



Austin Tamil School Bylaws

PREAMBLE

Austin Tamil School has been successfully teaching Tamil language classes since 2013 in the Greater Austin area. Austin Tamil School currently teaches Tamil to over 150 kids with the help of over 40 volunteers. The mission of Austin Tamil School is to provide a fun and interactive learning experience to the kids of Tamil community in Austin to sufficiently learn Tamil language to be able to practically understand, speak, read, and write Tamil.

GOVERNANCE

Austin Tamil School is being run by volunteers who spare their personal time to help our community. We are guided by our Tamil School Board's bylaws, which forms a set of guidelines for operational conduct for Austin Tamil School.

Article I. Purpose, Campuses and Office

I.1. Purpose. The main purpose of Austin Tamil School is to provide a fun and interactive learning experience to the kids of Tamil community in Austin to sufficiently learn Tamil language to be able to practically understand, speak, read, and write. The organization may also undertake any suitable educational, enrichment, and cultural activities.

I.2. Campuses.

- a. Currently the Austin Tamil School is located at
NYOS, 12301 N Lamar Blvd, Austin, TX 78753 and
Westoaks Baptist Church, 2900 W Slaughter Ln, Austin, TX 78748
- b. However, board may authorize additional campuses as required.

I.3. Registered office: Austin Tamil School is a Texas not profit corporation. It is also certified by IRS as 501(3)(C) nonprofit organization.

Registered address of ATS is
Austin Tamil School
9812 Rias Way
Austin TX 78717

Article II. Tamil School Board Members and Board Responsibilities

II.1. Members of Board. Tamil School Board shall consist of 9 board members.

There are two categories of board members:

1. Founding board members -3 directors
2. Elected board members – 6 directors

II.2. Advisory Council. The members of the board may choose to invite up to five members to the advisory council. Advisory council members may be consulted by the board members at their discretion but they do not have any voting rights.

II.3. Election & Term of Board members.

a. Founding board members: The founding board members shall have an additional tenure of 3 years. If one of the founding director resigns or the term expires that role will be converted to an Elected board member role. The following are the founding directors of the board

- _Anbarasu Krishnaswamy
- _Dhinakar Karuppuchamy
- _Mahendran Nagarajan

b. Elected board members: Elected board members shall have tenure of 2 years or until their successors assuming their respective offices. By resolution adopted by a majority affirmative vote of the founding directors and elected board members in office, the board shall elect the new board member(s) to fill any board member vacancy.

II. 4 Resignation: A board member may resign at any time by providing a written notice/email to the board. Such resignation shall take effect upon receipt or, if later, at the time specified in the notice.

II. 5 Removal: A member may be removed with a valid reason in violation of the bylaws or disciplinary reasons, at any time, by a majority resolution of the Board members, at a Regular or Special Meeting called for that purpose. The member under consideration of removal must first be notified about the consideration by written notice at least a week prior to the meeting at which the vote takes place. Any member under consideration of removal shall be given an opportunity to be heard at the meeting called for that purpose. In the event the member under consideration of expulsion is absent for that meeting the Board members (Majority resolution) can expel the person from the Board.

II.6. Responsibilities of the Board.

a. The responsibilities of the Tamil School Board will include, but not limited to: (1) To define the operation structure and guidelines (2) To facilitate acquiring accreditation for ATS (3) To facilitate the recognition of the Tamil School by local school districts and universities; (4) To provide effective interface with other accredited Tamil Schools in North America, and Tamil School Education bodies such as American Tamil Academy; (5) To facilitate adoption of best practices in Tamil Education; (6) To ensure financial viability of the Tamil Schools; (7) To ensure sustainability of Tamil Schools through such activities as teacher training, outreach and others; (8) To authorize addition of new campuses (9) The Board shall develop, publicize, maintain, and enforce a code of conduct defining ethical standards for all directors/officers and shall also ensure their acknowledgement of such policies with signed records.

b. The Board is responsible for the activities of Austin Tamil School, and hence the Board members are entrusted with the obligation to oversee the proper execution of Austin Tamil School's bylaws.

c. The board is responsible for assigning the school operating roles not limited to School Principal, Center director, administrative director, academic director, etc.

II.7. Board Meetings. The Board shall meet as needed, generally called by the Chair or the majority of the board members with a pre-circulated agenda. Regular school hours may be used for formal or informal board meetings. Two-week notice is required for calling a special Board meeting. Any Board member may request a special Board meeting at any time, stating the reason(s), by writing to the Secretary. The Secretary shall poll within 7 days of receipt of such a request. If one-third of the Board affirms the request, the Chair shall call a Board meeting within 21 days of the original request. Teleconferences are appropriate medium for meetings, considering the current times. Quorum for meetings shall be a simple majority of the Board. For conduct of Board meetings, Robert's Rule of Order (revised edition) shall be followed. Board meetings may be conducted via the web, and voting by e-mail is permitted. Proxy voting in Board meetings is allowed. Any board member may register their proxy by sending an email to the secretary with the name of the proxy board member. The secretary of the Board shall keep minutes of Board meetings.

