

# **NORTH CAROLINA TELUGU BRAHMIN ASSOCIATION**

## **ARTICLES OF INCORPORATION**

### **ARTICLE 1**

#### **NAME**

The name of the Corporation shall be North Carolina Telugu Brahmin Association ("NCTBA"). This is a Non-Profit Corporation under and by virtue of the Chapter 55A of the General Statutes of the State of North Carolina.

### **ARTICLE II**

#### **PURPOSE**

**Section 2.1 Mission.** The mission of NCTBA is to provide a common platform for the Telugu Brahmins living in North Carolina, which enables protecting and preserving the Sanatana Dharma and promoting Brahmin way of living within and outside of North Carolina aligning with the Objectives of the NCTBA as listed in Section 2.2.

No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation. The corporation shall not participate in any political campaign on behalf of any candidate for public office;

In addition to the powers granted corporations under the laws of the State of North Carolina, the corporation shall have full power and authority to make a donation for public welfare, or for religious, charitable, scientific or educational purposes;

The corporation is a charitable, educational and religious corporation within the meaning of Section 55A-1- 40(4) of the General Statutes of North Carolina. Notwithstanding any other provision of these articles, the purposes for which the corporation is organized are exclusively religious, charitable, educational and scientific within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

**Section 2.2 Objectives.** The objectives of NCTBA shall include, but shall not be limited to, the following:

1. Provide a platform and bring Telugu Brahmins together for harmony, bonding and collaboration
2. Communicate and protect the distinct religion, philosophy, and culture of the Telugu Brahminism
3. To organize, preserve and advance, literary, philosophical, linguistic and artistic aspects of Hindu religion;
4. Inspire the Telugu Brahmin younger generation to adopt the Brahmin way of living, acquire the knowledge and advancement of Telugu culture and their roots.
5. Enrich Brahmin way of living, Hindu religious and cultural understanding, celebration of festivals, and religious ceremonies
6. Build harmony, co- operation and co-existing with other religions and cultures.
7. Impart the knowledge of Yoga and Meditation for the development of the body, mind and soul;

8. Conduct events to promote and educate cultural, religious, spiritual aspects of Brahminism and provide opportunities for intellectual development to the members.
9. Raise funds, for the carrying out of these objectives, by member subscriptions, donations, mortgage of assets of the corporation, or in any appropriate way, which the BOT deems advisable.
10. Promotion of humanitarian and compassionate services to the people
11. Carry out acts and all other functions which are consistent with the aims and objectives and objectives of the NCTBA
12. Foster, promote and encourage goodwill and understanding through cross-cultural activities.
13. Ensure ethical behavior and goodwill with other Hindu religious and/or cultural organizations;
14. Comply with the requirements of local, State and Federal laws of the land including Federal tax law for religious organizations

To do any other act incidental to or connected with the foregoing purposes or in advancement thereof, but not for the pecuniary benefit of its members, Trustees, Officers or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purpose set forth in this article.

### **ARTICLE III**

#### **POWERS**

Except as otherwise limited by these Articles, in furtherance of its purposes, the Corporation shall have all the powers now or hereafter conferred by the common law and the statutes of North Carolina on nonprofit organizations organized under Chapter 55A of the General Statutes of North Carolina.

No part of the net earning of the Corporation shall inure to the benefit of or be distributable to its members, Trustees, Directors, Officers or other private persons except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in this Article. No substantial part of the activities of the Corporation shall be carrying on propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in, or otherwise intervene in ( including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of these Articles, the Corporation shall not carry on activities not permitted to be carried on (a) by a Corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue code of 1986 (or the corresponding provision of any United States Internal Revenue Law or (b) by a Corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law).

## **ARTICLE IV**

### **MEMBERSHIP**

The Corporation will have members with such designations, qualifications, rights and obligations. The qualifications for membership, the rights and limitations for each category of members shall be set forth in the Bylaws of the Corporation.

## **ARTICLE V**

### **TRUSTEES**

The Board of Trustees shall be the policy making body of the Corporation. The number of Trustees shall neither be less than 3 nor more than 9. The actual number of Trustees of the Corporation at any period may be fixed by the Bylaws. All the Trustees shall be elected from the Founder Member Category. The officers (Chairman, Vice-Chairman and General Secretary) of the Board of Trustees and the manner of elections and the terms of the Office shall be set forth in the Bylaws. Each Trustee shall be a member in good standing of the Corporation during the tenure of the Trusteeship.

## **ARTICLE VI**

### **DIRECTORS**

The Board of Directors shall be the administrative body of the Corporation. The number of Directors shall neither be less than 3 nor more than 11. The actual number of Directors of the Corporation at any period may be fixed by the Bylaws. Priority will be given to elect Directors from the Founder Member and Life Member Categories. The officers (President, Vice-President and Secretary) of the Board of Directors and the manner of elections and the terms of the Office shall be set forth in Bylaws. Each Director shall be a member in good standing of the Corporation during the tenure of the Directorship.

## **ARTICLE VII**

### **COMMITTEES**

The Board of Trustees may, by a resolution, or resolutions passed by the majority of the entire Board from time to time create Strategic, Operations and Executive committees with such powers and authority as may be provided by such resolution to manage the activities of the Corporations. Strategic and Executive committees shall report to the Board of Trustees and directly report to the Chairman. The Operations committees shall report to the Board of Directors and directly report to the President, unless otherwise mentioned in the Bylaws.

