

Bylaw of Muthamizh Sangam of Central Florida

(MSCF)

An incorporated, nonprofit 501(c) (3) tax-exempt organization
Incorporated in the State of Florida
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DEFINITIONS

BOD: The Board of Directors (BOD) is the ultimate governing body of MSCF.

BOE: Board of Elections: Conducts all MSCF Elections

EC: A fifteen-member body that conducts the day-to-day operations of MSCF

Membership, Individual: This membership category is for a single individual member.

Membership, Family: Families consist of two adults and children aged 26 and under as of January 01 of the current year, all living in the same household.

Membership, Life: Life members shall pay a one-time life membership fee regardless of being individuals or families.

Membership, Patron: Patron members shall pay a one-time Patron membership fee regardless of being individuals or families.

Membership, Student: This category of membership is restricted to full-time individual students between the ages of 18 and 25 who are currently enrolled in a University or College.

MSCF: Muthamizh Sangam of Central Florida. A member-based, nonprofit, apolitical, non-religious, cultural, and charitable organization.

Standing Committee: These are the statutory and ad-hoc committees of the BOD and EC

BY-LAW I: NATURE OF THE ORGANIZATION

Our Vision:

- To cultivate, promote, foster, and advance knowledge in Tamil language and culture through Literature (Iyal), Music (Isai) and Drama (Naadagam)
- To cultivate, promote, and foster the exchange of ideas and understanding between the Tamil community and other cultures.
- To promote better understanding and foster friendship among various Tamil associations
- To act upon charitable causes directly concerning the welfare of the Tamil community living throughout the world.

Our Mission:

- To foster fraternity among the Tamil community living in the Central Florida area and to create and promote interest and knowledge of Tamil language and culture in the community by organizing educational, literary, cultural, social and charitable activities and encourage creativity of Literature (Iyal), Music (Isai) and Drama (Naadagam) in a non-partisan, religion-neutral and apolitical manner strictly conforming to prevailing laws.
- Provide a unified forum for Tamils in this area: MSCF aims to provide a platform to facilitate interaction among the area Tamil people.
- Promote Tamil culture: Tamil culture is unique in many respects. MSCF strives to promote and preserve Tamil culture and festivals dear to Tamils.
- Organize charitable causes in Tamil Nadu and elsewhere, including but not limited to Scholarships and special projects, local assistance for the needy.
- Make Tamil youth aware of our heritage: To educate and encourage Tamil youth to learn, appreciate, and live by the ideals of Tamil culture

Our Values:

- We strive to be an exemplary community living in harmony with the larger community around us.
- We are inclusive and united in our diversity.
- We hold volunteers and others who serve MSCF the highest respect and reverence.
- While offering constructive criticism for the continued improvement of MSCF, we aim for empathy and generosity and recognize volunteers doing their best to serve.
- We are creating a lasting legacy of our rich cultural heritage for all our generations, guiding our programs and actions.
- We act with honesty and integrity without any compromise.

- Recognizing that difference of opinions is expected, we reconcile our differences with mutual respect, uncommon resolve and diligence.

Section I.1 Muthamizh Sangam of Central Florida, hereinafter referred to as MSCF, is a member-based, nonprofit, apolitical, non-religious, cultural, and charitable organization, incorporated under the laws of the State of Florida, USA, and focused on promotion and preservation of Tamil language, culture and heritage.

Section I.2 MSCF does not contemplate any financial gain or profit for itself or its members.

Section I.3 Members of MSCF shall acquire no interest in the property or assets of MSCF under their membership therein.

Section I.4 MSCF does not authorize engaging in any other activity or activities, except in furtherance of the purposes as mentioned or written under Article 3 of the Constitution outlined in 501(C)(3) document / Articles of Incorporation of MSCF available in State of Florida Divisions of Corporation Official Website [2]

Section I.5 All office-bearers of MSCF and its committees shall serve without Bond and voluntarily without any monetary compensation. However, MSCF shall indemnify them for any loss sustained unless such loss results from the said member's gross and wilful negligence.

Section I.6 Membership

Section I.6.1 Individual membership: This membership category is for a single individual member.

Section I.6.2 Family membership: Families consist of two adults and children aged 26 and under as of January 01 of the current year; all persons living in the same household shall qualify under the Family membership.

Section I.6.3 Life membership: Life members shall pay a one-time life membership fee regardless of individuals or families. If the life members' son / daughter has reached 26 years and above as of January 01 of the current year, then son/ daughter will no longer come under parents membership.

Section I.6.4 Patron Membership: Patron members shall pay a one-time patron membership fee regardless of being individuals or families. Members already in the Life member category may pay the difference between the Life and Patron categories to be classified as Patron Members. . If the patron members' son / daughter has reached 26 years

and above as of January 01 of the current year, then son/ daughter will no longer come under parents membership.

Section I.6.5

Student Membership: This category of membership is restricted to full-time individual students between the ages of 18 and 25 who are currently enrolled in a University or College.

Section I.6.6 Program Fees: Program and Event fees shall be fixed on a per-event basis for members and non-members. The EC shall propose such fees, and the BOD shall advise and consent to such fees.

Membership Fees. The Executive Committee (EC) may propose a change in membership fees for each membership category and submit it to the BOD for approval by the Board of Directors.

