

Sri Shirdi Saibaba Mandir of North Carolina, (SSMNC)

A Non-Profit Organization

**SSMNC Bylaws Amended and Restated As of
May 22, 2013**

Unanimously Approved and Amended by 8(Yes)-0(No) vote of BOT on May 22, 2013

Bylaws for Sri Shirdi Saibaba Mandir of North Carolina (SSMNC)

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OPERATION AS SRI SHIRDI SAIBABA MANDIR OF NORTH CAROLINA

- The Corporation shall be operated exclusively for religious, charitable and educational purposes. The Corporation may conduct or carry on only activities permitted to be conducted or carried on by a tax exempt organization described in 501 (c) (3) of the Internal Revenue Code. No substantial part of the activities of the Corporation may be devoted to attending to influence Legislation by propaganda or otherwise, nor may the Corporation participate in or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.
- The Corporation, as permitted by the Law may solicit contributions for the use of the Corporation.
- The Corporation may otherwise operate exclusively for religious, social or educational purposes, and solely for such purposes, exercise all rights and powers conferred by the Laws of North Carolina upon nonprofit corporations.
- No part of the net earnings of the Corporation may inure to the benefit of any private person, except the Corporation may pay reasonable compensations for services rendered and make such lawful payments and distributions in furtherance of the purposes set forth herein and in the Articles of Incorporation.

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Functioning of this Sri Shirdi Saibaba Mandir of North Carolina (SSMNC) shall be in accordance with these Articles of Incorporation and By-laws.

BY-LAWS

SRI SHIRDI SAIBABA MANDIR OF NORTH CAROLINA

ARTICLE 1

NAME

The name of the Non-Profit Corporation shall be "Sri Shirdi Saibaba Mandir of North Carolina (SSMNC)". This is a Non-Profit Corporation under and by virtue of Chapter 55A of the General Statutes of the State of North Carolina.

ARTICLE 2

DEFINITIONS

In this By-law and all other By-laws of Sri Shirdi Saibaba Mandir of North Carolina, unless the context, otherwise, specifies or requires:

"**Act**" means the Corporation Act, Section 55A-1-40(4) of the General Statutes of North Carolina, as from time to time amended, and every statute that may be substituted therefore and, in the case of such amendment or substitution, any references in the By-laws of the Corporation shall be read as referring to the amended or substituted provisions therefore;

- a) "**By-laws**" means any By-law of the Corporation from time to time in force and effect;
- b) "**Board of Directors (BOD)**" or "**Directors**" means the persons selected as directors of the Mandir from time to time, "**Board of Trustees (BOT)**" or "Trustees" means the persons selected as Trustees of the Mandir from time to time;
- c) "**Organization**" or "**Corporation**" or "**Mandir**" or "**Sai Mandir of NC**" or "**Sai Mandir NC**" or "**SSMNC**" means the corporation, Sri Shirdi Saibaba Mandir of North Carolina;
- d) "**Patrons**" mean persons who have become patrons of the Mandir in accordance with the provisions of Article 5.0 of this By-law;
- e) All terms contained in the By-laws, which are defined in the Act, shall have the meaning given to such terms in the Act;
- f) Words importing the singular number only shall include the plural and vice versa; words importing the masculine gender shall include the feminine and neuter genders; words importing persons shall include bodies, corporate, Mandirs, partnerships and aggregate of persons;
- g) Definition of "**Family**" is as per IRS;
- h) The Board of Trustees shall be the final arbiter in the interpretation of any clause of this Constitution and of any By-laws there under. In so doing, the advice of the legal and procedural Committees may be obtained;
- i) The headings used in the By-laws are inserted for reference purposes only and are not to be considered or taken into account in construing the terms of provisions therefore or to be deemed in any way to clarify, modify or explain the effect of any such terms or provisions.

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- j) '**Selection**' means a method of choosing individuals for boards and/or committees.

ARTICLE 3

OFFICE

3.01 PRINCIPAL OFFICE:

The Corporation shall maintain the registered office in the State of North Carolina and may have other offices within or out of the state. The street address, mailing address and county of the initial registered office of the corporation in the State of North Carolina are

- 1) 100 Blackheath Court, Cary, NC 27513, USA.

3.02 CHANGE OF ADDRESS:

The Founding Trustees may fix and change the address of the principal office from one location to another within North Carolina by resolution. Such change shall not be deemed as an amendment of these By-laws.

New address of the Principal Office:

1150 SW Maynard Rd, Cary, NC 27513

ARTICLE 4

PURPOSES

4.01 PURPOSES:

The Non Profit Corporation of Sri Shirdi Saibaba Mandir of North Carolina (SSMNC) is formed for any lawful purpose or purposes not expressly prohibited under the Act. The Corporation is organized and shall be operated exclusively for religious, charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended. Notwithstanding the foregoing, the Corporation's purposes also include the limited participation of the Corporation in any other activities, including taxable activities, but only to the extent the activities would be permitted by a tax-exempt organization. More particularly, but without limitation, the purposes of this Corporation are:

- (a) To promote the worship of Sri Shirdi Saibaba by any appropriate form of expression, within any available medium, and in any location, through the Corporation's combined or separate formation, of a temple, ministry, charity, school, or eleemosynary institution, without limitation.
- (b) To provide a place of worship for the devotees of Sri Shirdi Saibaba and to follow the spiritual teachings of Sri Shirdi Saibaba. The place of worship shall also include other Hindu gods, goddesses and or other gurus, if desired.
- (c) To sponsor or support religious, cultural, educational, and charitable activities or organizations in the United States and around the world.
- (d) To expand and build a temple in North Carolina or elsewhere to facilitate worship and religious services as per Hindu religion and Shirdi Saibaba Temple in Shirdi, Maharastra, India.
- (e) To employ and discharge ordained priests, and others, to conduct and carry on divine services at the place of worship and other places.
- (f) To collect and disburse any and all necessary funds for the maintenance of said Corporation and the accomplishment of its purpose within the State of North Carolina and elsewhere.

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(g) Purchase or otherwise acquire any further land and property from time to time sell or alienate such land and property, and to mortgage the same whenever necessary.

(h) Raise funds, for the carrying out of these purposes, by public subscriptions, donations, mortgage of assets of the Society, or in any appropriate way which the Board of Trustees (BOT) deem necessary.

(i) Promotion of humanitarian and compassionate services to the American population at large.

(j) Carry out acts and all other functions which are consistent with the purposes of SSMNC.

(k) Comply with the requirements of federal and state tax law for religious organizations.

(l) Contribute to organizations which qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 as amended.

(m) This corporation is also organized to promote, encourage and foster any other similar religious, charitable and educational activities; to accept, hold, invest, reinvest and administer any gifts, legacies, bequests, devises, funds and property of any sort or nature, and to use, expend or donate the income or principal thereof for, and to devote the same to, the foregoing purposes of the corporation and to do any and all lawful acts and things which may be necessary, useful, suitable, or proper for the furtherance of accomplishment of the purposes of this Corporation. Provided, however, no act may be performed which would violate Section 501(c)(3) of the Internal Revenue Code of 1986, as it now exists or as it may hereafter be amended. In addition to the powers granted for the Corporations under the laws of the State of North Carolina, the Corporation shall have full power and authority to make donation for public welfare, or for religious, charitable, scientific or educational purposes. The Corporation is a charitable or religious Corporation within the meaning of Section 55A1- 40(4) of the General Statutes of North Carolina. Notwithstanding any other provision of these articles, the purposes for which 'the Corporation' is organized are exclusively religious, charitable, educational and scientific within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE 5

FOUNDERS, TRUSTEES AND PATRONS

SSMNC shall have Life Time memberships like Trustees and Patrons and individuals from these categories constitute the "General Body". The spouse of a Trustee or Patron automatically becomes a Trustee or Patron and these memberships shall also be held for the life of their surviving spouse.

The individuals, who meet the patron and/or Trustee requirements, identified below, will be referred to as "voting patrons or trustees". There shall be no limit on the number of patrons or trustees of the SSMNC.

SSMNC shall have two categories of membership. One category is the Trustees and the other category is Patrons. The Trustees group provides two (2) categories of Trustees. The Patrons group shall have four (4) categories of membership. Members in these categories only have voting rights and eligibility to be elected in the Board of Trustees (BOT) and or Board of Directors (BOD) and eligibility to be in the BOT and BOD is by election only. Patrons are eligible to serve in the Board of Trustees only after upgrading to trustee category and meeting the requirements.

In the early stages of the corporation, BOT shall have the authority to authorize flexibility in making payments by majority vote for the different Trustees and Patron categories till Dec 31, 2011 on each individual case.

5.01 LIFE TIME CATEGORIES OF TRUSTEES:

SSMNC shall have the life time memberships of various categories of Trustees and Patrons based on donation contribution stipulated for each of those categories. These contributions shall be exclusively made for membership only and shall not deemed to be considered for any other purposes:

Lifetime Trustees have eligibility to be elected in the BOT and BOD. The individuals, who meet the Trustees requirements, identified below, will be referred to as Trustees. There shall be no limit on the number of Trustees of the Sri Shirdi Saibaba Mandir of North Carolina.

- a) The candidate for Trustees shall be proposed by completing an application form, to be provided by the Organization, in which shall be included his/her full name, spouse's full name, address, occupation or profession, phone number, e-mail address and signature. The application shall be accompanied by his/her donation;

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- b) The BOT shall review and accept/reject all applications for Trustees and shall not be obliged to assign any reason for refusing the application;
- c) In the case of an application for admission to Trustees by a person who has previously applied for Trustees and/or Patrons and been rejected or has previously been a Patron and has been expelled from the Organization, the BOT shall, at their discretion, have the right to grant the application for admission, subject to any condition(s) as it may deem appropriate;
- d) On the admission/re-admission of a new/reinstated Trustees, the Organization shall notify the Trustee in writing of his/her admission and furnish him/her with an electronic copy of the Constitution and By-laws. No failure to do so, however, shall absolve any Trustee from being bound by the Constitution and By-laws;
- a) Rejected candidates shall not be entitled to apply again for Trustees within 12 months of such rejection or for such lesser period as may be determined by the BOT/BOD.

5.01.1 FOUNDERS OR FOUNDER TRUSTEES

Founders: Eight Founder Trustees who founded the Nonprofit Corporation of SSMNC in May 2010 by donating \$5,000 per each family. The Founders shall be deemed to be categorized under Founding Trustees for all purposes of SSMNC.

5.01.2 FOUNDING TRUSTEES

Any individual or family, donating \$ 25,000 for membership over a period of one year to SSMNC, on or after 31st October 2010 is categorized as "Life-Time Founding Trustee."

The Founding Trustees will continue to hold the Founding Trustees status for their lifetime. They also are eligible for special services like free archanas and free sponsorship for some events during the life time of trustee or the spouse.

5.01.3 TRUSTEES:

Any individual or family donating \$ 15,000 for membership over a period of one year to SSMNC, on or after 31st October 2010 is categorized as "Life-Time Trustee."

The Trustees will continue to hold the Trustees status for their lifetime. The Trustees are eligible for 40% of seats of the BOT. To be eligible to serve in the BOT, Trustees have to serve a minimum of four years as a Chairperson or as a committee member or two terms (four years) as a member in the BOD. Founding Trustees and Trustees collectively are eligible for 20% of seats of the BOD.

In the BOT, 60% of the seats are reserved for Founder and Founding Trustee pool and 60% of the seats from this pool shall be reserved for Founders category. The Trustees are

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eligible for 40% of seats of the BOT. The maximum number of Founder trustees in any board at any given time shall be up to 5 by an election process. More trustees from any Trustee category can be added to the board by a nomination process. The BOT by a 2/3rd majority can elect or nominate new Trustees or increase the number of Trustees in the BOT by not more than two without new elections for those trustee positions if necessary for reasons of organizational needs, and this nomination shall require the consent from majority of all the trustee categories of SSMNC. The patrons of SSMNC shall be notified about the specific needs, format of nomination and any other pertinent details of the nomination process. Founding Trustees and Trustees collectively are eligible for 20% of seats of the BOD.

5.02 LIMITED TERM TRUSTEE CATEGORY:

Honorary Trustee: The BOT of SSMNC could invite any individuals, from the communities in North Carolina or any other part of the world including India, who can assist or advise SSMNC on various aspects of Shirdi Saibaba Mandir construction and management and keep the integrity of SSMNC. These individuals shall serve as Honorary Trustees and these positions are advisory in nature with no voting rights. Up to 9 members of the Honorary Trustees can be nominated by the Board of Trustees for two years. These appointments however need to be approved by a two-thirds majority vote of the Board of Trustees. The Honorary trustee (individually or jointly with spouse) shall serve the position with no commitment of meeting the monetary requirements of being a patron or Founding Trustee or Trustee of SSMNC.

5.03 PATRONS:

The individuals, who meet the Patron requirements, identified below, will be referred to as patrons. Spouse of a patron automatically becomes a patron. There shall be no limit on the number of patrons of the SSMNC.

SSMNC shall have four lifetime patron categories, viz., Founder, Gold, Silver and Dwarakamayee. Some categories of lifetime patrons only have eligibility to be elected in the Board of Directors. Silver and Dwarakamayee patrons will be discontinued from 31st October 2010.

1. The candidate shall be proposed by completing an application form, to be provided by the organization, in which shall be included his/her full name, spouse's full name, address, occupation or profession, phone number, e-mail address and signature. The application shall be accompanied by his/her donation;
2. The BOT and BOD shall review and accept/reject all applications for Patrons and shall not be obligated to assign any reason for refusing the application;
3. In the case of an application for admission to patrons by a person who has previously applied for patron and been rejected or has previously been a Patron and has been

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expelled from the Organization, the BOT/BOD shall, at their discretion, have the right to grant the application for admission, subject to any condition(s) as it may deem appropriate;

4. On the admission/re-admission of a new/reinstated Patron, the Organization shall notify the Patron in writing of his/her admission and furnish him/her with an electronic copy of the Constitution and By-laws. No failure to do so, however, shall absolve any Patron from being bound by the Articles of Incorporation and By-laws;
5. Rejected candidates shall not be entitled to apply again for patrons within twelve months of such rejection or for such lesser period as may be determined by the BOT/BOD.
6. Any money contributed in the patrons' category can be utilized to upgrade to other patron category by paying the difference amount at any time.
7. All other terms and conditions will be the same as stipulated in the above sections for each of the patron categories.

