of even vote, Board needs to reconsider all points until majority is arrived.

## Article 5: Duties of Board of Directors

### 5.1 **President:**

5.1.1. The President shall preside at meetings of the Board of Directors.

5.1.2. He / She shall sign all documents in the name and on behalf of ARAM for any correspondence.

5.1.3. He / She shall assume charge of duties of Vice President, Secretary, Joint Secretary and/or Treasurer during their temporary absence.

5.1.4. Maintain current membership database, including email addresses and other contact information of ARAM members.

5.1.5. He / She shall enforce the By-Laws; perform all duties incident to his/her office and such other activities which may be assigned to him/her from time to time by the Board.

5.1.6. Renew business license for ARAM and any other statutory renewals with local, state and federal authorities every year.

- 5.2 **Vice President:** The Vice President shall perform all of the duties of the President during his / her absence, and any other duties assigned to him / her from time to time by the Board.

### 5.3 **Secretary:**

5.3.1. The Secretary shall convene, call, and send notices for all meetings.

5.3.2. The Secretary shall record the proceedings & maintain minutes of all the meetings and keep a record of ARAM's official correspondence for the year.

5.3.3. Regularly check ARAM's emails and keep Board of Directors and Committee members informed of important emails.

5.3.4. Honor appropriate requests for information from members.

- 5.4 **Joint Secretary:** He / She shall perform all the duties of the Secretary in his absence and other duties assigned to him / her by the Board.

### 5.5 **Treasurer:**

5.5.1. Collect all dues, contributions, donations and receive all monies related to ARAM giving a receipt thereof.

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- 5.5.2. Deposit the amount in the name of ARAM in a bank designated by the Board.
- 5.5.3. Pay all bills after due review and upon the instructions of the Board.
- 5.5.4. Keep and maintain proper and accurate record of all transactions as well as all assets and liabilities, receipts, disbursement vouchers, all other records relating to disbursements and accounts that are required by the Board.
- 5.5.5. Responsible to file tax returns for ARAM as required by IRS guidelines.
- 5.5.6. Furnish financial reports at Board meetings after every ARAM Event/program/function.
- 5.5.7. Perform all other duties and responsibilities as a Treasurer as required by the Board.
- 5.5.8. Present the final report for the fiscal year in which he / she served as a Treasurer to the Board and Committee Members and will share the approved Financials to all the members during the Tamizh Puthandu Kolakalam Event. The results will be published in ARAM Website as well.
- 5.5.9. Current treasurer will make every effort to handover updated accounts with necessary supporting documentation to an incoming Treasurer / President (current) with no ambiguity whatsoever.
- 5.5.10. Expected to attend all meetings of the Board of Directors, submit quarterly financial & new membership reports to the Board of Directors. Such reports shall include, but not limited to, budgets, actual expenses, program expense, tax filing, charity / sponsor related income, expenses & disbursements. In the absence of Treasurer, President will be performing the above mentioned duties of the Treasurer.
- 5.5.11. Hold and preserve all office records, registers, books and papers of the current fiscal year.
- 5.5.12. New Treasurer, who is taking charge has to register his PERSONAL SSN# for the next 3 years on behalf of ARAM or until another person takes over the Treasurer role.

## **Article 6: Executive Committee Members and their duties**

- 6.1 Executive Committee is primarily responsible for running ARAM events for the duration of its existence. This committee will carry the objectives/goals of ARAM and implement them by conducting as many events like, social, cultural & not for profit community with the guidance of Board of Directors.
- 6.2 The strength of this committee could be increased only by a majority vote of Board and Executive members. Total number of members on the Committee shall not exceed 10. Of these, 5 shall be the Officer Bearers with the titles of President, Vice President, Secretary, Joint Secretary and Treasurer. Rest shall be the Executive Committee members who will be assisting the board to perform their duties.
- 6.3 Committee Members tenure will be for a maximum consecutive period of 5 years.

