



AUSTIN HINDU TEMPLE & COMMUNITY CENTER

BYLAWS VERSION 4.0.1

**Revised
October 2017**

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ARTICLE I: PURPOSE

Austin Hindu Temple & Community Center (AHTCC) will be referred hereafter as the corporation, or Austin Hindu Temple. The purposes of the Corporation are:

- To promote and practice ideals of Hinduism and Hindu religion through worship, education and teaching, by constructing and operating a Hindu temple in the Austin city vicinity
- To strive for spiritual richness and human excellence through assimilation of values in Hindu scriptures into daily lives.
- To recognize and respect other religions and belief systems in their proper context.
- To establish and maintain a community center for the purpose of conducting Hindu religious, social, and cultural and educational activities.

Section 1.1 Glossary:

- Annual Members – All those who paid a stipulated amount during the year of consideration. See Section 3.2 for details.
- Life Members - All those who made stipulated amount since the inception of the temple amount. See Section 3.3 for details.
- GBT – General Body of Trustees. See section 5.1 for details.
- BoD / BOD – Board of Directors. See section 5.2 for details.
- EC / Exec – Executive Committee. See section 6.1 for details.
- GBM – General Body of Members. Life members and the GBT See section 4.1 for details.
- General Assembly refers to the meeting of General Body of Members
- Officers of Executive Committee (EC) – Elected members of the Executive Committee and the Chairpersons of EC Sub-committees.
- Standing Committee is a sub-committee to work on specific tasks under Executive Committee and/or Board of Directors as needed.
- Volunteer – Anyone who contributes in efforts, kind and/or donations without receiving any monetary returns for their contributions.
- Proxy: Proxy is member who acts on behalf of an absentee member in the meetings that are called for running the corporation. A proxy may cast vote on behalf of the absentee trustee. Applicability of Proxy in GBT, GBM, and Elections of Office Bearers is defined separately on each of the respective sections. Proxy is valid only for the GBT meeting that the proxy is requested for and upon receiving the proxy information by the Secretary of the Board of Directors.

- Front Desk System: A digital system maintains the membership information along with the member donations and other information which acts as a system of record.
- AHTCC/AHT/Temple – Austin Hindu Temple and Community Center, Austin Hindu Temple, Temple. Usage of terms “AHTCC”, “AHT”, “Temple” in this document mean the same.

Section 1.2 Powers and Limitations

The Corporation shall have and may exercise all powers allowed under the Texas Non-Profit Corporation Act, subject only to following limitations:

1. **Public Purpose:** The Corporation is organized to serve public and community interests. Accordingly, it shall not be operated for the benefit of private interest, such as contributors or shareholders of the Corporation, or persons vested directly or indirectly by such private interests.
2. **Accumulation of Income:** The Corporation shall not unreasonably accumulate income within the meaning of Section 504 (c) (3) of the Internal Revenue Code as now in force or later amended.
3. **Trade or Business:** The Corporation shall not be operated for the purpose of carrying on a trade or business for profit. Any surplus funds that remain after expenses will be used solely for the benefit of growing the corporation to serve the community interests, or for other purposes such as charitable contributions, and community education, and development as permitted for 501 (c)(3) tax exempt corporations, and as approved by the BOT.
4. **Distribution of Earnings:** No part of the earnings or other property received by the Corporation from any source shall be used to the benefit of or be distributed to any of its members, General Body of Trustees, office bearers, and employees. However, the Corporation may decide to pay reasonable compensation for services rendered by any individuals, employees, organizations or entities, and make payments and distributions in furtherance of purposes herein set forth. All distributions and payments have to be in accordance with IRS guidelines set for the non-profit organizations.
5. **Distribution of Assets on Dissolution:** Upon dissolution of the Corporation and as determined by the General Body of Trustees with the advice of the Board of Directors of the Trustees and Executive Committee, its remaining assets, if any, shall be distributed to one or more organizations chartered and operated exclusively for Hindu religious, charitable or educational purposes within the meaning of Section 501(c) (3) of the Internal Revenue Code as now in force or afterwards amended. Any such assets not so distributed, shall be distributed by the County Court of the County in which the registered office is then located, to another organization that in the judgment of the court shall best accomplish the purposes that are consistent with the purposes for which the Corporation was formed.
6. **Specific Restrictions:** Non-vegetarian food(s) including but NOT limited to the following items; meat, meat preparation, sea food, egg, egg or gelatin based products and poultry are not allowed on or within the confines of the temple property. Milk and milk based products are allowed on temple property and within the temple as well. Alcoholic beverage(s) of any nature shall not be allowed at the Temple premises at any time or for any reason. Smoking, vaping, and consumption of any controlled substances (such as tobacco and illicit drugs) shall not be permitted on the premises of the Temple. Firearms are not allowed inside temple premises except when specifically authorized by BoD and EC for security purposes. No footwear shall be allowed into the Temple area. The temple shall be for the

exclusive use of Hinduism related events only. The cultural center shall be open to all for the purpose of conducting Hindu religious, social, cultural and educational activities subject to restrictions and conditions approved by General Body of Trustees.

Additional Restrictions on foods offered as Naivedyams and Prasadam: In addition to the food restrictions shown above, the following are not allowed in the offerings prepared for the Gods and distributed to devotees as prasadam: Onion, Garlic, and other Allium genus foods as well as mushrooms. The restriction also applies to the prasadam that devotees bring to the temple. From time to time, the temple, acting through its board of trustees, may impose additional restrictions.

- 7. The official language** all official written and oral communication of the corporation will be in English.
- 8. Assets of AHTCC** will include but not be limited to land, buildings, gold, silver and any other physical properties purchased or donated to the corporation. In addition, the information about its members, mailing list and website contents will belong to AHTCC and will be used primarily for the benefit of AHTCC. Such information will not be released to anyone or any other organization without the written permission of the BoD, EC, and the member(s) concerned. Any software or intellectual property developed for temple use utilizing temple resources shall be the property of AHTCC.
- 9. Issuance of Official Documents** to any external entities that include but not limited to and Government Agencies, Financial Institutions, Legal entities shall be approved by the President of the Executive Committee and the Chairman of the BoD. All contractual agreements that involve Austin Hindu Temple and external agencies shall be signed by President of the Executive Committee and the Chairman of the BoD.

ARTICLE II: OFFICES

The site for principal office of the Corporation is 9801 Decker Lake Rd., Austin Texas, 78724.

The Corporation shall at all times maintain a registered office in the State of Texas, as well as a registered agent whose office location shall be identical with the registered office. The registered office of the Corporation may be, but need not be identical with the principal office in the State of Texas. The General Body of Trustees may change the address of the registered office from time to time.

The federal identification number of this Corporation is 01-0564933

The State of Texas filing number is 8000038999

And the sales tax exemption identification number is 101-056-49338

ARTICLE III: MEMBERSHIP

Section 3.1 Eligibility:

Anyone who wishes to share Hindu faith may become a member of the corporation. Membership of the Austin Hindu Temple is open to all who are desirous of furthering the aims and objectives of the Austin Hindu Temple irrespective of race, color, creed, nationality, sexual orientation or gender. Membership shall remain in effect, as long as the member remains in good standing as defined Sections 3.2, 3.3, 3.4, and 3.5.

Section 3.2 Annual Membership:

Annual Membership is open to an individual who pays stipulated amount (see Appendix A: Payment/Donation requirement for various memberships) exclusively towards the annual membership of the AHTCC. Annual membership is also open to the spouse of an annual member. Name and contact information of the spouse must be recorded in the AHTCC's front desk system in order to be considered as a member of AHTCC.

The period of membership will be from January 01 to December 31 of each calendar year. Membership fee shall not be pro-rated. Payments for annual membership can be made in advance for future years but cannot be made for the past calendar year(s).