5.03.1 FOUNDER PATRON:

Any individual or family, donating \$ 10,000 for membership over a period of one year to SSMNC, on or after 31st October 2010 onwards, is categorized as "Founder Patron".

Any individual or family, donating a minimum of \$ 5,000 over a period of one year to SSMNC, by the end of 30th October 2010, is categorized as "Founder Patron".

Founder Patrons are eligible for 40% of seats in the BOD. The Founder patrons will continue to hold the Founder patron status for their lifetime. To be eligible to serve as a BOT, all Founder patrons need to upgrade to the Trustees Category and also meet their requirements.

5.03.2 GOLD PATRON:

Any individual or family, donating a minimum of \$ 2500 over a period of one year to SSMNC, by the end of 30th October 2010, is categorized as "Gold Patron". The Gold Patrons will continue to hold the Gold Patron status for their lifetime.

Any individual or family, donating \$ 5000 for membership over a period of one year to SSMNC, on or after 31st October 2010, is categorized as "Gold Patron".

Gold Patrons are eligible for 40% of seats of the BOD. The Gold Patrons will continue to hold the Gold Patron status for their lifetime.

Gold Patrons can upgrade to Founder Patron by paying the difference at any time. To be eligible to serve as a BOD, Gold patrons have to serve a minimum of two years as a

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volunteer or as a committee member. To be eligible to serve as a BOT, Gold patrons have to upgrade membership to Trustees Category.

5.03.2 SILVER PATRON:

Any individual or family, who donated \$ 1000 for membership to SSMNC, by the end of 30th October 2010, is categorized as "Silver Patron".

The Silver Patrons will continue to hold the Silver Patron Status for their lifetime.

Silver Patron can upgrade to Gold or Founder Patron by paying the difference at any time. To be eligible to serve in the BOD, Silver patrons have to upgrade to Gold or Founder Patron and meet the requirements. To be eligible to serve in the BOT Silver patrons have to upgrade to Trustees category and meet the requirements.

5.03.4 DWARAKAMAYEE PATRON:

Any individual or family, who donated a \$ 500 for membership, by the end of 30th October 2010, is categorized as "Dwarakamayee Patron".

The Dwarakamayee Patrons will continue to hold the Dwaramayee Patron Status for their lifetime.

Dwarakamayee Patrons can upgrade to Silver or Gold Patron or Founder Patron at any time by paying the difference. To be eligible to serve as a BOD, Dwarakamayee patrons have to upgrade to Gold or Founder Patrons and meet the requirements.

Any membership categories of SSMNC other than Trustee and Patron membership categories described above which may have been constituted or formulated by virtue of earlier versions of SSMNC Articles of Incorporation, amendments, any other bylaws and policies or any other provisions of any regulations shall deemed to be terminated and shall be treated null and void with immediate effect.

5.04 DONATIONS:

Donations of any amount shall be gratefully accepted.

All Donations made to SSMNC are non-refundable, and there are no expectations, either implied or expressed, on the part of the donor for any services, other than those provided in the normal course of its non-profit activities conducted by SSMNC and/or any expectations for any positions on the board of trustees and/or directors of SSMNC.

If business institutions donate funds to SSMNC, and they would like any of their (maximum two) business partners or officials to be represented in any one of the Patron categories,

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these individuals shall be allowed to be in one of the patron categories based upon the donation received. Once an individual is allowed as Patron representative for a Business institution by the Board of Trustees/Directors, that individual is a Patron for life. He/she cannot be replaced by another one by the business institution.

Board of Trustees reserve the right not to accept donations from anybody based on their judgment, and if it is in the interest of the corporation.

Donation to Mandir, Donation to Building Fund, Building per sq. ft Donation, Donation for sponsoring idol of Deities, Donation towards sponsorship of puja and/or ceremony at Devotee's home, sponsorship of pujas at Mandir for which Donation has been made, sponsorship of functions, and other Donations as determined by Board of Trustees from time to time shall not count towards patron Dues payment.

5.05 TERMS OF TRUSTEES AND PATRONS:

All the Trustees and patrons shall be for life. These Trustees and patrons shall also be held for the life of their surviving spouse.

Board of Trustees (BOT): The Life Time Trustee and Founding or Founder Trustees shall serve in the BOT after participating in the election process and being declared as elected with the majority votes from the Trustee and patron pool. To be eligible to serve in the BOT, all Founder, Gold, Silver, Dwarakamayee patrons shall upgrade to the Life Time Founding Trustee and Trustees Categories by paying the difference in the requirement of monetary contributions of each of those categories and meeting the requirements of those two categories.

Board of Directors (BOD): All Categories of Trustees, Founder Patrons and Gold Patrons shall serve in the BOD after participating in the election process and being declared as elected with the majority votes from the Trustee and patron pool.

All categories of Trustees collectively are eligible for 20% of seats of the BOD. Founder Patrons are eligible for 40% and Gold Patrons are eligible for 40% of seats of the BOD. Patrons from Silver Patron and Dwarakamayee categories shall be eligible based upon the organizational needs.

To be eligible to serve in the BOD, all Gold patrons shall either upgrade to the Founder patron Category by paying the difference in the requirement of monetary contributions or meet the requirements of volunteer service for Gold patron. Dwarakamayee and Silver Patrons shall upgrade to Gold patrons, Founder patrons, Trustees and or Founding Trustees in order to serve in the boards.

The children of the Trustees and Patrons are eligible for a discount up to 50% in their membership dues for the Trustee or Patron memberships and this benefit shall be extended only to the first generation children of Trustees and Patrons of SSMNC.

The treasury committee shall compile the list of eligible new patrons, trustees and Founding trustees, and validate their application. The list of validated new patrons should be

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approved by a joint meeting of the Board of directors and trustees once quarterly. The effective date will be based on the day the patron becomes eligible for patron. Annual certified alphabetical list of the patrons in each category shall be published by the Board of Trustees/Directors by January.

5.06 VOTING RIGHTS:

Each individual or family in the categories of Founders, Life Time Founding Trustees, Trustees, Founder Patrons, Gold Patrons, Silver Patrons and Dwarakamayee Patrons shall have one (1) vote per family (if couple registers as a family) or individual.

5.07 VOTING TRUSTEES AND PATRONS:

Trustees and Patrons of SSMNC only have voting, election rights and eligibility to be elected in the BOT and/or in the BOD after meeting the requirements of monetary contribution, volunteer service requirements and other eligibility criteria of upgrading to eligible categories of Trustees, Founding Trustees and Patrons.

5.08 TERMINATION OF PATRON:

Patron shall terminate:

1. If the patron condemns or renounces his/her faith on Shirdi Saibaba;
2. Upon the death of a Patron, if there is no spouse;
3. Upon the conviction of any Patron of a criminal offense, which the Board of Trustees/Directors consider and renders him/her, unfit to continue as a Patron by a 2/3- majority vote;
4. Upon the resignation, in writing, duly accepted by the Board of Trustees/Directors, of any Patron who has discharged all indebtedness to the Organization; or
5. The BOT, in a joint meeting, may expel a patron for cause, after an appropriate hearing, by affirmative vote of two-thirds of all of the patrons of the Boards and may, by a majority vote of those voting patrons present at any regularly constituted meeting, terminate the patron of any category who becomes ineligible for patron;
6. Patron shall automatically terminate and all patron rights shall cease, upon a patron's written notice of election to terminate, delivered to the BOT/BOD; or
7. Upon the expulsion of any patron as hereinafter provided.
8. If his/her activities are detrimental to the interests of Sri Shirdi Saibaba Mandir of North Carolina;

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9. For the purpose of term limits, if patron is terminated (resigned or removed from office) for any reason, the patron is deemed to have completed the full year Patron irrespective of the date of termination during the year;

5.09 RESIGNATION:

Any Trustee or Patron may resign upon giving written or verbal notice to the Chairman of the Board, or to the BOT or BOD in a duly convened meeting and the resignation shall be considered acceptable if such resignation notice is recorded in the minutes of the meeting; but such resignation shall not relieve the trustee or Patron so resigning of the obligation to (financial or otherwise) or other charges thereto accrued and unpaid.

5.10 REINSTATEMENT:

Upon written request signed by a former patron and filed with the Chairman/President, The Board of Trustees and Directors, in a joint meeting, may reinstate a patron upon such terms as the Boards may deem appropriate.

5.11 TRANSFER OF PATRON OR TRUSTEES:

Trustee or Patron membership is not transferable or assignable in this Corporation.

5.12 UPGRADING OF PATRON AND TRUSTEE CATEGORIES:

Patrons and Trustees of any category can upgrade their patron or Trustee memberships to a higher category by donating the difference of amount, based on the donation requirements stipulated for such categories at the time of upgrading their memberships.

Existing Trustees and Patrons, 2 years after their enrollment into SSMNC memberships, are eligible for a discount up to 20% in their membership donation for upgrading their memberships to higher level of Trustee and Patron categories, and this incentive shall be announced by the BOT from time to time.

5.13 RECOGNITION OF PATRONS AND TRUSTEES:

Names of all new patrons and trustees shall be published on the Mandir website. If any patron and/or trustee willing to remain anonymous shall be indicated as 'anonymous' and their monitory contributions shall be indicated in an appropriate manner. Names of all Patrons and trustees (both spouses) are displayed on the walls of the Mandir Facilities under the proper categories and in suitable sizes of letters for each category as determined by the Board of Trustees. Appropriate recognition of the other donors, patrons, trustees or

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fundraisers for large donations shall be decided by a majority resolution of a joint meeting of the Board of Trustees and Directors.

5.14 PATRON AND TRUSTEE BOOK:

The Treasury Committee of SSMNC shall keep patron and trustee information containing the names and addresses of each patron and trustee. It shall also record the termination of patrons and trustees and dates of termination. It shall be kept in the Mandir's principal office. It shall be available for inspection by any patron during regular business hours. Updates to this information shall be published on a quarterly basis.

5.15 LIABILITY OF PATRONS AND TRUSTEES:

No patron or trustee shall be personally liable for the debts, liabilities or obligations of the SSMNC, unless due to any damages which may have been lawfully imposed or assessed by a joint meeting of Board of Trustees and Directors upon or against him/her.

5.16 MODIFICATION OF PATRON AND TRUSTEE - CATEGORIES AND DONATIONS:

The BOT may add new or remove or modify categories of patrons and/or trustees and fix the minimum and annual donations for the new and/or existing categories of patrons and/or trustees by a 2/3rd majority.

ARTICLE 6

MEETING OF TRUSTEES AND PATRONS

Attendance and participation for the General Body Meetings and Special Meetings are intended for the trustees and patrons. However, Dwarakamayee patrons shall also be allowed to attend and listen only in the two General Body meetings, Annual and semi-annual, for information only. Dwarakamayee patrons cannot actively participate in the meetings unless requested by the Chairman of the Board of Trustees and/or by the President of the Board of Directors. Vice-Chairman/Vice-President is responsible for conducting meetings.

6.01 ANNUAL GENERAL BODY MEETING:

The annual general body meeting shall be held at the registered office of the Mandir or elsewhere in the Triangle area, as the Board of Trustees may determine and on such day and time as the BOT shall appoint, but no later than December 15th of each year. The Chairman at the direction of the Board of Trustees shall provide not less than fourteen days' notice for the meeting. The notice shall state the date, time, place and agenda of meeting.

6.02 SEMI-ANNUAL GENERAL BODY MEETING:

The semi-annual general body meeting shall be held at the registered office of the Mandir or elsewhere in the Triangle area, as the Board of Trustees may determine and on such day and time as the Trustees shall appoint, but no later than June 15th of each year. The Chairman at the direction of the Trustee Board shall provide not less than fourteen days' notice for the meeting. The notice shall state the date, time, place and agenda of meeting.

6.03 SPECIAL MEETING:

Special meetings may be called by the Chairman, two-thirds of the Trustees, two-thirds of the Directors or two-thirds of the Patrons. No other person except by invitation of the Chairman shall be entitled to attend the meeting.

6.04 PURPOSES OF THE ANNUAL MEETING:

The purpose of the Annual General Body Meeting shall be:

1. To confirm the minutes of the previous General Body Meeting;
2. To receive and consider the President's report. President's report shall include the current status and also the future plans of the corporation;
3. To receive and consider the report of the Board of Directors, financial statement and report of the Auditors;

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4. To present the list of selected Patrons for the Board of Directors;
5. To present the list of selected Patrons for the Board of Trustees;
6. To consider and transact any other business brought forward by the Board of Trustees and/or by the Board of Directors;
7. To discuss any proposals related to Mandir construction, operations and Maintenance.
8. To consider any "Notice of any Motion" to be proposed at a General Body Meeting duly signed by the proposer and seconded by at least twenty-five (25) Trustee/Patrons. This "Notice of Motion" shall be lodged at least thirty (30) days before the date fixed for that General Body Meeting, and such motion shall be placed on the agenda for consideration at that General Body Meeting. The Board of Directors may reword such Notice of Motion, if it is essential to do so for the purpose of publishing notices, but in so doing, it shall not alter the meaning and the intention of such "Notice of Motion".