Section I.6.7 Member in good standing: A member in good standing is an eligible voting member whose membership dues has been paid and is not currently under suspension.

Section I.6.8 Member Information: It is the sole responsibility of members to provide MSCF with their current information, such as physical address and email ID. MSCF is not responsible for lost or undeliverable mail or email.

Section I.6.9 Removal of Membership: If the MSCF member knowingly indulges conduct that adversely impacts MSCF reputation, name or activities, such member may be removed from MSCF membership by a two-thirds majority vote of the Board of Directors in a special meeting convened for this purpose.

Section I.7 Condition of Service: No BOD, Officer, or member serving in the Executive Committee or any subcommittee of MSCF shall receive, directly or indirectly, any salary, compensation or emoluments thereof, due solely to their position as Director, Officer, or member of Executive Committee, as defined by Article 4 of the Constitution, outlined in 501(C)(3) document. They shall serve the Society without Bond and voluntarily without any monetary compensation. Notwithstanding this provision, a Director, Officer, or member of the Executive Committee may be compensated for providing business or other professional services, in accordance with By-Law III, for which compensation is customarily paid provided such service is reported in advance to the BOD and EC.

Section I.8 Rules and Laws: The latest edition of Robert's Rules of Order [1] shall be the authority on all questions of procedures not explicitly stated in these bylaw. MSCF is subject to all applicable local, state, and federal laws of the USA, which shall govern in the case of any conflict between them and MSCF's bylaw.

Section I.9 Governance: MSCF is governed by two elected bodies – the Board of Directors and the Executive Committee, each with several portfolios to carry out their duties. EC may appoint ad hoc committees to execute specific tasks. Similarly, BOD may appoint ad hoc committees to accomplish specific tasks.

Section I.9.1 Openness and Transparency. EC & BOD meetings shall be transparent and open to any member in good standing, and at the discretion of the meeting chair, be allowed to comment or seek clarification. However, any meeting may be conducted in an executive session when approved by a majority of meeting officials, where privacy is involved, or information disclosure may lead to adverse outcomes for MSCF.

Section I.9.2 Approval of meeting agenda requires the quorum specified in these bylaw and majority of the officials present unless otherwise stated in these bylaw.

Section I.9.3 The BOD, EC and the Standing Committee members shall abide by the Sample Conflict of Interest Policy guidelines recommended in Appendix A of the IRS document, Instructions for Form 1023 (June 2006). Refer to Appendix III entitled "Conflict of Interest" for more details.

BY-LAW II: BOARD OF DIRECTORS (BOD)

Section II.1 Duties and responsibilities of the BOD: The Board of Directors (BOD) is the ultimate governing body of MSCF. It is the legal entity responsible for the activities of MSCF, as defined in Article 6 of the Constitution outlined in the 501(C)(3) document. The BOD is entrusted with the responsibility to oversee the proper execution of MSCF's Constitution, bylaw, and discharge of duties by the Executive Committee as outlined in the bylaw, policies, rules and regulations.

Section II.2 BOD Roles and Committees. The following positions and Standing committees shall function within the BOD

Section II.2.1 Chair: The Chair, and in their absence the Vice-Chair, shall preside over all meetings of the BOD.

Section II.2.2 Vice-Chair: The Vice-Chair shall preside over meetings of the BOD when the Chair is absent or otherwise unable to preside. He/she shall also assist the Chair in BOD activities as called upon.

Section II.2.3 Secretary: The Secretary shall gather the agenda, topics for discussion for BOD meetings, schedule meetings, and provide answers to members seeking clarification. He/she shall also maintain BOD meeting minutes and other BOD documents.

Section II.2.4 Treasurer: The Treasurer shall maintain the organization's permanent and special funds and accounts and provide information on the financial health of MSCF at regularly scheduled meetings.

Section II.2.5 Charity & Social Service: This standing committee shall work to provide scholarships and other assistance to the needy. A non-EC BOD member shall head this committee

Section II.2.6 Bylaw: This committee shall be charged with updating bylaw, rules, regulations and guidelines and maintaining the MSCF Operations Manual. A non-EC BOD member shall head this committee.

Section II.2.7 Ombudsman: This committee shall endeavor to resolve conflicts, complaints, grievances by any individual member or group. A non-EC BOD member shall head this committee.

Section II.2.8 Membership: This committee will launch campaigns to expand membership in all categories. Reports to the BOD on membership.

Section II.2.9 School of Language, Instruction and Arts: This committee will coordinate with MSCF Tamil schools, with various leads in education and arts to provide a fulfilling experience for MSCF members and families.

Section II.2.10 BOD Representative in EC: A representative shall be appointed by the BOD to serve as a BOD representative in the EC to promote better coordination and cooperation. This representative shall have no voting privileges in the EC.

Section II.2.11 Other committees: The Board of Directors may establish other or ad hoc task-based committees to accomplish specific tasks. BOD shall decide the mandate, terms, composition and reporting. The terms of all such task-based committees established by the Board of Directors shall cease when its task is complete or when its term expires, as applicable. The individuals or the committee that reviews and recommends any long-term project that may have a long-term financial risk for MSCF shall be independent of those in the BOD who are authorized to approve such project proposals.

Section II.2.12 A Non-EC member of the BOD shall not simultaneously serve as a committee member on more than two BOD Standing committees or EC sub-committees.