Eligibility of Annual Membership based members in the participation of election process is included in section 6.26

Section 3.3 Life Membership:

Life membership is open to an individual and his/her spouse who pays \$2,500 receipted and cumulative over the years until Dec 31 2017. Starting Jan 01 2018, Life membership is open to an individual and his/her spouse who pays the stipulated amount (see Appendix A: Payment/Donation requirement for various memberships) receipted and cumulative over the years, including the years prior to 2018. This amount is subject to change and it will be determined by the General Body of Trustees. Name and contact information of the spouse must be recorded in the AHTCC's front desk system in order to be considered as a life member of AHTCC. The period of membership will be for the life time of the member and is not transferable. Eligibility of Life Membership based members in the participation of election process is included in section 6.26

All receipted payments made to AHTCC towards any services or donations will be considered towards life membership. Life members can request their contribution be treated as a private matter to the extent permissible by law.

Section 3.4 Trustee Membership:

All Trustees who have fulfilled the requirements of trusteeship are considered as members of the AHTCC. Section 5.1 provides the details of the trusteeship. Spouse of the trustee shall also be the member of AHTCC. Name and contact information of the spouse must be recorded in the AHTCC's front desk system

in order to be considered as a member of AHTCC. The period of membership will be for the life time of the member and is not transferable. Eligibility of Trustee based Membership based members in the participation of election process is included in section 6.26.

Section 3.5 Discretionary Membership:

In addition to the above three membership categories, AHTCC Executive Committee may offer the Annual Membership (as defined Section 3.2 – Annual Membership) to a maximum of 10 devotees of the AHTCC. Executive Committee shall, on a case by case basis, discuss and approve such members with a simple majority in the Executive Committee. Executive Committee shall consider, but not limited to, the following factors in offering such membership to the individual devotee:

- a. who cannot pay the annual membership fee
- b. Who demonstrates continuous support to the temple in his/her participation in temple activities and/or volunteers his/her time and/or professional services to the temple.

The period of discretionary membership will be from January 01 to December 31 of each calendar year. This membership is not transferable. Eligibility of Discretionary Membership based members in the participation of election process is included in section 6.26

ARTICLE IV: GENERAL BODY OF MEMBERS

Section 4.1 General Body of Members - Membership and Duties:

The General Body of Members (GBM) comprises of Life members and Trustee Members. A meeting of the GBM is called General Assembly.

The governance of the Corporation is vested in BoD and EC as the representatives of the GBT and the GBM respectively.

Section 4.2 Annual Meeting:

The General Body of Members shall meet at least once a year as decided by General Body of Trustees for the purpose of:

- A. Being informed about the progress, financial status and plans of the corporation.
- B. Transacting any other business that needs the approval of the general assembly and brought before them including approval for changes in the bylaws.

Section 4.3 Special Meetings:

Special meetings of the General Assembly may be called by a majority (at least 51%) of General Body of Trustees (either in person or by proxy) or by written request of at least fifty one percent (51%) of the voting members of the General Assembly made to the Chairperson of the General Body of Trustees or by the Chairperson of the Board of Trustees to act upon By-law revisions or for any other purpose he/she deems fit.

Section 4.4 Notice of the Meeting:

Written or electronic or printed notice stating the place, day and hour of the meeting, and in case of a special meeting, the purpose or purposes for which the meeting is called, shall be delivered not less than ten (10) days or more than fifty (50) days before the date of the meeting, either personally, by e mail, or by mail to all voting members of the General Assembly. If mailed, such notice shall be considered delivered when deposited in the United States mail and addressed to such members at their addresses as it appears on the records of the Corporation, with postage thereon paid. If sent by electronic means, such notice shall be considered delivered when sent to such members at their last known email address as it appears on the records of the Corporation. The printed notice shall be prominently displayed in the Temple Premises.

Section 4.5 Quorum:

At all general or special meetings of the General Assembly, twenty-five percent (25%) of the total voting membership shall constitute a quorum. Quorum consist of the members physically present plus the proxies, where applicable. If the General Assembly does not meet the 25% quorum, it shall reconvene again after 10

minutes of recess with a minimum requirement of 10% or 50 members, whichever is smaller, to meet the quorum.

Section 4.6 Voting:

Any individual who is a member through one or more of the following membership categories is a voting member of the general assembly:

1. Life Membership
2. Trustee Membership

A Trustee Member may nominate another member to be his/her proxy. The Secretary of the General Body Members (Corporate Secretary) shall request proxies and the proxies are valid only for the meeting for which proxies are requested.

Section 4.7 Organization:

The chairperson of the General Body of Trustees or his/her designee shall call meetings of the general assembly to order and shall act as chairperson of such meeting(s).

ARTICLE V: MANAGEMENT

The overall management of the Corporation shall be vested in BoD and EC as described in the bylaws.

Section 5.1 General Body of Trustees: Composition and Term

Trustee:

Those devotees who donate a minimum set amount (see Appendix A: Payment/Donation Requirement for Various Memberships) to the corporation within a stipulated duration are considered Trustees. Both the amount and the payment terms are determined by General Body of Trustees from time to time.

- There is no limit on number of such Trustees
- This trustee role is an individual role. The rights do not extend to spouse or any other family members. Powers and responsibilities of Trustees are not transferable.
- Minors are encouraged to become trustees; however for such cases, the parents/guardians shall bear the powers (including voting rights) and responsibilities until they turn 18 years old.
- Qualification for becoming a Trustee:
 - i. Should be recommended by at least two other current Trustees. However such a recommendation is not required for a spouse or a child of the existing trustee.
 - ii. Honors the required financial commitment at the time of enrolment or makes the due payments on time –Also known as “A Trustee in good standing”
 - iii. No public record of involvement in anti-social and or criminal activities.

A trustee can direct his/her trustee payments, either full or partial, towards an approved capital project. However, such directed donations must be approved by the BoD prior to making the payment.

Any donor who donates the required amount towards an approved capital project may request trusteeship. However, the donor must declare the intent of becoming a trustee prior to making such donations and obtain approval from the BoD.

Trustees intending to resign may do so by providing a written letter of resignation. The Board Secretary shall remove the resigned Trustee’s name from the list of Trustees after notifying him/her in writing.

All Trustees, and their registered spouses, are considered as life members of the general assembly. Trustees may request their contributions be treated as a private matter to the extent permissible by law.

All the rights, powers, duties and responsibilities relative to the management and control of the Corporation’s property and affairs are vested in the Board of Trustees for the benefit of Corporation.

Section 5.1.1 Meetings and Quorum – Board of Trustees:

Trustees in good standing may give a proxy to another Trustee in good standing for each Board of Trustee meeting in writing through email or on forms prescribed by the Board Secretary from time to time.

The quorum shall consist of one third of the Board of Trustees (either attending in person or by proxy) and shall be certified by the Secretary of the Board. If quorum is not met, the Board meeting shall be adjourned for a minimum of 30 minutes and can be reconvened after 30 minutes. The quorum for the second called meeting shall be a minimum of 1/5th of the total number of Trustees (either attending in person or by proxy). If the quorum is not met even in the second meeting, the meeting shall be conducted and the decisions taken in the meeting shall be sent to the Board of Trustees for further approvals. A minimum 3 days and a maximum of 5 days shall be provided to the Board of Trustees to review the decisions taken in the second meeting and provide their vote in favor or against such decisions. A one-third vote in favor (including the votes from the second meeting) shall be considered as the approval of such decisions made in the second meeting. Voting shall be obtained via electronic media (emails, online surveys) and the responses are documented by the Secretary of the Board of Directors.

Any items that require voting/approval from trustees shall be published to the trustees at least 5 days before the upcoming trustee meeting in which the item for discussion and approval will be presented.