6.05 PURPOSES OF THE SEMI-ANNUAL MEETING:

The purposes of the Semi-Annual General Body Meeting shall be:

1. To confirm the minutes of the previous General Body Meeting;
2. To receive and consider the President's semi-annual report;
3. To receive and consider the Treasurer's un-audited statement of accounts;
4. In the event of any office bearer having vacated his/her position, to select a person in his/her stead for the remaining period until the next Annual General Body Meeting;
5. To discuss any proposals related to Mandir construction, operations and Maintenance;
6. To consider any "Notice of any Motion" to be proposed at a General Body Meeting duly signed by the proposer and seconded by at least twenty-five (25) Trustees/Patrons. This "Notice of Motion" shall be lodged at least thirty (30) days before the date fixed for that General Body Meeting, and such motion shall be placed on the agenda for consideration at that General Body Meeting. The Board of Directors may reword such Notice of Motion, if it is essential to do so for the purpose of publishing notices, but, in so doing, it shall not alter the meaning and the intention of such "Notice of Motion".

6.06 NOTICE:

Neither public notice nor advertisement of meetings, annual or special, shall be required, but notice of the time and place of every such meeting shall be given by sending the notice

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by e-mail newsletter, Mandir website and Mandir bulletin board at 15 days prior to the time fixed for the holding of such meeting. The written certification of the Chairman or Vice Chairman or President shall be sufficient and conclusive evidence of the giving of such notice.

6.07 ERRORS OR OMISSION:

No error or omission in giving notice of any annual or special meeting or any adjourned meeting, whether annual or special, shall invalidate such meeting or make void any proceedings taken there-at and any Trustee or patron may at any time waive notice of any such meeting and may ratify, approve and confirm any or all proceedings taken or had there-at.

6.08 QUORUM:

The quorum for all General Body Meetings shall be twenty-five (25) percent of all enrolled and good standing Trustees and Patrons. No proxy shall be permissible. A majority of the existing Board shall constitute a quorum for the transaction of business at any other meeting of the Board, provided that, if less than a majority of the Trustees is present at the said meeting, a majority of the Trustees present may adjourn the meeting to another time and/or place.

6.09 MODIFIED AND NO QUORUM:

If no quorum be present within fifteen (15) minutes of the advertised time of any General Body Meeting, it shall be postponed for fifteen (15) minutes the same day, and, at such adjournment meeting, the Trustees and patrons present shall constitute a quorum. No proxy shall be permissible. A Special General Body Meeting called by requisition of Trustees or patrons, at which no quorum, is present shall be dissolved.

6.10 MANNER OF ACTING:

The act of a majority present at a meeting at which quorums had been present shall be act of the General Body, unless the act of a greater 15number is required by statute, these By-laws or the Articles of Incorporation. Parliamentary usage as set forth in "Roberts rules of order", as periodically revised shall govern the meeting.

6.11 PROCEEDINGS:

The Chairman or an assigned Trustee shall conduct all proceedings of the annual or special meeting. However, if the Chairman, President or any current Director or Trustee is a candidate for any office, the elections shall be conducted by an outside Election Officer appointed by the Board of Trustees.

6.12 VOTING:

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Each patron or trustee, entitled to vote at meetings, shall be entitled to one vote. At all meetings of patrons or trustees, every question and item on the agenda shall be decided by a majority of votes of the individuals present in person. All matters and questions, except elections, shall be decided by a show of hands, and a declaration by the Chairman or the presiding officer conducting the meeting that a resolution has been carried or not carried and an entry to that effect in the minutes of the Mandir shall be admissible in evidence as prima facie proof of the fact without proof of the number or proportion of the votes accorded in favor of or against such resolution. In case of an equality of votes at any meeting the Chairman shall be entitled to a second or casting vote.

ARTICLE 7

ORGANIZATION

Board of Trustees (BOT), comprised of trustees up to fifteen (15), will be the main planning and governing body headed by a Chairman. Board of Directors (BOD), comprised of up to fifteen (15) patrons, will be the group that will administer and manage the daily operations of SSMNC. BOD is accountable to the BOT for the administration of Mandir activities. Committees shall be formed to assist the BOD and BOT in performing their tasks.

ARTICLE 8

BOARD OF TRUSTEES

8.01 BOARD OF TRUSTEES (BOT):

The BOT shall exercise those powers delegated to it by these by-laws and shall protect the interests of the SSMNC in all affairs. They shall discharge the duties of their position with great diligence, care and skill, and which ordinarily prudent person would exercise under similar circumstances. The BOT shall assist from time to time and work towards achieving the goals of SSMNC along with the BOD. The overall governance of the SSMNC shall be vested in the BOT who shall develop and execute long-term policies on behalf of the Corporation.

The number of Trustees in the BOT shall neither be less than 7 nor more than 15. The actual number of BOT at any period may be fixed by the SSMNC Bylaws or the amendments that shall be initiated from time to time based on the organizational needs.

The activities and affairs of the SSMNC shall be conducted, and all corporate powers shall be exercised by or under the direction of the Board of Trustees (BOT).

The Officers of the Board of Trustees shall be constituted as follows:

- The Chairman shall be elected by all Trustees by a simple majority.
- The Vice-Chairman, General Secretary and Treasurer shall be elected by a simple majority.

8.02 ELIGIBILITY:

Eligible candidates for board members will be individuals:

- With a sincere interest in the work of SSMNC, a commitment to its goals;
- With enough expertise, experience, and good judgment to help keep the organization's mission and decisions consistent with its purposes, so it can achieve its goals;
- These individuals have the time, dependability, and energy required to attend meetings and otherwise serve the organization well;

In order to be elected to the Board of Trustees, an individual shall:

- Be a Founder or Founding Trustee or Trustee;

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- No criminal record;
- Not be a current Director in the Board of Directors;
- Be legally solvent;
- Not to be the spouse of a candidate for a Trustee or a Director;
- Be a Life Time Trustee or Founding Trustee or Founder of at least one calendar year;
- Priest(s) or any other paid employee of the Mandir is not eligible to be a Trustee.

8.03 ELECTION PROCESS FOR TRUSTEES SERVING IN THE BOT:

The election process for Trustees in BOT is as follows:

- The Chairman shall form an Election Committee with at least three Trustees/patrons of SSMNC that are in good standing and this Committee shall elect and add more trustees to the BOT after administering an election process. The election process will be electronic. The Committee shall have a Chairperson that shall report to the Chairman directly;
- The Chairperson of the election committee shall preside over all meetings of election processes;
- The Chairperson shall announce the date and time of election process to all voting Trustees and patrons 45 calendar days before election process date;
- The Chairperson shall seek nominations or applications for the available positions and receive the nominations or applications;
- The Trustee candidates willing to serve in the BOT shall submit the nominations or applications that shall be examined by the Election Committee of SSMNC;
- The Election Committee shall verify the eligibility and willingness of all nominees or applicants;
- The Committee shall publicize the names of nominees or applicants to the voting trustee and patron pool 30 calendar days in advance of the election date;
- Nominees or applicants shall be allowed to withdraw before election process begins;
- The Chairperson shall select a day and arrange for the meeting of all voting trustees and patrons to conduct the election activity at least 15 days in advance before the election;

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- All voting trustees from the Trustee and patron pools of SSMNC shall review the candidates nominations or applications sent by the Chairperson before the election date;
- The voting trustees and patrons recommend their choice of the candidate to the chairperson electronically;
- In every election activity, quorum and notice required shall be met prior to actual voting in the election process;
- The Election Committee shall compile the responses from Trustee and patron pools on the day of election process;
- After completion of the election process, the results shall be tabulated, election committee verify and certify by a majority of the committee the results of any election procedure;
- The candidate with the majority votes from the Trustee and patron pool even by a simple majority shall be declared as elected;
- The Chairperson shall promptly report the results of any election process to the BOT/BOD;
- Those individuals that are qualified as per the Bylaws to serve in the Board of Trustees after participating in an election process and being declared as elected with majority votes from the Trustee and Patron pools are available, they shall be added to the BOT;
- The Chairperson shall keep all records of its deliberations, and shall make them available for inspection if requested by the patrons or Trustees;

The maximum number of Founder trustees in any board at any given time shall be up to 5 by an election process. More trustees from any Trustee category can be added to the board by a nomination process. The BOT by a 2/3rd majority can elect or nominate new Trustees or increase the number of Trustees in the BOT by not more than two without new elections for those trustee positions if necessary for reasons of organizational needs, and this nomination shall require the consent from majority of all the trustee categories of SSMNC. The patrons of SSMNC shall be notified about the specific needs, format of nomination and any other pertinent details of the nomination process.

The BOT with the consent from the majority of all the Trustee categories of SSMNC shall have the right to postpone the BOT elections by not more than one year, for reasons of unforeseen circumstances or organizational needs.

8.04 TERM OF OFFICE FOR THE BOT:

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The Trustee, Founding Trustee and or Founder Trustees shall serve in the BOT over a term of 3 years after participating in the election process and being declared as elected with the majority votes from the Trustee and patron pool of SSMNC. The term of the BOT can be amended based upon the organizational needs and this amendment shall require the 2/3 majority vote from the BOT and also the majority consent from the Founding Trustee and Trustee pool of SSMNC. The change in the term of the BOT shall be communicated to the patrons of SSMNC.

Each Trustee shall hold office for three (3) years unless he or she shall be under the following conditions:

- Resign;
- Cease to be a Member in any one of the Trustee category during their term;
- Become unable to act through absence or mental or bodily infirmity or until his or her successor is selected.

8.05 TRUSTEES OF SSMNC:

8.05.01 FOUNDERS (LIFE-TIME):

Eight Founder Trustees who founded the Nonprofit Corporation of SSMNC in May 2010 by donating \$5,000 per each family. The Founders will be deemed to be categorized under Founding Trustees for all purposes of SSMNC.

INITIAL BOT, May 2010 - August 2011:

The name and address of each of the eight Founders served as Founding Trustees in the first BOT as of May 2010 is as follows:

1. Dr.Venkatalakshmi Mayuravalli Sevala (V. Mayura Sevala), 100 Blackheath Court, Cary, NC 27513
2. Venkata Reddy Bommareddi, 812 Northampton Drive, Cary, NC 27513
3. Haribabu Chitluri, 204 Long Bridge Drive, Cary, NC 27518
4. Ramakrishna Boggarapu, 68 Hamilton Hedge Place, Cary, NC 27519
5. Ramesh Babu Vaddi, 4008 Remington Oaks Circle, Cary, NC 27519
6. Manita Reddy, 224 Elmhaven Way, Morrisville, NC 27560
7. Gourinath Jammu, 250 Northlands Drive, Cary, NC 27519
8. Vijaya Bharathi Adusumilli, 614 Gravel Brook Court, Cary, NC 27519

8.05.02 FOUNDRING TRUSTEES (LIFE-TIME):

Any individual or family, donating \$ 25,000 for membership over a period of one year to SSMNC, on or after 31st October 2010 is categorized as "Life-Time Founding Trustee."

There shall be only one trustee per family in this category to serve for his/her life-time. These individuals are qualified as per the Bylaws to serve in the Board of Trustees after participating in an election process and being declared as elected with majority votes from the Trustee and patron pools. These individuals are qualified as per the Bylaws to serve in the Board of Directors after participating in an election process and being declared as elected with majority votes from the voting pool of patrons and Trustees.

8.05.03 TRUSTEES (LIFE-TIME):

Any individual or family donating \$ 15,000 for membership over a period of one year to SSMNC, on or after 31st October 2010 is categorized as "Life-Time Trustee."

There shall be only one trustee per family in this category to serve for his/her life-time. These individuals are qualified as per the Bylaws to serve in the Board of Trustees after participating in an election process and being declared as elected with majority votes from the Trustee and patron pools. These individuals are qualified as per the Bylaws to serve in the Board of Directors after participating in an election process and being declared as elected with majority votes from the voting pool of patrons and Trustees.

The Founder trustees, Founding Trustees and Trustees are responsible for planning short term and long term planning, policies and fiscal responsibility. The BOT will take appropriate and necessary steps to coordinate all activities for achieving the SSMNC objectives. They shall actively participate in Fund Raising activities, Mandir administration, building and expansion projects, Public Relation etc.

8.05.04 LIMITED-TIME TRUSTEE CATEGORY:

Honorary Trustee: The Board of Trustees of SSMNC could invite any individuals, from the communities in North Carolina or any other part of the world including India, who can assist or advise SSMNC on various aspects of Shirdi Saibaba Mandir construction and management and keep the integrity of SSMNC. These individuals shall serve as Honorary Trustees and these positions are advisory in nature with no voting rights. Up to 9 members of the Honorary Trustees can be nominated by the Board of Trustees for two years. These appointments however need to be approved by a two-thirds majority vote of the Board of Trustees. The Honorary trustee (individually or jointly with spouse)

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shall serve the position with no commitment of meeting the monetary requirements of being a patron or Founding Trustee or Trustee of SSMNC.

8.06 COMPOSITION OF INITIAL BOT, 2010:

The Board shall comprise of Founders, Founding Trustees and Trustees and shall consist of a maximum of fifteen (15) Trustees at any given time.

Trustees shall be added to the BOT by Special Committee-“Election Committee” that administers an election process. The election process is described in the article 8.3. The term of trustees in the BOT is described in the article 8.4.

The BOT may revise the donation amount for different Trustee and patron categories as and when required, by amendments of the Bylaws. The willing Life Time Founder, Founding Trustees and Trustees shall serve as Chair persons, along with Directors and other patrons in various committees to carry out the activities and operations of SSMNC and their roles are described under the Committees in the article 12.05.

8.07 OATH-OF-OFFICE:

All Trustees shall swear on the Holy Gita (or any other Holy Book) and take the prescribed Oath of Office attached to this by-law, in the presence of the congregation of the SSMNC within one month after selection. Trustees, who refuse to take the oath, cannot serve as Trustees.

