

BY-LAWS
SANATAN DHARMA TEMPLE AND CULTURAL CENTER
30 January 2005

**(last amended by the General Body on 9 August 2015 and
adopted by the Board on 9 August 2015)**

ARTICLE I. Fiscal Year:

The Fiscal year of the Organization shall be January 1 to December 31 unless further changed by the Board of Directors.

ARTICLE 2. Membership:

1. Any person of legal age, irrespective of caste, color, creed, race or any national origin who has faith in Hindu religion, believes in and agrees with the objectives of the Organization and pledges to abide by its Constitution and the By-laws can become a member by paying the membership dues.

2. An individual membership in good standing shall carry one vote. A family membership in good standing shall carry two votes, one for the husband and one for the wife. Family membership privileges extend to children. There shall be the following types of members:

a. Annual Member: Annual member shall have membership privileges for one calendar year after payment of appropriate dues. Annual membership is renewable by paying the appropriate membership dues for that calendar year. If a member pays his annual dues after the election cut-off date, his membership will be effective for the rest of the year and the following fiscal year. Any member who is more than three months in arrears in payment of dues shall forfeit his/her membership. The membership dues are \$51 per individual and \$101 per family.

b. Life Member: Upon payment of the appropriate membership dues, a life member shall have membership privileges for his/her life. The life membership dues are \$1001 per individual and \$2100 per family.

c. Donor Member: Upon payment of the appropriate membership dues, a donor member shall have life membership for the family. The donor membership dues are \$5000

d. Patron Member: Upon payment of the appropriate membership dues, a patron member shall have life membership for the family. The patron membership dues are \$50,000.

3. **Upgrade:** A member may upgrade his/her type of membership (Annual, life, Donor, Patron) based on all contributions made by him/her (on record) during the duration of his/her current membership.

4. All individuals/families desirous of becoming a member of the Organization will apply for membership. The filled application will be submitted to the organization and will be approved by any board member, if it is within the guidelines of the Constitution and the By-Laws.

5. **Disciplinary Action:** A disciplinary action may be taken against any member of the Organization in case the member is convicted of a crime or engages in any activities against the interests of the Organization such as the following (the list is not exhaustive but only suggestive):

- a. Breaks any rule of the Organization
- b. Engages in actions that may spoil the Organization's reputation
- c. Engages in false and malicious accusations, slander, or defamation against other member(s) of the Organization

The membership of a member convicted of a crime shall be terminated upon reliable information and discussion of such conviction in the Board. If a member is found by the Board to be engaging in any other activity harmful to the Organization, he/she shall be given a warning on the first instance and shall be expelled from the membership of the Organization on the second instance. Any such action shall be taken by a two-thirds majority of the Board.

ARTICLE 3. Board of Directors ("Board"):

1. The elected Board of Directors will have up to a maximum of twenty one (21) members (always an odd number). All board members will have a term of two (2) years but elected in such a way that about half the members will start their term each year. Prior to the Annual Board elections, the Board of Directors will decide by a two third majority on the number of members (up to a maximum of 21) for the upcoming board.

2. Appointed Members: An appointed member of the Board of Directors shall be a member of the Organization in good standing and shall have made a substantial monetary contribution to the Temple. The minimum amount shall be One hundred thousand dollars (\$100,000) donation or a personal financial guarantee in excess of Five hundred thousand dollars (\$500,000) on behalf of the Temple. In addition, the aspiring appointed member will request for such a seat in writing to the President of the Board of Directors prior to making his/her financial contribution. Such a nomination will be subject to approval by a simple majority of the Board. Each individual appointed member will be on the board for no more than 2 terms to a maximum of 2 years. The total number of appointed Board members shall not exceed twenty five percent (25%) of the total number of Board members at any time. The appointed members shall have full voting rights.

3. All Board members shall serve without compensation except that they shall be allowed reasonable expenses incurred for essential services and reasonable advancement or reimbursement of actual expenses incurred in the performance of their regular duties as prescribed in these by-laws.