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- 6.4 Office Bearers (Includes Board & Committee members) of ARAM will be setting up an Elite Volunteer group. Purpose of the Elite Volunteer group is to identify active contributors to ARAM's growth and for filling up a vacancy position in the Committee.
- 6.5 In the event of a vacancy in the Committee, the order of preference for filling up the vacancy is as below:
- 6.5.1. A call will be made to the Elite Volunteer group through ARAM Communications to call for interested candidates to fill in the Committee vacancy.
  - 6.5.2. If there are more than one nomination for the same position, then the current Office Bearers will vote with a clear majority to select a right candidate, who has contributed in the past events and has clearly established ownership skills.
  - 6.5.3. If there is a tie in the vote, Office Bearers will recast their vote, until the tie is broken to select a candidate.
  - 6.5.4. If no one from Elite Volunteers group is ready to take up the Committee position, then Board will reach out to members through ARAM Communication team, calling for nominations.
  - 6.5.5. When both Elite Volunteers and ARAM members are not ready to take up the role, then Board, through ARAM Communications, will be reaching out to all the ex-board and ex-CM's for filling the role.
- 6.6 **Recognizing contributing Committee Members:** In the interest of the Organization and for effectively recognizing the contributing Committee Members, the following points will be analyzed at the end of the year to determine the contributions of the Committee Members, which will be discussed to see if an inactive or less contributing Committee Member can be replaced with a highly contributing Elite Volunteer, who worked actively for the benefit of the Organization:
- 6.6.1. Taking lead responsibilities for a minimum of at least 2 events in a year (April to March) and established clear ownership.
  - 6.6.2. Board will be discussing with respective CM and will work on the transition process, so that inactive or less contributing Committee Member can give way to active volunteers, who can contribute more for the benefit of the organization.
  - 6.6.3. Committee Members contribution will be tracked by the Board throughout the year and a decision on whether a Committee Member was inactive or less contributing will be taken by the Board at the end of the year with a clear majority voting from Board members.

## Article 7: General Rules and Policies

- 7.1 ARAM shall be non-political. It shall never engage in propaganda, or participate in any political campaign for and on behalf of any candidate for public office in USA or elsewhere. ARAM shall not

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- support anyone, including any member of ARAM, for any political campaign whatsoever in USA or elsewhere.
- 7.2 Representation of any religion would be avoided. However, ARAM would not restrict itself from supporting fundraising events organized by Community members. For ARAM to provide that support, it would need Three-Fourth majority from Executive Committee Members.
- 7.3 Members and Office Bearers of ARAM shall not be held personally responsible or liable in any lawsuit against ARAM and for any debt incurred by ARAM. The extent of liability of members and officers shall be limited to the unpaid membership dues and for no more.
- 7.4 ARAM will not be held responsible for any personal misconduct of any individuals associated with ARAM.
- 7.5 ARAM shall conduct at least 4 Events in a year for their members.
- 7.6 Email is the preferred mode of communication with ARAM members.
- 7.7 Member's contact information protection: Past and current members' email addresses and contact details in ARAM membership databases shall not be provided to any businesses or individuals, and should be maintained confidentially by the officers of ARAM. After leaving office, all Board of Directors or Committee Members are prohibited from providing any personal / confidential member information to public or businesses or use it for their own personal, business, or other interests.
- 7.8 Partnership and collaboration policy: Board of Directors are free to explore avenues to promote the cultural and charitable goals of ARAM by collaborating with any other non-profit, tax-exempt charitable organizations or for-profit associations or individuals. However, each such proposal shall be discussed and approved by the majority of Board of Directors, which shall be documented and signed. These collaborative ventures should conform to the rules and regulations set forth by the IRS for a non-profit, tax-exempt (501 3c) organizations such as ARAM.
- 7.9 Any decisions or discussions happening within the Board and / or Committee should not be disclosed to outside members, unless it is a common message that goes out to all the members.

## Article 8: Amendments

- 8.1 The Board of Directors may amend these Bylaws by majority vote at any regular or special meeting. Written notice setting forth the proposed amendment or summary of the changes to be effected thereby shall be given to each director within the time and the manner provided for the giving of notice of meetings of directors.

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## ANNEXURE 1:

Guidelines for deciding the Donations amount:

Cash In Hand (in \$)	Donation Min (in \$)	Donation Max (in \$)
< 2,501 \$	0 \$	0 \$
> 2,500 \$ and < 3,500 \$	Cash in Hand Amount - 2,500 \$	500 \$
> 3,499 \$ and < 5,000 \$	500 \$	1,000 \$
> 4,999 \$ and < 10,000 \$	1,000 \$	2,000 \$
> 10,000 \$	2,000 \$	5,000 \$ (Increase Min cash-in hand limit to : 5000 \$ and reset Donation amount. Current Board needs to suggest new limit)