

# SHREE JALARAM MANDIR

(An Illinois Not for Profit Organization)

Established 2007

425, W. ILLINOIS STREET

HOFFMAN ESTATES IL 60169

---

## BY-LAWS TO GOVERN THE ORGANIZATION

### **Article I**

(Organization)

- 1.1 The organization shall be registered and remain active as a **Not for Profit** organization in the State of Illinois as “**SHREE JALARAM MANDIR**”, referred to as “Organization” in the subsequent Articles.
- 1.2 The organization shall be operated as a **Not for Profit** under the laws of the State of Illinois.
- 1.3 The organization is Registered with Internal Revenue Service under FEIN 61-1516244
- 1.4 The Registered Office shall be the address of the organization. All legal, financial and other documents related to the organization and Mandir shall be maintained at the Registered Office.
- 1.5 The fiscal year of the organization shall be the calendar year.

### **Article II**

(Purpose & Objectives)

The formation of this **Not for Profit** organization is for the Purpose and Objectives as follows:

- 2.1 To promote and practice ideals of Saint Jalarambapa and Hindu religion, especially the teaching of Hindu scriptures to serve humanity.
- 2.2 To perform regular rituals of Saint Jalarambapa and also, of Hindu Gods and Goddesses, established in the Mandir.
- 2.3 To perform religious and cultural activities for the benefit of its members.
- 2.4 To serve and fulfill its members’ religious, educational, cultural and literary needs.

- 2.5 To recognize and respect other religions and practices within their ideology.
- 2.6 To provide humanitarian and social services to mankind as well as in a special situation such as natural calamity.
- 2.7 To teach Hinduism and its practices to mankind.
- 2.8 To propagate the rich religious cultural heritage of India among the young generation of Indo-American population,

### **Article III** (Powers & Limitation)

- 3.1 The organization shall not be used for personal, financial or political gains of any individual, trust, institution or corporation provided that doing such can benefit the organization, it can be reviewed and permitted the use of the Mandir by an active Board of Trustees.
- 3.2 The organization is formed to serve public and community interests. It shall not be used to satisfy anyone's personal requirements.
- 3.3 The organization shall not be used for the purpose of carrying on a trade or business for profit other than charitable fund raising and financial interest of the organization only as defined in Section 513 of the IRS Code as it stands. Other organization shall not be allowed to raise funds for their purposes.
- 3.4 The assets, cash or property, of the organization shall not be used to benefit of or be distributed to any of its members, officers or trustees.
- 3.5 There shall be no compensation, of any kind, paid to any member of the Executive Committee or the Board of Trustees for his/her services to the organization or for attending a meeting.
- 3.6 The Mandir shall not be used for the consumption of non-vegetarian diet (including poultry and fish) and alcoholic beverages.
- 3.7 Upon unavoidable circumstances, if the dissolution of the organization is forced, the Advisory Board and Board of Trustees shall have all powers to distribute all assets to various **Not for Profit** organizations. The dissolution shall be approved by 75% majority of the active members and Trustees present that satisfies quorum, at a special meeting.

## **Article IV**

### **(Members)**

The organization shall have four classes of membership. Any person that subscribes to the objectives of the organization and has faith or belief in Hinduism is eligible to be a member of the organization. The classification of the membership is as follows:

- 4.1 **Annual Member:** Any person adhering to the principals and objectives of the organization can be a member of the organization by paying an annual membership fee. The Annual Membership expires at the end of the fiscal year unless the membership is renewed by paying membership fee for the following year. Annual membership fee paid during the mid-year does not extend the membership to the following calendar year.
- 4.2 **Life Member:** Any person adhering to the principals and objectives of the organization can be a member of the organization by paying a Life membership fee. The term of the Life Membership is the whole life of the member. The life membership shall be considered as a membership which includes husband and wife as one unit. The Life Membership is non-transferable to any person other than the spouse upon the death or incapacitation of the member.
- 4.3 **Trustee:** Any person adhering to the principals and objectives of the organization can be a Trustee of the organization by paying an appropriate membership fee. The term of the Trustee is the whole life of the member. The Trustee shall be considered as a membership which includes husband and wife as one unit. In the event of the death or incapacitation of the Trustee member, the membership can be transferred, with the same rights as the contributing Trustee, to the spouse or a legal heir of the member. This membership can be transferred only one time.
- 4.4 **Super Donor:** Any person, Corporation or a Trust adhering to the principals and objectives of the organization and donates a large sum of funds to the organization can be a Super Donor. The Super Donor membership shall be considered as a membership which includes husband and wife as a unit or a Corporation with single representative. The Board of Trustees shall, from time to time, determine the means of recognizing the Super Donor Member. The Super Donor shall have all benefits of a Trustee. The Super Donor Membership can be transferred, only one time, to a legal heir with the same rights as the contributing Super Donor Member. The Corporate Super Donor can rename its representative only

once. The transferred Super Donor Membership shall not be re-recognized as the membership that has been already recognized once.

- 4.5 **Fee:** The membership fees can be determined by the existing Board of Trustees as needed. Any increase in the membership fees shall be notified to all members ninety days prior to the effective date. During the notice period, the current members can elevate their membership to a higher level by paying the difference to the then current next higher dues. The present membership is structured as follows:

Annual Membership	:	\$151.00 and over*
Life Membership	:	\$3,000.00 and over
Trustee	:	\$5,000.00 and over
Super Donor	:	
Silver Super Donor		\$25,000.00 and over
Gold Super Donor		\$51,000.00 and over
Platinum Super Donor		\$101,000.00 and Over

- 4.6 **Membership Elevation:** Excluding an Annual Membership\*, all other memberships can be upgraded by paying an additional fee for the current next higher membership. Donation, either in cash or material, given to the organization to participate in any function, sitting in *puja*, to sponsor an event, rent a facility or becoming a chief guest shall not be considered fees paid towards the membership. Provided that the donation has no return favor to the donor shall be considered towards the membership fees.