4. The Board members will elect the President of the Board at the first meeting of newly elected Board. An Individual may be the President for only two (2) consecutive terms of one year each after which he/she cannot seek to be the President for at least one year.

5. The Board members will elect the Vice-President of the Board at the first meeting of newly elected Board. An Individual may be the Vice-President for only two (2) consecutive terms of one year each after which he/she cannot seek to be the Vice -President for at least one year.

6. The President, in consultation with the Board, will appoint the Secretary, Joint Secretary, Treasurer, Joint Treasurer, and for other positions e.g., fund-raising, religious activities, facilities committee, etc. as deemed necessary to progress the temple. The President will have the final authority in appointing for these positions. These positions will be appointed annually after the election.

7. The Board shall meet no less than four (4) times a year. At least twenty five percent of the Directors may ask the President in writing for a special meeting of the Board of Directors.

8. Any member of the Board who absents himself/herself from two (2) consecutive meetings of the Board without informing the President of the reason(s) shall cease to be a director.

9. In exceptional circumstances as determined by the Board, such as if a director cannot physically appear for voting because of illness, natural calamity or he/she is out of town, he/she may authorize another director to vote on his/her behalf on a specific issue(s) provided such an authority is given in writing specifying the issue(s) to be voted.

10. Quorum: At least fifty-one percent of the existing Board members are required to be present

and this will constitute a quorum for holding its regular or special meetings. All decisions in the meeting of the Board related to the basic policy and programs shall require a simple majority vote of the directors present and voting, unless otherwise specified in the By-laws. The decisions related to disciplinary action against any director shall require a two-third majority of the directors present and voting.

ARTICLE 4. Functions of the Board and Office Bearers:

1. The Board shall be responsible for the overall and daily management of the Organization. All the rights, powers, duties, and responsibilities associated with the management are vested in the Board of Directors within the general policies and guidelines of the General body, as stipulated in the Constitution and By-laws of the Organization.

2. The Board shall:

a. Create appropriate permanent endowment of an essential amount for various activities of the Organization.

b. Be responsible for all assets, funds, capital alterations and improvements of the Organization's property.

c. Be responsible for major policies and long term planning of the Organization's objectives and activities.

d. See that the real-estate property is not sold without two-third majority of the Board agreeing to it and that decision is duly approved by the majority of the General Body in good standing attending the General Body meeting convened for this specific purpose.

e. Review and approve yearly the Organization's budget and provide funds for the execution of the budget provisions within the Organization's resources.

f. Be authorized to give donations, grants, aids etc. for purposes and in furtherance of the objectives of this organization subject to the limits of the authorized budget grants

3. The Board shall appoint an Election Committee to facilitate the election of the Board. Further, the Board may appoint various committees as deemed necessary to carry its functions. The committees will consist of volunteers who will not be entitled to any titles and will function under the direction of a board member who has that area of responsibility.

4. The Board shall select, by a two-thirds majority, a new director for the remaining term of outgoing director in case a vacancy occurs.

5. President: The President of the Board shall chair all Board meetings and the General Body meetings. He/She can call a Board meeting at any time deemed necessary. He/She is primarily responsible to carry out the functions of the Board as per the Constitution and the By-laws. He/She shall ensure that minutes of all meetings of the Board are recorded and duly documented for review by members of the Organization. He/She or his/her designee shall execute Deeds, Mortgages, Bonds, and Contracts in the name of the Sanatan Dharma Temple and Cultural Center and perform any other functions falling under the Board. An approval of all actions must be obtained from the Board prior to their execution, and the Board, at their next meeting, must review such acts.

6. Vice-President: The Vice-President of the Board shall assist the President in performing his/her duties, shall act as President in his/her absence and shall assume the responsibilities of the President in the event of his/her inability to act.

7. Secretary: The Secretary of the Board shall assist the President and the Vice-President in carrying out the functions of the Board. He/She shall keep record of the minutes of the Board meetings and the General Body meetings. He/She shall issue notices of the Board and the General Body meetings in consultation with the President.

8. Joint. Secretary: The Joint. Secretary of the Board shall assist the Secretary in performing his/her duties, shall act as Secretary in his/her absence and shall assume the responsibilities of the Secretary in the event of his/her inability to act.

