



THE CONSTITUTION OF "PAMPA KANNADA KOOKA OF MICHIGAN" (Metro Detroit, Michigan)

Preamble:

Whereas, the Kannada speaking community in the Metro Detroit area of Michigan, in order to cultivate, preserve and promote cultural, literary, scientific and educational heritage of Karnataka, and to contribute toward promotion of inter and intra cultural understanding and integration, do hereby join together to form a non-profit organization.

Article I: Name & Location

Section 1: Name and Location

The name of the association shall be "PAMPA KANNADA KOOKA OF MICHIGAN", hereafter referred to as "The Kannada Koota".

The office and headquarters of the kannada Koota shall be at such location on decided by the president of the association.

Article II: Aim & Objectives

Section 1:

The aim and objectives of The Kannada Koota shall be:

- a) To assist and propagate cultural, educational, social, community affairs of the people of Kannada origin in the state of MI.
- b) To promote inter and intra-cultural understanding and integration.
- c) To organize Kannada, literary, cultural, and educational activities.
- d) To conduct Kannada language classes and programs to promote literary and cultural understanding of Karnataka among children.
- e) To raise, solicit, and collect funds and donations either directly or in cooperation with other not-for profit organizations for cultural, educational, and charitable purposes in the state of MI
- f) To provide a platform for an individual to share civic responsibilities for betterment of the society. However, The Kannada Koota will neither affiliate with political entities nor endorse a political ideology.



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Section 2:

No members or Directors or Executive Committee shall receive or derive any personal, financial benefits either by being a member of the kannada Koota or by using its goodwill.

Article III: Statute of the Association

Statute of the Association: The Association shall be a “not-for-profit” cultural Association.

Article IV: Membership

Section 1: Membership Eligibility:

Any person who subscribes to the objectives of the association may become a member of the association under any of the categories described in Article IV, Section 2, on payment of the non-refundable membership dues to be determined from time to time by the Executive Committee.

Section 2: Membership categories:

- a) **Annual Family Membership:** Those with spouse/children/parents living together on payment of the annual family membership dues become family member.
- b) **Annual Individual Membership:** Single persons, on payment of the annual individual membership dues become an individual member.
- c) **Life Family Membership:** Those with spouse, children (under 18 years) and parents living together on payment of the life family membership dues become life family member.
- d) **Life Individual Membership:** Single persons, on payment of the annual life membership dues become life individual member.
- e) **Honorary Membership:** Upon recommendation of the Executive Committee, during their term, one honorary membership of The Kannada Koota may be granted to a non-member who has made significant contributions to Kannada culture and language.
- f) **Student membership:** Students pursuing bachelor’s and master’s degree.



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Section 3: Voting Rights:

Under family membership, the member and the spouse each shall carry one vote.

- a) Individual members shall carry one vote each.
- b) Voting by proxy or in absentia shall not be permitted.

Section 4: Revoking Membership:

Membership can be revoked with one-month notice, for any conduct considered to be non-compliant to the objectives of The Kannada Koota decided by BOD & EC (President, Vice-President, Treasurer & Secretary) on majority voting. The term of revocation shall be decided by the BOD & EC team on majority voting. BOD shall communicate the revocation to all members. A detailed documentation must be maintained and shared with any active member upon written request..

Article V: Constituent Units

Section 1: Constituent Units:

The Kannada Koota shall have the following constituent units:

- General Body (GB)
- Board of Directors (BOD)
- Executive Committee (EC)
- Special Committees (SC)

Section 2: General Body (GB):

GB shall consist of all categories of members as defined in Article IV, Section 2.

Section 3: Board of Directors (BOD):

a) Number, Composition, Tenure and Replacement:

- I. There will be Five (5) Directors on the Board at any time for a term of Four (4) years. A Chairperson of the Board will be selected by the BODs. Chairperson's term will be for minimum Two (2) years. The Chairperson will be responsible for BOD Meetings, and liaison between EC and BOD. EC should not get involved in selecting BOD Chair, it's left to the BODs.



