

KARNATAKA CULTURAL ORGANIZATION - BRINDAVANA CONSTITUTION

AS PASSED UNANIMOUSLY AT THE MEETING HELD
On October 3, 2004, at 14 Albermarle Dr. Marlboro NJ

1 ARTICLE I - Name, Address, & Logo

- 1.1 The name of the organization shall be "Karnataka Cultural Organization - BRINDAVANA", hereafter abbreviated as KCOB. The name shall also be referred as BRINDAVANA. BRINDAVANA will be registered and located in the State of New Jersey, USA. This name was chosen to represent the origin and cultural heritage of the members and the state (Garden State) where BRINDAVANA will be registered.
- 1.2 The principal office of BRINDAVANA shall be address of one of the Board of Directors. The principal office shall in no case be outside of the State of New Jersey.
- 1.3 Following shall be the official logo of BRINDAVANA. The logo reflects the origin of membership heritage (State of Karnataka, India) and establishment of BRINDAVANA in the State of New Jersey of the United States of America.



2 ARTICLE II - Organization Composition & Mission

- 2.1 BRINDAVANA is a New Jersey based charitable, non-profit, cultural organization representing people originating from Karnataka or exhibiting an interest in the language of Kannada and the traditions and culture of Karnataka dedicated toward upholding the vision and objectives as defined in the section below.

3 ARTICLE III - Vision & Objectives

- 3.1 To nurture, promote and propagate the language, culture, heritage, music, dance, drama, movies, literature, and compositions of Karnataka.
- 3.2 To develop & promote friendship, respect, and camaraderie among members of the organization.
- 3.3 To maintain and promote the customs, traditions, and culture of India amongst the children & younger generation.
- 3.4 To organize social, cultural, and festival events for members and their friends and families.
- 3.5 To help visitors, students and new immigrants from Karnataka and India assimilate into US culture.
- 3.6 To serve community and foster a service oriented culture amongst members and their families.

BRINDAVANA - CONSTITUTION

- 3.7 To strive toward establishing an active adult Kannada resident community.
- 3.8 To establish active linkages with other organizations with similar interests around the world and with communities in Karnataka that facilitates exchange of ideas and promotes organizations goals.

4 ARTICLE IV – Board of Directors and Elections

- 4.1 The BRINDAVANA Board hereafter referred, as “Board”, shall consist of one or two directors per county or group of counties in the State of New Jersey and one director from each of the other states, and a president. If there are no members from a county or other states, there shall not be any directors on the Board representing that county or the state. If there are fewer than 20 members in a county, they shall be combined with the other county or counties to form a group of counties. The active members from a county or group of counties will elect the Board of Director(s) from that county or group of counties at the general body meeting. In addition to electing board of director(s) from their county or group of counties, members will elect a President. The election for the Director(s) & President for the Board will be conducted through ballot or caucus on the basis of highest number of votes received either by mail or in person at a general body meeting, called specifically (or as part of a function) to conduct the elections provided a quorum (as defined below) is present. In order to get such a quorum, Election meetings can be combined with any community event, provided advance notice is given to all the members. The President and the elected directors can form the executive branch (vice-president, secretary, treasurer, etc.) sometimes referred as “officers” from within the elected directors to run the organization. The Board will be the governing body of BRINDAVANA. The Board reserves the right to nominate Honorary Directors and/or Honorary Youth Directors to plan and execute specific events for a length of time not to exceed one term.
- 4.2 The term of each Director & the President shall be two (2) subsequent calendar years (Jan to Dec) after the elections. No officer (President, Vice President, Secretary and Treasurer) shall serve for more than two consecutive terms. Directors have no limit on terms and can be nominated and /or elected repeatedly. President and the Directors will be called Brindavana Board of Directors (BOD).
- 4.3 The BOD will duly elect or nominate any vacancy that arises.
- 4.4 The Board shall have the authority to nominate members as advisors to attend the meetings without voting rights.
- 4.5 The elections for BOD shall be held once in two years during the last quarter of the **even calendar years** (2010, 2012...) preferably in the months of Oct or Nov so that the new BOD is introduced and inducted in December. This will help the current BOD to work with the elected BOD until the end of the calendar year for smooth transition of duties. All books of accounts, Brindavana properties with a checklist have to be positively transferred before Dec 31st of the even calendar year. If not transferred properly by Dec 31st of the even calendar year, then the outgoing President will lose the opportunity to be a floating trustee of Brindavana. The new BOD will be in office at the stroke of midnight on Dec 31 of any even calendar year.
- 4.6 In order to be eligible to contest for the office, one has to be paid member of BRINDAVANA, and should be in good standing for at least one (1) year immediately prior to the call for nominations. The person seeking the position of Director should be fluent in Kannada. Only paid members are eligible to vote. In order to be eligible to vote, one has to

BRINDAVANA - CONSTITUTION

be a paid member of Brindavana and should be in good standing for at least 90 days prior to the date on which nominations are called for elections..