Section II.3 Transition: BOD shall oversee all transition under MSCF including but not limited to the following. Proper and prompt transfer of documents and other matters related to assets and liabilities of MSCF to newly elected EC and newly elected BOD chair. The existing BOD will oversee the yearly transitions between ECs and BOD Chair. The current BOD will also oversee other than year end-transitions if any office-bearers or BOD chairs or more than 7 EC members are replaced during a particular year.

Section II.4 Rules, regulations, procedures, policies and guidelines: The BOD shall maintain an MSCF document, called Policy and Procedures Manual, on its website that is current and contains clear rules, regulations, procedures and policies for efficient, fair and proper operation of MSCF consistent with these bylaw. Content for the document may be proposed by any member, EC, or other committees and approved by the BOD for inclusion and implementation. At least two-thirds of the votes of the full BOD shall be required to pass content for inclusion or changes in the Policy and Procedures manual. The most current manual, certified by the BOD, is hereby included in these bylaw by reference.

Section II.5 Eligibility: The eligibility criteria, nominations, and other procedures for the election of MSCF members to serve on the BOD are described in bylaw IV. At no time shall more than one family member from the same family serve in the BOD. The BOD shall have nine elected members who shall not simultaneously be members of MSCF's Executive Committee. A minimum of two Board of Directors shall consist of female members. In addition, the President and Treasurer of the Executive Committee shall, by virtue of the office they hold, be members of BOD for the duration of the term. The Board of Directors will, therefore, have a total of 11 members – nine elected non-EC members and two elected

EC members (President and Treasurer). Each year, by January 15, the eleven BOD members shall elect the BOD Chair, Vice-Chair, Secretary, and Treasurer every year through a simple majority vote. The Chair may be any of the Nine non-EC members in the BOD and must not have served as Chair in the preceding three years. Each of the 11 BOD members shall have the right to cast one vote in all BOD decisions including electing Chair. In case of a tie vote in the election of the Chair, the Chair shall be decided by a toss of the coin. It shall be noted that in case of a conflict of interest in voting by EC president and Treasurer relating to EC topics, then such voting shall be done by elected non-EC BOD members only. The BOD Chair, Vice-Chair, Secretary and Treasurer shall hold that position for the calendar year, but may be re-elected for a subsequent term.

Section II.6 Term of Service: All elected members of the BOD may hold office for the elected term, namely, three years, subject to the following conditions.

1. No member shall serve consecutive BOD terms, whether partial or full and shall take at least one year break between two terms.
2. The total number of years any member can serve on the BOD is limited to six years. The six years is a lifetime cap. Any partial year over six months served shall count as a full year.
3. Any term served in the BOD before January 1, 2022, shall not count towards the lifetime cap.
4. Each year, election shall be called for BOD positions to make up a total of nine positions.
5. The BOD shall develop a transition plan for BOD seating for BOD members who have not completed three years of their current term by the end of December 31, 2021.

Section II.7 Interim Vacancies: If any Director resigns, is removed, or the position is otherwise vacant, the BOD shall call for nomination and fill the vacancy by a majority BOD vote for the remainder of the year only. This partial term does not count towards the lifetime cap. Those interim candidates, if they want to continue serving the board for the next one to three years, shall need to stand in the election and be elected by MSCF Members.

Section II.8 Responsibility of BOD members to attend meetings and participate: All BOD members are expected to attend BOD meetings and participate effectively in running the MSCF. If a member is habitually absent, i.e. absent for three consecutive BOD meetings, without a reasonable cause for such absence, BOD may, by a two-thirds majority,

vote to remove that member from the BOD. Once the removal is approved by a two-thirds majority vote of the BOD, that member will be ineligible to serve as a member of the BOD for the remainder of his/her term. Within seven days, such removal should be communicated to the general body by updating the MSCF website. If the BOD member being so removed is the President or Treasurer of EC, such removal will automatically result in their removal from EC as well.

Section II.9 Meetings: The BOD shall hold at least one meeting every quarter during the year called by the Secretary. BOD members may participate and vote in meetings of the board by electronic means. Additional BOD meetings can also be held at the request of a BOD member and approved by the Chair or majority of the BOD. The quorum for BOD meetings shall be the majority of BOD members plus one.

The Chair may call for BOD meetings giving at least 1-week notice of the meeting to all board members along with an agenda and can cast, in case of a tie, a tie-breaking vote (in addition to his/her own vote).

To initiate the transition of duties, a joint session of incoming and outgoing ECs will be convened by the existing BOD Chair within three weeks of electing new EC and BOD members. In the absence of the BOD Chair or failure to call the joint meeting, a BOD member can initiate the joint meeting with the majority of the board approval.

All joint meetings of EC and BOD shall be chaired by the Chair of the Board of Directors or the President. Regular BOD quorum shall apply.

The quorum is also needed for any conflict resolution if one arises as per the procedure outlined in the By-Laws and Robert's Rules of Order [1]

Section II.10 Auditing: The MSCF BOD shall appoint an internal Auditing Committee consisting of 1 EC member who is not the EC Treasurer, 1 BOD member who is not the BOD treasurer, 1 MSCF member with the financial knowledge and accounting Practices. The BOD member shall be the Chair of the audit committee. This committee shall have the authority to audit the accounts and submit findings to the BOD. One year-end audit shall be required every year. The BOD may require additional audits as required. The EC and BOD treasurers shall furnish all financial information in their control to facilitate such audits. Before filing taxes with the Internal Revenue Service (IRS), the BOD shall review the Financial Statements and approve the same.