\***Elevation of Annual Membership:** Annual member who has paid additional amount than his/her membership dues shall be considered an Annual Member until the additional amount is consumed. During the period of active membership an Annual Member can be upgraded to a higher membership by paying the then current additional fees.

- 4.7 **Rights of Members:** The member shall have the rights to attend General Meetings and present their issues, in a respected manner, to the governing body or to a respective Committee. Every active member shall have a voting right as prescribed in the following Articles.
- 4.8 **Termination of Membership:** Any member that decides not to remain a member can resign from his/her/its membership by writing a letter of resignation to the Board of Trustees. There shall be no refund of the paid fee. Any member that is disruptive or obstructive to the progress and objectives of the organization can be expelled from his/her membership by an affirmative vote of two-thirds of all present members at the General Meeting.

- 4.9 **Reinstatement of Membership:** Upon a written request to the Board of Trustees, by the resigned or expelled Life Member, Trustee or a Super Donor can be reinstated to his/her/its full membership by an affirmative vote of two-thirds of all members of the then current Board of Trustees. Annual Membership shall not be reinstated without paying fee for a respective membership.

## **Article V (Governance)**

- 5.1 **Governance:** The organization shall operate by two bodies, Board of Trustees and Executive Committee, of the elected members. Each body shall have different roles in the operation but from time to time they may overlap to each other's authority. In that event, a cohesive and a commonsense approach shall be taken to resolve all issues for the benefit of the organization. Also, the organization shall have an Advisory Board to guide the two elected committees.
- 5.2 **Board of Trustees:** The Board of Trustees shall consist of eleven members. Eight out of eleven members of Board of Trustees shall be elected by a majority vote of Trustees and Super Donors present at the General Meeting. Three of the eleven members of the Board of Trustees shall be nominated by the **Lohana Association of Greater Chicago**, hereafter known as "Association". The Association shall be identified by its EIN as 36-3286566. In lieu of these three seats to the Association, its working committee shall be responsible for providing volunteers during all programs and functions held at the Mandir.
- 5.2.1 Any person who is twenty one years of age and is a Trustee or Super Donor shall be eligible for being elected as one of the eight members to the Board of Trustees.
- 5.2.2 President of the Lohana Association of Greater Chicago shall nominate three board members who are twenty one years of age, a member of the Lohana Association, and either Trustee or Super Donor of the organization, and adheres to the By-Laws of the organization. The Nominated members shall not be replaced unless and until the Executive Committee of the association has changed. However, if originally nominated member of the association is unable to fulfill his/her responsibility due to unavoidable circumstances, the President of the Lohana Association may replace a nominated member. It is vital to have a consistency in the committee.
- Whenever, the President of the association is unable to nominate three Board of Trustees within 30 (thirty) days of the vacancy of its nominated directors, the Chairperson can fill the vacancy pursuant to Article 5.2.9.

- 5.2.3 The term for the Board of Trustees shall be for a period of Two years.
- 5.2.4 Only Trustee and Super Donor can vote to elect the Board of Trustees. Each Trustee unit can have one vote and each Super Donor unit can have three votes to elect Board of Trustees. Annual Members and Life Members are not eligible to vote for the Board of Trustees.
- 5.2.5 There shall be no compensation of any kind to serve in the Board of Trustees.
- 5.2.6 The eight elected members and three nominated members of the Association shall elect a Chairperson. No Chairperson shall serve for more than two consecutive full terms.
- 5.2.7 The Chairperson shall appoint a Vice Chairperson from the remaining members of the Board of Trustees.
- 5.2.8 The Chairperson shall appoint Comptroller and General Secretary from the remainder members of the Board of Trustees.
- 5.2.9 Any vacancy created, by any means, in the Board of Trustees, the Chairperson shall recommend a person and the board with a majority vote can fill the position for the remaining period of the term.
- 5.2.10 If position of the Chairperson becomes vacant, for any reason, then the current Vice Chairperson shall automatically become a Chairperson. He/she shall have full authority to fill or shuffle all subsequent position under him/her to his/her preference.
- 5.2.11 Upon the expiration of the term of the Board of Trustees, if new Board of Trustees is neither elected nor established, the current Board of Trustees shall function as a caretaker board. The caretaker board shall be automatically terminated as soon as an election is held and new Board of Trustees is established. The caretaker board shall have the same authority as the Board of Trustees.
- 5.2.12 The Chairperson can be removed, at anytime, by the simple majority of the Board of Trustees by calling a vote for Non-Confidence. The motion for the Non-Confidence vote can be called by any member of the Board of Trustees. The vote for Non-confidence cannot be recalled during the following ninety days after the previous call has failed or rejected.

5.3 **Executive Committee:** The Executive Committee shall consist of eleven members. Eight out of eleven members of Executive Board shall be elected by a majority vote of Annual Members, Life Members, Trustees and Super Donors present at the General Meeting. Three of the eleven members of the Executive Committee shall be nominated by the **Lohana Association of Greater Chicago**, hereafter known as “Association”. The Association shall be identified by its EIN as 36-3286566. In lieu of these three seats to the Association, its working committee shall be responsible

for providing volunteers during all programs and functions held at the Mandir.