Section 5.2 Board of Directors of the Trustees (BoD):

General Body of Trustees shall elect/appoint a nine-member Board of Directors comprised of individuals as illustrated elsewhere in this article. This BoD shall be their representative for the management of the corporation. General Body of Trustees entrusts all their powers to the Board of Directors as their representative, except in cases where it is explicitly restricted.

General Body of Trustees shall have authority to overrule and reverse any of the decisions made by Board of Directors with a two third majority of the attendees (including Proxies) at the GBT meeting. General Body of Trustees may remove any of the Board of Directors for proper cause with two third majority votes, and then may elect/appoint a replacement member of BoD with majority of the vote, which is 51% of the total number of trustees.

Section 5.2.1: Composition of BoD

Board of Directors (here after known as BoD) shall consist of nine members. Seven of the nine members shall be elected, one is the elected President of the Executive Committee, and one member nominated by the BOD Chair and approved by the BOD with a simple majority.

The composition of the 9 members is as follows:

1. Chairperson – elected by GBT
2. BoD member – elected by GBT
3. BoD member – elected by GBT
4. BoD Member – elected by GBT

5. BoD Member – elected by GBT
6. BoD Member – elected by GBT
7. BoD Member – elected by GBT
8. Current President of the Executive committee
9. A member of the general community or a life member – nominated by the Chairman and approved by the BoD.

The Chairperson and six BoD members (a total of seven) will be elected from the eligible permanent members of GBT by all the voting members of GBT. In addition to the Chairperson, a Vice-Chairperson and a Secretary shall be elected or selected from the six elected members of the Board of Directors by the BoD members within two weeks of BoD election results. The ninth member of the BoD shall be a person in the general community with a sincere interest in and potential benefit to Austin Hindu Temple and its purpose.

The ninth member may become a Trustee during his/her term of service and still complete their term as a ninth member. In case a ninth member is not nominated from the general community the Board may nominate a trustee or a life member in good standing. Such nomination must be approved by the Board of Trustees with a simple majority.

All Board of Directors shall reside within the following 4 counties surrounding Austin: Travis, Williamson, Hays, and Bastrop. A board member whose primary residence is moved outside the 4 counties shall be considered as resigned with a resignation effective 15 days from such move.

Section 5.2.2: BoD Election and Term Limits

See Section 6.25 and Section 6.26 for Term Limits and Elections of BoD members, respectively.

Section 5.2.3: Powers and Duties of the BoD

The BoD shall be responsible for implementing the policies, directives, and guidelines set by the BoT. The BoD shall initiate policies and procedures of AHTCC and shall obtain approvals of such policies from BoT and in accordance with the quorum requirements set in Section 5.1.1.

BOD reviews AHTCC income sources and expenses and recommend changes to improve finances and help the financial health of the temple. Also, the BOD monitors the operations of the corporation and provides feedback and suggestions to the executive committee to protect the interests of the temple.

The powers exist in the Board of Directors as a group and not in an individual. The BoD has a duty to exercise reasonable care and prudence in managing the affairs of the Corporation. The BoD may make rules for the conduct of its own. Any such rules inconsistent with these Bylaws and the Articles of Incorporation shall not be valid. It is the responsibility of the Chairman of BoD to ensure the Bylaws are followed in the execution of the respective duties and responsibilities by BoD members.

The BoD will focus on the following areas: Fund raising, long-term vision, governance and compliance of AHTCC. In particular, they are responsible to:

- Drive long range planning process and develop a rolling five-year roadmap – The chairman of the BOD will present the long range planning and the rolling roadmap to BOT every 1st quarter of the calendar year
- Organize fund-raising activities – planning and execution through the Fund Raising Committee.
- Approve of capital projects limited to a stipulated maximum of \$50,000. Any projects that require more than \$50,000 need to be approved by the BoD and presented to General Body of Trustee (GBT) at their assembly for their approval. A project that costs more than \$50,000 cannot be split into smaller projects costing less than \$50,000 to get such approvals.
- Review and Recommend Architectural aspects including site development and structural changes and present to Board of Trustees for approvals. Any changes to site and structures will have to be approved by the GBT and in accordance with the quorum requirements set in Section 5.1.1. Any addition or modification to the religious structures and fixed deities will have to be approved by at least 51% of the trustees.
- Review and Approve yearly operating plan and budgets (developed by EC). Develop yearly capital budget plan and obtain approvals by GBT.
- Ensure annual audit and financial record compliance
- Obtain Approvals from BoT, the Standard Operating Procedures developed by Ad hoc Committees and/or the executive committees.
- Manage risks: assessing risks, managing risks and periodic audits.
- Develop and approve Communications Strategy and conduct external communications in conjunction with EC and review all external communications that have legal impact
- Make personnel decisions: Approval of any hiring, firing, resignation & compensation of fulltime employees and long term contractors, greater than 90 days, as proposed by Exec Committee
- Communicate regularly to all the members of GBT.
- Create standing committees as needed to address short term tasks/fixed duration tasks
- Appoint BoD Members or Trustees in good standing to EC sub-committees as per bylaws or up to a maximum of 2 per each sub-committee, including the EC
- Periodically get input from members of community to ensure the temple is meeting their needs.
- Set up policies and guidelines to accept at its discretion all gifts including religious items, bequests and donations, in cash or in kind, provided that any such gifts, bequests or donations, which the donor makes, are unrestricted. In case of restrictions, the BoD may reject the gift(s) if such restrictions are not in the best interests of the Corporation. Further, the wishes of any donor regarding the use of their donations shall, at the discretion of the BoD, be accepted and honored, to the extent possible as long as such wish does not conflict with the purposes of the Corporation – Any gift that had a perceived value of more than \$5K and less than \$50K need to be approved by the BoD. In-kind gifts that have a perceived value of more than \$50K, BoD shall obtain approval from trustee with a simple majority.

- Borrow money and incur debt for the purposes of the Corporation and to execute instruments of hypothecation of assets with the advice of the President and the Executive Committee after approval of GBT.
- Maintain an alphabetically arranged list of all Trustees, Life Members and Annual Members. Such list shall be updated at least annually and shall be available for inspection by any BoD or GBT member.
- Make a report to the General Assembly at its annual meeting about the financial and operational status of the Corporation.
- Welcome new Trustees and inform them about their roles and responsibilities.

BoD shall have access to all the information of the corporation. If additional information is requested by BoD, the requested information needs to be provided within a reasonable amount of time of about seven calendar days, unless additional time is needed to gain such information. Details of the individual member/Trustee contributions must be considered private and sensitive. Such information will be available only to the Chairman of the GBT, the Secretary of BoD, the Treasurer and the President.

This information may be shared with others on a need-to-know basis and it requires BoD Approval

BoD acting alone cannot perform the following but not limited to the following tasks:

- Change approved master plan
- Change the vision of the AHTCC
- Change the Bylaws of the AHTCC
- Sell or lease any AHTCC assets.

However, the BoD can initiate action on any tasks identified above 4 items and obtain approval by GBT with a minimum of 51% majority.

BoD shall select a Public Relations (PR) person to represent the temple to communicate with outside organizations and media. The EC shall ensure that this person's contact information is prominently displayed on the temple's website. All external communications is the responsibility of the Chairman of BOD and the President of Executive Committee until the PR person is appointed.

BoD may appoint a Regulatory Committee headed by a BoD member with 4 other Trustees in good standing. The Chairman of this committee be replaced every two years but the members will remain unless they retire voluntarily and a new member is appointed by the chairman. General Responsibilities of this Committee includes but not limited to maintaining all Government related Regulatory Licenses, Process and Procedures and the following:

- 1) Non Profit Incorporation Certificate
- 2) IRS TAX filing reports
- 3) Audit Reports
- 4) Construction permits
- 5) Construction drawings and plans

- 6) Fire Permits
- 7) Electric, Water, Sewage Permits
- 8) Kitchen license

Section 5.2.4: Duties of the Chairperson, Vice Chairperson and Secretary

Chairperson:

The Chairperson shall be the presiding officer of the General Body of Trustees, BoD and General Body Meeting (GBM). He/she shall oversee AHTCC operations on behalf of the Trustees. He/she along with the President of EC may sign (with due diligence towards the purposes of the temple as defined in Article I) any deeds, contracts or other instruments, except in cases where the signing and execution thereof shall be expressly delegated by the General Body of Trustees to some other officer or agent of the Corporation. The Chairperson will present annual budget and financial report to the GBT.