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- II. The Board composition will include Immediate past President and Four (4) Directors elected by The Kannada Koota Members. Election Process will be as per the **Addendum A**.
- III. A Director can serve for a maximum of One term (4 years) [2 years for President advancing to BOD position] after which there shall be a gap of one term (4 years) before a member can run again for a Director’s position as well as any Executive Committee (EC) positions mentioned in Article V Section 4 category a.
- IV. In the case of resignation, or vacancy for whatever reason of a Director, the Board of Directors shall have the discretion to select and appoint a person to replace the position for the remainder of the term.
- V. If the immediate past president had served the EC positions in two consecutive terms (4 years) before advancing to BOD position, he/she shall have a gap of 3 EC terms (6 years) before running for any BOD and EC positions mentioned in Article V Section 4 category a.

b) Qualification:

- i. In order to be qualified for the BOD an individual must be a member of the Pampa Kannada Koota in good standing at least for two (2) years prior to the election year. **Example:** In order to qualify for the **2024** elections, an Individual must be a member of Pampa Kannada Koota for the year **2021-22** and **2022-23**.
- ii. He/ She should be service-oriented, be active in and have provided.
- iii. continuous support to the Michigan Kannada community.
- iv. He/ She should be able to generate an interest in The Kannada Koota activities and help increase membership.
- v. He/ She be willing to be involved in fund-raising activities for The Kannada Koota.

c) Responsibilities:

- I. The BOD shall work to promote the objectives of The Kannada Koota; responsible for long-range planning, development and management of policies, fiscal stability.
- II. The BOD shall advise EC on operating policies of The Kannada Koota in conformation with the Aims and Objectives described in Article II, Section 1.



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- III. In case of crisis or dispute, or at the request of the Executive Committee, it shall, as a mediator, resolve the crisis or dispute and its decision shall be final and binding.
- IV. The BOD shall act as the internal auditor of The Kannada Koota financial matters, assets. BOD shall hire a certified auditor to audit the financial matters of the Kannada Koota in the event of a conflict between BOD and EC. Kannada Koota carries the burden of cost of such auditing.
- V. Annual audit for the compliance of the Kannada Koota’s Bylaws and Federal and State regulations.
- VI. The Board will be responsible for the Kannada Koota’s Insurance renewals; BOD Chair will have the credentials for Bank accounts and e-mail and Social Media accounts.
- VII. In the event of EC not performing the activities as set forth in the bylaws, BOD shall communicate the situation to all active members and seek voting from all the members for removing the EC. Two third of the members must vote in favor of this motion for removing the EC. BOD shall take necessary actions to call for re-election.
- VIII. The Board will be responsible for appointing election committee, Bylaw Committee.
- IX. The BOD must assist in smooth transition of the Executive Committee following the Transition Process as per the **Addendum B**.
- X. In case of BOD Chair not able to carry out the responsibilities as stated in the bylaws, other BODs have the option to replace the BOD Chair with majority voting. In the case of a tie, BOD chair will continue his/her position.

d) Meetings:

- I. The BOD shall meet at least twice a year. A majority of the Directors shall constitute the quorum. Meetings could be held as conference calls or in person.
- II. The BOD Chair shall preside BOD meetings. The BOD chair will be responsible for distributing the minutes of meeting to EC and the members of The Koota and implementing BOD decisions.



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Section 4: Executive Committee (EC):

a) Number, Composition, Tenure and Replacement:

I. The Executive Committee shall consist of following five (5) positions:

1. President
2. Vice-President
3. Treasurer
4. Secretary
5. Joint Secretary

Of these 5 EC positions, only the President, Secretary and Treasurer will be elected by the members of The Kannada Koota. Election Process will be as per the **Addendum A**. The rest of the EC positions shall be appointed by the elected EC Members.

- II. Each of the EC positions is for two (2) years. No EC member can serve more than one term (2 years) for the same position in two consecutive terms (4 years). They are allowed to serve two different positions in two consecutive terms. There shall be a gap of one term (2 years) for the member serving the EC position for one term (2 years) and two terms (4 years) for the member serving the EC position for two terms before a member can serve again in the same EC position.
- III. In the case of resignation, or vacancy for whatever reason of an EC position, EC in consultation with Board of Directors, shall have the discretion to select and appoint a person to replace the position for the remainder of the term.