## **ARTICLE VIII**

### **LIABILITY**

Trustee(s) or Directors(s) of the Corporation shall not be personally liable to either the Corporation or its members for monetary damages for breach of fiduciary duties unless the breach involves: (1) a Trustee's or Director's duty of loyalty to the Corporation; (2) acts or omissions not in good faith or which involve

intentional misconduct to known violation of law; (3) a transaction from which the Trustee or Director, deliberately and intentionally, derived an improper personal benefit. Any repeal or modification of this article shall be prospective only and shall not diminish the rights or expand the personal liability of a Trustee or a Director of the Corporation with respect to any act or omission occurring prior to the time of such repeal or modification.

## **ARTICLE IX**

### **DISTRIBUTION OF ASSETS UPON DISSOLUTION**

Upon the dissolution of the Corporation, the Board of Trustees shall, after paying or making provision for the payment of all the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purpose of Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable or religious purposes as shall be at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue code of 1986 (or the corresponding provision of any United States Internal Revenue Law or (b) by a Corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law), as the Board of Trustees shall determine any such assets not so disposed of by the Superior Court of Wake County exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

## **ARTICLE X**

### **AMENDMENTS TO ARTICLES OF INCORPORATION**

Articles of Incorporation may be altered, amended or repealed pursuant to the procedure stated below:

The Board of Trustees may propose any amendment to the Articles of Incorporation by 2/3rds vote of the full Board of Trustees without use of proxy voting in a duly convened meeting of the Board of Trustees

Any Founder member of the Corporation who is entitled to vote may propose an amendment to the Articles of Incorporation provided the proposal is supported by 25% of the Founder Category of the Total Founder members of the Corporation.

The proposed amendment shall be read publicly at any regular business meeting of the members and presented to the General Secretary.

The proposed amendment shall remain in file with the General Secretary for at least sixty (60) days before it may be acted upon.

During a sixty (60) day period such proposed amendment shall be brought to the attention of the voting members of the Corporation by written communications to the Voting members at least thirty (30) days' notice of a business meeting at which the proposed amendment is to be considered.

Such proposed amendment may be passed by written ballot only at regular or special business meetings at which at least 51% of the resident Founder members must be in attendance. The amendment shall be deemed to be approved if it is accepted by at least 2/3rds majority of the meeting attendees.

No amendments shall change the Corporation's name, objective and the purposes nor shall they authorize the Trustees to conduct affairs of this Corporation in any manner or for any purpose contrary to the purpose of IRS Section 501(c)(3) as now in force or afterwards amended.

## **ARTICLE XI**

### **AMENDMENTS TO ARTICLES OF ORGANIZATION**

The Board of Trustees shall have power to make, adopt, alter, amend and repeal from time to time, Bylaws of the Corporation by 2/3rds vote of the full Board of Trustees in a duly convened meeting of the Board with duly executed written proxy voting where proxy is permitted except for the Bylaws dealing with number, composition and election of the Board of Trustees.

No amendments shall change the Corporation's name, objective and the purposes nor shall they authorize the Trustees to conduct affairs of this Corporation in any manner or for any purpose contrary to the purpose of IRS Section 501(c)(3) as now in force or afterwards amended.

## **ARTICLE XI**

### **GENERAL PROVISIONS**

Fiscal Year: The fiscal year of the Corporation shall be fixed by the Board of Trustees. But initially be the Calendar Year

Pronouns: Each reference to pronouns herein construed in the masculine, feminine, neuter, singular, plural as the context may require.

## **ARTICLE XII**

### **REGISTERED OFFICE AND AGENT**

The street address, mailing address and the county of the initial registered office of the Corporation in the state of North Carolina are 2121 Crigan Bluff Drive, Cary, NC 27513, Wake County, and the name of the initial registered agent at such address is Vasanth Chaganti.

**ARTICLE XIV**  
**INITIAL BOARD OF TRUSTEES**

The number of Trustees constituting the first Board of Trustees shall be 3. The name and address of each person to serve as Initial Board of Trustees are as follows:

1. Vasanth Chaganti, 2121 Crigan Bluff Drive, Cary, NC 27513
2. Siva Charvu, 1010 Holdridge Drive, Apex, NC 27523
3. ~~Sridevi Mudunuri, 265 Seymour Place, Cary, NC 27519~~

When members who will be qualified as per the Bylaws become Trustees are selected, they will be added to the Board of Trustees as outlined in the Articles of Organization.

**ARTICLE XIV**

**SIGNATURES**

The Duration of the Corporation is perpetual

IN WITNESS WHEREOF each individual Trustee, each being over the age of eighteen years has signed this certificate on this day of October 8, 2022 under the penalties of perjury

Vasanth Chaganti, 2121 Crigan Bluff Drive, Cary, NC 27513

Ch. Vasanth Chaganti 10/8/2022

Siva Charvu, 1010 Holtridge Drive, Apex, NC 27523

Siva Charvu 10/8/2022

~~Sridevi Mudunuri, 265 Seymour Place, Cary, NC 27519~~

Sridevi 10/08/2022