He/she is responsible for getting the meeting minutes published through the Secretary, manages and approves the communication to the trustees. He/she sets agenda, calls for and presides over the board meetings as scheduled and as required. Chairperson can invite outside people depending on the agenda with the BoD prior approval. He/she is responsible to publish quarterly progress report to BoD, GBT, EC and GBM.

It is the responsibility of the Chairman to ensure the Bylaws are followed in the execution of the respective duties of the BOD and GBT.

Vice- Chairperson:

In the absence of the Chairperson, the Vice- Chairperson shall preside over all the regular and special meetings of the BoD, General Body of Trustees, and shall perform all duties incident to the Office of the Chairperson.

Secretary:

The secretary shall keep the minutes of all the meetings of the General Body of Trustees and the meeting(s) of BoD, in books provided for that purpose. He/she shall attend to the giving and receiving of all legal notices of the Corporation and such other books and papers as the General Body of Trustees may direct. Such notices and minutes shall be open to examination of any GBT member(s) upon application at the office of the Corporation. Minutes of all the meetings of the BoD and General Body of Trustees shall be distributed to the GBT members within fifteen days after the meeting. The Chairperson and Secretary will be responsible for communication with GBT. In addition, the Secretary will be responsible to maintain the list of Trustees, and their eligibility to vote. The Secretary of the BOD is the Corporate Secretary.

Section 5.3 Meetings and Quorum:

BoD must conduct formal meetings at least once a month and each member shall not miss three meetings in a row or a total four meetings in a year. If a member of the BoD is unable to meet these attendance requirements without any valid reason(s), in any 12 month period, it shall be assumed that member has resigned from the BoD. BoD will nominate another candidate within 30 days of such resignation to fill this

position, for GBT approval and in accordance with the quorum requirements set in Section 5.1.1. This should be an official meeting on the agreed day of the month. Any additional meetings or changes will require a two weeks' notice. Quorum needs a total of six members to be present in the official meeting and absentee members will need to communicate their votes in writing or by phone, of any items to be decided. BoD members shall excuse themselves from the voting if there is a conflict of interest. The members will have access to the relevant information and facilities to discharge the functions.

BoD meetings shall be open to trustees and the timing, location, and agenda shall be sent to trustees at least seven days prior to the meeting. The trustees in such meetings may choose to participate as observers. The chairman may conduct closed meetings to discuss sensitive topics or include an executive session in a regular BOD meeting. Such closed meetings and executive sessions may be restricted to BOD members and to any invitees that the BOD may require.

Section 5.4 Resignation, Removal and Replacements:

Any Board Member may resign at any time by delivering a written resignation to the Chairman. The acceptance of any such resignation shall be necessary to make the above resignation effective. The procedure for filling in the vacancies so created, is presented in Sec 5.5

Section 5.5 Vacancies:

A vacancy in any elected Board of Director, because of death, resignation, removal, disqualification or otherwise shall be filled by nominating an eligible candidate to the position by the Chairman of the Board within 14 days. This nomination needs to be recommended by simple majority of the BOD and shall have to be approved by a simple majority of the trustees (51%) or by a minimum of 40 trustees

Section 5.6 General Body of Trustees (GBT)

1. Members of the GBT will have all the rights of annual members and in addition, they have the right to elect the members of the BoD.
2. They will approve any proposals brought upon them by BoD and any projects that require a funding of \$50,000 or more.
3. GBT members will approve the annual budget proposed by the EC and BoD
4. GBT can initiate any changes in Bylaws for approval in general assembly.
5. The GBT alone can authorize the sale or long term (exceeding a year) lease of AHTCC property (land and other fixed assets) with written approval from 75 % majority. GBT members will have access to the meeting minutes of BoD & Executive committee, and financial status of the corporation.
6. GBT meetings will be held at least once per quarter herein the Chairperson will present the progress, financial status and plans of the corporation.
7. The General Body of Trustees with two third majority of the trustees casting the votes, including proxies (with at least 50% of the total number of trustees approving the removal or replacement) can

propose to remove, for reasons of any action against the policies or interest of the corporation, any Executive Committee member or the Executive Committee itself and call for general body meeting for approval and to elect new Executive Committee or an elected Executive Committee member. The General Body of Trustees can act as temporary Executive Committee or nominate other Trustees until new election is conducted within next 60 days.

8. The General Body of Trustees with two-third majority of the entire GBT can vote on to remove, for reasons of any action against the policies or interest of the corporation, the GBT chairman, any BoD member or the BoD itself and call for GBT meeting for approval and to elect new BoD or BoD member or GBT chairman for the remainder of the term.
9. The General Body of Trustees, with two-third majority, can vote to suspend any General Body of Trustee member, for the current year, or a longer duration for any action against the policies or interest of the corporation.

ARTICLE VI: OPERATIONS

Section 6.1 Executive Committee

Executive Committee's role is to carry out the day to day operations of AHTCC smoothly and effectively.

The general operational management of the Temple shall be vested in the Executive Committee. The executive committee works with the BOD and reports to the General Body of Trustees. In addition, the executive committee oversees and coordinates the activities of the sub committees, implements the decisions of the GBT and obtains the approvals of the BOD, and the approvals of GBT where applicable, for significant initiatives and actions originated by the subcommittees and the executive committee.

Composition of Executive Committee:

The Executive Committee of the Corporation shall include the following members listed below:

1. President, elected by GBM
2. Vice President, elected by GBM
3. Secretary, elected by GBM
4. Assistant Secretary, elected by GBM
5. Treasurer, elected by GBM (Chair of Finance Committee)
6. Assistant Treasurer. elected by GBM
7. Religious Committee Chair, Nominated by President and Ratified by the BOD
8. Education Committee Chair, Nominated by President and Ratified by the BOD
9. Cultural Committee Chair, Nominated by President and Ratified by the BOD
10. Communication Committee Chair, Nominated by President and Ratified by the BOD
11. Construction Committee Chair, Nominated by President and Ratified by the BOD
12. Facilities/ Maintenance Committee Chair, Nominated by President and Ratified by the BOD
13. Human Resources Committee Chair, Nominated by President and Ratified by the BOD
14. Seva Committee Chair, Nominated by President and Ratified by the BOD
15. Food Service Committee Chair, Nominated by President and Ratified by the BOD
16. IT Committee Chair, Nominated by President and Ratified by the BOD
17. Chairperson of the BoD.

In addition, the president can form up to 2 new committees or members as needed and nominate committee chairs. These nominations need to be approved by the EC to be valid.

The chairpersons of the committees are nominated by the President and the members of the committees may be appointed by the respective Chairperson unless specified otherwise. List of the committee members shall be published to the executive committee and BOD by the President, within a month of election.

The Executive Committee shall consist of a minimum of eighteen members (6 elected, 11 appointed and the Chairman of the BoD) and not more than twenty (20) members.

All the EC members (up to 20) are eligible to vote on EC decisions and be subjected to the term limits. Only the six elected EC members shall be considered as office bearers to represent the corporation. The President publishes the list of Executive committee members to GBT and GBM within a month of election.

A vacancy created in any elected position shall be filled according to section 6.21

All Executive Committee members shall reside within the following 4 counties surrounding Austin: Travis, Williamson, Hays, and Bastrop. An executive committee member whose primary residence is moved outside the 4 counties shall be considered as resigned with a resignation effective 15 days from such move.