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b) Qualification

In order to be qualified for the Executive Committee an individual must be a member of the Pampa Kannada Koota in good standing at least for two (2) years prior to the election year. **Example:** In order to qualify for the **2024** elections, an Individual must be a member of Pampa Kannada Koota for the year **2021-22** and **2022-23**.

c) Associate EC member

The Executive Committee shall have the right to co-opt spouses of the members of the executive committee as Associate members of the Executive Committee.

d) Responsibilities

- I. The **President** shall represent the Kannada Koota, preside over its meetings and shall execute its resolutions. The President shall not commit the association without the consent of the majority of the executive committee. President shall call for nominations for the open positions during election year as per the directions from BOD.
- II. The **Vice-President** shall assist the President in his/her duties and act on his/her behalf in his/her absence. He/She shall also perform such other duties delegated from time to time by the executive committee.
- III. The **Treasurer** shall be responsible for the financial records of The Kannada Koota. The Treasurer shall also perform all other duties incidental to the office of the Treasurer of an organization of this character. In the absence of the Treasurer, the executive committee shall nominate a member as the Treasurer.
- IV. The **Secretary and Joint-Secretary**, in general, shall be responsible for all non-financial records of The Kannada Koota. He/She shall maintain an up-to-date list of all the members of The Kannada Koota. He/She shall give or cause to be given notice of all meetings of The Kannada Koota. He/She



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shall also perform all other duties incidental to the office of the Secretary of an organization of this character.

- V. EC should consult BOD for any expenses over \$1,000 for conducting special event that is considered not an annual event of The Kannada Koota. EC shall communicate any changes in the event ticket pricing with valid reasons for such changes before publishing the event details.
- VI. President and Treasurer will be responsible for annual tax filing either on their own or by hiring a CPA. A Member CPA cannot charge for his/her services in this matter.
- VII. President and Treasurer will be responsible for organization registration with Michigan state with President or Treasurer home address. Insurance policy should reflect the same information.

Section 5: Special Committees (SC):

Special sub-committees may be appointed by the Executive Committee to accomplish special assignments, to investigate specific problems, procedures on matters of interest, and to make recommendations to the Executive committee. The terms of such committees shall be terminated any time at the discretion of the Executive committee.

Article VI: General Body Meeting

Section 1:

An annual general body meeting shall be held at a suitable time and place designated by the executive committee.

Section 2:

Additional general body meetings of The Kannada Koota may be held at the call of the executive committee or at the request of members upon receipt of a petition calling for such meeting and signed by at least 25% of current members.

Section 3:

The notice for the general body meeting shall be set at least 15 days prior to the date fixed for such a meeting.

Section 4:



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The quorum for the annual general body meeting shall be 25% of the active members. If the quorum of this meeting is not satisfied, then an additional annual general body meeting shall be held within 15 days and no quorum will be necessary for this meeting called by the executive committee, but only the resolution on the agenda shall be voted upon.

Section 5:

Voting by proxy at the General Body Meeting shall not be permitted.

Article VII: Fiscal Year

The Fiscal Year: The fiscal year of The Kannada Koota shall be from 1st July through 30th June.

Finance:

Section 1:

The financial account (s) established in the name of The Kannada Koota shall be operated jointly by the President and the Treasurer of The Kannada Koota.

Section 2:

The Executive Committee must provide Revenue, Expense Report to the Board after each event conducted by The Kannada Koota.

Section 3:

The Executive Committee shall be responsible to provide Financial Statement to the members annually. Any Member, on an individual basis, can request Financial Statement.

Article VIII: No-confidence Motion

No-confidence Motion:

A no-confidence motion against the Executive Committee may be passed by a majority decision of the members. In such situation, the Board may assume the EC responsibilities, or the Board may appoint a new EC for the remaining period of the term.



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Article IX: Communication Protocol

Communication Protocol:

- I. All official matters related to the Kannada Koota such as suggestions, complaints, disputes must be communicated to the President or BOD chair via e-mail only to: president@mipampa.org or bod@mipampa.org. President or BOD chair must respond to such emails within 1 week from the date of receiving the email.
- II. Communication of such matters via social media, Chain/Mass e-mail will not be addressed.
- III. The Board reserves the right to take disciplinary action against any member including revoking membership who indulge in defamation against The Kannada Koota or its Constituent Units and NOT against any individuals.
- IV. Membership data, including the personal data of the members of The Kannada Koota shall not be shared to any third party.