In addition, to ensure the MSCF complies with all the 501(C)3 nonprofit tax laws as mandated by IRS, the BOD shall conduct external auditing once in two years through a Certified Public Accounting (CPA) firm.

Section II.11 Resolutions passed by BOD: Any resolution passed by the BOD to uphold and affirm the Constitution and bylaw of MSCF shall be effective immediately and binding on the Executive Committee and other bodies of MSCF and its members.

The BOD bylaw chair shall interpret the bylaw where there is more than one viewpoint about any bylaw matter. Such clarification shall be recorded in the minutes for future language changes in MSCF bylaw.

BOD should respond within one week on any request put forth to the BOD by any MSCF member. The response should be reviewed by the Chair/Vice-Chair before communicating. The response/communication should be carried out through the Secretary of the BOD and should include all BOD Members as part of the communication.

BY-LAW III: THE EXECUTIVE COMMITTEE (EC)

Section III.1 Elected Body: The Executive Committee (EC) is charged with running the day to day operations of MSCF, including but not limited to conducting regular diverse events and maintaining outreach with the members and our broad community. Activities include but are not limited to Cultural, sports, Food, set up and organizational, Photo, Video and archival and more.

Section III.2 Composition of EC

Section III.2.1 The number of EC Members: The total number of members on the EC shall not exceed 15. Of these, five shall be named positions, namely President, Vice President, Secretary, Treasurer, Communication Coordinator, while ten shall be members, designated from time to time to carry out MSCF EC activities.

Section III.2.2 Elected Body: All members of the EC shall be elected by the general body, except where vacancies are filled, as outlined in the MSCF's By-Law IV.

Section III.2.3 Term. All EC members are elected for one calendar year term and will serve the one year term starting January 1 thru December 31 of the calendar year. No member shall serve in the EC for more than three consecutive terms. No member shall continuously hold the position of President for more than one term. A partial term over six months served shall count as a full term.

Section III.3 Meeting of the Executive Committee

Section III.3.1 The EC shall have at least twelve regularly scheduled meetings per calendar year, not including other meetings as may be called by the President of the EC. The schedule for the twelve regular meetings shall be set at the first meeting of the EC. The Secretary of the EC shall notify each EC member about the meeting, starting time, date, place and agenda, giving at least one week advance notice. In points of procedure, Robert's Rules of Order shall govern at all meetings, unless otherwise stated in the bylaw

Section III.3.2 Additional Meetings: Additional meetings of the EC may be called for any purpose at the request of a member of the EC. Written or email notice of such request must be provided to the Secretary at least two weeks before the requested date of the meeting. The Secretary shall arrange for such a meeting if a majority of EC members agree to the request.

Section III.3.3 Executive Committee Quorum: The presence of two-thirds of the Executive Committee members shall be necessary to constitute Quorum for EC meetings that involve policy & procedural changes and budget commitments. For such transactions, a majority vote of those present is required, except as otherwise provided. For purely operational planning no such quorum is required as individual EC teams may meet and discuss their designated tasks for specific events.

Section III.3.4 Adjournment: A majority of the members present at any meeting of the EC may adjourn the meeting to another place and time. Notice of such adjourned meetings shall be given to all members of EC, as provided in the Special Meetings, Section II.2.5 above.

Section III.3.5 Participation by electronic means in meetings: Members may participate and vote in meetings of the Executive Committee by electronic means such as telephone, audio/video conference, and other means where their identity can be verified by others present at the meeting.

Section III.4 Responsibility of EC members to attend meetings and participate: All EC members are expected to attend EC meetings. If a member is habitually absent, i.e. absent for three consecutive EC meetings, without a reasonable cause for such absence, the Executive Committee may vote to recommend to the BOD the removal of the member from the Executive Committee. Once removed, such removal should be communicated to the general body by updating the MSCF website within seven days.

Section III.5 Relinquishing EC Membership: If any EC member is required to relinquish his/her membership from the EC, the individual must transfer all documents and assets and share details regarding his/her duties to the President or the newly-appointed office bearer or EC member within two weeks or a time specified by the BOD, whichever is later. It must also be noted that any delays beyond this stipulated time, without reasonable cause, will give rise to the EC/BOD member liable for all the attendant costs of maintaining the organization, including any legal expenses that may be incurred.

Section III.6 Vacancies in the Executive Committee: All vacancies in the EC shall be filled by the BOD for the remainder of the term as described below.

If the position of the President becomes vacant, the Vice President shall fill the vacancy immediately as the President of the EC for the remainder of the President's term of office and within thirty days, the EC shall nominate a member from the appropriate category to serve as the Vice President for the remainder of the Vice President's term.

If the position of the Vice President, the Treasurer, Secretary, Communication coordinator becomes vacant, the BOD, within thirty days, shall nominate an appropriate member to fill the vacancy for the remainder of the term.

If a position of any of the other ten members becomes vacant, the BOD, within 30 days, shall nominate a member from the appropriate categories to fill the vacancy for the remainder of the calendar year.

The President, and in his/her absence the Vice President of the EC, shall preside over all meetings of the EC.