9. Treasurer:

a. The Treasurer of the Board will collect the dues, keep account of all the receipts and expenses.

b. The Treasurer shall deposit the money received in the accounts of the Organization no later than one (1) month of its receipt. The President, the Treasurer and the Secretary will be authorized to sign the checks.

c. The Treasurer and one other office Bearer shall co-sign all checks exceeding the limits set by the Board.

d. The Treasurer of the Board shall prepare a quarterly financial statement for all the receipt and expenses and present it to the Board. The Treasurer shall prepare and submit the annual financial statements to the Board within two months after the closing of the fiscal year. He/She shall also present the annual financial report to the General Body in its Annual Business meeting. The Treasurer of the Board shall prepare the budget estimates for the following fiscal year and submit them to the Board no later than the first week of the last month of the fiscal year.

10. Joint Treasurer: The Joint Treasurer of the Board shall assist the Treasurer in performing his/her duties, shall act as Treasurer in his/her absence, and shall assume the responsibilities of the Treasurer in the event of his/her inability to act.

11. Disciplinary Action: A disciplinary action may be taken against any Board member in case the member is convicted of a crime or engages in any activities against the interests of the Organization such as the following (the list is not exhaustive but only suggestive):

- Breaks any rules of the Organization
- Engages in actions that may spoil the Organization's reputation
- Engages in false and malicious accusations, slander or defamation against other member(s) of the Organization
- The membership of a Board member convicted of a crime shall be terminated upon reliable information and discussion of such conviction in the Board. If a Board member is found by the Board to be engaging in any other activity harmful to the Organization, he/she shall be given a warning on the first instance, and shall be expelled from the membership of the Board on the second instance. Any such action shall be taken by a two-thirds majority of the Board.

ARTICLE 5. Executing Committee

The Executing Committee is activated when a Director from the Board of Directors is appointed as chairperson of the Executing committee by the Board. The members of Executing Committee can be either any of the board members or any general body member approved by the board.

ARTICLE 6. General Body Meetings and Election

1. The Annual Business Meeting of the General Body shall be held on the day of the elections of the Board of directors in the month of June.

a. Progress Report of the President.

b. Financial statement by the President with assistance of the Treasurer duly audited by the appropriate Auditor.

2. All the meetings of the General Body shall be presided over by the President and in his/her absence by the Vice-President of the Board.

3. At least fourteen (14) days advance notice shall be given to members intimating date, time,

place, and agenda of a General Body Meeting.

4 If at least one third of the general body members send a written request, for convening special meeting of the General Body, specifying the issue to be discussed, the President of the Board shall comply with their request within a period of one month.

5. In special cases, the Vice-President of the Board, in consultation with the President of the Board, may call a short notice meeting of the General Body to discuss important issues.

6. The proposal(s) for additional agenda items of the General Body meeting shall require a seven (7) days advance written endorsement to the President by at least five (5) general body members.

7. **Election:** Only the members in good standing who have fully paid their dues for the current Fiscal Year at least fourteen (14) days before the announced date of election will be allowed to participate in the voting process.

8. Election of Directors

a. All nominations shall be made on the nomination form with the nominator and nominee signing their intent to seek a board position for the person being nominated. Only one member from a family (examples: no two brothers, no husband and wife, and no father and son) may be nominated for the same Board.

b. The election shall be conducted by the rules set for by the election committee.

ARTICLE 7. Budget and Finance

1. Annual plan and budget estimates shall be prepared by the Treasurer and presented to the Board, no later than the first week of the last month of the fiscal year.

2. Funds collected for performing cultural activities shall be used for cultural activities only and shall be maintained in separate account.

3. All the books of accounts and records of the Organization shall be brought up-to-date before the election of the new directors and transitioned in an orderly manner within 7 days.

4. **Audit:** The Board may appoint a qualified Auditor. The Auditor shall submit audit report at least once a year. The Board shall make all the books of accounts and records available to the Auditor to facilitate the audit.

