

**AMENDED AND RESTATED BYLAWS OF
SACRAMENTO TAMIL MANDRUM.
(AS AMENDED AND RESTATED ON January 31st, 2012.).**

ARTICLE I. OFFICES.

Principal Office.

Section1.01 The principal office of the Sacramento Tamil Mandrum (STM) for its transaction of business is located at 3416 Durello Circle, Rancho Cordova, CA 95670.

Change of Address.

Section1.02 The Board of Directors (BOD) in concurrence with the Board of Trustees (BOT), is hereby granted full power and authority to change the principal office of the STM from one location to another. Any such change shall be noted by the Secretary in these Bylaws, but shall not be considered an amendment to these Bylaws.

ARTICLE II. PURPOSE.

Section 2.01 The STM shall be a non-profit, non-religious, non-political organization having the following objectives;

1. To promote knowledge of the Tamil Language and Tamil culture for those in the Greater Sacramento Area, and to provide a medium of mutual contact for them.
2. To arrange Tamil literary, cultural, and social events of interest to the Tamil community.
3. To interact with other similar organizations.
4. To facilitate the study of the Tamil language and culture
5. To provide other services in the interest of Tamil culture and education.

STM's activities shall not include any propaganda, or otherwise attempt to influence legislation. STM shall not participate or intervene in any political campaign (including the publication, or distribution of statements) on behalf of any candidate for public office.

ARTICLE III. MEMBERS.

Members Prohibited.

Section 3.01 The STM shall not have any members.

ARTICLE IV. TRUSTEES.

The Role of the Board of Trustees.

Section 4.01 The BOT is the supreme decision making body. The working BOD and all other committees/subcommittees formed by the STM should work under the jurisdiction of the BOT. The STM Bylaws may be amended only by the BOT, with a seventy-five percent majority vote of the BOD. The BOT is currently composed of the founding members, number of members being four (4). A Trustee may serve for any length of time he or she desires. Dismissal of any Trustee will require three (3) BOT votes. If there is a vacancy on the BOT, the remaining Trustees on the BOT, shall decide on the future composition of the BOT.

The Duties of the Board of Trustees.

Section 4.02 The Board of Trustees shall be responsible for:

1. Amending the Bylaws.
 2. When Bylaws are amended, input from the BOD may be considered.
- The Board of Trustees appoints the President of the BOD. The BOT will have the authority to remove the President of the BOD from office. Written notice of the removal from office of the President will be made in person or by certified mail. A Trustee, or a Director appointed by the Trustees, may replace the President for the remainder of the term. In the event that

a Director is appointed, the appointment will not disqualify him/her from being appointed as President for a future term of office.

3. Settling disputes within the BOD.

4. Conflict resolution. In the event there is a conflict between the public and the BOD, the BOT has the authority to act as a mediator. The BOT is the final decision maker in the event of persistent discord.

5. Ensuring the BOD operates within the framework of the Bylaws of the STM.

6. Oversee the fiscal management of STM. Maintain and manage the bank accounts of STM.

ARTICLE V. DIRECTORS.

Number

Section 5.01 The STM shall have no fewer than 5 and no more than 9 Directors.

Term of Office.

Section 5.02 Each Director shall hold office for a term of 2 - 4 years, and until a successor Director has been elected and qualified. On any given year, at least 2 Directors from the previous year shall continue to hold office. Past Board Members may be appointed to the current BOD after a two-year hiatus for a new term. Any member of the BOD shall serve on the board for no more than three terms.

Election.

Section 5.03 The Directors should be elected at a specified meeting of the BOD as prescribed in the Bylaws. Names of nominees for Director(s) shall be submitted to the BOT for concurrence prior to the meeting. A minimum of five (5) BOD, and one (1) Trustee shall be physically present during the election of Directors. The absentee Trustees and Directors may call in their votes to the attending Trustee during the meeting. The attending Trustee will cast the votes submitted by all the absent Trustees and Directors. The candidates receiving the highest number of votes, up to the number of officials in the BOT and Board of Directors shall be elected. The President shall break a tie if necessary. In the event there is a dispute, the BOT

decision will prevail.