- 5.3.1 Any person who is twenty one years of age and is a current member in any of the four categories shall be eligible for being elected as one of the eight members to the Executive Committee. If an Annual Member decides to run for the Executive Committee, He/she must pay full membership for the period He/she desires to run for the Executive Committee.
- 5.3.2 President of the Lohana Association of Greater Chicago shall nominate three committee members who are twenty one years of age, a member of the Association and also, a member of the organization in any category of membership and adheres to the By-Laws of the organization. The Nominated members shall not be replaced unless and until the Executive Committee of the association has changed. However, if originally nominated member of the association is unable to fulfill his/her responsibility due to unavoidable circumstances, the President of the association may replace a nominated member. It is vital to have a consistency in the committee.  
Whenever, the President of the Association is unable to nominate three Committee Members within 30 (thirty) days of the vacancy of its nominated directors, the President of the Executive Committee can fill the vacancy pursuant to Article 5.3.9.
- 5.3.3 Annual Member, Life Member, and Trustee can cast one vote and Super Donor can cast three votes to elect an Executive Committee.
- 5.3.4 The term of the Executive Committee shall be for a period of Two years.
- 5.3.5 There shall be no compensation of any kind to serve in the Executive Committee.
- 5.3.6 The elected Committee members shall elect a President. No President shall serve for more than two consecutive full terms.
- 5.3.7 The President shall appoint Vice President, Secretary, Treasurer and Cultural Secretary from the remainder members of the Executive Committee.
- 5.3.8 The Secretary, Treasurer and Cultural Secretary shall appoint Joint (Jt.) Secretary, Jt. Treasurer and Jt. Cultural Secretary respectively from the remaining members of the elected Executive Committee.
- 5.3.9 Any vacancy created, for any reason, in the Executive Committee, the remaining Committee members, upon the recommendation by the President, shall fill the position with a majority vote for the remaining period of the term. This shall be done in consultation with the Chairperson.
- 5.3.10 If position of the President becomes vacant, for any reason, then the current Vice President shall automatically become a President.

He/she shall have full authority to fill or shuffle all subsequent position under him/her to his/her preference.

- 5.3.11 Upon the expiration of the term of the Executive Committee, if new committee is neither elected nor established, the current Executive Committee shall function as a caretaker committee. The caretaker committee shall be automatically terminated as soon as an election is held and new Executive Committee is established. The caretaker committee shall have the same authority as the Executive Committee.
- 5.3.12 The President can be removed, at anytime, by the simple majority of the Executive Committee by calling a vote for non-confidence. The motion for the non-confidence vote can be called by any member of the Executive Committee. The vote for non-confidence cannot be recalled during the following ninety days after the previous call has failed or rejected.

5.4 **Advisory Board:** The Advisory Board shall consist of initial four members of the by-laws committee. If and when needed, the Advisory Board can be expanded up to five members.

- 5.4.1 Any person who is twenty one years of age and is a Trustee or a Super Donor can be selected to the Advisory Board.
- 5.4.2 The term of the Advisory Board member is permanent.
- 5.4.3 There shall be no compensation of any kind to serve in the Advisory Board.
- 5.4.4 There shall be no designated titles given to any Advisory Board member. All members shall be equally responsible and committed to the organization.
- 5.4.5 Any vacancy created, by any means, in the Advisory Board, the remaining Board members, Board of Trustees and Executive Committee shall fill the vacancy from Trustees or Super Donors, with a clear majority (i.e. greater than 50%) vote.

## **Article VI (Powers & Responsibilities)**

- 6.1 **Board of Trustees:** The Board of Trustees shall have a long term vision, direction of the organization. They shall operate the organization within the IRS guidelines as a Not for Profit, tax exempt, charitable organization. All members of the Board of Trustees shall take oath of his/her faithfulness, loyalty and honesty to the organization. Their responsibilities are as follows:
  - 6.1.1 To take necessary measures to increase membership.
  - 6.1.2 To accept at its discretion all gifts, bequests and donations, in cash or in any form from any person or organizations provided the donation is unconditional and shall provide a receipt for the donation to the respective donor.

- 6.1.3 The principal and the income of all properties received and accepted by the Board of Trustees shall be deposited in the organization and the Board of Trustees may make payments or distribution from the available funds for the benefits of the organization.
- 6.1.4 To invest and reinvest the principal and income of the organization in such property, real, personal or mixed and in such manner as they shall deem proper, and from time to time to divert investments for better returns.
- 6.1.5 No principal or income shall be loaned, directly or indirectly, to individual or to any Corporation that may or may not be affiliated to the organization.
- 6.1.6 To sell, lease or exchange any personal, mixed or real property for such consideration and on such terms as to credit or otherwise, and to make such contracts and enter into such undertakings relating to the organization assets as they consider prudent and advisable.
- 6.1.7 To borrow money for such periods, at such interest, and upon such terms as the Board of Trustees shall consider prudent and advisable, and as security for such loans to mortgage or pledge any real or personal property with or without power of sale, to acquire or hold any real or personal property, subject to any mortgage or pledge on or of the property acquired or held by this organization.
- 6.1.8 To execute and deliver deeds, assignments, transfers, mortgages, pledges, leases, covenants, contracts, promissory notes, releases and other instruments, sealed or unsealed, incident to any transaction in which the organization engages.
- 6.1.9 To employ a FDIC insured bank or financial institution as custodian of the funds and securities and to delegate to it such powers as they deem appropriate.
- 6.1.10 To hold and attend Board of Trustees meeting at least once in every Quarter of the fiscal year or as it deemed necessary.
- 6.1.11 To elect a Chairperson by majority votes as per Article 5.2.6.
- 6.1.12 The Board of Trustees and all of its Officers shall cordially transfer all documents, records and assets to a newly elected Board of Trustees and Officers. Outgoing Board of Trustees shall answer all questions to the incoming Board of Trustees. In the event of non-cooperation by any member of the outgoing Board of Trustees can be expelled from the organization as in Article 4.8.
- 6.1.13 An elected member or an officer of the Board of Trustees may resign at any time by delivering a resignation letter to the Chairperson. If the Chairperson wishes to resign, He/she shall deliver a resignation letter to the Vice chairperson. The replacement of the member can be done as discussed in Article 5.2.9 & 5.2.10.
- 6.1.14 A Board of Trustees' elected member, who is destructive to the organization, does not adhere to the principals and objectives of