“I do solemnly swear (or affirm) that I will faithfully execute the office of Sri Shirdi Saibaba Mandir of North Carolina (Position) as the Board of (Director/Trustee) and will to the best of my ability, preserve, protect, and defend the Constitution and bylaws of Sri Shirdi Saibaba Mandir of North Carolina.”

8.08 RESIGNATION:

Any BOT may resign upon giving written or verbal notice to the Chairman of the Board, or to the BOT in a duly convened meeting and the resignation shall be considered acceptable if such resignation notice is recorded in the minutes of the meeting; but such resignation shall not relieve the trustee so resigning of the obligation to (financial or otherwise) or other charges thereto accrued and unpaid.

If a Life Time Founder Trustee resigns, that position ceases to exist.

8.09 REMOVAL OF TRUSTEES FROM BOT:

The Board of Trustees may, by passing a resolution by at least two third (2/3) of the total selected Trustees in a meeting of which notice specifying the intention to pass such resolution has been given, remove any trustees for cause before the expiration of his term of office. Afore mentioned removal shall only take place in any one of the following events:

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1. A serious misconduct or violation of the Oath-of –Office;
2. Cessation of patron or Trustee Status;
3. If a receiving order is made against him/her or if he makes an assignment under the bankruptcy Act;
4. If a legal order is made declaring him/her to be mentally incompetent and incapable of managing his affairs;
5. If he/she is convicted of a criminal offense;
6. If his/her activities are detrimental to the interests of SSMNC, a trustee may be removed only after being sent a thirty days written notice to that trustee and given an opportunity to be heard by the Board of Trustees.

8.10 VACANCIES:

The BOT by a 2/3rd majority can elect or nominate new Trustees or increase the number of Trustees in the BOT by not more than two without new elections for those trustee positions if necessary for reasons of filling the vacancies or other organizational needs, and this nomination shall require the consent from majority of all the trustee categories of SSMNC. The patrons of SSMNC shall be notified about the specific needs, format of nomination and any other pertinent details of the nomination process.

8.11 AUTHORITY & RESPONSIBILITIES:

Trustees shall provide short term and long term planning and direction to the Board of Directors for the management of the Mandir's operations, ongoing activities and expansion.

The Trustees shall have the following major authority and functions:

1. The Board of Trustees shall be responsible for and ensure the solvency and the financial soundness of the SSMNC by raising funds;
2. The BOT shall be the trustees of all deeds, documents of title, money, and title for money, other properties of money, real estate, assets and all other properties of the SSMNC. They shall take effective action for the safe custody of such securities, properties and assets;
3. The BOT may take such steps as it considers requisite to enable the SSMNC to acquire, accept, solicit or receive legacies, gifts, grants, settlements, bequests, endowments and donations of any kind whatsoever for the purpose of furthering the goals of the SSMNC. However, no gift, bequest or devise of any such property shall be received and accepted, if it is conditioned and limited in such a manner as to require the disposition of the income or its principal to any person or any organization other than a "charitable and/or religious organization" or for other than "charitable purposes" within the meaning of such terms as defined by the Internal Revenue Service, or as in the opinion of the Board of Trustees that shall jeopardize

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the Federal Income Tax Exemption of this Corporation pursuant to Section 501 (C) (3) of the Internal Revenue Code as now in force or afterwards amended;

4. The BOT shall approve in advance any project, contract or single expense that exceeds Five thousand dollars (\$5000.00) undertaken by the Board Directors;
5. The BOT shall have the authority to sell or mortgage or lease or alienate any property by passing a resolution in their meeting, or if by a legal order of the Court;
6. To invest and reinvest the principal and income of the Corporation in such property, real, personal, or mixed, and in such manner as they shall deem proper, subject to prudent man investment standard and from time to time to change investments as they shall be advisable to invest in or retain any stocks, bonds, notes, obligations, or personal or real property. No principle or income, however shall be loaned, directly or indirectly, to any Trustee or to anyone else, Corporate or otherwise, who has at any time made a contribution to this Corporation, nor to anyone except on the basis of an adequate interest charge and with adequate security;
7. To sell, lease, or exchange any personal, mixed, or real property, for such consideration and on such terms as to credit or otherwise, and to make such contracts and enter into such undertakings relating to the Corporation property, as they consider prudent and advisable;
8. To borrow money for such periods, at such rates of interest, and upon such terms as the Board of Trustees shall consider prudent and advisable, and as security for such loans to mortgage or pledge any real or personal property with or without power of sale, to acquire or hold any real or personal property, subject to any mortgage or pledge on or of the property acquired or held by this Corporation;
9. To execute and deliver deeds, assignments, transfers, mortgages, pledges, leases, covenants, contracts, promissory notes, releases, and other instruments, sealed or unsealed, incident to any transaction in which the corporation engages;
10. To vote, to give proxies, to participate in the reorganization merger or consolidation of any concern, or in the sale, lease, disposition, or distribution of its assets to join with the other security holders in acting through a Committee, depository, or otherwise, and in this connection to delegate authority to such Committee, depository or Trustees and to deposit securities with them or transfer securities to them; to pay assessments levied on securities or to exercise subscription rights in respect of securities;
11. Trustees will be vested with a line item veto to control the expenditure of the Board of Directors;
12. The Chairman and/or the Vice-Chairmen can attend any of the Board of Directors meeting;

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13. The power to institute and defend any action on behalf of the Organization shall vest in the Board of Trustees. All such actions must be instituted or defended with the full knowledge of the Board of Directors;
14. To employ a bank or trust company as custodian of any funds or securities and to delegate to it such powers as they deem appropriate; to keep any or all of the Corporation property or funds in any place or places in the United States of America; to employ clerk, accountants, invest counsel, investment agents, and any special services, and to pay the reasonable compensation and expenses of all such services;
15. The principal and the income of all property received and accepted by the Board of Trustees shall be deposited in the Corporation, and the Board of Trustees may make payments of distribution from income or principal, or both, to or for the use of such charitable and religious organizations, purposes of the Corporation as the Board of Trustees shall from time to time select and determine.
16. Chairman of the Board of Trustees shall ensure that the minutes of every Board of Directors meeting are documented and maintained in the Organization records.

The Board of Trustees and the individual Trustee's powers are exercisable solely in the fiduciary capacity consistent with and in furtherance of the purposes of this corporation as specified in the Articles of Incorporation and Article 2 (two) 4 (four) of these By-laws. Board of Trustees has the authority to delegate some of the financial responsibilities required for management of the day-to-day operations of the organization to the Board of Directors. This shall not be construed as a change of By-law.

8.12 EXTRA-ORDINARY AUTHORITIES AND DUTIES OF THE TRUSTEES:

The Board of Trustees has authority over the Board of Directors. The Board of Directors is accountable to the Board of Trustees. In case the entire Board of Directors including its officers resigns from the office for any reason whatsoever, the Trustees shall assume the functions and authority of the Board of Directors until the next selection. If the quorum of the Board of Directors is not there due to the resignations by the Directors, then the Board of Trustees in conjunction with the remaining Board of Directors will assume the powers of the Board of Directors until the next election.

8.13 REMUNERATION OF TRUSTEES:

Trustees are not entitled to compensation from the Corporation for their services as Trustees. A Trustee may serve the corporation as an Officer, or in any other capacity, and receive compensation therefore, if a majority of the remaining Trustees agree that, in their judgment, such service for that Trustee is unlikely to create a conflict of interest prejudicial to the Corporation.

8.14 FIDELITY BOND:

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The Board of Trustees may require that the Trustees, as the Board of Trustees may from time to time decide upon, shall secure from a guarantee company a bond of fidelity of an amount approved by the Board of Trustees and the Mandir shall pay the cost of securing such a bond.

8.15 INDEMNIFICATION OF TRUSTEES:

Every Trustee of the SSMNC who has undertaken or is about to undertake any liability on behalf of the Mandir and their heirs, executors and administrators and estates and effects respectively shall from time to time and at all times indemnified and saved harmless out of the funds of the Mandir from and against:

1. All costs, charges and expenses whatsoever which such Trustee or other person sustains or incurs in or about any action, suit or proceedings which is brought, commenced or prosecuted against him for or in respect of any act, deed, matter or thing whatsoever made, done or permitted by him in or about the execution of the duties of his office or in respect of any such liability;
2. All other costs, charges and expenses he/she sustains or incurs in or about or in relation to the affairs thereof, except such costs, charges or expenses as are occasioned by his/her own willful neglect or default;
3. No Trustee for the time being of the SSMNC shall be liable for acts, receipts, neglects or defaults of any other Trustee or employee or for joining in any receipt of act for conformity or for any loss, damage or expense happening to SSMNC through the insufficiency or deficiency of title to any property acquired by order of the Board of Trustees for or on behalf of the SSMNC or for the insufficiency or deficiency of any security in or upon which any of the money of or belonging to the SSMNC shall be placed out or invested or for any loss or damage arising from the bankruptcy, insolvency or tortuous act of any person, firm or SSMNC with whom or which any money, securities or effects shall be lodged or deposited for any other loss, damage or misfortune whatever which may happen in the execution or supposed execution of the duties of his respective office or trust in relation thereto unless the same shall happen by or through his own willful act or his/her own willful default.

8.16 OFFICERS OF THE BOARD:

The Board of Trustees shall select a Chairman, Vice Chairman, Secretary and Treasurer. The rest of the Trustees shall act as Chairpersons in one or more committees and shall perform the roles and duties described in Article 12.05 for various committees.

Any BOT member cannot be an officer or shall serve in any capacity of any other religious organization with interests similar to SSMNC during his or her term serving SSMNC.

8.17 DUTIES AND POWERS OF THE OFFICERS

8.17.01 CHAIRMAN

The Chairman shall be the principal Executive officer of the organization. Subject to the direction of the Board, he shall be in charge of the business and affairs of the Corporation. He/she shall see that the resolution and directives of the Board of Trustees are carried into effect except in those instances in which that responsibility is assigned to some other by the Board and in general he/she shall discharge all duties incident so the office of Chairman and such other duties as may be prescribed by the Board.

The Chairman may execute for the Corporation any contract, deeds, mortgages, bonds, or other instruments, which the Board has authorized to be executed, and he/she may accomplish such execution either under or without the seal of the Corporation and/or with any existing Trustee/patron of the Board thereunto authorized by the BOT. In the event of the Committee meeting which he is ex-officio member or of the Advisory Committee, the Chairman shall have the additional tie breaking vote.

The Chairman may vote all securities which the Corporation is entitled to vote except as and to the extent such authority shall be vested in a different officer or agent of the Corporation by the Board. In the absence of any appointed officer or in the event of his disability, the Chairman may delegate specific authority to any other specified Trustee. Such delegation shall be specific as to the delegated authority and be in writing.

8.17.02 VICE-CHAIRMAN

The Vice-Chairman (or in the event there may be more than one Vice-Chairman, each of the Vice-Chairman) shall assist the Chairman in the discharge of his duties as the Chairman may direct or shall perform such other duties as the Chairman may direct or as, from time to time, may be assigned to him by the Chairman of the Board. In the absence of the Chairman or in the event of his inability or refusal to act, the Vice-Chairman shall perform the duties of the Chairman, and so acting, shall have all the powers of and be subject to all of the restrictions upon the Chairman. Except in those instances in which the authority to execute is expressly delegated to another Officer or prescribed by the Board or these Bylaws, the Vice-Chairman may execute for the Corporation any contracts, deeds, mortgages, bonds or other instruments which the Board has authorized to be executed, and he may accomplish such execution either under or without the Seal of the Corporation and either individual or with the Secretary, or any other Officer thereunto authorized by the Board, according to the requirements of the form of the instrument:

8.17.03 TREASURER

In addition to the duties described below, the Treasurer of SSMNC shall perform the roles and duties described in Article 12.05 for the Committee-Treasury, as a Chairperson of the Committee:

The Treasurer shall be the principal accounting and financial Officer of the Corporation. He shall have: (a) have charge of and be responsible for the maintenance of adequate books of account for the Corporation, as recommended by the Audit Committee; (b) have charge and

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custody of all funds and securities of the Corporation, and be responsible therefore, and for the receipt and disbursement thereof, and (c) perform all the duties incident to him by the Chairman or by the Board. If required by the BOT, the Treasurer shall give a bond for the faithful discharge of his duties in such sum and with such survey or sureties as the Board shall determine. He shall issue audited income and expense statements and balance sheets for publication in the newsletter. He shall produce all records necessary for internal audit by the Audit Committee quarterly or more frequently, if necessary. He shall be responsible for filing the annual income tax returns in time for Internal Revenue Service to maintain the tax exempt status for the Corporation. He shall also submit annually all necessary documents to all other governmental agencies to maintain the non-profit status and the tax exempt status. He shall get all records audited and surrender the same at the time of leaving the office. He shall cooperate with the Secretary to publish the annual certified list of members semi-annually.

If the Treasurer is absent, the BOT may appoint a replacement from among its member Officers until such time the Treasurer can resume the duties.

8.17.04 GENERAL SECRETARY

In addition to the duties described below, General Secretary of SSMNC shall perform the roles and duties described in Article 12.05 for the Committee- Administration and Inventory, as a Chairperson of the Committee:

The Secretary shall record minutes of the meetings of the Board in one or more books prescribed for that purpose; see all notices are duly given in accordance with the provisions of these Bylaws or as required by the Law; be the custodian of the corporate records and of the Seal of the Corporation. He shall cooperate with the Treasurer to publish the certified list of members by category of the Corporation. He shall make this list available, when necessary, to the appropriate Committees.

8.17.05 ROLES OF OTHER TRUSTEES OF THE BOT

The Trustees or Founding trustees or Founder Trustees in the BOT shall act as Chairpersons for the Committees (article 12), and function in the following positions. The roles, duties and responsibilities for these positions are described in the article 12.05 under the section of Committees.