BY-LAW IV: GENERAL BODY MEETING

Section IV.1 General Body Meeting (GBM)

Section IV.1.1 General Body: General body (GB) is the collective group representing all paid members of MSCF for the current year, who are eligible to vote.

The Board of Directors (BOD) may call a special general body meeting upon signed requests of at least 20% of the eligible voting members of the general body requesting such a meeting.

The BOD must act upon the request within 15 days of such request. The Chair of BOD, Vice-Chair of BOD, or the longest-serving member of BOD, in that order, shall preside over such meetings.

Notice of General Body meeting: All members in good standing shall be given at least two weeks' notice of the meeting. The notice shall contain information about the date, time, location and purpose of the meeting. Emails and eLetters may be used to issue such notices in addition to updates on the MSCF's website. In addition, the EC shall maintain an updated membership list for verification purposes.

Section IV.1.2 Quorum: At any general body meeting of the MSCF, at least 20% of the total strength of all members of MSCF in good standing shall constitute a valid quorum, which includes absentee votes.

Section IV.1.3 Proxy votes in meetings of MSCF: Proxy voting is not allowed in General Body meetings of the MSCF.

Absentee votes in meetings of MSCF: Absentee voting by postal mail is allowed in General Body meetings of the MSCF if it is received at the MSCF mailing address one day before the General Body meeting. Mailed absentee voters should use the ballot papers provided by MSCF and mail them in a small, sealed envelope accompanied by a separate sheet duly signed by the member and attached with a self-attested copy of their state ID or driving license. Also, any member can hand over their votes to their spouse in a sealed envelope if they cannot make it to the general body meetings of the MSCF. The BOD shall have the authority to approve balloting by electronic means, including voice voting, through a verified independent party. All mail-in and physical voting shall be by secret ballot. Absentee mail-in ballot shall not be required for electronic balloting.

Section IV.1.4 Proxy Votes: Proxy votes are allowed for meetings of the Executive Committee and the Board of Directors, provided purposes are predetermined and informed to the members at least 15 days before such meeting. Proxy votes shall be duly signed, notarized, and delivered in a sealed envelope. Proxy voting may be exercised by email

provided the originating email id is the same as the member's email id in MSCF's membership email database.

Section IV.2 The BOD shall convene at least two general body meetings during the year.

One shall be to elect new governing bodies of MSCF (EC and BOD) every year. This GBM may be held in conjunction with a regular MSCF program/function (e.g. Deepavali), but the BOD should announce that the meeting is a General Body Meeting, the specific time slot to conduct the business of the meeting, the particular purpose (example: Election) through email/e-Letter and website update. Another GBM is to present the financial status of MSCF. This GBM is usually held in conjunction with the Tamil New Year Day function in April or May.

Section IV.3 Member's Email address protection: Past and current members' email addresses in MSCF membership databases shall not be provided to any businesses or individuals and should be maintained confidentially by officers of MSCF. After leaving office, the officers are prohibited from providing any confidential member records to the public or businesses or using it for their own personal, business, or other interests.

Section IV.4 Email and website communication:

The BOD shall maintain the most current MSCF Policies and Procedures Manual on its website.

MSCF's website shall, at a minimum, contain the following information:

- Constitution & Articles of Incorporation
 - Mission & Vision Statements
 - Bylaw
 - Board of Directors
 - Executive Committee
 - Subcommittees
- Contact details (phone number- Private to Members/On-Demand
- Email id of Chair and President
 - An email id and a phone number to communicate with Executive Committee
 - Membership information –how to become a member, membership fees, membership strength (in every category of membership).
 - Financial information – copy of at least the past seven years of financial statements filed with IRS.
 - Archives of previous web content. General body resolutions.

To maintain and further the purposes of MSCF as stated under Article 3 of the Constitution, outlined in 501(C)(3) document, the EC shall be vested with the title and ownership of all real, personal, and other properties of MSCF.

BY-LAW V: ELECTION AND VOTING PROCEDURES

Section V.1 The Board of Directors shall be responsible for conducting elections for all Board and Executive Committee positions.

All officers and members of the EC shall be elected by the General Body of members as per the voting procedures provided below. The 15 EC positions are:

- Five named EC officers in the Executive Committee are:
 - President
 - Vice-President
 - Secretary
 - Treasurer
 - Communications Coordinator
- Ten EC members are elected to handle various EC tasks
- First, the votes for the named positions shall be separately tabulated, and the highest vote-getters shall be declared elected.
- Of the remaining ten positions, two female candidates with the highest votes will be declared elected. If sufficient female candidates are unavailable, the positions shall fall into the open category.
- Then the remaining open positions shall be selected based on the plurality of votes they receive.
- The term of the Executive Committee is a calendar year; it begins on January 1 and ends on December 31 of a calendar year.

Section V.2 Board of Elections

- On or before September 01 of every calendar year, BOD shall appoint a three-member Board of Elections (BOE) to conduct MSCF's elections.
- They must not have served or be serving in the current year's EC or BOD. They shall also be precluded from being nominated for any office in the election being conducted, and they shall not be considered for nomination to any vacant position during the year for which elections are being conducted until the Board of Elections is dissolved.
- The three members of BOE shall be appointed by the Board of Directors. One of the Board of Elections members shall have served in the BOD in the past, another one shall have served in the Executive Committee in the past, and the third member shall be any MSCF member. These three members shall elect one among them to serve as the Chief Election Officer. All members of the board must be in good standing.