Compensation.

Section 5.04 The Directors shall serve without compensation.

Meetings

Section 5.05 A. The meetings of the BOD may be called by the Board of Trustees, or the President, or the Secretary, or any two (2) Directors.

Quorum.

B. The majority of the authorized number of Directors constitutes a quorum of the BOD, for the transaction of business.

Removal of Directors.

C. The BOD with the concurrence of the BOT, may declare vacant the office of a Director, if the Director has failed to attend 40% of the meetings of the Board in one calendar year. The Secretary is to mark attendance at the BOD meetings, and notify the President should such a lapse occur.

ARTICLE V1. OFFICERS.

Number and Titles.

Section 6.01 The officers of the STM shall include a President, a Secretary, a Treasurer, and such other officers with such titles and duties as shall be determined by the BOD and or BOT, as may be necessary to enable it to sign instruments.

Duties of Board of Directors.

Section 6.02 1. The BOD shall organize a minimum of 3 annual events. The BOD has

complete autonomy to plan and execute the events within the framework of the STM bylaws. These events shall have no political or religious affiliations. Fundraising is prohibited, unless it is to defray the cost of organizing the event.

2. Upon request, the Treasurer of the BOD will submit to the BOD all financial records.

Duties of Officers - President.

- Section 6.03
1. The President shall be the General Manager and Chief Executive Officer of the STM and shall, subject to the control of the BOD and BOT, have supervision, direction, and control of the business and affairs of the STM. Said officer shall preside at all meetings of the BOD.
 2. Ensure that a minimum of three events are held every year.
 3. Oversee the activities of the BOD.
 4. Resolve disputes within the BOD.
 5. Ensure that the activities of the BOD are within the parameters of the Articles of Incorporations of STM.
 6. Verify the accuracy of the financial statements.

Duties of the Officers-Secretary

- Section 6.04
1. The Secretary shall keep, or cause to be kept at the principal office of the STM, or such other place as the BOD may order, a book of minutes of all meetings of the BOD. The Secretary shall mark attendance at all BOD meetings.
 2. Write the minutes of STM Board meetings, and have them approved at the next Board meeting.
 3. Inform the Board Members of the next Board meeting, and any changes.
 4. File form S-100 with the California Secretary of State's office as required.
 5. Update any changes in addresses of the President, Secretary or Treasurer with California Secretary of State's office.
 6. Keep STM's webhosting privileges current.
 7. Keep STM's domain name privileges current.

Duties of Officers - Treasurer.

- Section 6.05
1. The Treasurer of the STM shall keep and maintain in written form, adequate and correct books and records of accounts of the properties and business transactions of the STM, including accounts of its assets, liabilities, receipts and disbursements.
 2. Maintain bank statements folder, and check for accuracies.
 3. Collect and deposit cash from each event.
 4. Get checks issued to those owed money for each event.
 5. Write and maintain income/expense statements for each event.
 6. Sign out annual fiscal statements with President and Trustee at end of year.
 7. File annual income tax statements to the Internal Revenue Service (IRS) and the California Franchise Tax Board (FTB)
 8. Notify the BOT of all Board meetings.

Resignation or Removal of Officers.

Section 6.06 Any officer may resign at any time on written notice to the STM without prejudice to the rights, if any, of the STM under any contract to which the officer is party, with the exception of the President. In the event the President intends to resign, he/she shall tender his/her resignation to the BOT, in person or by certified mail. Officers may be removed from office with cause at any meeting of the BOD by an affirmative vote of the majority of all of the Directors. Only the BOT shall have the authority to remove the President from office with cause. Notice of removal from office shall be communicated in person or in writing.

SACRAMENTO TAMIL MANDRUM TRUSTEES.

ARJUN JOSIEPH. -----

BAGAWATHY RAJAGOPAL -----

GANAPATHY MURUGESH -----

SUBODHINI BALASINGHAM -----