- Audit coordinator
- Construction Manager
- Public Relations and Satsang Coordinator
- Communications Coordinator
- Facilities Manager
- Event Manager

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- Religious and Priest Services Coordinator
- Community and Volunteer Services Coordinator
- Youth services Coordinator
- Legal Services Coordinator
- Fund Raising Coordinator

8.17.06 REMOVAL OF AN OFFICER:

An officer selected by the BOT may be removed by 2/3 majority of the Board of Trustees in a meeting of which notice specifying the intention to pass such resolution has been given, remove the Chairman, Vice-Chairman, whenever, in its judgment, the best interests of the Corporation will be served.

8.17.07 RESIGNATION OF AN OFFICER:

An officer may resign at any time by giving written notice to the Board. A resignation is effective on the date of receipt of the notice or unanimously approved by trustees or any later time specified therein and, unless otherwise specified therein, no formal acceptance of the resignation is necessary.

ARTICLE 9

MEETINGS BOARD OF TRUSTEES

9.01 PLACE:

Except as otherwise required by law, the Board of Trustees may hold its meetings at such place or places as it may from time to time determine, but no less than once in two months. Meetings of the Board shall be held at a place designated by the Chairman of the Board.

9.02 ORGANIZATIONAL MEETING:

Within two weeks following the annual meeting, the BOT shall hold a regular meeting for the purposes of organization, election of officers, and selection of Chairperson of the Committees and for the transaction of other business.

9.03 REGULAR MEETINGS:

These shall be held at least once every two months. More frequent meetings may be held by passing resolution.

9.04 SPECIAL MEETINGS:

Special meetings of the BOT, for any purpose or purposes, may be called at any time by the Chairman, or by any five (5) trustees.

9.05 ELECTRONIC RESOLUTIONS:

In addition to the resolutions passed in regular and special meetings, the Chairman, and Vice-Chairman in the absence of Chairman, can initiate resolutions electronically. Such approved/denied resolutions are deemed as resolved and approved/denied by the meeting of the trustees. A guideline document for implementing these resolutions needs to be published and maintained and approved by the joint meeting of the trustees and directors.

9.06 NOTICE OF MEETINGS:

Except as otherwise required by law, the Board of Trustees may hold its meetings at such place or places as it may from time to time determine, but no less than once in two months. The Chairman or Vice-Chairman shall call trustees' meetings by the directive of the Chairman and Vice-Chairman. Notice of any meeting of the Board shall be given at least five (5) days in advance, either by a telephone call, e-mail or other such means approved by the trustees. The written communication of the Chairman or Vice-Chairman acting at the behest of the Chairman that notice has been given pursuant to this By-law shall be sufficient and conclusive evidence of the giving of such notice. The Board may appoint a day

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or days in any month or months for regular meetings at an hour to be named and such regular meeting, no notice need be sent. The Trustees may consider or transact any business either special or general at any meeting of the Board of Trustees. If a Board meeting has not been conducted for two consecutive months, the Chairman shall be required to call the Board meeting upon receipt of a written notice by at least one quarter (1/4) of the Board of Trustees.

9.07 WAIVER OF NOTICE:

Notice of a meeting need not be given to any trustee who signed a waiver of notice or a written consent to holding the meeting or an approval of the minutes thereof, whether before or after the meeting, or who attends the meeting without protesting, prior thereto or at its commencement, the lack of notice to such trustee. All such waivers, consents and approvals shall be filed with the Mandir records or made part of the minutes of the meetings.

9.08 ADJOURNMENT:

A majority of the trustees present, whether or not a quorum is present, may adjourn any meeting to another time and place.

9.09 QUORUM:

A majority of the number of trustees then constituting the Board of trustees constitutes a quorum of the Board for the transaction of business.

9.10 LOSS OF QUORUM:

Every act or decision done or made by a majority of the trustees present at a meeting duly held at which quorum is present is the act of the Board. A meeting at which a quorum is initially present may continue to transact business notwithstanding the withdrawal of trustees, if any action taken is approved by at least a majority of the required quorum for such meeting.

9.11 MEETINGS BY CONFERENCE BY TELEPHONE:

One or more Trustees may participate in a meeting of the Board, or of a Committee of the Board, by means of conference calling or similar communications equipment, which permits all persons participating in the meeting to hear each other, and all persons so participating shall be deemed present at the meeting.

9.12 ACTION BY CONSENT:

Any action, which may be taken at a meeting of the Board, may be taken without a meeting, if consent in writing setting forth the action so taken is signed by all the Trustees and filled with the concerned vice-chairman of the Board.

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9.13 VOTING:

Except when required otherwise in the By-laws, matters arising at any meeting of the Trustees shall be decided by a majority of votes. No proxy shall be permissible. In case of any equality of votes the Chairman (in his absence, Vice-Chairman of the concerned committee) shall have a second or casting vote. A declaration by the Chairman (in his absence, the Vice-Chairman of the concerned committee) that a resolution has been carried and an entry to that effect in the minutes shall be admissible in evidence as prima facie proof of the fact without proof of the number or proportion of the votes recorded in favor of or against such resolution, unanimously approved by trustees.

9.14 DISQUALIFICATION FOR FAILURE TO ATTEND MEETINGS

Any Board of Trustees who fails to attend three consecutive meetings of the Board of Trustees without leave of absence shall, ipso facto, cease to be a Trustee of the Board of Trustees.

ARTICLE 10

BOARD OF DIRECTORS

10.01 BOARD OF DIRECTORS (BOD):

The day-to-day activities, business and administration shall be conducted by the BOD. The number of Directors shall neither be less than 7 nor more than 15 including the following officers:

1. President
2. Vice-President
3. Secretary
4. Associate Treasurer

10.02 ELIGIBILITY

Ideal candidates for board members will be individuals:

- With a sincere interest in the work of the organization, a commitment to its goals;
- With enough expertise, experience, and good judgment to help keep the organization's mission and strategic decisions consistent with its charitable purpose, so it can achieve its goals;
- These individuals have the time, dependability, and energy required to attend meetings and otherwise serve the organization well.

In order to be elected to the BOD, a member shall:

- Be a Founder Trustee or Founding Trustee or Trustee, or Founder Patron or Gold Patron of eligible category in good standing of the Corporation during the tenure;
- Have no criminal record;
- Not be a current Trustee;
- Be legally solvent;
- Not to be the spouse of a candidate for a Trustee or a Director;
- Priests or other paid employees of the corporation are not eligible to be a Director.

10.03 HONORARY DIRECTORS

Any individual, who may not fit in the patron categories but who is sincere and very dedicated in the support and promotion of this SSMNC shall serve in the Board of Directors as Honorary Director and these positions are advisory in nature with no voting rights. Up to 3 members of the Honorary Directors can be nominated by the Board of Trustees for two years. These appointments however need to be approved by a two-thirds majority vote of the Board of Trustees. The Honorary Director (individually or jointly with spouse) shall serve the position with no commitment of meeting the monetary requirements of being a patron of SSMNC.

10.04 ELECTION OF DIRECTORS:

Directors shall be elected through secret ballots from the pool of voting trustees and patrons. The number of Directors shall neither be less than 7 nor more than 15.

The election process that shall be administered by the BOT is described in the article 12.05.18 under the Section of Special Committee-Election Committee.

All categories of Trustees collectively are eligible for 20% of seats of the BOD. Founder Patrons are eligible for 40% and Gold Patrons are eligible for 40% of seats of the BOD. To be eligible to serve as a BOD, Gold patrons have to serve a minimum of two years as a volunteer or as a committee member.

The maximum number of Founder trustees in any BOD at any given time shall be up to a maximum of 2 by an election process and more Directors from any Trustee or Patron categories can be added to the BOD only by a nomination process. The BOT and BOD in a Joint meeting, by a 2/3rd majority can elect or nominate new Directors or increase the number of Directors in the BOD by not more than two without new elections for those Director positions if necessary for the reasons of organizational needs, and this election or nomination shall require the consent of majority of the Founder Patron and Gold patron pool of SSMNC.

The BOT with the consent from the majority of all trustee categories of SSMNC shall have the right to postpone the BOD elections by not more than one year, for reasons of emergency, unforeseen circumstances or organizational needs.

10.05 TERM OF BOD:

The Founder Patron or Gold Patron or Trustee or Founding Trustee or Founder Trustee categories shall serve in the BOD over a term of 3 years after participating in the election process and being declared as elected with the majority votes from the Trustee and patron pool of SSMNC.

The term of the BOD can be amended based upon the organizational needs and this amendment shall require the 2/3 majority vote from the BOT and majority consent from the pool of all Trustee categories of SSMNC.

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For the Term starting after the construction of the main mandir complex of SSMNC:

- Time served by either spouse considered as being served by both and will count towards their term limits.
- If a patron resigns or his or her patron is terminated from the board of directors on or after January 1st of any year – For the sole purpose of term limits, the said patron is deemed to have served the whole year.

10.06 OATH-OF-OFFICE:

All Directors shall swear on the Holy Gita (or any other Holy Book) and take the prescribed Oath of Office attached to this By-law, in the presence of the congregation of the SSMNC within one month after the selection. Directors who refuse to take the oath on Holy Gita (or any other Holy Book) cannot serve in SSMNC.

10.07 RESIGNATION:

Any BOD may resign upon giving written or verbal notice to the Chairman of the BOT or the President of the BOD, or to the BOD or to the Joint Board meeting of BOT and BOD in a duly convened meeting and the resignation shall be considered acceptable if such resignation notice is recorded in the minutes of the meeting; but such resignation shall not relieve the Director so resigning of the obligation to pay any Mandir funds (financial or otherwise) or other charges thereto accrued and unpaid.

10.08 REMOVAL OF DIRECTORS:

The Board of Directors and Trustees in a joint meeting may, by passing a resolution by at least two third of the Directors and Trustees in a meeting of which notice specifying the intention to pass such resolution has been given, remove any Director for cause before the expiration of his term of office. However, if the President needs to be removed from the Board of Directors, in addition to the above passing of resolution, the Board of Trustees also must approve removal by majority vote. Afore mentioned removal shall only take place in any one of the following events:

1. A serious misconduct or violation of the Oath-of -Office;
2. Cessation of being a patron;
3. If a receiving order is made against him or if he/she makes an assignment under the bankruptcy Act;
4. If a legal order is made declaring him to be mentally incompetent and incapable of managing his affairs;

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5. If he/she is convicted of a criminal offense;
6. If three consecutive meetings are missed without reasonable and compelling reasons acceptable to the Board of Directors;
7. A written 30day notice to both boards is required before the joint meeting of the boards.

10.09 VACANCIES:

The BOT and BOD in a Joint meeting, by a 2/3rd majority can elect or nominate new Directors or increase the number of Directors in the BOD by not more than two without new elections for those Director positions if necessary for the reasons of organizational needs or filling the vacancies, and this election or nomination shall require the consent of majority of the Founder Patron and Gold patron pool of SSMNC.

10.10 AUTHORITY & RESPONSIBILITIES:

The Board of Directors shall, without prejudice to the generality of its powers of full engagement and control of all the affairs of Organization and subject to the best interest of the Corporation, it's purposes, it's goals, and requirements of its tax-exempt IRS Section 501(C) (3) of the Internal Revenue Code as now in force or afterwards amended.

1. They shall handle all insurance needs, mortgage payments, employment and salaries, and capital projects;
2. To make By-laws regulating the affairs of the Organization with the approval of the Board of Trustees, not inconsistent with this Constitution, which shall be sent to each BOD fourteen (14) days before coming into force;
3. The Board of Directors may administer the affairs for day-to-day activities of the Mandir and shall have powers to arrange and organize all the religious and cultural activities of the Mandir ;
4. To grant to persons, who are not patrons of the Organization the right to use or to enter the Organization property, grounds or premises and the use of services for a limited duration, not to exceed two (2) consecutive days, as directed by the Organization upon such terms and conditions as it may think fit. The Board of Directors will impose, as a minimum, the general guidelines applicable to the Patrons of the Organization on Mandir premises, to all Non-Patrons granted permission to enter the Mandir ;
5. To impose upon Patrons or Non-Patrons such charges for the use of or entrance to the Organization property, grounds or premises on such special occasions or to set aside any defined portion of the Organization property, grounds or premises for such limited time and for such special use by a designated number of Patrons and upon such terms as it may think fit;

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6. To make donations with the concurrence of the Board of Trustees as the Board of Directors shall consider desirable in accordance with the charter of the Organization and the applicable laws and regulations;
7. The Board of Directors may recommend to the Board of Trustees any one or more of the following actions as appropriate: either to sell, or to alienate, or to lease for more than a year the immovable property of the Organization.
8. The powers of the Board of Directors shall be subjected to the control of the Board of Trustees with regard to all matters;
9. Board of Director shall facilitate communication upwards, downwards and sideways;
10. President of the Board of directors shall ensure that the minutes of every Board of Directors meeting are documented and maintained in the Organization records.
11. The Board of Directors shall keep the Trustees informed of any key or major actions it may take.

10.11 OFFICE BEARERS:

The Board of Directors shall elect by a simple majority a President, a Vice-President, a Secretary and an Associate Treasurer and such other office bearers as the Board of Directors may establish from time to time for a term of two years each. The rest of the Board of Directors will act as Vice-Chairpersons serving in various committees.

Any BOD member cannot be an officer or shall serve in any capacity of any other religious organization with interests similar to SSMNC during his or her term serving SSMNC.

10.12 DUTIES AND POWERS OF THE OFFICERS

10.12.01 PRESIDENT

The President shall:

1. Be the Principal Operating Officer of the organization;
2. Be in-charge of the day to day operations of the organization;
3. See that the resolutions and directives of Board of Directors and the Board of Trustees are carried into effect except in those instances in which that responsibility is assigned to some other by the Boards;
4. Discharge duties incident to the office of the President and such other duties as may be prescribed by Boards, in general;
5. In case of any equality of votes the President (in his absence, the Vice-President) shall have a second or casting vote. A declaration by the President (in his absence, the Vice-President) that a resolution has been carried and an entry to that effect in

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the minutes shall be admissible in evidence as prima facie proof of the fact without proof of the number or proportion of the votes recorded in favor of or against such resolution.