Section 6.2 President:

The President shall be the registered agent of the Corporation.

The President shall be the principal executive officer of the Corporation and subject to the consent of the Executive Committee, shall in general supervise and control the operational affairs of the Temple. He/she shall call for meeting through the secretary or by himself/herself and shall preside at all meetings of the Executive Committee and shall be a member of the General Body of Trustees and BoD. He/she along with the Chairman of BoD may sign any deeds, contracts or other instruments (consistent with the purposes of the temple as indicated in Article I), except in cases where the signing and execution thereof shall be expressly delegated by the General Body of Trustees to some other officer or agent of the Corporation. In general, the President shall perform all duties incident to the Office of the President including presenting annual budget for approval of the Board of Directors of the Trustees.

The President can remove and/or re-assign any nominated EC Member with a simple majority in EC. However such removal or re-assignment shall have to be ratified by BOD.

President can recommend removal of the elected members of the executive committee to the BOD. However such removal shall have to be ratified by the BOD and approved by a simple majority of the trustees (51%) or by a minimum of 40 trustees.

The President is responsible for managing all the employees of the Austin Hindu Temple. The employees include, but not limited to, priests, office managers, cooks, janitors, book keepers, skilled workers such as shilpies, and contractors.

Section 6.3 Vice-President:

The Vice President shall assist the President in all AHTCC activities as specified by the President. In the temporary absence of the President and if delegated by the president, the Vice-President shall preside over

all the regular and special meetings of the Executive Committee, and shall perform all duties incident to the Office of the President.

The vice president shall call a Special Executive Committee meeting to fill the president's office created by a Vacancy according to section 6.22. During the absence of the president or due to the vacancy created the Vice President shall not alter the membership of the Executive Committee.

Section 6.4 Secretary:

The Secretary shall keep the minutes of all the meetings of the Executive Committee and the meeting(s) in books provided for that purpose. EC Secretary will be responsible to maintain the documents pertaining to all subcommittees including construction and human resources. Minutes of all the meetings of the Executive Committee shall be distributed to its members and BoD. In addition, the Secretary maintains the list of action items and drives the action items to closure by following up with the owners of the action items.

Section 6.5 Assistant Secretary:

Assistant Secretary shall assist Secretary in all activities as desired by the Secretary. He/She will represent Secretary in his/her absence. In all meetings of the Executive Committee, he/she will support Secretary to take notes and distribute meeting minutes.

Section 6.6 Treasurer:

The Treasurer shall have custody and keep account of all money, funds, assets, and property of the Corporation, unless otherwise determined by the General Body of Trustees. He/she shall render such accounts and present such statements to the General Body of Trustees, President, and the Executive Committee as may be required of him/her. The Treasurer shall deposit all funds of the Corporation received by him/her in such bank(s) as the President with the consent of the Executive Committee and BoD may designate. He/she shall keep the bank accounts in the name of the Corporation, and shall make available for viewing the books and accounts at all reasonable times to any member upon application at the Office of the Corporation. The Treasurer shall pay out the money for the required purposes for all approved expenses of the Corporation taking proper documentation. Treasurer shall be the Chairperson of Finance Committee, which is part of the EC.

Section 6.7 Assistant Treasurer:

Assistant Treasurer will assist Treasurer in all activities. He/She will represent Treasurer in his/her absence. He/she is a member of the Finance Committee, which is headed by the Treasurer, and will assist the Treasurer to ensure, that all responsibilities of the Financial Committee are handled properly. The Assistant Treasurer may be assigned specific roles in the Finance Committee, such as (for example), keeping the financial records in a format ready for an external audit, inventory management, or communicating financial reports to the BoD/GBT, etc. In addition, Assistant Treasurer will coordinate with Assistant Secretary and Finance committee to maintain the inventory of the temple.

Assistant treasurer will be responsible to keep the Inventory of the temple properties and will manage inventory along with the Finance Committee, which will have the full responsibility to maintain such inventories.

Section 6.8 Religious Committee Chair:

The Religious Committee Chair shall lead the Religious Committee that comprises of at least 5 members, including himself/herself.

The Chairperson of the religious committee with the help of religious committee members and AHT priests shall establish a calendar of major religious events. The Religious Committee Chair will supervise day-to-day religious activities, priest scheduling, and enhance the devotee experience.

Chairperson is also responsible for organizing all major religious events with the help of volunteers and committee members. The Chairperson will coordinate with Executive committee to communicate the religious events in the website and through emails or Newsletters

Religious Committee Chair plays the advisory role in all religious aspects of the temple.

Section 6.9 Education Committee Chair:

The Education Committee Chair shall lead the Education Committee that comprises of at least 3 members, including himself/herself.

The Chairperson of the education committee shall be responsible for organizing all educational activities on behalf of the AHTCC. These activities include regular classes on a weekly basis, for children of different age groups and for adults, on topics related to Hindu religion and philosophy and also on cultural activities, such as music and dance, which are designed to enhance the religious experience. The classes may also include various Indian languages, sports and arts. The classes for children shall be designed to inculcate the values promoted by Hindu Religion and Philosophy. The Education committee chair may also conduct spiritual discourses on Hindu philosophy for general audiences on a periodic basis, with the help of visiting scholars. Guidance from the Priests shall be sought on a periodic basis to ensure proper alignment between Hindu religion, philosophy, and the activities of this committee.

Section 6.10 Cultural Committee Chair:

The Cultural Committee Chair shall lead the Cultural Committee that comprises of at least 3 members, including himself/herself.

The Chairperson of the cultural committee will be responsible for organizing cultural events on behalf of the AHTCC. The cultural committee is encouraged to work with the educational committee to showcase the educational activities in major social events at the temple.

Section 6.11 Communications Committee Chair:

The Communications Committee Chair shall lead the Communication Committee that comprises of at least 3 members, including himself/herself. He/She will also publish periodic newsletters, circulated by E-Mail and web-posting, to keep the general public informed about the activities at the Temple. He/She will also be responsible to organize the publication of brochures for special events in the Temple as required. In addition, communication committee will assist in historical archival of temple events.

Section 6.12 Construction Committee Chair:

The Construction Committee Chair shall lead the Construction Committee that comprises of at least 3 members, including himself/herself.

The Construction Committee Chair will coordinate with the EC and BoD to plan, organize and execute the construction projects that are approved by GBT and/or BoD. Construction committee needs to have at least three people. He/she will include members with interest and experience in such construction projects and maintain all the construction related documents and plans. The construction committee will follow an approved bidding process and ensure all work gets done in compliance with Local County, fire department, city, State, and any other agencies as applicable.

Section 6.13 Finance Committee Chair:

The Treasurer shall be the Chairperson of this committee and she/he will report to both the president of the EC and the Chairperson of BoD. The finance committee comprises of EC Treasurer, Assistant Treasurer and at least two members from GBT and two members of GBM as nominated by the Chairperson (EC-Treasurer) and approved by EC and BoD. The responsibilities of this committee include maintaining all financial records of the Temple, such as donations, gifts, expenses, and pay-roll, and taxes (to IRS and other agencies). This committee is responsible for communicating the year-end summary of donations to all donors, and the financial reports (income and expenses) to the executive committee and the BoD on a monthly basis. The maintenance of all financial records should ensure compliance with State and Federal Regulations. The financial records may be organized in a format to help in readiness for an external financial audit. The committee may seek the help of experts, on a fee or volunteer basis, with the approval of the Executive Committee. This committee is also responsible to maintain the Temple inventory. They shall analyze data on collections in the Temple and suggest ways to improve them. In addition to the above tasks, the finance committee shall be responsible for any other work associated with the temple finances such as fund raising and other activities that need financial commitment such as construction or hiring.