Article X: Amendments

Amendments:

This constitution may be amended by a majority vote at a general body meeting provided,

- i. That a petition signed by at least 25 percent of the members, or the Executive Committee introduces the amendment.
- ii. That the amendment is submitted to the Executive Committee, which shall distribute it to the members at least 15 days prior to the date of the meeting.



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Addendum A - The Election Process

- The Board will nominate an Election Commissioner to conduct both Executive Committee and Board of Directors elections.
- The Election Commissioner form an Election Committee comprised of minimum 3 members to oversee the entire election process starting from calling for nomination to conducting the election.
- Communication as to the following must be sent, by the Election Commissioner, to members a minimum of thirty (30) days prior to the election being called:
 - Number of Positions
 - Term of the positions
 - Candidate Qualification:
 - Specify the Qualification and Eligibility criteria as established in the Constitution.
 - Nomination Process:
 - Nomination for one position only.
 - Specify the Nomination requirement including Proposed by and Seconded By a member.
 - Specify the Nomination submission means – e-mail, Submit Nomination form online, etc.
 - Specify Start date and End date for nomination with Last date to withdraw nomination.
 - Voting Eligibility – Any active member on or before 31 January of the election year and maintaining the valid membership on the election day is eligible to vote.
 - Campaigning – Contacting members via phone or e-mail by the Candidates is not allowed. All candidates profile will be published online and will be communicated to the members minimum two (2) times before the election.
 - Election Day – 1st Saturday of the April month of the election year is declared as the election day. In case of unforeseen circumstances election day can be postponed to 2nd Saturday of the April month of the election year.
 - Voting Method
 - If done in a physical meeting setting, specify the Time and Venue of the election. Specify if every family member of a Family Membership must be present at the time of the voting?
 - Specify the ballot distribution process including ballot format with unique, non-traceable identifier, etc.
 - Specify Number of ballots per member/family as per the Constitution.
 - Specify the counting process such as presence of the candidate or candidates’ representative. If done online, define if third party will be administering the ballots distribution, ballot counting and providing certified results.



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Addendum B - Executive Committee Transition Process

The Board will facilitate the transition from the outgoing Executive Committee to the new incoming Executive Committee with the following Checklist:

Bank Accounts (Operating and Certificate of Deposit)

- Change of Address
- Change of Signatories
- Online User ID and Password
- Access to PayPal Account

Online Tools:

- Access to Mailchimp Communication Tool
- Access to Social Media
- Access to e-mail accounts
- Access to The Kannada Koota website account

Membership Database:

- Excel File of all the members with Full Name, Contact information, Membership Type and Expiration date

Assets:

- Liability Insurance documents and Certificate of Insurance
- Banners and Logo Banners
- A/V equipment
- Cash Box
- Any other tangible assets such as decoration items



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Addendum C: Amendments Made

Amendment - February 19, 2024

The current Constitution was last amended in 2019 with more details in every section of the constitution. Over the few years, Organization faced few scenarios where there was no clarity in the constitution to address such scenarios. To address such scenarios and amend few bylaws, a Bylaw Committee was formed to review the current Constitution and to propose the amendments.

1. The Bylaw committee was formed on 06th December 2023, with the following as members of committee. The positions of the committee members are the positions held by the members on the date of formation of bylaw committee.
 1. Smt. Nagamani Vishwanath – Director of The Koota
 2. Sri. Channa Reddy – Director of The Koota
 3. Sri. Ashok Kalwad – Director of The Koota
 4. Smt. Bhawani Bharadwaj – Director of The Koota
 5. Smt. Swathi Gowda – Director of The Koota
 6. Sri. Prashant Katti – President of the Koota
2. The Bylaw committee did a comprehensive review of the current Constitution and proposed several amendments. The proposed amendments included changes, additions and deletions.
3. The proposed amendments to the constitution of The Kannada Koota were shared electronically, with the Members of The Koota on 15th January 2024, requesting for feedback.
4. Enough time (2 weeks) was provided to members to provide their feedback on the proposed bylaws. Last day to provide feedback was 29th January 2024.
5. The Bylaw committee had regular meetings to review the feedback from members and decide on the actions on the feedback.
6. The proposed bylaws were updated to incorporate some of the feedback items and rationale was provided to members for not incorporating all the feedback items.
7. The final bylaws were electronically, shared with the members of The Koota on 11th February 2024, for ratification. The guidelines were for ratification were also shared.
8. The ratification results from the members were consolidated, and the amendments were adapted on 19th February 2024.