6. Attend the meeting of the Board of Trustees and shall serve as a Liaison Officer between the Board of Trustees and Board of Directors;
7. Not enjoy the power of Trustees except the specific powers associated with his duties and responsibilities;
8. May delegate specific authority to any other specified Director in the absence of the Vice President or in the event of his disability. Such delegation shall be specific as to the delegated authority and be in writing;
9. Shall ensure that key minutes of every Board of Director meeting are conveyed in the Newsletters;
10. Shall ensure that the minutes of every Board of Director meetings are conveyed to all the Board of Trustees within two weeks of the corresponding meeting of the Board of Directors.

10.12.02 VICE-PRESIDENT

The Vice President shall assist the President in the discharge of his duties as the President may direct and shall perform such other duties from time to time may be assigned to him by the President or by the Boards. In the absence of the President or in the event of his inability or refusal to act, the Vice President shall perform the duties of the President, and when so acting, shall have all the powers of and be subject to all the restrictions upon the President. The Vice-President shall perform such other duties as may from time to time be determined by the Board of Directors. The Vice President represents the Corporation and coordinates activities of mutual interest with other similar organizations.

10.12.03 SECRETARY

In addition to the duties described below, the Secretary of SSMNC shall perform the roles and duties described in Article 12.05 for the Committee-Treasury, as a Vice-Chairperson of the Committee:

Secretary shall be ex-officio clerk of the Board of Directors. He shall attend all meetings of the Board of Directors and record all facts and minutes of all proceedings in the books kept for that purpose. He shall give all notices required to be given to Directors.

He shall assist the General Secretary of the Board of Trustees in all books, papers, records, correspondence, contracts and other documents belonging to the Board of Trustees of the SSMNC. He shall perform such other duties as may from time to time be determined by the Board of Directors or the bylaws of the SSMNC. In the absence of the Secretary, the duties of the Secretary shall be performed by another member of the Board of Directors other than the President.

10.12.04 ASSOCIATE TREASURER

In addition to the duties described below, the Associate Treasurer of SSMNC shall perform the roles and duties described in Article 12.05 for the Committee-Treasury, as a Vice-Chairperson of the Committee:

- The Associate Treasurer shall assist the Treasurer of the Board of Trustees in custody of and be responsible for the maintenance of adequate books of accounts for the Corporation;
- Assist Treasurer of the Board of Trustees of all funds and securities allocated for operation of the Corporation, and be responsible for the receipt and disbursement thereof (all disbursements shall be made only after the same has been sanctioned by the Treasurer, Board of Trustees)
- Perform all the duties incident to the office of treasurer and such other duties from time to time as may be assigned to him by the President or by the Boards and by the Treasurer, Board of Trustees.
- He shall assist Treasurer of the Board of Trustees participate in financial negotiations and transactions pertaining to she Corporation as assigned by the Boards.

10.12.05 ROLES OF OTHER DIRECTORS IN THE BOD:

The Directors in the BOD other than the officers described above, shall act as Vice-Chairpersons for the Committees (article 12.05), shall function in the following positions and their roles, duties, responsibilities for these positions are described in the article 12.05 under the section of Committees.

- Associate Manager of Audit
- Associate Manager of Construction
- Associate Coordinator of Public Relations
- Vice-Coordinator of Communications
- Associate Treasurer
- Associate Facilities Manager
- Associate Event Manager
- Vice-Coordinator of Religious and Priest Services
- Associate Coordinator of Community and Volunteer Services
- Vice-Coordinator of Youth Services
- Associate Manager of Kitchen Services

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- Vice-Coordinator of Legal Services
- Associate Coordinator of Fund Raising

10.13 REMUNERATION OF DIRECTORS:

The Directors shall receive no remuneration for acting as such; provided however, that a director may be paid reasonable expenses incurred by him in the performance of his duties upon authorization and approval by the Finance Committee.

10.14 FIDELITY BOND

The Board of Directors may require that the Vice-President of Treasury and such other officers as the Board of Directors may from time to time decide upon, shall secure from a guarantee company a bond of fidelity of an amount approved by the Board of Directors and the cost of securing such a bond shall be paid by the Mandir.

10.15 INDEMNIFICATION OF DIRECTORS

Every director or officer of the SSMNC or other person who has undertaken or is about to undertake any liability on behalf of the Mandir and their heirs, executors and administrators and estates and effects respectively shall from time to time and at all times indemnified and saved harmless out of the funds of the Mandir from and against:

1. All costs, charges and expenses whatsoever which such director, officer or other person sustains or incurs in or about any action, suit or proceedings which is brought, commenced or prosecuted against him for or in respect of any act, deed, matter or thing whatsoever made, done or permitted by him in or about the execution of the duties of his office or in respect of any such liability; and
2. All other costs, charges and expenses which he sustains or incurs in or about or in relation to the affairs thereof, except such costs, charges or expenses as are occasioned by his/her own willful neglect or default. No director or officer for the time being of SSMNC shall be liable for acts, receipts, neglects or defaults of any other director, officer or employee or for joining in any receipt of act for conformity or for any loss, damage or expense happening to the SSMNC through the insufficiency or deficiency of title to any property acquired by order of the Board of Directors for or on behalf of the SSMNC or for the insufficiency or deficiency of any security in or upon which any of the moneys of or belonging to the SSMNC shall be placed out or invested or for any loss or damage arising from the bankruptcy, insolvency or tortuous act of any person, firm or SSMNC with whom or which any moneys, securities or effects shall be lodged or deposited for any other loss, damage or misfortune whatever which may happen in the execution or supposed execution of the duties of his respective office or trust in relation thereto unless the same shall happen by or through his own willful act or his own willful default.

ARTICLE 11

MEETINGS - BOARD OF DIRECTORS

11.01 PLACE:

Except as otherwise required by law, the Board of Directors may hold its meetings at such place or places as it may from time to time determine, but no less than once in every month. Meetings of the Board shall be held at a place designated by the President of the Board.

11.02 ORGANIZATIONAL MEETING:

Within two weeks following the annual meeting of the patrons, the Board shall hold a regular meeting for the purposes of organization, selection of officers, and selection of Chairperson of the Committees and for the transaction of other business. The outgoing President shall call such a meeting and conduct it till the new president is duly elected. President of the Board of director shall ensure that key minutes of these meetings are published in the Newsletters.

11.03 REGULAR MEETINGS:

These shall be held at least once every month. More frequent meetings may be held by passing resolution. Any Trustee/patron can attend these meetings. However, they cannot participate/engage in the activities of the meetings, unless requested by the President of the Board. President of the Board of director shall ensure that key minutes of these meetings are published in the Newsletters.

11.04 SPECIAL MEETINGS:

Special meetings of the Board, for any purpose or purposes, may be called at any time by the President, or on a written request from not less than by two-thirds (2/3) of Directors. President of the Board of director shall ensure that key minutes of these meetings are published in the Newsletters.

11.05 ELECTRONIC RESOLUTIONS:

In addition to the resolutions passed in regular and special meetings, the President, and Vice-President in the absence of President, can direct the VP to initiate resolutions electronically. Such approved/denied resolutions are deemed as resolved and approved/denied by the meeting of the directors. A guideline document for implementing these resolutions needs to be published and maintained and approved by the joint meeting of the trustees and directors.

11.06 NOTICE OF MEETINGS:

Directors' meetings shall be called only by the President or Vice President on direction in writing of majority of Directors. Notice of such meetings shall be delivered or telephoned to each director not less than five (5) days before the meeting is to take place or shall be mailed to each director not less than ten (10) days previously thereto to each Director at his address as shown in the records of the corporation before the meeting is to take place. If mailed, such notice shall be deemed to be delivered when deposited in the United States Mail in a sealed envelope so addressed, with postage thereon prepaid. The written certification of the President or Vice-President that notice has been given pursuant to this By-law shall be sufficient and conclusive evidence of the giving of such notice. The Board may appoint a day or days in any month or months for regular meetings at an hour to be named and such regular meeting, no notice need be sent. The Directors may consider or transact any business either special or general at any meeting of the Board of Directors. The Vice-President, on instructions from the President or on a written request from not less than majority of the members of the Board of Directors, shall convene a Board of Directors Meeting.

The dates and times set for the Board of Directors meetings shall be published in the Newsletter for information. It would be highly desirable, if the Board publishes at least a quarterly schedule of the Board meetings in the newsletter. Any Trustee/patron can attend these meetings. They cannot participate/engage in the activities of the meetings, unless requested by the President of the Board. However, if any patron or patrons would like to discuss any issues related to the Mandir, and provide a written request to the President with the issues for discussion at least ten (10) days ahead of a scheduled meeting, the Board shall welcome such individuals for the first thirty (30) minutes of each scheduled meeting. Committee chairpersons or any patron of the committees be invited, at the discretion of the Boards to the Boards meeting, Other than the Directors, patrons shall have no authority to vote at such Board meetings.

If a Board meeting has not been conducted for two consecutive months, the President shall be required to call the Board meeting upon receipt of a written notice by at least one quarter (1/4) of the Board of Directors.

11.07 WAIVER OF NOTICE:

Notice of a meeting need not be given to any Director who signed a waiver of notice or a written consent to holding the meeting or an approval of the minutes thereof, whether before or after the meeting, or who attends the meeting without protesting, prior thereto or at its commencement, the lack of notice to such Director. All such waivers, consents and approvals shall be filed with the Mandir records or made part of the minutes of the meetings.

11.08 ADJOURNMENT:

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A majority of the Directors present, whether or not a quorum is present, may adjourn any meeting to another time and place.

11.09 QUORUM:

The presence of two-third of the Directors shall form the quorum for a Board of Directors Meeting.

11.10 LOSS OF QUORUM

Every act or decision done or made by a majority of the directors present at a meeting duly held at which quorum is present is the act of the Board. A meeting at which a quorum is initially present may continue to transact business notwithstanding the withdrawal of directors, if any action taken is approved by at least a majority of the required quorum for such meeting.

11.11 VOTING:

Except when required otherwise in the By-laws, matters arising at any meeting of Directors shall be decided by a majority of votes. No proxy shall be permissible. In case of any equality of votes the President shall have a second or casting vote. A declaration by the President or the presiding officer of the meeting that a resolution has been carried and an entry to that effect in the minutes shall be admissible in evidence as prima facie proof of the fact without proof of the number or proportion of the votes recorded in favor of or against such resolution.

11.12 RECORDING OF MINUTES OF MEETING:

The Secretary shall record the minutes of all the Board of Directors Meetings and provide the information as may be required by the Board of Directors in conducting its business. If the Secretary is absent at any one of the business meetings, then the Second Vice President shall assume the Secretary's role in recording the minutes of the meeting and providing the required information.

11.13 DISQUALIFICATION FOR FAILURE TO ATTEND MEETINGS

Any Board of Director who fails to attend three consecutive meetings of the Board of Directors without leave of absence shall, ipso facto, cease to be a director of the Board of Directors.

ARTICLE 12

COMMITTEES

12.01 DEFINITION OF COMMITTEES

Standing Committees: BOT and BOD are responsible for establishment and operation of the Standing committees. Each committee will compose of a Chairperson, Vice-Chairperson, and 3 to 7 patrons. The Chairperson/Vice-Chairperson should be from Boards.

Chairperson/Vice-Chairperson of the committee will select the members from the patron pool. The focus of standing committees is to:

- Long term planning, policies and procedures.
- Manage Day-to-day aspects of running the Mandir.

Special Committees: BOT and/or BOD shall have the power to create special Committees to discharge the duties of the Mandir. Each special committee will compose of a Chairperson, Vice-Chairperson, and 3 to 7 patrons. The Chairperson/Vice-Chairperson should be from BOT/BOD. Chairperson/Vice-Chairperson of the committee will select the members from the patron pool. The focus of these committees is to serve special needs of SSMNC.

12.02 COMMITTEES

1. Administration/Inventory
2. Advisory & Review
3. Audit
4. Construction
5. Public Relations and Community Service
6. Communications/Publications/Web Management
7. Treasury
8. Facilities Management
9. Event Management
10. Religious/Priest Services
11. Volunteer Coordination
12. Youth Education
13. Food and Prasadam

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14. Fund Raising/Membership
15. Legal/By-laws/Ethics/Amendments
16. Kitchen Management

12.03 SPECIAL COMMITTEES

1. Election

12.04 GENERAL GUIDELINES FOR ALL THE COMMITTEES

Chairperson, Vice-Chairperson and committee members should spend only against approved budgets. The members of the committees have to be patrons in good standing.

Meetings: At least once a month

Reporting: Monthly status reports to Chairman/ President.

GENERAL RESPONSIBILITIES OF EACH COMMITTEE:

1. Members of all Committees shall be patrons in good standing of the corporation during their term on the Committees. Boards, by majority vote, authorize an individual or family who is not a patron of the corporation to be a member of any committee, if the Boards feel fit. Each Committee shall have at least three patrons. The Committee functions may be modified by the Boards.
2. The Chairpersons and Vice-Chairpersons of the committees shall be from the BOT and BOD of SSMNC, respectively. Subject to the approval of the Boards, patrons of the Committees shall be nominated by the Chairpersons from the list of patrons maintained by the Corporation. These nominations shall be appointed by the Chairman/President of the Boards with the approval of the majority of Trustees/Directors.
3. The Chairpersons of the different Committees shall report to the Boards before the decisions are implemented unless it is prohibited statutory, or otherwise provided for in these By-laws or in the Articles of incorporation.
4. All Committee Chairpersons shall submit periodic reports to the boards as specified by the board unless prohibited by the statutes.
5. All Committee Chairpersons shall submit monthly reports and written quarterly reports to the Chairman/President. Chairpersons of the Committees shall maintain the minutes of the Committee meetings.
6. The fiscal year of the Committee will correspond to the calendar year. All Chairpersons of the various Committees shall submit their respective budgets to the Boards by a certain date specified by the Chairman/President. Special adjustments to the budget may be made by the Boards during the fiscal year.
7. All Committees are required to maintain accurate records of their income and expenses and submit a written report of the same monthly, to the Boards, for the audit requirements of the Audit Committee.