Section 6.14 Human Resources Committee Chair:

The Human Resources Committee Chair will lead the Human Resources Committee that comprises of at least 5 members, including himself/herself.

Human Resource (HR) Committee Chair shall be responsible for hiring and removal of all employees of the corporation with the approval of EC and BoD. The HR committee will establish the generally accepted practices and policies regarding compensation and benefits to the employee. The HR committee will have

two GBT members appointed by the Chairman of GBT and two EC members appointed by President of EC. The HR policies and appointments need to be approved by EC and BoD. President can nominate technical experts as advisors to HR committee, who will not have voting rights in the hiring of the candidates. In addition, HR committee will resolve any concerns and grievances related to employees and communicate such resolution to President EC for disciplinary action as needed. HR committee and the EC Secretary will maintain all personnel records and ensure the State and Federal laws relating to employees are followed. The meeting minutes of HR needs to be communicated by the HR Committee Chair to the EC President and BoD Chair.

Section 6.15 Facilities and Maintenance Committee Chair:

The Facilities and Maintenance Committee Chair shall lead the Facilities and Maintenance Committee that comprises of at least 5 members, including himself/herself

The Facility and Maintenance Committee Chair shall coordinate with the Executive Committee, Construction Committee, AHTCC Manager and employee and volunteers for all repair and maintenance work in and around the buildings includes services like lawn care maintenance, regular paint jobs, bathrooms, water and utilities service breakdowns. The team shall ensure all service contracts are renewed on time, executed as intended. All required maintenance services are conducted on schedule. All service contracts shall be maintained and executed by the Temple Manager's office and renewed on due dates. All major repairs or equipment replacements over \$500 shall be approved in advance by AHTCC President and shall be communicated to the Executive committee. A maintenance budget around 1%-2% of property value, shall be appropriated through the yearly budgeting process.

Temple managers when needed, representative priest when needed, Construction chair or representative and interested volunteers shall be the members of the committee. The Maintenance committee will follow an approved bidding process when necessary, and ensure all work gets done in compliance with Local County, fire department, city, State, and any other agencies as applicable.

Section 6.16 Seva Committee Chair:

The Seva Committee Chair shall lead the Seva Committee (Volunteer Committee) that comprises of at least 3 members, including himself/herself.

The Seva Committee Chair will coordinate with the EC and BoD to plan, organize and execute volunteer activities of the temple. He/she will seek the volunteers, assigns tasks as appropriate for daily activities of the temple as well as for special events. The Seva Committee Chair also maintains the list of the volunteers and shall verify the volunteer hours should there be a need to certify any volunteer's time.

Section 6.17 Food Service Committee Chair:

The Food Service Committee Chair shall lead the Food Services Committee comprises of at least 5 members, including himself/herself.

The Food Committee Chair shall coordinate with Executive Committee for all activities related to prasadam/food in the Annapurna Kitchen. Shall work closely with other committees for any help needed in

managing the kitchen.

This committee is responsible for

- . Managing the kitchen volunteers
- . Management of inventory and streamlining purchases
- . Managing the expenses
- . Working with EC on major events and providing prasadam to devotees.
- . The team shall ensure all service contracts related to Kitchen are renewed on time, executed as intended.

Section 6.18 IT Committee Chair:

The IT Committee Chair shall lead the Information Technology Committee Committee that comprises of at least 3 members, including himself/herself. This Committee is responsible for the IT Systems of AHTCC including the IT Infrastructure, Applications such as Front Desk System and Member Database Systems.

Due to the sensitivity of the digital assets, this Committee shall have at least 3 members, including the Chair of the Committee, who are the trustees of the temple. The Chairman of the Committee may include additional members who are non-trustees to ensure the IT Systems and Digital Assets are functional.

The IT Committee Chair shall implement the security policies that are defined to maintain the privacy of the Temples member information and other digital assets.

Section 6.19 Meetings and Quorum – Executive Committee:

The Executive Committee shall meet as needed but not less than twice month. Half (50%) of Executive Committee membership shall constitute a quorum. All members (both elected and nominated) of the Executive Committee are required to attend the executive committee meetings. Continued unexcused absence may result in the removal of such member as prescribed in Section 6.21 of the bylaws. The Chairman of the BOD may send a representative or review the meeting minutes in lieu of attending the executive meetings.

Any special called meetings shall have a minimum of 48 hour notice.

Minutes of the Executive committee meeting shall be published by the Secretary to all members of the Executive committee and the Board of Directors. Such minutes of the meeting shall be published within 7 calendar days of the executive committee meeting.

The Committee may by a majority vote adopt operational policies and procedural rules for the efficient management of the affairs of the Temple and for other standing committees but such operating procedures need to be approved by BoD. It is the responsibility of the EC President to ensure that the Bylaws are followed in the execution of the respective duties and responsibilities.

All Committee chairs will hold meeting of the respective committees on a periodic basis. These committee meetings will be held at the minimum once a month. The minutes of these meetings shall be published to Executive committee and BoD within 7 calendar days of the respective committee meeting. All decisions by these committees are to be approved by EC.

All subcommittees meeting invites should be sent to Executive Committee. Any Executive Committee Member or BoD can attend such meetings as observers and as non-voting members.

Section 6.21 Resignation, Removal and Replacements:

Any Executive Committee member may resign at any time by delivering a written resignation to the President. The acceptance of any such resignation shall be necessary to make the above resignation effective. An elected officer who shall have six unexcused absences from the meetings of the EC in any 12 month period shall be considered to have resigned and such position shall be deemed vacant. If a nominated officer of the executive committee does not fulfill his/her duties as outlined in the by-laws, that member shall deemed resigned from the position, and the President is required to appoint another member in good standing who will effectively execute the duties of the position. An elected officer or member may be removed at any time for a valid reason by a vote of two-thirds of the members present at a duly called meeting of the GBT, acting on the recommendation of the majority of the Executive Committee. Such appointments need to be confirmed by simple majority of the GBT. The procedure for filling in the vacancies so created, is presented in Sec 6.22

Section 6.22 Vacancies:

A vacancy in any elected executive office, including President, Secretary and Treasurer, because of death, resignation, removal, disqualification or otherwise shall be filled by nominating an eligible candidate to the position by the executive committee within 14 days. This nomination needs to be recommended by simple majority of the BOD and approved with a simple majority of the GBT within 14 days.

Vacancies created for nominated positions shall be filled in accordance with section 6.21.

Section 6.23 Standing (Ad Hoc) Committees:

In addition to the Executive Committee and other committees listed above, there may be other standing (ad-hoc) committees as determined by the President with the advice of the Executive

Committee, and as necessary for the proper functioning of the Temple. These are intended to be short term committees with less than a year of work duration. If such committee lasts one year or more, it may be considered as a regular committee and is subjected to term limit.

Section 6.24 General Rules of Financial Transactions:

- (1) Financial Transactions shall be by means of checks and/or electronic media. All the checks prepared by the Treasurer must be signed or approved by the President. The Chairman of the BOD, President, The Treasurer and the Assistant Treasurer shall be signatories in the bank records. In the absence of the President, the Chairman shall approve the financial transactions. Any financial transactions over \$5000 shall be approved in writing by the Chairman of the BOD
- (2) Recurring expenses that need to be paid such as Utility bills, corporate commission fees, Mail box dues, Insurance premiums, mortgages, payroll and other such dues to be paid on regular basis for

services obtained by Austin Hindu Temple may be electronically paid by Treasurer with prior approval of the EC.