- 4.7 A three members election committee will be formed by the BOD and the elections shall be conducted by mail. Election Committee will have the complete authority to conduct a fair election in a timely manner and resolve any discrepancies with respect to eligibility to contest or to vote. The election results will be formally announced by the election committee on a suitable day sometime during October / November months of an even year (2010, 2012 and so on) preferably at the Makkala Dinacharane / Rajyothsava/ Vaarshikothsava celebration when the new BOD will be formally introduced to the members and non members of Brindavana who will be in the audience.

5 ARTICLE V - Fiscal Regulations

- 5.1 Office Bearer, Director, or any member of BRINDAVANA shall not receive remuneration or derive personal monetary benefits using the name BRINDAVANA
- 5.2 Membership fees, donations and other revenues derived from activities shall support the fiscal needs of BRINDAVANA.

6 ARTICLE VI - Membership and Responsibility

- 6.1 The membership is open to individuals genuinely interested in supporting BRINDAVANA's mission, vision, and objectives.
- 6.2 Members shall not represent BRINDAVANA at other organization meetings, or functions without the explicit approval from the Board.
- 6.3 For the purpose of voting at the General Body meeting on an amendment or revision to the constitution or any other decisions, a paid family membership is entitled to two (2) votes and a paid individual membership is entitled to one (1) vote.

7 ARTICLE VII - Duties of Officers & Board

- 7.1 The President shall preside over the meetings and shall have the authority in agreement with the board, to appoint additional committees as needed. President shall also represent and act as the spokesperson and Executive Officer of BRINDAVANA as needed.
- 7.2 The Treasurer shall be responsible for maintaining proper records of the funds/finance. The Treasurer shall properly and meticulously maintain the membership dues, donations and financial records up-to-date. The Treasurer shall be responsible for the timely disbursement of all bills/monies owed.
- 7.3 The President in consensus with at least two other directors (one of which could be the Treasurer) can authorize a payment up to a maximum of five hundred (500) dollars. The Board must approve any payment of more than 500 dollars. All disbursements shall be executed in the form of checks, duly signed by both the treasurer and the President of BRINDAVANA. All requests for the reimbursements shall be accompanied by valid receipts/bills.
- 7.4 The Board can set an entrance fee for events other than a General Body meeting.

BRINDAVANA - CONSTITUTION

- 7.5 Accounts shall be approved by the Board and presented annually at a General Body meeting.
- 7.6 The BRINDAVANA's Bank Account shall be maintained in a federally approved and insured banking institution. The Bank Account shall not be changed to a different institution unless approved by the Board.
- 7.7 BOD is authorized to spend a maximum of up to \$2000 for any assets or remuneration to artists. Even this has to be approved by BOD and supported with proper receipts.. Any request to spend over this limit needs to be approved by the Brindavana Board of Trustees (BOT).
- 7.8 Board shall consult the Trustees during the conflicting situations for advice.

8 ARTICLE VIII - Business Meetings and Events

- 8.1 The Board shall hold at least one General Body meeting and as many other meetings as necessary during the calendar year.
- 8.2 The Board may rent, acquire, operate, lease or dispose off any real estate and other property for BRINDAVANA.

9 ARTICLE IX - Fiscal and Administrative Procedures

- 9.1 The current Board shall provide the account statement for the year, which will include Revenue and Expenditure statement to the General Body at least once a year during the general body meeting. The statement must be handed over to the incoming Board of Directors within thirty calendar days from the last date of the fiscal year ending and shall be approved by voice vote.
- 9.2 The fiscal year shall be the calendar year (Jan 1 to Dec 31). The term shall be the Fiscal year for accounting and tax purposes.
- 9.3 The constitution may be amended or revised per ARTICLE XI.

10 ARTICLE X - Dues and Donations

- 10.1 The annual membership dues for any calendar year are preferably to be paid prior to the beginning of that year. For the purposes of dues, family comprises of two adults in marital union, and any unmarried children.
- 10.2 Three classes of membership will be available: Patrons; Family yearly memberships; Individual yearly membership; and Individual yearly student membership. The Board may revise membership classes and set appropriate fees anytime.
- 10.3 Membership is recognized after the payment of appropriate dues is received in full. Only the Treasurer can issue a receipt.
- 10.4 An individual or a family joining the BRINDAVANA at any time during the fiscal year shall pay the set membership fee in full.
- 10.5 The Board can raise donations for the benefit of the Organization. The Board can seek individual or group sponsors within or outside of the Organization for any events.