- Within one week of appointment, the Chief Election Officer should announce the formation of the committee to the General Body by Email, web announcement and announcement at General Body Meeting if any is held.

The Board of Elections shall have the authority to conduct the election subject to these Bylaw. In case of ambiguity, the Board of Elections shall consult with the Board of Directors before moving forward.

Board of Elections shall have the authority to make any election-related announcement to the general body of members by email, website notification and announcements during GBMs if any is held. The Communications Coordinator is obligated to carry out any requests from the Board of Elections in a timely manner (within five days of receiving such requests from the Board of Elections, or sooner).

The Board of Elections shall organize ballots with all the valid nominations duly received and entered for all the positions. The election shall be conducted as in-person voting. However, the Board of Elections may decide to conduct an online voting procedure depending upon unavoidable situations like a pandemic, subject to BOD approval. In the general body meeting, the Chief Election Officer shall first announce the members elected unopposed to the position(s) on the EC and BOD, and conduct the balloting only for the remaining positions (EC and BOD), where there is more than one candidate, and the contest is warranted; the Board of Elections will issue ballots to all active members who are eligible to vote and conduct the elections.

Nomination Process and Qualification Requirements

Call for nominations: The Board of Elections shall call for nominations for all vacant positions in EC and BOD at least 30 days prior to the date of elections from all active members of good standing. The acceptance status of such nomination shall be communicated to the nominated candidate and the nominating member within five days of receipt of the nomination.

Section V.2.1 General qualifications to contest in EC and BOD elections: EC and BOD nominees must meet one or more of the qualifications below:

Non-student members shall be paid members of the MSCF for at least two consecutive years as of the term's start date for which nomination

Exception: For non-student members whose membership started prior to January 1, 2021, they must have been a paid member of the MSCF for at least two, and not necessarily consecutive, years as of the term's start date for which nomination is sought. This exception shall end for terms starting January 1, 2023, and later.

Or have been a life or patron member for at least one year as of the term's start date or,

Or active student members who qualify as students for the entire duration of the term they are nominated.

Members who have been removed from office or suspended from membership shall not be eligible for five years from the date of such removal or suspension to contest for positions in EC or BOD.

Section V.2.2 Qualification to serve in EC in the Named positions: Only members in good standing are eligible to serve as office bearers. All the EC named position nominees should have served as EC members for a minimum of one year to be nominated for those positions except President of the EC committee. The President of the EC committee shall have served as an EC member for at least two years.

Section V.2.3 Qualification to serve in EC as members: Only members in good standing are eligible to serve as office bearers and members in the EC. For valid membership, the official record of membership of the contestant should be valid for at least 17 months before September 01 of the current year or one year before the start of the new term.

The post of the Treasurer shall not be filled by a member of the same family (family for this purpose would include husband, wife, children, and parents) for consecutive years.

The positions of President and Treasurer shall not be filled by members of the same family (family for this purpose would include husband, wife, children, and parents) for consecutive years.

The positions of BOD members shall not be filled by members of the same family (which for this purpose would include husband, wife, children, and parents) for consecutive years.

The positions of EC members shall not be filled by members of the same family (family for this purpose would include husband, wife, children, and parents) for consecutive years.

The positions of EC Office bearers and BOD members shall not be filled by members of the same family (family for this purpose would include husband, wife, children, and parents).

Members of the same family shall not hold the signature authority on finances of the MSCF in the same year. In cases, the members of the same family serving on EC and/or BOD for multiple years consecutively, they shall not hold the signature authority on MSCF finances in those years. Furthermore, if the Treasurer becomes the MSCF President in the following year, the Vice-President of the MSCF will assume the signing authority. If the Vice-President cannot sign, the Secretary will assume signing authority.

Out of the 10 EC member positions, two positions may be filled by Student Members.

Qualification to serve in BOD:

- 1) They shall be members in good standing.
- 2) They shall be MSCF members for at least five consecutive years as of the start date of the term for which nomination is sought.

Exception: For non-student members whose membership started prior to January 1, 2021, they must have been a paid member of the MSCF for at least five, and not necessarily consecutive, years as of the term's start date for which nomination is sought. This exception shall end for BOD terms starting January 1, 2026, and later.

- 3) Shall have served as MSCF's Executive committee member for at least two years.
- 4) All BOD members must be life or patron members or pay membership for three years of the serving term in advance.

For valid membership, the MSCF membership roster as of September 01 of the election year shall be the official record.

The Board of Elections will review the nominations to make sure they satisfy the eligibility requirements. If a nomination received from a member does not meet the criteria, the committee should notify such member about her/his status confidentially. If sufficient nominations for all positions are not received from qualified members of MSCF within the set date of receiving such nominations, the nomination date for such positions will be automatically extended until two days before Election Day. Board of Elections shall solicit floor nominations on the day of elections only if no prior nominations were received for any open positions.