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Amendment - September 29, 2019

The current Constitution was drafted in 1986 when Pampa registered as a Not-for-Profit entity. Since then, it was amended once, in 2012. To accommodate the growing needs of Pampa, to clarify ambiguities and to correct any erroneous information in the current Constitution, a Bylaw Committee was formed to review the current Constitution and to propose the amendments.

1. The Bylaw committee was formed on 18th June 2018, with the following as members of committee. The positions of the committee members are the positions held by the members on the date of formation of bylaw committee.
 1. Smt Vijaya Pandit – Director of The Koota
 2. Sri Ramesh Gowda – Director of The Koota
 3. Sri Diwakar Jeeda – Director of The Koota
 4. Smt Manasa Nadig – Legal/Tax consultant for The Koota
 5. Vivekananda Reddy – President of The Koota
 6. Ramgopal Krishnamurthy – Executive Member of the Koota
 7. Ravish Chandrashekhar – Ex EC member of The Koota
2. The Bylaw committee did a comprehensive review of the current Constitution and proposed several amendments. The proposed amendments included changes, additions and deletions.
3. The proposed amendments to the constitution of The Kannada Koota were shared electronically, with the Members of The Koota on 19th January 2019, requesting for feedback.
4. Enough time (4 weeks) was provided to members to provide their feedback on the proposed bylaws. Last day to provide feedback was 10th Feb 2019.
5. The Bylaw committee had regular meetings to review the feedback from members and decide on the actions on the feedback.
6. The proposed bylaws were updated to incorporate some of the feedback items and rationale was provided to members for not incorporating all the feedback items.
7. The final bylaws were electronically, shared with the members of The Koota on 16th September 2019, for ratification. The guidelines were for ratification were also shared.
8. The ratification results from the members were consolidated, and the amendments were adapted on 29th Sep 2019.



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Amendment – January 16, 2012

ADDENDUM TO ARTICLES OF INCORPORATION

JANUARY 16th, 2012

This addendum is due to the new State of Michigan requirement to have 3 Directors on Board for all Non-Profit Corporations.

It was decided at this meeting that:

1. Directors, Vijaya Pandit & Ramesh Gowda will continue on board.
2. The 3rd Director will be always the current President of Pampa Kannada Koota of Michigan for the 2 Year term as covered by the Annual Report.
3. The 3rd Director for the year 2011-2012 will therefore be Nagaraja Tavarekere.
4. The Annual Report has been prepared and mailed to the State with the above information.

Directors and current Committee Members present at this meeting have agreed to the above and set forth their signatures.

Vijaya Pandit
VIJAYA PANDIT

(Director)

RAMESH GOWDA

(Director)

J GOWDA

(Vice-President 2010-2012)

Nagaraja Tavarekere

NAGARAJA TAVAREKERE

(President 2010-2012)



THE CONSTITUTION OF "PAMPA KANNADA KOOTA OF MICHIGAN"
(Metro Detroit, Michigan)

Constitution Drafted – March 1, 1986

Inc. ಪಂಪಾ ಕನ್ನಡ ಕೂಟ
Oct 1st
Pampa Kannada Koota
Date: March 1st, 1986

Dear Members:

It has been unanimously decided to register "PAMPA KANNADA KOOTA", as a "not-for-profit" social and cultural organisation. A draft constitution of the organisation is enclosed for your review and suggestions. Please read through and if you feel there need to be any additions or alterations, please let us know in writing, for the executive committee to consider on or before 15th, March.

Sincerely,

Vijaya Pandit
(VIJAYA PANDIT)

(for executive members of
Pampa kannada koota)