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8. Until the construction of the temple is complete, all expenses in excess of \$100 and up to \$1000 per activity will require prior approval of the President, BOD. All activities up to \$3000 per activity shall require the approval of the Chairman, BOT, and all expenses in excess of \$3000 shall require the approval of the majority of the BOT.
9. At least three quotations shall be obtained per purchase of materials or services for \$3000.00 or more. While approving the quotation, not only the cost but also the efficiency, performance, prior-experience of the vendor shall be taken in to consideration. If a quotation, higher than the lowest is accepted, the reasons for such acceptance shall be documented clearly.
10. No individual patron of a Committee shall enter into any contracts, agreements or other instruments whether written or oral with any other individual or organization on behalf of the SSMNC at any time, unless authorized by the BOT.
11. To delegate to any Committee or Committees all or any authorities of the Board of Directors and such Committee shall have such powers as may be conferred upon it by the Board of Directors and be subject to all such rules, regulations, By-laws and instructions as may be imposed upon it from time to time by the Board of Directors.
12. The Committees shall report in writing to the BOD and BOT their findings and decisions on any matter referred to them, which report shall be delivered within fourteen (14) days to the President/Chairman, and any report or decision made by the Committees shall not be binding on the Boards.
13. Any vacant position for the committees will be filled by the selection committee.
14. Boards shall remain informed and shall be knowledgeable of the activities of the assigned Committee(s) and coordinate inter and intra-Committee communication functions.
15. Shall ensure that the minutes of every Committee meetings are conveyed to the BOT and BOD within two weeks of the corresponding meeting of the Committee.

12.05 DESCRIPTION OF COMMITTEES

12.05.01 ADMINISTRATION/INVENTORY

Administration Committee:

The Administrative Committee shall consist of at least three patrons and will have the General Secretary from the BOT and Secretary from the BOD of the corporation as its members.

Chairperson and Vice-Chairperson of the Committee: The General Secretary from the BOT shall act as the Chairperson presiding over the committee meetings, responsible for its functions and shall facilitate its operations. The Secretary from the BOD shall act as the vice-chairperson and shall assume the duties of the General Secretary in the event of latter's absence or inability to discharge his/her duties for any reason. The Secretary is also responsible for supporting the General Secretary by taking the responsibilities assigned to

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him. The Administration Committee shall consist of at least one patron experienced in Administration procedures.

The Administration committee shall discharge the general functions of administration, Mandir office and Gift center management and inventory of SSMNC. The General Secretary is responsible for the administrative functioning of the SSMNC and he or she is also responsible, either personally or through delegation to support staff, for assuring the performance of the following functions, among others, that may from time to time fall within its area, after approval by the Boards:

- The Chairperson and Vice-Chairperson shall report to the Chairman and president, respectively, and assist him or her in his or her duties.
- Responsible to communicate meeting notices of the BOT, BOD, Annual and Semi-Annual General Body and Special meetings to the Trustees, Directors and patrons in consultation with the Chairman and President of SSMNC;
- He or she shall be responsible for setting the agenda and timely notification regarding all the meetings;
- Shall record, keep and distribute the minutes of all meetings of the BOT and BOD, to the Directors, Trustees and Standing Committee members upon their request;
- Shall record and keep the minutes of the General Body meetings, Semi-Annual General Body Meetings and Special meetings and distribute to all registered patrons within thirty (30) days after the meeting and make it available upon request;
- Responsible to maintain an updated directory containing addresses and phone numbers of current members of SSMNC;
- Shall maintain the corporate books, documents and all Mandir correspondence;
- He or she shall keep all Trustees, Directors and Committee patrons notified periodically about the affairs of the Mandir and the progress on any ongoing projects;
- He or she shall be one of the authorized cosigners for checks;
- Opening and closing the main Mandir and other buildings;
- Scheduling and reservations of different activities;
- Maintaining the Mandir bulletin board;
- Primary interface with public for scheduling priest services and other religious services;
- Receiving donations and issuing receipts in co-ordination with the Treasurer and Associate Treasurer;
- Attending to all office duties, including telephone and book keeping;

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- Keeping track of kitchen, Mandir and other facilities supplies;
- Maintaining the Mandir's activity calendar;
- Interfacing with other organizations as the Mandir's representative;
- Supervise, train and evaluate clerical and custodial staff in the Mandir's office;
- Delegate and oversee work in the Mandir's office;
- Allocate staff workload and workflow in the Mandir's office;
- Oversee timeliness and Mandir's office staff output;
- Create a process and necessary forms for administrative operation of Mandir business;
- Provide administrative support to the BOT and BOD including preparation of regular and special reports;
- Draft and distribute an office "Employee Handbook" for each staff member in SSMNC office;
- Coordinate office volunteers in support of office management;
- Review all Mandir correspondence to ensure accuracy and consistency with Mandir standards;
- Shall perform the inventory duties and shall manage and administer a Gift Center which shall function for the benefit of Donors to SSMNC. From time to time the Gift Center shall make available to devotees, after approval of the Chairman and President of BOT and BOD, respectively, the Mandir Offerings on suitable donation to the Mandir. The Gift Center shall not sell any item to public. The Gift Center shall have the following functions.
 - Make a list of items such as Sarees, Vasthram, Silk, Ornaments and other Mandir Offerings which have been donated by Devotees to SSMNC;
 - Maintain a Log book for income and expenses and submit the report along with the money to the Treasurer on weekly basis;
 - Prepare an Inventory of Gift items quarterly for review by BOT;
 - Identify and recommend vendors and volunteers who are willing to donate time and money to the Mandir by opening Food Stalls and Gift items stall etc., on special occasions;
- Set up and maintain a Half-Yearly systematic inventory of all mobile and immobile belongings of the Mandir, Priest's residence and other acquisitions of the corporation;
- Shall be the custodian of all Non-Cash and Non-Check items donated to the Mandir, Priest's residence and other acquisitions of the corporation.

12.05.02 ADVISORY & REVIEW COMMITTEE

The Advisory & Review Committee shall consist of Honorary Trustees up to a maximum of 9.

The Advisory & Review Committee members can be nominated by the BOT and or BOD for two years. This position is advisory in nature with no voting rights. The appointments however need to be approved by a two-thirds majority vote of the BOT. The Committee members support the SSMNC activities by providing information, resources, prestige (e.g., "letterhead" value), money, etc., to the organization. The Committee members have duties like listening to the BOT and advising them about the decisions it has to make. It also shall have all emeritus patrons of the Board of Trustees and the Chairman of the BOT as an ex-officio patron unless his presence hinders due Appeals and Review process, as determined by the Committee in special situations.

The Advisory & Review Committee shall have the following functions, among the others, that may, from time to time fall within its area, with the approval of the BOT/BOD.

- Advise the BOT and provide guidance on long range planning and activities of SSMNC;
- Act as Appeal and Review Committee on all matters;
- Interpret the Articles of Incorporation and By-laws in all related disputes, or refer to the Legal Committee for review;
- Hold at least three meetings in a calendar year.

12.05.03 AUDIT

The Audit Committee shall consist of at least three patrons and will have the Audit Coordinator from the BOT and Associate Audit Coordinator from the BOD of the corporation as its members.

Chairperson and Vice-Chairperson of the Committee: The Audit Coordinator shall act as the Chairperson presiding over the committee meetings, responsible for its functions and shall facilitate its operations. The Associate Audit Coordinator shall act as the vice-chairperson and shall assume the duty of the Audit Coordinator in the event of latter's absence or inability to discharge his/her duties for any reason. The Associate Audit Coordinator of Audit Committee is also responsible for supporting the Audit Coordinator by taking the responsibilities assigned to him. The Audit Committee, ideally, shall consist of at least one patron experienced in the procedures of accounting and finance.

Audit Committee shall look after the functions related to the internal and external auditing services of SSMNC. No patrons with the authority to write checks should be appointed to this committee. The Audit Committee shall audit the corporation accounts before the 15th day of the month following the previous quarter or more frequently, and on a regular basis, to review accounting procedures, review receipts, and disbursements, review disbursement

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authorization procedures, and report all findings to the Board of Trustees and President at least once every three months.

The Audit Coordinator is responsible either personally or through delegation to support staff, for assuring the performance of the following functions, among others, that may from time to time fall within its area, after approval by the Board:

- The Auditor is responsible for performing quarterly Audit Reports for each quarterly General Body Meeting. The Auditor works with the Treasurer to establish a mutually suitable presentation to the BOT and BOD;
- Organizes, retains, and ensures proper controls are maintained as well as permanent documentation is being kept;
- Assists the BOT in assuring the integrity and credibility of the organization's financial statements and financial management;
- Review and discuss with external auditors the scope and plan for the annual audit, financial reporting practices, or auditing matters;
- Establish and arrange for internal audit function and train the people for the internal audit task and review the internal audit plan;
- Responsible for establishing communication between internal and external auditors;
- Receive recommendations from the external auditors and communicate the report to BOT and or BOD;
- Review the external auditor's report with internal audit committee, Treasury Committee and other associated committee members annually or as deemed necessary;
- Recommend the selection and retention of the independent public accountants for the SSMNC to BOT;
- Review with the independent public accountants, accounting policies, internal controls and procedures of the organization as well as any management responses to comments relating to those policies and procedures;
- Recommend the BOT, after consultation with the independent public accountants, on inclusion of financial disclosures in audited financial statements;
- Investigate potential or actual improprieties in the organization's operations;
- Meet with Chairman, President of SSMNC and independent public accountants annually to discuss any issues arising from the audit committee's responsibilities;
- Recommend the BOT a Code of Ethical conduct and ensure that a system shall be established to enforce this code for all SSMNC staff and volunteers;
- Submitting the minutes of meeting of all audit committee meetings to BOT;

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- Review the forms related to state filings to ensure compliance with tax laws.

12.05.04 CONSTRUCTION

The Construction Committee shall consist of at least three patrons and will have the Construction Manager from the BOT and Associate Construction Manager from the BOD of the corporation as its members.

Chairperson and Vice-Chairperson of the Committee: The Construction Manager shall act as the Chairperson presiding over the committee meetings, responsible for its functions and shall facilitate its operations. The Associate Construction Manager shall act as the vice-chairperson and shall assume the duty of the Construction Manager in the event of latter's absence or inability to discharge his/her duties for any reason. The Associate Construction Manager is also responsible for supporting the Construction Manager by taking the responsibilities assigned to him. The Construction Committee shall consist of at least one patron experienced in Construction procedures.

Construction Committee looks after the acquisition of real properties and the construction of SSMNC complex as per the master plan. The Construction Committee-Manager is responsible either personally or through delegation to support staff, for assuring the performance of the following functions, among others, that may from time to time fall within its area, after approval by the Board:

- Shall prepare a master plan for the construction of SSMNC complex;
- Review, research, investigate and follow the applicable Township, County, City, State and federal regulations and laws;
- Shall investigate and plan to acquire additional real properties,
- Identify, manage and complete the new construction within budget and according to plans and specifications approved by the BOT;
- Shall prepare and review individual plans for the construction of the mandir and other buildings through various phases;
- To obtain competitive bids on all projects, where possible. Obtain at least two (2) and preferably three (3) quotations for purchases of materials or services costing three thousand dollars (\$3000.00) or more;
- Ensure that the Chairman and Construction Committee Chairperson sign all contract documents related to construction of the Mandir facilities;
- Shall consult and communicate with architects, contractors, suppliers and others;
- Shall supervise the timely progress of work and report to the Chairman and President;

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- Shall be responsible for filing insurance claims and follow up until settlement of claims;
- Shall obtain necessary clearance from city, county and other agencies and obtain all permits to comply with all applicable construction and building code requirements;
- Seek approval from the BOT well in advance of the new construction activities;
- Ensure that the outside contractors are well insured;
- Coordinate activities with Facilities Management Committee to ensure that there are no adverse effects on existing utilities;
- Ensure liaison with Building Contractors, and Architects;
- Obtain project plans for review and approval by the BOT and the Board of Directors;
- Review and approve all construction invoices prior to payment;
- Shall prepare and review plans for all construction as well as renovations;
- Shall supervise the timely progress of work and report to the BOT and the BOD.

12.05.05 PUBLIC RELATIONS AND COMMUNITY SERVICE

The Public Relations and Community Services Committee shall consist of at least three patrons and will have the Coordinator of Public Relations from the BOT and Vice-Coordinator of Public Relations of the corporation as its members.

Chairperson and Vice-Chairperson of the Committee: The Coordinator of Public Relations from the BOT shall act as the Chairperson presiding over the committee meetings, responsible for its functions and shall facilitate its operations. The Vice-Coordinator of Public Relations shall act as the vice-chairperson and shall assume the duties of the Coordinator of Public Relations in the event of latter's absence or inability to discharge his/her duties for any reason. The Vice Chairperson of Public Relations and Community Services Committee is also responsible for supporting the Coordinator of Public Relations by taking the responsibilities assigned to him. The Public Relations and Community Services Committee, ideally, shall consist of at least one patron experienced in designing the communication tools, publication material and the web site and related activities.