Nominations process: A MSCF member in good standing can only make one single nomination. Self-Nomination is precluded. The nominating member shall submit nomination only with the consent of the candidate, with an email copy to the Board of Elections. A candidate shall be nominated for only one post for EC or BOD at a time. A candidate can withdraw his or her nomination and be nominated for another post during the nomination period according to his or her choice. While the nominating member nominates the nominating candidate, she/he should attach a manifesto with a list of community services performed in the past and the objectives of the candidate for the contesting year. While the nominating candidate accepts the nomination by email to the Election Officer, she/he should attest the manifesto along with the acknowledgement of MSCF By-Laws understanding.

The operating budget of the MSCF shall be used to pay for all expenses related to the conduct of elections. The Chief Election Officer and the Board of Elections shall be responsible for conducting the elections.

MSCF members and all new members of EC, BOD and sub-committees must be informed of the availability of MSCF Articles of Incorporation, available in the State of Florida Divisions of Corporation Official Website, and bylaw on the MSCF website.

Section V.3 Equal Accessibility:

Every candidate running for a specific position on the EC (officers and members) and BOD shall have equal access to the information needed for campaigning. This includes all candidates contesting for a single position, and they shall be eligible to receive a printed list of eligible voters (names and mailing addresses on record) for the purposes of campaigning. This privilege is made available only after the nomination deadline has passed. Candidates shall not misuse this privilege of acquiring MSCF membership information for other external purposes (business, personal, religious etc.) other than for the specific MSCF election campaigning.

The Board of Elections shall develop campaign guidelines that are approved by the BOD and give them to candidates along with the eligible voters list.

The campaigning by the candidate and any member of the candidate's campaigning team shall ensure fairness, keep order, and preserve the integrity of the election.

The Board of Elections will have the authority to cancel the nomination of candidates and disqualify them for violating these principles of campaigning in consultation with BOD

The current BOE shall extend all the help and assistance to the Chief Election Officer and Board of Elections that includes a list of volunteers, so they will be able to conduct the election openly and fairly.

Section V.4 Members eligible to vote: All paid members of MSCF as of September 01 of the current year and a paid MSCF member for at least five months of the current year are eligible to vote.

Every eligible member of the MSCF will have the right to cast one vote in the election. In the case of family membership in the MSCF, both adult members of the family will have one vote each, and so the family membership will have two votes. No other member of the family will be eligible to vote unless that member is 18 years of age and has an independent, active membership in the MSCF.

Section V.4.1 Voting procedure:

- Members will not be allowed to vote without a government-issued photo ID.
- The members and spouses' names should be listed in the membership database.

- Any name changes can be accepted as an exception as decided by the Board of Elections.
- Provisional ballots may be accepted for later verification and acceptance.

Elections shall be held once every year between October 01 and November 15, but no later than December 15.

The election schedule is:

- September 01 – Board of Elections formed by appointment of officers.
- September 01 – Cut-off date for members to be considered active members eligible to vote.
- September 07 – Announcement of Board of Elections and Chief Election Officer to members by email, and website announcement.
- September 30 – Executive Committee should deliver, in print form, the Voters List (list of all members eligible to vote) to the Board of Elections.
- 30-45 days before election day – Board of Elections sends "Call for nominations" to members by email and website announcement.
- 20 days before Election Day – Last day for receipt of nominations.
- 10 days before Election Day – Last day to withdraw nominations or provide Bio, accomplishments and proposed contributions if elected.
- Election Day – Conduct Elections (in a General Body Meeting called specifically for this purpose, usually on the day MSCF celebrates Deepavali function).
- 7 days after Election Day – Board of Elections announces results of election to general members by email and website notification.
- 10 days after Election Day – Board of Elections submits "Closure Package" to BOD.

The Board of Elections shall maintain a schedule of announcements as follows from the time of its original call for nominations to the active members of the MSCF: a) Valid list of nominations for all vacant positions on a weekly basis, b) Withdrawal of nominations, c) The list of nominees 1-2 days before closing date of the nominations.

Only the nominated candidate can withdraw his/her nomination, with a MSCF registered email message to the Board of Elections indicating this fact and copied to the member who nominated him/her in the first place.

Section V.5 Bylaw: Once elected, all the officers, directors and EC members of MSCF shall be informed about the bylaw of MSCF by the Chair of BOD. They shall also undergo a mandatory bylaw orientation program before assuming the office. The format and time of bylaw orientation will be decided by the BOD.

Elected members should also be reminded to renew their membership within 30 days following the election, as stated in bylaw.

Section V.6 Closure package from Board of Elections to BOD upon conclusion of elections: Within ten days of the date of the election, the Board of Elections shall deliver to BOD all documentation relating to the election, including nominations, ballots, list of members who were eligible to vote, and a list of all members who attended the GBM and voted, quorum, declaration of election results, and a list of positions that remained vacant after the elections. Any documentation given to candidates shall be collected back from them and handed over to BOD as part of the Closure Package.

The closure package should also include the name, position, email ID, and phone numbers of all the nominees and elected candidates.

In the case of any dispute involving the election processes as described above, the Board of Elections should use the election procedures described in Robert's Rule of Order book as the final reference authority.

Section V.7 Term of Board of Elections: The term of Board of Elections shall start from the date it is formed (September 01 or earlier) and shall end upon submission of the Closure to the BOD..

BY-LAW VI: AMENDMENTS

Section VI.1 Any active MSCF member, including those serving on the EC or BOD, may propose amendments to specific clauses in the MSCF bylaw or Articles of Incorporation ('Constitution'). All such proposed amendment requests shall be submitted in writing to the Chair of the Board of Directors. Such proposals shall be approved by a majority of the BOD or 15% of members of the General Body (GB).