Article III. Responsibilities of Board Officers

III.1. Chairperson. The Chairperson of the board shall oversee the responsibilities outlined in Article II.3. The Chairperson shall call periodic meeting of the Board, conduct the required business toward achieving the responsibilities (article II.2), and report to the Board periodically on progress. Should the Chairperson be absent over an extended period of time, the Secretary or the one designated by the Chair will assume and conduct the Board's business. The Chair person

1. Shall, with the approval of the Committees, appoint members of all standing and other committees.
2. Shall sign all documents in the name and on behalf of the ATS.
3. Shall see that all activities of the ATS are properly documented.
4. During the temporary absence of any lead of the Committee, the Chairperson shall assign the lead's responsibilities to other members of the committee.

III.2. Secretary. The Secretary shall serve as the chief communications officer, shall maintain records of the Board including minutes of Board meetings, and perform such other duties as requested by the Chairperson. The Secretary,

1. Shall be responsible for recording and presenting the minutes of all meetings.
2. Shall sign and attend to all correspondence of the ATS.
3. Shall send notices of all meetings and functions held on behalf of ATS.
4. Shall be the custodian of records, documents and physical assets of ATS other than those under the jurisdiction of the Treasurer.
5. Shall maintain an updated list of members, teachers, students and parents
6. Shall maintain an updated list of physical assets of ATS.
7. Shall present a consolidated report of the activities of ATS at the Annual General Body Meeting.

III.3. Treasurer. The Treasurer shall maintain all financial records of the Board, including operation of its bank account. Annually, the Treasurer shall collect income-expense and asset-liability data from ATS and consolidate it with that of the Board, and issue financial report to the ATS Board. The consolidation of the multiple financial statements shall be issued before March 1st of each year, so that timely filing of appropriate tax returns by Treasurer can be completed. The Treasurer shall,

1. Shall have charge and custody of and be responsible for all funds of ATS.
2. Shall establish and maintain a bank account in the name of ATS
3. Shall make, countersign and endorse in the name of ATS all checks, drafts, notes and other orders for the payment of money, under the direction of the Board.
4. Shall maintain records of all financial transactions made by or on behalf of ATS in accordance with approved accounting principles.
5. Shall present an up-to date, audited financial report at the annual General Body Meeting of ATS.
6. Shall perform such other duties as may be assigned to him/her by the board.
7. Shall file any certificates required by any statute, Federal or State and required tax returns

Article IV. Committees

IV.1. Committees. The Board shall form subcommittees consisting of Board members, Tamil School teachers, and volunteers or parents for developing strategies or execution of specific education related activity. Examples of this are Accreditation Committee, Teacher Training Committee, Summer Tamil School Committee, Annual Combined Tamil School celebrations and others. The committees may be deemed as Standing Committees or as *Ad Hoc* Committees by the Board.

Article V Policy Handbook

V.1. Policy Handbook. Operating policies for Austin Tamil School can be found in the Policy Handbook which is separate from the Bylaws. Policy Handbook will contain policies formulated to guide the smooth operations of the school.

Article VI Amendments

VI.1. Amendments. Amendments to the Bylaws may be brought to the Board by any of the Board members in written with at least a week notice, and is considered approved if it receives support of two-thirds majority of the Board members at any regular meeting or any special meeting.

ARTICLE VII - INDEMNIFICATION AND INSURANCE

VII 1. INDEMNIFICATION

The Corporation shall have the full power to indemnify and advance or reimburse expenses pursuant to the provisions of the Texas Business Organizations Code to any person entitled to indemnification under the provisions of the Texas Business Organizations Code.

VII 2. INSURANCE

The Corporation may purchase and maintain insurance or another arrangement on behalf of any person who is or was a member, director, officer, employee, or agent of the Corporation or who is or was serving at the request of the Corporation as a director, officer, partner, venturer, proprietor, trustee, employee, agent, or similar functionary of another foreign or domestic corporation, employee benefit plan, other enterprise, or other entity, against any liability asserted against him or her and incurred by him or her in such a capacity or arising out of his or her status as such a person, whether or not the Corporation would have the power to indemnify him or her against that liability.

Without limiting the power of the Corporation to procure or maintain any kind of insurance or other arrangement, the Corporation may, for the benefit of persons indemnified by the Corporation, (1) create a trust fund; (2) establish any form of self-insurance; (3) secure its indemnity obligation by grant of a security interest or other lien on the assets of the Corporation; or (4) establish a letter of credit, guaranty, or surety arrangement. The insurance or other arrangement may be procured, maintained, or established within the Corporation or with any insurer or other person deemed appropriate by the Board of Directors regardless of whether all or part of the stock or other securities of the insurer or other person are owned in whole or part by the Corporation. In the absence of fraud, the judgment of the Board of Directors as to the terms and conditions of the insurance or other arrangement and the identity of the insurer or other person participating in an arrangement shall be conclusive and the insurance or arrangement shall not be voidable and shall not subject the directors approving the insurance or arrangement to liability, on any ground, regardless of whether directors participating in the approval are beneficiaries of the insurance or arrangement.

Adopted by the Board of Austin Tamil School
January 14, 2017

Amendment by the Board of Austin Tamil School
August 12, 2018

Amendment by the Board of Austin Tamil School
October 4, 2018

Amendment by the Board of Austin Tamil School
September 25, 2019

Amendment by the Board of Austin Tamil School
January 26, 2020

Amendment by the Board of Austin Tamil School
September 20, 2020

Founding Board Members

Anbarasu Krishnaswamy

Mahendran Nagarajan

Elected Board Members

Arulnambi Raju

Karthikeyan Annapillai

Sankar Muthusamy

Suganthi Govind

Selvi Shan

Sakthivel Sabapathy

Vijayalakshmi Mohanan