11 ARTICLE XI - Revision/Amendments

BRINDAVANA - CONSTITUTION

- 11.1 Amendments or Revision to the constitution must be submitted in writing to the Board at least two weeks prior to the meeting in order to qualify for consideration. Amendments are to be voted by the members per Article 12.1 below. The Board with a simple fifty percent majority approval can implement temporary proposals or procedures to help and support the organizations mission, vision, and objectives for the duration of its term without contradicting or conflicting with the Constitution. All temporary proposals or procedures implemented by the current board will be suspended at the end of the board's current term.

12 ARTICLE XII - Quorum

- 12.1 All amendments to the constitution shall require a voting by 2/3rd majority of the membership community and shall be either voted at the Annual General Body meeting or via mail. Any amendment voted on with 2/3rd valid ballots, the BOD can accept /ratify the result either in a General body meeting even if 2/3rd majority is not present OR even outside a General Body meeting in one of the BOD meeting.

13 ARTICLE XIII - Ethics and Morals

- 13.1 Every member shall uphold high standards of moral and ethical conduct, which, among others, shall ban the use of any slanderous and/or derogatory language or any other action(s), which will bring disrepute to BRINDAVANA.
- 13.2 Members shall not engage in any overt or covert actions that will polarize and cause rift among members of BRINDAVANA.
- 13.3 BRINDAVANA shall not discriminate against caste, creed, religious affiliation, age or sex.
- 13.4 Any member proven in violation of Sections 13.1, 13.2, and 13.3 shall forfeit their membership and their privileges.
- 13.5 The Board reserves the right to deny membership or expel any member.

14 ARTICLE XIV - Official Website of the organization

- 14.1 BRINDAVANA official website www.bridavana.org will be maintained by the Webmaster nominated by the board.

15 ARTICLEXV - Trustees and their responsibility

- 15.1 Karnataka Cultural Organization - Brindavana shall form a Board of Trustees (BOT) consisting of 3 Elected trustee members elected by the Brindavana members and 2 floating trustee members (the immediate past President and current President). The term limit for Elected trustee members shall be 4 years and the term limit of floating trustee members shall be for 2 years (for the period Jan 1st of the odd year to Dec 31st of the following even year). The election of members of the Trustee will be held once in 4 years along with the regular elections. The first set of trustees will be elected in Oct / Nov 2010.
- 15.2 The present President and the immediate past President are considered to be the two floating Trustees. Board of Trustee (BOT) and Board of Directors (BOD) are two separate bodies. Excepting the current President, no other member of BOD can be in the BOT and

BRINDAVANA - CONSTITUTION

no elected Trustee can be in the BOD. Brindavana Board of Directors (BOD) comprises of President, Vice President, Secretary, Treasurer, Elected Directors and Honorary Directors.

- 15.3 Board of Trustees support the Brindavana Organization and the BOD as and when requested by BOD. BOT shall help to resolve any issues during the conflicting situations. Brindavana BOD has to recommend to Board of Trustee regarding denial of membership or to expel any member. BOT will have the final say after hearing from the member and the Brindavana BOD..
- 15.4 If, for any reason, elections are delayed and the current Board is not requested to continue or if the current Board refuses to continue their current term until the elections are held, BOT will nominate people from within the membership community to run the organization until the Elections are held.
- 15.5 Trustees shall agree and support to follow the Brindavana Constitution.

16 ARTICLE XVI - Amendments to the constitution

- 16.1 Added this section as ARTICLE XVI to capture the amendments.
- 16.2 Section 4, 7, & 9 are amended to incorporate the changes proposed and accepted during the 2005 General Body Meeting conducted at the Bridgewater Temple Auditorium during December 2005. The changes were, to elect a president in addition to the directors, to conduct the election during the 1st half of the year as opposed to the 2nd half of the year, and to change the fiscal year to July - June from the calendar year.
- 16.3 Sections 7, 9, 11, 12, 15, 16 are amended to incorporate the changes proposed and accepted during 2007 General Body Meeting conducted at the Six Mile Run Church Auditorium during May 2007. The changes were to limit the spending of liquid assets, voting on amendments by members rather than by the Board, and forming Trustees with their responsibility
- 16.4 Sections 4, 7, 9, 10, 12, 15, 16 are amended to incorporate the changes proposed and accepted in 2009 by voting by mail and the results of the voting declared and accepted at the Brindavana function in Dec 2009 at Krepps Middle School, East Windsor. The changes were to limit the spending by BOD, to conduct elections in the fourth quarter of the even year, changing the fiscal year to Calendar year (Jan to Dec), forming of Trustees and eligibility for voting..