5. An audited financial report shall be presented to the members at the Annual Business meeting of the General Body. Audit reports shall be available for examination by any member in good standing upon request in writing. A copy of the report will be posted at the Temple notice board.

ARTICLE 8. General:

1. Contributions, gifts, real estate, donations, grants, aids etc, once made to the Organization by the members or by non-members shall become non-refundable on any grounds.

2. Assets and Liabilities of the Organization shall vest in the Board administered by the Board. However, no Director shall be personally responsible for any liabilities of the Organization, if incurred in the best interests of the Organization. Should any person be sued, either alone or with others, because he/she was or is a member of the Board or an employee of the Organization, in any proceeding arising out of his/her alleged misfeasance or nonfeasance in the performance of his/her duties or out of any allegedly wrongful act against the Organization, indemnity for his/her reasonable expenses, including attorney's fees incurred in the defense of the proceeding may be assessed against the Organization, its receivers or its directors, by the court in the same or

separate proceeding if;

- a. the person sued is successful in whole or in part, or the proceeding against him/her is settled with the approval of the court; and
- b. the court finds that his/her conduct fairly merits such indemnity.

The amount of such indemnity shall be so much of the expenses, including attorney's fees incurred in the defense of the proceeding, as the court finds to be reasonable.

3. **Insurance:** The Organization may maintain insurance, at its own expense, to protect itself and any officer, employee or agent of the Organization.

4. Meetings shall be as follows:

- a. The General body meeting shall be held at least once a year to appraise fully the progress and the status of the Organization.
- b. The Board shall meet as often as required but no less than at least four (4) times a year to carry out its functions.

All meetings of the General Body and the Board shall be held on the temple premises unless physically impossible to do so.

5. **Quorum:** The Quorum for the Board meetings shall be fifty-one percent of the total members. The minutes of the meeting shall be circulated within two weeks and considered approved if no objection is received within two weeks from the day of circulation. The subsequent meeting to ratify the resolution shall not be subjected to Quorum. In the case of a General Body meeting, the quorum shall be twenty-five percent of the total members or an absolute number of forty (40) members whichever is lower.

6. The general procedure for the meetings of the Organization shall be in harmony with the principle set forth by the President. Robert's Rules of Order (Newly Revised) shall be the final authority as to parliamentary procedures, as far as they do not conflict with the provisions of this constitution and by-laws.

7. **Voting:** All the general matters unless otherwise specified should be adopted by a simple majority vote of the members in good standing, present and voting.

8. **Secret Ballot:** For the election of the directors, at the General Body meeting, the Election Committee shall submit each member a written ballot.

9. The President shall have the right to exercise a casting vote to break a tie, if necessary.

10. Certain cases and situations may arise, with regard to which specific provisions do not exist in this text. Such cases or situations shall be dealt with in accordance with generally accepted democratic principles in the appropriate organs of the Organization.







11. **No Confidence:** No confidence resolution can be moved against the member(s) of the Board in a General Body meeting provided such a resolution be presented with the written endorsement of at least eleven (11) members in good standing. Such a resolution shall require for its passage the support of a two third majority of the total members present and voting.

12. The Organization has the right to remove from its membership, any individual whose activities may be considered as detrimental to the interest of the Organization. Such expulsion(s) shall be, however, subjected to the approval of a two third majority of the members, present and voting in a General Body meeting and subject to the appropriate procedures affording full opportunity to the individual(s) concerned to be heard.

13. All the guarantors to the temple's loans will have access to the temple, the temple accounts, and all board meetings as a non-participating member.

14. The board is obligated to maintain a reserve of 12 months worth payments of the Temple loans guaranteed at all times.

15. Any amendment to this constitution or the by-laws become effective only after it is adopted, printed, and distributed to all the members.

BOARD MEMBER NAME (PRINTED)	SIGNATURE AND DATE
Jugal Thakor, President	
Poonam Kalra, Vice President	
Kiran Chawla, Secretary	
Yogesh Yadav, Joint Secretary	
Kul Bhushan Garg, Treasurer	
Gagan Sund, Joint Treasurer	
Ramakrishna Suravajhela, Member	