- (3) Executive committee as a group can authorize an expense for the AHT an amount not exceeding \$5000, for the purpose of emergency work. BoD shall approve all expenses over \$5000. Any expenses greater than \$5000 cannot be broken into smaller amounts for such approval process.
- (4) All financial transactions shall be preferably by accepting checks for the services rendered. If cash is accepted then the Austin Hindu Temple cash receipt shall be provided. Credit cards may be accepted as necessary. In addition, stocks and other in-kind donations are accepted.
- (5) All cash, credit card charges and checks received on behalf of Austin Hindu Temple by any person shall be handed over to Treasurer or Assistant Treasurer at the earliest. The method of handing over shall be as specified by the treasurer
- (6) Tariffs for Religious Pooja, other services, events etc. shall be applicable according to the fee schedule approved by the BoD.
- (7) Proper records, checks and balances will be maintained in all financial transactions to and from the corporation.
- (8) Credit or debit cards issued to the organization shall be used at the discretion of the President for approved transactions with a set limit.
- (9) An Independent Audit of AHTCC finances shall be performed at least once every two years. The BOD shall be responsible for initiating the audit process

Section 6.25 Term Limits for AHTCC Office Bearers:

All the BoD members, elected EC members and Chairpersons of all the Committees (nominated by President and Ratified by BoD) are designated as AHTCC office bearers. Any AHTCC office bearer cannot serve more than two consecutive terms as an AHTCC office bearer; and each term has a duration of two years. For all office bearers and nominated EC members, if they accept the role, it will be counted as a full term if the time served is more than 6 months.

The AHTCC office bearers after completing four years and nominated EC members of two consecutive terms are eligible for holding office after a minimum gap of two years. In case there are no qualified candidates to fill the positions, EC or BoD can propose and GBT can approve exemption of individuals from this limitation of a two year gap.

These term limits will apply retroactively from 2008 January.

Section 6.26 Elections for office bearers:

Section 6.26.1 – Election Committee

An Election Committee will be formed by The Chairperson of General Body of Trustees at least 45 days prior to election. The Election Committee shall supervise and conduct elections for both Executive Committee as well as the Board of Directors. Election Committee shall consist of 5 members including the Chairman of the committee. The chairman of the Election Committee and at least three additional members shall be the trustees who are in good standing. The fifth member shall be a member of GBM and who is not trustee.

The members of the election committee shall not contest or nominate candidates in the pending election.

The Election Committee shall:

- i. Solicit nominations at least twenty five days (25 days) prior to Election Day.
- ii. Accept nominations from any eligible member. Eligibility criteria for both Board of Directors and Executive Committee Elections are in Section 5.2 and 6.1, respectively.
- iii. Present a list of candidates to the General Body of Trustees and the GBM at least fifteen days (15 days) prior to the Election Day.
- iv. Validate the voters list based on the voter eligibility
- v. Prepare ballots, electronic and/or paper ballots
- vi. Conduct elections in the month of November of the election year, unless the election date is changed with the approval of General Body of Trustees and in accordance with the quorum requirements of GBT.
- vii. Facilitate the transfer of duties and responsibilities to the newly elected committee no later than Jan 21

Each general body member can be nominated for one position only. Also, one member can nominate only one other person, in addition to himself or herself.

Election of officers of the executive committee shall be held at the annual meeting of the General Assembly, and the officers so elected shall take office on a date specified by election committee but no later than Jan 21st.

Section 6.26.2 – Elections for Board of Directors

Section 6.26.2.1 – Nominations for Board of Directors:

1. Nominations shall be for the Chairman of the Board and 6 additional members of the Board of Directors
2. Only trustees in good standing shall be eligible to be nominated

3. A trustee can nominate himself or nominate others for the vacant positions. However, such nominations shall be presented to the Elections Committee in the format that is set by the Elections Committee.
4. A trustee shall be at least 18 years to become eligible for being nominated or for nominating others.
5. Each trustee can be nominated for one position only. Also, one trustee can nominate only one other person, in addition to himself or herself.

Section 6.26.2.2 – Voting Eligibility for Board of Directors Elections:

1. Only trustees in good standing are eligible to vote in the elections for Board of Directors.
2. In case the trustee is below 18 years of age, the parent or the legal guardian of the trustee may vote on behalf of such trustee.
3. Proxies shall not be allowed in the elections process.

Section 6.26.3 – Elections for Executive Committee

Section 6.26.3.1 – Nominations for Executive Committee:

1. Nominations shall be for the following positions:
 - a. President
 - b. Vice President
 - c. Secretary
 - d. Assistant Secretary
 - e. Treasurer
 - f. Assistant Treasurer
2. Only trustees in good standing are eligible for being nominated for the posts of President and Treasurer Positions
3. For all other positions, any member of the General Body shall be eligible for being nominated.
4. Any member of the General Body may nominate himself or nominate others for the vacant positions. However, such nominations shall be presented to the Elections Committee in the format that is set by the Elections Committee.
6. The General Body Member shall be at least 18 years to become eligible for being nominated or for nominating others.

7. Each general body member can be nominated for one position only. Also, one member can nominate only one other person, in addition to himself or herself.

Section 6.26.3.2 – Voting Eligibility for Executive Committee Elections:

1. Only General Body Members in good standing are eligible to vote in the elections for Executive Committee. Refer Section 4.1. For the composition of General Body Members.
2. Proxies shall not be allowed in the elections process.

Section 6.27 Grievances & Conflicts Resolution

The BoD is authorized to appoint an ad-hoc committee to investigate and recommend, on a case- by-case basis, on any serious grievance against an officer, or elected member, and corporation itself. Grievances can be filed with the Secretary of BoD or the Secretary of EC. The Committee must investigate the matter, and make recommendation for action to the General assembly. Any corrective or punitive action against an officer or member must be approved by a majority vote of the General Assembly; unless the affected member decides not to go through the general assembly process and accept the recommendations.

All conflicts that arise within Executive Committee or BoD shall be resolved in a democratic and professional manner with a majority vote of the attending members, if the quorum is present. If not, the issue shall be discussed and resolved within a reasonable time with proper quorum.

Whenever a conflict arises in the decision making process, the guiding principle for conflict resolution shall be the interests of the Austin Hindu Temple Corporation. The General Body of Trustees (with a majority vote) will have the ultimate authority to decide on issues that are not resolved by the Executive Committee or BoD.

ARTICLE VII: CORPORATE ACTS

Section 7.1 Contracts with Officers and Members of the Corporation:

No officer or member of the BoD, General Body of Trustees and the Executive Committee of the Corporation shall be interested directly or indirectly in any contract relating to the operations conducted by AHTCC, or in any contract for furnishing services or supplies to AHTCC. Exceptions can be made if, such contract is authorized by a majority of the General Body of Trustees, BoD or the Executive Committee, when such officer or member is not present, and is not involved for such authorization, and the nature of such interest is fully disclosed or known to the General Body of Trustees, BoD and the Executive Committee at the meeting at which the contract is awarded

Section 7.2 Indemnification of Officers and Members:

Any person (or his/her estate) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he/she is or was an officer or member of the Corporation shall be indemnified by the Corporation against any liability and reasonable expense (including attorney's fees) incurred by him/her in connection with the defense or settlement of such action, except in relation to matters as to which it shall be adjudged by the court that such officer or member is liable for negligence or misconduct in the performance of his/her duties.

Section 7.3 Securing funds through Personal and Unsecured Loans:

When deemed necessary, AHTCC may request Unsecured Loans from its members. Funds raised through such unsecured loans shall be used for operations or capital projects. The terms and conditions for such unsecured loans shall be set by the Board of Directors and approved by the Trustees with a minimum of 51% majority.

Section 7.4 Arbitration:

ARBITRATION: If the concerned member(s) reject the recommendation from the grievance process, the issue may be submitted to an Arbitration agency selected by AHTCC within forty-five days. Arbitration is a private conflict resolution process in which the parties in conflict submit disputes to a neutral arbitrator. The decision of the Arbitrator is final and binding on both parties.