the organization, or excessive absenteeism in meetings can be terminated by a two third majority vote of the full Board of Trustees.

6.2 **Officers of the Board of Trustees:** The powers and the responsibilities of the individual office bearer are detailed as follows:

- 6.2.1 **Chairperson:** The Chairperson shall be the principal Executive Officer of the entire organization.
- A. He/she shall be in charge of the long-term business and affairs of the organization.
  - B. He/she shall oversee that operation of the organization is carried out in the manners to benefit the organization and follows the By Laws of the organization. He/she shall hold, attend and chair the Board of Trustees meetings at least once in every quarter or more frequently as necessary.
  - C. He/she shall not be voting to any issues unless in the event of tie in the Board of Trustees meeting.
  - D. He/she shall assist President of the Executive Committee to employ and/or terminate employees of the organization
  - E. He/she shall appoint the Vice Chairperson, General Secretary and Comptroller as per Articles 5.2.7 and 5.2.8.
  - F. He/she shall, with majority vote of the Board of Trustees, execute or enter in to a contract or agreement as discussed in the Article 6.1 and subsequent.
  - G. He/she shall delegate responsibility or create committees, to achieve the goals and to complete the undertaken tasks, from the entire membership. These committees shall not overtake or interfere with the Executive Committee's responsibility. The life of such committees shall be either the assigned responsibility is completed or term of the Board of Trustees whichever is earlier.
- 6.2.2 **Vice Chairperson:** The Vice Chairperson is the second most responsible executive of the organization. His/her duties shall be as follows:
- A. To assist the Chairperson and undertake all responsibilities that the Chairperson may delegate or direct.
  - B. To perform the duties of Chairperson in the absence of Chairperson or in the event of his/her inability or refusal to work. He/she shall have the same powers and restriction of the Chairperson.
  - C. To enter in to the agreements, with approval of the Chairperson, as defined in Article 6.2.1.F.
  - D. The Vice Chairperson is a recognized medium of the By-Laws committee. With time and as it becomes necessary to amend the By-Laws, the Vice Chairperson shall notify such issues to the Advisory Board.

- 6.2.3 **General Secretary:** The defined responsibility of the General Secretary shall not conflict with the Secretary of the Executive Committee. In those instances, a cohesive approach to benefit the organization shall be taken. The General Secretary's duties are described as follows:
- A. To call, hold, organize and attend all meetings of the Board of Trustees.
  - B. To maintain and record all proceeding of meetings and distributes the minutes of the meetings to all members of the Board of Trustees and Advisory Board.
  - C. To file Annual Report to the State of Illinois to keep the organization active with the assistance of the Comptroller
  - D. To maintain list of members in each category and update the list regularly with the help of Comptroller
  - E. To upgrade individual membership upon receipt of the additional fee as in Article 4.6.
  - F. To hold minimum one meeting in a fiscal quarter and shall inform all members of the Board of Trustees and Advisory Board about the date, place and time of the meeting. All meetings shall be held at the place of the organization or a convenient place.
  - G. To attend a monthly meeting of the Executive Committee and to report to the Board of Trustees.
  - H. To call annual General Meeting of all active members and to inform, in writing, all members the place, time and date of General Meeting at least thirty days in advance.
  - I. To assist Election Committee Coordinator in providing the members list of each classified membership.
  - J. To submit a report of current year's work and achievements and future plans at the General Meeting.
- 6.2.4 **Comptroller:** Comptroller shall be the financial and accounting executive of the organization. The Comptroller's responsibilities shall be as follows:
- A. To be in charge and custodian of all funds, banking, document and bookkeeping.
  - B. To file Federal and State Tax returns on time.
  - C. To prepare and submit annual budget to the Board of Trustees.
  - D. To assist General Secretary in maintaining up-to-date list of all active members.
  - E. To report financial position of the organization at the General Meeting.
  - F. To collect and deposit all funds to a FDIC approved financial institution.
  - G. To coordinate with the Treasurer of the Executive Committee to distribute funds within the guidelines for the smooth operation of the organization. Details are described in Article VIII.

- H. To pay mortgage, taxes and any contractual invoice that is not related to the routine operation of the organization in a timely manner.
- I. To participate in all financial negotiations and transactions pertaining to the long term plans of the organization.
- J. To be responsible and accountable for any unaccounted funds or unauthorized expenses. If required, the Board of Trustees may demand a bond for the faithful discharge of his/her duties in such sum and with such surety or sureties. In that case, upon expiration of the term of the office, the organization shall reimburse the Comptroller the cost incurred for obtaining such bond if the Board and the independent auditor find and approve the organization's funds, finances and records to be in order.