Section VI.2 To ensure a fair review of the proposed changes, the Chair shall appoint an ad-hoc committee consisting of the members from the GB within 45 days. Accordingly, the BOD Chair shall invite GB members via MSCF Newsletter and constitute the Bylaw Review Ad-hoc Committee (BRAC), whose members shall be independent of those serving on the current EC and/or BOD.

Section VI.3 The BRAC shall conduct an open forum of the GB meeting (quorum not required) for feedback on the proposed changes by announcing the date/venue via member-specific Newsletter, at least 15 days before such meeting. At the end of this process, the BRAC shall forward the comments and recommendations to the BOD.

Section VI.4 The BOD Chair should seek legal opinion on the proposed amendments and circulate them to the GB within 45 days after receiving the BRAC recommendations. The General Body meeting shall be announced at least 30 days in advance by the BOD chair for the approval of proposed amendments by paper ballot voting. A copy (Email) of the proposed amendments shall be distributed to GB along with the GB meeting announcement.

Section VI.5 The amendments to bylaw and Articles of Incorporation placed before the general body will be passed if approved by 2/3 of the eligible voters constituting the quorum at the meeting and shall be effective immediately. The ballot voting procedure shall be conducted by an independent committee appointed by the BOD. The presence of 20% of eligible members of MSCF shall be necessary to constitute a quorum for any amendments to the bylaw. The Secretary of MSCF shall notify the changes in the bylaw to the Secretary of State of Georgia, IRS, and a copy shall be sent to BOD.

Section VI.6 Any amendments to the bylaw cannot be brought before the general body in the first month of a calendar year in order to ensure the full participation of the General Body.

BY-LAW VII: RIGHTS OF MEMBERS

Right to information about EC, Subcommittees and BOD meetings: Every active member of MSCF is eligible to attend, as an observer, the meeting of the Executive Committee, BOD and any of all officially constituted Sub-Committees. The BOD shall determine the procedure for such attendance.

To make the attendance of these meetings possible, all the afore-mentioned committees shall announce in advance the meeting date/venue via Email communication only to active members of the MSCF. They shall have the authority to restrict the number of active members per meeting as observers on a first-come, first-served basis.

Right to ask for and review approved minutes of and resolutions passed at official meetings of EC, BOD. However, sensitive personal information of members of MSCF, if in possession of the EC, BOD during deliberations, will not be made public.

All paid members are eligible to receive the MSCF directory.

Members shall give a valid reason or purpose to exercise any of these rights. Any information received shall be used only for the specified purpose. Any information received in hard copy shall be returned after the purpose is achieved. Any information received in electronic media shall be destroyed after the purpose is achieved.

BY-LAW VIII: KALAIKODAM (TAMIL SCHOOLS) : LANGUAGE, INSTRUCTION AND ARTS

Section VIII.1 All Tamil Schools approved by MSCF for inclusion in MSCF shall be named as MSCF Kalaikoodam (and also can be called as MSCF Tamil School) and will be an integral part of MSCF with rights and privileges, including financial assistance, liability insurance, slots in MSCF's programs and events. Tamil language and culture are the oldest known in the world. The goal of each Kalaikoodam is to foster and enhance Tamil culture, including the Tamil language, Tamil education, Tamil visual, performing and martial arts for children in the MSCF service area.

Section VIII.2 Each individual MSCF Kalaikoodam shall have complete operational independence in all aspects of school operations, including fees structure, scheduling, syllabi, classroom location, assignments, teacher selection, mode of education, spending, separate accounting, MOUs with accrediting agencies. However, no activity of Kalaikoodam shall violate MSCF bylaw or accounting practices.

Section VIII.3 Any individual Tamil school shall develop its School Policy and Procedures Manual for approval by BOD and for incorporation into MSCF's Policy and Procedure Manual by Reference, to be called as MSCF Kalaikoodam, henceforth.

Section VIII.4 The MSCF BOD may approve for one or more schools serving different servicing areas for convenience.

Section VIII.5 Each individual MSCF Kalaikoodam shall appoint its school committee consisting of Teachers and Parents for guiding and managing all aspects of the school. The committee shall have a minimum of 10 members. The committee at its first meeting shall appoint a chair through a simple majority. The committee may additionally nominate persons of eminence into the committee to enhance the standing and operations of Kalaikoodam.

Section VIII.6 The BOD may appoint a representative advisor from its members to advise and assist Kalaikoodam.

Section VIII.7 The MSCF Kalaikoodam(s) which are an integral part of "MSCF Accounting and Finance" shall maintain proper records of its financial transactions and report them to MSCF for tax filing and other statutory requirements.

Section VIII.8 In addition to the Kalaikoodam Tamil Schools, MSCF shall strive to provide assistance, volunteers, support, cooperation and encouragement to Tamil teaching establishments in our area

BY LAWS REVISION HISTORY

AUTHOR(s)	DATE	REVISION	DESCRIPTION
Board of Director	01/12/2021	Initiated	BOD requested to revise legacy By Laws
Sankar Nellian Thirumavalavan M Vijaisenthil PK Muthusamy Swami	11/10/2021	Rev 03	Approved by BOD and GBM