LEGAL COSTS: Each party shall bear its own costs associated with the Mediation or Arbitration process, including legal costs.

MISCELLANEOUS: The Mediator or Arbitrator shall not add to, subtract from or modify the current Bylaws of AHTCC. Requirements regarding confidentiality, media recording, transcripts, etc. shall be agreed upon prior to the start of the mediation or Arbitration process.

ARTICLE VIII: FISCAL YEAR

The fiscal year of the Corporation shall be Jan 1 to Dec 31.

ARTICLE IX: WAIVER OF NOTICE

Whenever any notice is required to be given to any member of the corporation under the provisions of these By-Laws or under the provisions of the Articles of Incorporation or under the provisions of the Texas Non-profit Corporation Act, a waiver thereof in writing, signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

ARTICLE X: AMENDMENTS

These Bylaws may be altered, amended or repealed, and new Bylaws may be adopted by a 67% majority vote of the quorum in a general assembly for the maintenance of the temple at any regular or special meeting called by the BoD or General Body of Trustees. Bylaws should be reviewed every two years and necessary changes be considered for inclusion during the GBM. The Chairperson of the BoD/GBT will establish a Bylaws committee and he/she will serve as the chair of this committee. The committee will include the current President and Vice President and immediate past President of the Executive Committee, Secretary of the GBT/BoD and three additional Trustees in good standing from GBT. A majority of the GBT must approve the revisions and an attorney should review the final document before presenting to General Assembly. A summary of such proposed alterations, amendments or repeals shall be submitted to each member of the General Assembly at least ten (10) days prior to such meeting. The approved bylaws will be printed and signed by the members of the Bylaws committee, and kept in a prominent place in the AHTCC facility and posted in the AHTCC website.

It is hereby certified that these amended Bylaws were adopted by the General Body of Members of the Austin Hindu Temple at a General Body Meeting held at Austin, Texas, on 29 ~~Dec~~ ^{OCT} 2017 and also through on line voting which concluded on Nov 5 2017.



Ramachander Rao Aradhyula
Chairman, AHTCC Board of Directors



Suman Singh
Vice Chairman, AHTCC Board of Directors



Krishna Mohan Gobburu
Secretary, AHTCC Board of Directors



Srihari Pingali
President, AHTCC Executive Committee



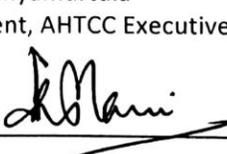
Sandeep Vuppala
Secretary, AHTCC Executive Committee



Swamy Punyamurtula
Ex-President, AHTCC Executive Committee



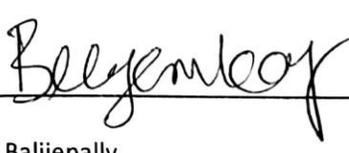
Sam Kumar
Member, AHTCC General Board of Trustees



Kalvi Mani
Member, AHTCC General Board of Trustees



Uma Gupta
Member, AHTCC General Board of Trustees



Murali Balijepally
Member, AHTCC General Board of Trustees

ADDENDUM A

Payment/Donation Requirement for Various Membership Categories

Time to time, the Board of Trustees can modify the payment/donation requirement with the approval of at least 51% of the trustees.

Date	Membership	Payment Requirement	Comments
Oct 2017	Annual	\$116 per calendar year	
Oct 2017	Life Membership	\$5000 Cumulative	
Oct 2017	Trusteeship	\$25,000 for 5 years.	

AUSTIN HINDU TEMPLE BYLAWS REVISION HISTORY

Rev1.0: Original Bylaws adopted on March 23rd, 2002.

This version of the bylaw was used to incorporate the organization.

Rev 1.1: Nov 24, 2003 – Extensive updated by the Bylaws committee constituted by Vasu Mekala, Kanagasabapathi Sathasivan and Uma K Gupta throughout the year 2003, with the advice and recommendations from the AHT members. Major changes made in membership, Trustee, Elections and conflict resolutions etc.

Things to consider:

- Appointment of committees and their roles, responsibilities, composition and powers.
- Use of English as the primary language.
- Responsibility, authority and liabilities of Trustees and Exec Committee Members.
- Election time and election committee and rules of engagement.
- Process of decision making, approvals and delegation.
- General Body of Operating Trustees??

Rev 2.0 January 18, 2009

Major revision and update with the inclusion of Board of Directors, their roles and responsibilities. Updates of the corporation assets, language and information rights were included.

Revision 3.0 December, 2009.

Extensive revision of all sections, inclusion of several subcommittees, their composition and roles were defined.

Revision 4.0 October, 2017.

Extensive revisions on the membership eligibility, quorum requirements for various bodies of the management including Executive, General Body of Trustees (BoT), Board of Directors (BoD), General Body of Members (GBM), addition of sub-committees, detailing the sub-committees and the roles of the sub-committees and chairs of subcommittees, replacement procedures for vacancies, and other details. In additional, some cosmetic changes and re-organization/re-arrangement of some sections where needed are also made in this revision.

The following reflects major additions and updates. Please note that the following does not include minor updates. The reviewer is requested to read the entire bylaws to understand all the modifications from the prior version.

1. Article I:

- a. Added few more definitions in the Glossary.
- b. Few more restrictions added in the Section 1.2, item 6
- c. Added item 9: Issuance of Official Documents

2. Article II: Offices

- a. No changes

3. Article III: Membership

- a. Redefined membership requirements for various membership categories
- b. Defined the membership eligibility for spouses of the members.
- c. Added Discretionary Membership to extend membership to the volunteers of the temple and to those who cannot pay the annual membership fee.

4. Article IV: General Body of Members:

- a. Redefined the composition of the General Body of Members
- b. Voting eligibility of the members in the General Body of Members.

5. Article V: Management:

- a. Removed the requirement for submitting two references when a spouse or a child of an existing trustee applies for trusteeship.
- b. Added process of applying trustee payments towards specific projects or offering trusteeship based on the donations towards a specific approved project.
- c. Added quorum requirements for the Board of Trustees Meetings. Added the voting process for major decisions that require approval of the trustees.
- d. Added primary residency requirements for the Executive Committee Members and Board of Directors.

- e. Organized the list of roles and responsibilities of the Board of Directors. Emphasized that any BoD member cannot act alone and the decisions made should be approved by a majority of Board Members.
- f. Added a Regulatory Committee, along with the responsibilities, chaired by the BoD member and consisting of 4 trustees in good standing to provide continuity in maintaining the regulatory licenses, permits, and other processes.
- g. Added that the BoD Secretary is the Corporate Secretary
- h. Added that the BoD meetings shall be open for all trustees.
- i. Redefined the process of handling vacancies in Board of Directors

6. Article VI: Operations:

- a. Modified extensively, the composition of the Executive Committee. Added few more sub-committees, the composition of sub-committees and the Chairs of the sub-committees. Also, added the process of nominating and onboarding the chairs of sub-committees and the process of removing and/or replacing the chairs of sub-committees or any member of the Executive Committee.
- b. Included requirements for meetings and the quorum for executive committee and the sub-committees.
- c. Added handling of credit cards and debit cards in the General Rules of the Financials section.
- d. Added clarification on the how the full term is calculated when an executive committee member leaves before the completion of full term or when a new member joins the executive committee.
- e. Organized the Elections for Office Bearers section by calling out the elections process, including nominations and voting processes, by separating sections for BoD and Executive Committee Elections.

7. Article VII: Corporate Acts:

- a. Added the process for securing funds through personal and unsecured loans.

8. Article VIII: Fiscal Year:

- a. No Changes

9. Article IX: Waiver of Notice

- a. No Changes

10. Article X: Amendments

- a. No Changes

11. Signature Page:

- a. Replaced the names of members signing the bylaws revisions

12. Addendum A:

- a. Added Payment/Donation Requirements for Various Memberships