6.3 **Executive Committee:** The Executive Committee shall have the responsibility of day-to-day operation and well being of the organization. All members of the Executive Committee shall take oath of his/her faithfulness, loyalty and honesty to the organization. Their responsibilities are as follows:

- 6.3.1 Responsible for day-to-day operation of the organization.
- 6.3.2 To make sure that daily rituals are performed in a respective manner and to the best as described in the Hindu Scriptures
- 6.3.3 To take necessary measures to receive donations.
- 6.3.4 To invite dignitaries, religious leaders and lecturers and arrange programs.
- 6.3.5 To arrange cultural and religious festivals regularly to encourage Hindu religion and the mission of Shri Jalarambapa.
- 6.3.6 To celebrate all religious festivals with a special rituals and promote donors to participate in such events.
- 6.3.7 To accept unconditional gifts bequests and donation in any form from any person or a trust or a corporation for the organization and provide appropriate receipts for such donations.
- 6.3.8 To hold and attend Executive Committee Meetings at least once in a month or as necessary.
- 6.3.9 To elect a President by majority votes as per Article 5.3.6.
- 6.3.10 An elected member or an officer of the Executive Committee may resign at any time by delivering a resignation letter to the President. If the President wishes to resign, He/she shall deliver a resignation letter to the Vice President. The replacement of the member can be done as discussed in Articles 5.3.9 & 5.3.10.
- 6.3.11 Fifty percent of the income received, in cash, from donation box during the regular operation, and fifty percent of the income after expenses during special festivals shall be shared with the Board of Trustees.
- 6.3.12 All available funds shall be used for the purpose of the operation of the organization. In case of shortfall a formal request should be made to the Board of Trustees for additional money. If excessive funds are available to the Executive Committee, it should be reserved with the

Board of Trustees for future needs. Details are described in Article VIII.

- 6.3.13 All funds should be invested in interest earning accounts with a FDIC insured financial institution.
- 6.3.14 The Executive Committee and all of its Officers shall cordially transfer all documents, records and assets to a newly elected or selected Executive Committee and Officers. Outgoing Executive Committee shall answer all questions to the incoming Executive Committee. In the event of non-cooperation by any member of the outgoing Executive Committee can be expelled from the organization as in Article 4.8.
- 6.3.15 An Executive Committee's elected member, who is destructive to the organization, does not adhere to the principals and objectives of the organization or excessive absenteeism in meetings can be terminated by a two third majority vote of the full Executive Committee.

6.4 **Officers of the Executive Committee:** The powers and responsibilities of the individual office bearer is detailed as follows:

- 6.4.1 **President:** The president is head of the operation of the Mandir. The following list of the President's responsibilities is merely a guideline but he bears the total responsibility to promote Mandir and its functions.
  - A. To oversee day to day operation of the Mandir within the guideline of the organization. He/she shall hold, attend and chair the Executive Committee's meetings at least once in a month.
  - B. He/she shall not be voting to any issues unless in the event of tie in the Executive Committee meetings.
  - C. To appoint Vice President, Treasurer and Cultural Secretary pursuant to Article 5.3.7.
  - D. He/she shall, with the approval of the Chairperson of the Board of Trustees, employ and/or terminate employees of the organization as He/she seems to benefit the organization.
  - E. He/she shall delegate responsibilities or create committees, to achieve the goals and to complete the undertaken tasks from the membership. These committees shall not overtake or interfere with the Board of Trustees' responsibility. The life of such committees shall be either the assigned responsibility is completed or term of the Executive Committee whichever is earlier.
  - F. The President or Vice President shall attend all meetings held by the Board of Trustees and report minutes to the Executive Committee.
- 6.4.2 **Vice President:**
  - A. To assist the President and undertake all responsibilities that the President may delegate or direct other responsibilities from time to time.

- B. To perform the duties of President in the absence of President or in the event of his/her inability or refusal to work. He/she shall have the same powers and restriction of the President.

**6.4.3 Secretary:**

- A. To call, hold, organize and attend all meetings of the Executive Committee.
- B. To maintain and record all proceeding of the Executive Committee meetings and distributes the minutes to all members of the Executive Committee and Advisory Board.
- C. To mail flyers and program itinerary to all members.
- D. To solicit advertising for the flyers and/or newsletters, and participants in the religious functions.
- E. To communicate with the General Secretary for upcoming events.
- F. To hold minimum one meeting in a month and shall inform all members of the Executive Committee and Advisory Board about the date, place and time of the meeting. All meetings shall be held at the place of the organization or a convenient place.
- G. To receive mail and reply all enquiries coming to the Mandir. If not appropriate to answer, forward such inquiries to the responsible officer.
- H. To facilitate the dignitaries, invited guests and lecturers who are visiting the organization.
- I. To appoint a Joint Secretary from the remaining Executive Committee members for assistance. Jt. Secretary can act as a Secretary in the absence of the Secretary. If position of the Secretary falls vacant, by any means, the Joint Secretary shall assume responsibility of the Secretary. The President may have an option to select new Secretary from the Executive Committee, if desires to do so.
- J. To perform all duties as assigned by the President.

**6.4.4 Treasurer:**

- A. To be in charge and custodian of all funds, banking and accounting of income and expenses of the Mandir.
- B. To prepare income and expense report for each events and submit to the President and to the Comptroller. According to the Article 6.3.11, submit fifty percent (50%) of the profit to the Comptroller.
- C. To prepare and submit annual budget to the Executive Committee and to the Comptroller.
- D. To assist Secretary in maintaining a donors list and receivables.
- E. To collect cash deposit from the donation box and submit fifty percent (50%) to the Comptroller. Remaining funds shall be deposited in a financial institution by the Treasurer.
- F. To pay utility bills, salaries, taxes and other approved purchase invoices.

- G. To participate in all financial negotiation and transaction pertaining to the operation of the Mandir.
- H. To appoint a Joint Treasurer from the remaining Executive Committee members. Jt. Treasurer can act as a Treasurer in absence of the Treasurer. If position of the Treasurer falls vacant, by any means, the Joint Treasurer shall assume the responsibility of the Treasurer. The President may have an option to select new treasurer from the Executive Committee, if desires to do so.
- I. To be responsible and accountable for any unaccounted funds or unauthorized expenses. If required, the Executive Committee may demand a bond for the faithful discharge of his/her duties in such sum and with such surety or sureties. In that case, upon expiration of the term of the office, the organization shall reimburse the cost incurred for obtaining such bond if the Board of Trustees and the independent auditor find and approve the organization's funds, finances and records to be in order.

**6.4.5 Cultural Secretary:**

- A. The Cultural Secretary shall be responsible to arrange various religious, cultural and social programs year around.
- B. The Cultural Secretary shall arrange and invite dignitaries, religious leaders, lecturers with the help and guidance of the President.
- C. In consideration of cost involved, the Cultural Secretary shall prepare budget and get approval of the Executive Committee prior to arranging any program or festival.
- D. In coordination with the Secretary, all programs shall be published and mailed to the members well in advance as time permits.
- E. Cultural Secretary shall appoint a Joint Cultural Secretary from the remaining Executive Committee members. Jt. Cultural Secretary can act as a Cultural Secretary in absence of the Cultural Secretary. If position of the Cultural Secretary falls vacant, by any means, the Joint Cultural Secretary shall assume responsibility of the Cultural Secretary. The President may have an option to select new Cultural Secretary from the Executive Committee, if desires to do so.

**6.5 Advisory Board:** The role of the Advisory Board shall be to oversee the success of the organization. Their responsibilities are:

- 6.5.1 To attend meetings if necessary and whenever possible to do so. In the event of a special request by the Board of Trustees or Executive Committee, all Board members shall, if possible, attend their meetings.
- 6.5.2 To interpret the by-laws as it stands and guide to the appropriate committees.
- 6.5.3 To hold a meeting with the Chairperson and the President every quarter and if necessary before and after every special event is held at the Mandir.

- 6.5.4 To improve the image of the organization, the board shall evaluate handling of every celebration and shall provide feedback to the Chairperson and the President.
- 6.5.5 To mediate between both committees and resolve their issues within the guide lines of the by- laws. The decision of the Advisory Board shall be final.
- 6.5.6 To receive all proceedings of the meetings of the both committees.
- 6.5.7 To prepare amendments in the by-laws and submit to the General Meeting for approval pursuant to Article XII.
- 6.5.8 Whenever, dissolution of the organization becomes necessary, per Section 3.7, the board shall work with the Board of Trustees to complete such dissolution.

## **Article VII (Committees)**

Committees shall be formed as needed to delegate responsibility by the Chairperson and by the President. The role of the Committees shall be defined by the Officer who shall appoint a Coordinator for such Committees. The board of Trustees or the Executive Committee shall, by a majority vote, dissolve such Committees respectively prior to completion of their task.

The Committees may form Subcommittees for a specific purpose. Committees and Subcommittees will automatically dissolve upon completion of the assigned task or at the end of the term of the Board of Trustees and the Executive Committee.

## **Article VIII (Finance & Accounting)**

- 8.1 For a better control and operation of the organization it will maintain two fold systems. All revenue received from the membership, fifty percent of the cash revenue from the donation box and fifty percent of the profit from a special event shall go to the Comptroller. The remainder of the funds shall go to the Treasurer.
- 8.2 The Comptroller and Treasurer shall maintain separate bank accounts as permitted in the By Laws in such above Articles. For banking purpose minimum two signatures shall be required for an item under five thousand dollars and minimum three signatures for an item over five thousand dollars from Chairperson, Vice Chairperson, Comptroller and General Secretary in case of funding from Board of Trustees and for respective amounts minimum two or three signatures from President, Vice President, Treasurer and Secretary in case of funding from the Executive Committee.
- 8.3 The Treasurer shall submit income and expense report for each event and collection from the donation box to the President and Comptroller every month.

- 8.4 The Comptroller shall prepare an annual Income & Expense report and submit to the Chairperson and an outside Certified Public Accountant to prepare necessary tax forms.
- 8.5 The Treasurer is authorized for expenses as described in the Article 6.4.4.F.
- 8.6 The Comptroller is authorized for expenses as described in the Article 6.2.4.H.

## **Article IX (Meetings)**

All meetings shall start with a prayer appropriate to the charter of this Organization. All meetings shall be conducted in accordance with the guidelines of the By Laws.

- 9.1 **Monthly Meeting:** The Executive Committee shall hold monthly meeting. The President shall oversee such meetings. The meeting agenda shall be prepared by the President and Secretary prior to the meeting. The General Secretary or its representative from the Board of Trustees shall attend such meeting and report the minutes to the Board of Trustees. The member of the Board of Trustees shall have no vote in Executive Committee meeting.
- 9.2 **Quarterly Meeting:** The Board of Trustees shall hold a meeting once in every three months. The Chairperson shall oversee such meetings. The meeting agenda shall be prepared by the Chairperson and General Secretary prior to the meeting. The President or his/her representative from the Executive Committee shall attend quarterly meeting but have no vote in decision making, and shall report the minutes of the meeting to the Executive Committee. Advisory Board shall be invited to the meetings shall not be voting.
- 9.3 **General Meeting:** During the last two months of fiscal year, a General Meeting shall be called for all members, Trustees and Recognized members by the General Secretary. The General Secretary shall inform, in writing, to all members, trustees and recognized members about the place, time and date of the General Meeting at least thirty days in advance. The Advisory Board, Board of Trustees and the Executive Committee shall attend all General Meeting. The Chairperson and the President shall report to the general body of their achievements, goals and any other business. The Comptroller shall report income and expense statement. The members of the governing body shall answer all reasonable questions from the general body. The General meeting shall be conducted and chaired by the Chairperson.
- 9.4 **Special Meeting:** Under the unavoidable circumstances a special meeting can be called by order of the following:
  - 9.4.1 Eight members of the Board of Trustees can call a meeting of the Board of Trustees with or without approval of the Chairperson. To call such meeting members shall inform, in writing, to the General Secretary their intention and reason for calling a special meeting. In turn, the General Secretary shall call a meeting of the Board of Trustees within fifteen days upon receiving such request.

- 9.4.2 Eight members of the Executive Committee can call a meeting of the Executive Committee with or without approval of the President. To call such meeting, members shall inform, in writing, to the Secretary their intention and reason for calling a special meeting. In turn, the Secretary shall call a meeting of the Executive Committee within fifteen days upon receiving such request. A special meeting may not be called if the monthly meeting is going to be held within fifteen days
- 9.4.3 Twenty five percent of the total membership may call a special meeting. Such pool of membership shall inform the General Secretary, their desire, intention and reason for calling a special meeting. In that event, the General Secretary shall ask the Board of Trustees to resolve the disputed issues without calling a special meeting. If the issues are not resolved, then within forty five days of the receipt of such requests, the General Secretary shall call a special General Meeting.
- 9.5 **Quorum:** Minimum members presence required at any meeting shall be as follows:
- A. For an Executive Committee Meeting, six members.
  - B. For a Board of Trustees meeting, six members.
  - C. For a General Meeting, twenty five percent of the total membership.

## **Article X (Election)**

Every two year, an election shall be held during the General Meeting. The Chairperson shall appoint an Election Committee Coordinator to oversee the election. The Election Committee shall consist of at least three (3) members. Election Committee Coordinator shall select other two members from the membership pool of the Life Members, Trustees or Super Donors. The Election Committee shall:

- 10.1 Solicit nomination, for eight members of the Board of Trustees and eight members for Executive Committee, at least forty five days prior to the General Meeting.
- 10.2 The Election Committee shall receive duly filled forms, from the prospective candidates, by cutoff date at least fifteen days prior to the General Meeting.
- 10.3 Any person who is twenty one years of age and is a Trustee or Super Donor can be nominated to the Board of Trustees.
- 10.4 Any person who is twenty one years of age and a member in any of the four categories can be nominated to the Executive Committee. Annual Member can file nomination to run for the Executive Committee only after he satisfies his membership for the total duration of the life of the Committee.
- 10.5 The Election Committee shall review the validity of the nominees and, if necessary organize election. Invalid and inaccurate nomination shall be

- discarded. The members of the Election Committee shall not contest for either Executive Committee or Board of Trustees.
- 10.6 Active member of the Advisory Board shall not run election either for Executive Committee or for Board of Trustees.
  - 10.7 Duplicate nomination (i.e. in the same committee) or multiple nominations (i.e. in both committees) from the same member shall be discarded and the first nomination received from the same member shall be considered as valid.
  - 10.8 If the nomination forms are less than the position to be filled, the floor may be kept open for additional nomination at the time of election,
  - 10.9 The nomination form and election procedure shall be decided and published by the Election Committee Coordinator prior to the nomination forms are mailed. There shall be no change in the rules after the nomination forms are received.
  - 10.10 Every Annual Member, Life member and Trustee shall cast one vote and Super Donor shall cast three votes to elect Executive Committee.
  - 10.11 Every Trustee shall cast one vote and Super Donor Member shall cast three votes to elect Board of Trustees.
  - 10.12 There shall be a provision to receive absentee votes prior to the election. Election Committee shall distribute ballots to the member who desires to cast absentee votes seven days prior to the Election Day. All absentee votes must be received in a sealed envelope, marked "absentee vote" at least a day prior to the election. The absentee vote envelopes shall be opened only during the counting of the votes. All opened absentee votes shall be rejected and shall not be included in the total counts of the votes.
  - 10.13 Either of the spouses shall be allowed to vote as long as they have mutual agreements of who shall vote and they are limited to vote only for the qualified number of vote for their membership.
  - 10.14 A proxy voting is allowed under unavoidable circumstances and approved by the entire Election Committee. A proxy cannot be assigned to the person whose nomination has been received.
  - 10.15 The votes shall be counted immediately after the election. The winners shall be announced at the General Meeting and new committees shall be formed. The elected Executive Committee and elected Board of Trustees shall take office on January 1<sup>st</sup> of the term year. The committees elected during the first election shall take office immediately after the winners are declared and their term shall be extended to the immediate end of the fiscal year after the two years.
  - 10.16 In case of any dispute, the decision of the Election Committee Coordinator shall be final.

## **Article XI (Insurance)**

The Board of Trustees shall obtain adequate insurance coverage for the organization and its activities. The Board shall have sole discretion to decide what amount and what kind of coverage is adequate.

However, all contractors working for the organization must provide their insurance bond to cover their employees and other liability during the contract.

## **Article XII (Amendments)**

- 12.1 The By Laws proposed and accepted here by current membership can be amended time-to-time as membership increases, the organization prospers, bigger, the organization's demands may change, the Government laws applied to the organization may change or under any other circumstances, it may not be necessary to repeal the whole By Laws and re-write new By Laws but the amendments can be made as needed. The latest amendment for any Article shall supersede the previous amendments and the relative Article respectively.
- 12.2 To amend the By Laws, the Chairperson shall propose changes to the Board of Trustees for their approval followed by the approval of the Executive Committee. Once both committees have approved the changes, then the General Secretary shall submit the proposal to the Advisory Board for a review. After the approval of the Advisory Board, the General Secretary shall inform every member in writing at least thirty days prior to the General Meeting. The amendment shall require at least two-third affirmative votes from the members present which must satisfy a quorum.
- 12.3 Any group of members, Trustees, and Super Donors consisting of at least fifty members, can ask for amendments in the By Laws in writing to the General Secretary, thirty (30) days prior to the General Meeting. The proposal shall be submitted, without satisfying Article 12.2 to the floor for general body to cast their opinion. If such proposal is accepted by two-third majority vote of the members present, which must satisfy quorum, it shall be adopted as an amendment.
- 12.4 If time does not permit to wait for the General Meeting, a Special Meeting can be called per Article 9.4 and subsequent.
- 12.5 All amendments shall be recorded and attached to this By Laws.

### **Article XIII (Liabilities)**

The facility may, time-to-time, be rented for holding functions or parties by its members or other persons who believes in the ideals of Hindu Religion, its teaching and humanity. The person renting the facility shall have following liabilities:

- 13.1 All programs shall be limited to the ideology of the Hindu religion.
- 13.2 The place of worship and its entire facility shall be used only for the consumption of Hindu vegetarian diet and non-alcoholic beverages.
- 13.3 The food supplier shall be approved by the Executive Committee. The Caterer shall provide an Insurance bond to cover liability of its product.
- 13.4 Person renting the facility shall invite guests, in consideration of the capacity of the facility.
- 13.5 Any liability due to the action of invited guests shall rest upon the renter.
- 13.6 The organization shall not be responsible for any personal injuries to any invited guests occurred during their function.
- 13.7 Any property damage, during the function, the renter shall be responsible of the cost of repairs.
- 13.8 The above and any other related points shall be written in the rent agreement.

### **Article XIV (Arbitration)**

All members by applying for membership and joining the organization hereby agree that any and all grievances, disputes, claims or causes of action shall be settled only by binding arbitration in the following manner and that no recourse to legal action shall be taken and that the members waive their rights for legal action voluntarily and freely in order to promote the growth and welfare of this not for profit organization. In the event of grievance, dispute claim or course of action the member or members shall inform in writing by a certified mail to the Chairperson of the Board of Trustees of the nature of complaint and may demand appointment of an Arbitrator. The Chairperson shall appoint one Arbitrator within thirty days and the member shall appoint another Arbitrator. The two Arbitrators shall then appoint a mutually acceptable third Arbitrator. This board of Arbitrator shall review the grievance, dispute or claims and give their decision. If necessary the Arbitrators may vote on the decision and the majority approved decision shall be final and binding to all parties. All Arbitrators shall be active members of the Organization.

**Article XV**  
**(Miscellaneous)**

- 15.1 This By Laws shall be displayed and available to all members.
- 15.2 Every member of the Board of Trustees and the Executive Committee should read this By Laws and retain a copy during their term.
- 15.3 Once this By Laws, in the present form, is ratified it supersedes all previous documents and drafts. Any deletion, addition, correction, changes or amending this document shall be done only by amendments as discussed in the Article XII.
- 15.4 All amendments shall be filed in a chronological order of its acceptance.
- 15.5 All signatories who have committed to secure initial mortgage for the Mandir and not a paid Trustee shall be granted a Trusteeship for five years from the date of the ownership of the Mandir. They are encouraged to become a paid trustee as soon as possible. Their trusteeship, granted under above circumstances, shall expire earlier when they pay full membership.
- 15.6 All volunteers, elected and non-elected committee members shall be giving their services at their own will and shall indemnify and hold harmless the organization from any and all liability, loss, cost, expense, claim, and damages.
- 15.7 The committees elected during the first election shall take office immediately after the winners are declared and their term shall be extended to the immediate end of the fiscal year after two years.

Drafted and written by: Mr. Anilbhai B. Thakkar  
The By Laws submitted: September 18, 2008

By-Laws Committee:

Mr. Prahaladbhai G. Thakkar

Mr. Anilbhai B. Thakkar

Mr. Jayantibhai R. Thakkar

Mr. Arvindbhai R. Thakkar

Executive Officers:

Mr. Hasmukhlal M. Thakkar  
Chairperson, Board of Trustees.

Mr. Chirayu C. Parikh  
President, Executive Committee.

Mr. Yogesh S. Thakkar  
General Secretary, Board of Trustees.

Signatures on File