The Public Relations and Community Services Committee shall consist of members with experience and interest in the field of raising funds and working for humanitarian causes. The committee members shall consist of members, experienced in Public Relations. This Committee shall disseminate information about the SSMNC and the associated properties, its functions and activities, Advertising and Fund Raising, Media Releases etc., with the approval by the Chairman of the Board. The Coordinator of Public Relations is responsible either personally or through delegation to support staff, for assuring the performance of the following functions, among others, that may from time to time fall within its area, after approval by the Board:

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- Organize fund raising activities for supporting humanitarian programs on a continuing basis;
- Conduct activities to promote a positive, inspiring, and proper image of the SSMNC among members and in the community at large;
- Organize activities or service activities for involving and or serving Senior Citizens and children or adults with special needs;
- Any other humanitarian events; respond to all emergencies due to a natural calamity, a crisis in any member family or in the community at large;
- Organize assistance for disaster victims, provide assistance to needy individuals and families during emergencies;
- Organize efforts and manpower to help humanitarian causes by utilizing the budgeted funds;
- Receive requests from outside Mandir groups (Ex: Churches, school and college students) who are interested in learning about SSMNC and religion. The PR chairperson in consultation with the committee shall appoint a spokesperson in the beginning of his/her term to welcome and educate these groups.
- Takes Responsibility for Newspaper, TV, Radio and any other media releases and Advertising;
- Provides publicity and arrange for receptions of special guests;
- Act as consultant to the Publication and Education Committees to assure good public relations.
- Research all Local, State and Federal government relationships that apply to the purposes of the SSMNC.
- Arrange Tours for all guests visiting the SSMNC complex.

12.05.06 COMMUNICATION/PUBLICATIONS/WEB MANAGEMENT

The Communication/Publications/Web Management Services Committee shall consist of at least three patrons and will have the Coordinator of Communications from the BOT and Vice-Coordinator of Communications from the BOD of the corporation as its members.

Chairperson and Vice-Chairperson of the Committee: The Coordinator of Communications shall act as the Chairperson presiding over the committee meetings, responsible for its functions and shall facilitate its operations. The Vice-Coordinator of Communications shall act as the vice-chairperson and shall assume the duties of the Coordinator of Communications in the event of latter's absence or inability to discharge his/her duties for any reason. The Vice Chairperson of Communication/Publications/Web Management Services Committee is also responsible for supporting the Coordinator of

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Communications by taking the responsibilities assigned to him. The Communication/Publications/Web Management Services Committee, ideally, shall consist of at least one patron experienced in designing the communication tools, publication material and the web site and related activities.

Communication/Publications/Web Management Committee shall look after the functions related to the services of communications, publications and web management. The committee provides and maintains a positive image of SSMNC in the broader community and communicates various programs and activities to the community through official Newsletters. The Coordinator of Communications is responsible either personally or through delegation to support staff, for assuring the performance of the following functions, among others, that may from time to time fall within its area, after approval by the Board:

- Shall be responsible for the timely publication and distribution of Mandir Newsletter and all other Internal Publications of the Mandir as may be authorized by the Chairman of the Board of Trustees;
- Designs, assembles and present brochures and other briefing materials, to both electronic and traditional media in order to assist in coordinating the events at SSMNC;
- Publish Prayers, Bhajans and other religious material approved by the BOT and BOD;
- Print Annual Religious Calendar as prepared by the Religious Committee and approved by the Boards;
- Print and or publish approved announcements and invitations;
- Be responsible for the quality and accuracy of the printed materials;
- Ensure that any communication does not affect the sensitiveness of other religious beliefs;
- Seek donor approval before publishing their names;
- Seek approval for all publications from the Boards prior to publishing;
- Responsible for promoting SSMNC message, raising the profile of the Mandir externally, internally and engaging key target audiences;
- Responsible for working with other Mandir groups in the USA and or India to produce communications for specific projects or events and be proactive in setting up communication channels;
- Assists to manage and develop the content across a number of communications channels such as the website, newsletters and management updates;
- Acts as webmaster to design, develop, market, and maintain Mandir websites as required and provide online services;

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- Attend all the updates and shall upgrade the SSMNC web site and other collaborative sites in support of SSMNC activities and special events;
- Shall provide recommendations for look and feel as well as functional changes to the website to ensure the interface remains up to date and continues to support the SSMNC events and activities;
- Generate all newsletters and promotional publications to assist for the publicity of SSMNC;
- Publish quarterly newsletter and distribute to the patrons and the BOT shall approve the contents in the newsletter prior to publication
- Shall solicit articles, letters and information to promote the Mission of the Mandir.

12.05.07 TREASURY

The Treasury Committee shall consist of at least three patrons and will have the Treasurer from the BOT and Associate Treasurer from the BOD of the corporation as its members.

Chairperson and Vice-Chairperson of the Committee: The Treasurer shall act as the Chairperson presiding over the committee meetings, responsible for its functions and shall facilitate its operations. The Associate Treasurer shall act as the vice-chairperson and shall assume the duty of the Treasurer in the event of latter's absence or inability to discharge his/her duties for any reason. The Associate Treasurer is also responsible for supporting the Treasurer by taking the responsibilities assigned to him. The Treasury Committee, ideally, shall consist of at least one patron experienced in business, finance, budget preparation and or accounting procedures.

The function of this Treasury Committee will be to advise the BOT on all financial matters of the Mandir, Priest's residence and other acquisitions of the Corporation. The Treasurer is responsible either personally or through delegation to support staff, for assuring the performance of the following functions, among others, that may from time to time fall within its area, after approval by the Board:

- The Treasurer shall have custody and keep account of all money, funds and property of the SSMNC, unless otherwise determined by the BOT. He/she shall render such accounts and present such statements to the BOT and BOD of SSMNC as may be required of him/her.
- Maintains detailed financial records relating to the contributions of patrons and non-members.
- Arranges for the counting of the weekly offerings, including preparation and drop-off of the weekly bank deposits.
- Updates, on a weekly basis, the Weekly Offering Revenue spread sheet (Excel) and the spreadsheet, when updated, reflects a total that balances to the Weekly Offerings. Prepares, quarterly, a print-out of the Weekly Offering Revenue spread

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sheet (Excel) to verify incoming revenue receipts. Prepares quarterly statements to donors (*optional*) if needed.

- Prepares, as required, reports on special offerings, such as festivals and or special events and provides year end summary of all Offerings to the BOT and BOD.
- Attends and contributes to BOT and BOD meetings and responsibilities.
- Responsible to pay out the money as the purposes may require upon the order of the properly constituted officer(s) of the SSMNC and or BOT and after taking proper vouchers thereof.
- Shall make arrangements to collect all the contributions, keep account of all the receipts and expenses and deposit all funds received in the name of the SSMNC in bank account(s).
- Responsible to deposit the money received in the bank account of the SSMNC as soon as possible but no later than one month of its receipt.
- Shall maintain a set of books and or electronic programs and or data bases showing the receipts and disbursements of the SSMNC;
- Shall make available for viewing the books and accounts at all reasonable times to any member upon application at the Office of the Corporation;
- Shall ensure that funds collected for designated purposes shall be appropriately deposited and disbursed for the said purposes only;
- The bank account(s) shall be in the name of the SSMNC with its mailing address and with signatures and authority vested jointly in the names of Chairperson, Vice Chairperson, of the Treasury Committee.
- The BOT shall have power by resolution to delegate any of the duties of the Treasurer and the Associate Treasurer to other officer(s) of SSMNC and may require all bills, notes, checks, vouchers, orders or other instruments to be countersigned.
- Shall report the current financial situation to the BOT and BOD at regularly scheduled meetings and be responsible for determining ways and means of financing the SSMNC's operations;
- Shall submit a complete report of the year's business of the Mandir at each annual meeting, which shall be audited as directed by the Board;
- Shall also prepare and submit the annual financial statements to the Internal Auditor in detail within six (6) weeks after the closing of the fiscal year;
- Shall prepare the budget estimates for the next fiscal year and submit them to the BOT no later than sixty (60) days prior to the end of fiscal year;
- Shall acknowledge and recognize contributors by the end of the fiscal year;

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- Shall also send acknowledgement to contributors to comply with IRS requirements;
- Shall reconcile bank statements with the books every other month during the fiscal year;
- Shall be responsible for monthly payroll activities for the employees;
- Responsible for preparing and distribution of all IRS related forms to the employees of the SSMNC;
- Receive and evaluate the budgets submitted by various Committees and recommend a master budget for the consideration by the Boards;
- Recommend investments to the BOT and BOD;
- Recommend allocation of funds to the BOT;
- Maintain an updated list of donors including monthly donors at all times;
- Ensure that the non-donor community members are contacted on a regular basis;
- Hold meetings as required and provide copy of the minutes to the liaison BOD;
- Ensure that the monthly pledges that are made are followed up and collected on timely basis;
- Increase the base for monthly pledges;
- All expenses of the Committees shall be approved by the Chairpersons of the Committees with the following guidelines: Until the construction of the temple is complete, all expenses in excess of \$100 and up to \$1000 per activity will require prior approval of the President, BOD. All activities up to \$3000 per activity shall require the approval of the Chairman, BOT, and all expenses in excess of \$3000 shall require the approval of the majority of the BOT.
- At least three quotations shall be obtained per purchase of materials or services for \$3000.00 or more. While approving the quotation, not only the cost but also the efficiency, performance, prior-experience of the vendor shall be taken in to consideration. If a quotation, higher than the lowest is accepted, the reasons for such acceptance shall be documented clearly.
- Any disbursements in excess of one thousand dollars (\$3,000) shall be made only after prior approval of the BOT. Any payment more than one hundred dollars (\$100.00) must be done by check and not by cash.
- Any unbudgeted payment exceeding two hundred and fifty (\$500) shall require prior approval of the Treasurer.
- Maintain the roll of the registered members of the mandir;

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- Keep an accurate account of the receipts and expenditures and prepare and distribute an annual financial statement for the members;
- The Fiscal Year ends December 31st. The Treasurer will be responsible for providing an annual report one month from this date.
- The Treasurer shall be responsible for heading the Financial Planning Committee.
- The Treasurer and the President shall jointly sign all checks issued by the Mandir, if in excess of the spending limit set by the BOT, after getting approval by the Board for such expense. Checks less than the spending limit can be signed just by the Treasurer.
- The Treasurer will also prepare annual disclosure statements as needed by the IRS and other state agencies and along with the President is responsible for maintaining tax exempt status that is applicable to the Mandir.

12.05.08 FACILITY MANAGEMENT

The Facilities Management Committee shall consist of at least three patrons and will have the Facilities Manager from the BOT and the Associate Facilities Manager from the BOD of the corporation as its members.

Chairperson and Vice-Chairperson of the Committee: The Facilities Manager shall act as the Chairperson presiding over the committee meetings, responsible for its functions and shall facilitate its operations. The Associate Facilities Manager shall act as the vice-chairperson and shall assume the duties of the Facilities Manager in the event of latter's absence or inability to discharge his/her duties for any reason. The Vice-Chairperson is also responsible for supporting the Facilities Manager by taking the responsibilities assigned to him. The Facilities Management Committee shall consist of at least one patron experienced in Facilities Management procedures.

Facilities Management provides maintenance and repair, utilities, grounds' care, custodial, trash and recycling and other services for SSMNC buildings and facilities. The Facilities Manager is responsible for the routine maintenance of interior and exterior of the buildings of the SSMNC and he or she is also responsible, either personally or through delegation to support staff, for assuring the performance of the following functions, among others, that may from time to time fall within its area, after approval by the Board:

- Shall be responsible for the day to day upkeep of the Mandir property and premises with regard to cleanliness, timely repairs and maintenance of equipment and appliances;
- Prepare annual plans and budgets for Mandir facility operations, improvements and maintenance;
- Ensure security of the facility and Mandir assets;
- Develop and maintain a network of vendors who handle maintenance work;

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- Identify and develop plans to continue Mandir activities in case of natural disasters;
- To report the need for any major repairs or construction to the BOT and BOD;
- Shall prepare a master plan for the maintenance of SSMNC complex;
- Shall supervise the timely progress of work and report to the Chairman and President;
- Shall obtain all bids for planned projects;
- Identify and supervise Janitorial services for regular cleaning of the SSMNC;
- To ensure that the decorum and cleanliness of the Mandir is maintained both inside and outside the premises and the premises of SSMNC are clean all the time;
- To supervise lawn care, planting of flowers and landscaping;
- To supervise electrical, plumbing, fire alarm system, HVAC requirements and signboards requirements;
- To procure tents, Public Address System, chairs, tables, stage preparation, and other infrastructure related items;
- To obtain permits for fire, township related ordinance etc.;
- To prepare seating charts and function as host/hostess for large functions and events;
- Ensures all repairs, landscaping and maintenance expenditures shall be approved in advance by the BOT and or BOD;
- Responsible for general cleaning and maintenance of Kitchen and bathrooms by hiring janitorial services to perform these services;
- Ensures proper placement of Bulletin Boards and display of posters and other material on the bulletin boards;
- To supervise proper usage of shoe racks;
- Shall be responsible for the parking lot maintenance;
- Shall be responsible for filing insurance claims and follow up until settlement of claims;
- The committee shall identify and implement the projects related to maintenance and improvement of physical structure and landscaping and Equipment;
- Manage all the activities related to the day-to-day maintenance of the Mandir and its facilities in the most efficient and economical manner;
- Ensure that the mandir adheres to all city and county ordinances.

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- Ensures that all repairs, landscaping and construction expenditures shall be approved in advance by the BOT and or BOD.

12.05.09 EVENT MANAGEMENT

The Event Management Committee shall consist of at least three patrons and will have the Event Manager from the BOT and Associate Event Manager from the BOD of the corporation as its members.

Chairperson and Vice-Chairperson of the Committee: The Event Manager shall act as the Chairperson presiding over the committee meetings, responsible for its functions and shall facilitate its operations. The Associate Event Manager shall act as the vice-chairperson and shall assume the duties of the Event Manager in the event of latter's absence or inability to discharge his/her duties for any reason. The Vice Chairperson of Event Management is also responsible for supporting the Event Manager by taking the responsibilities assigned to him. The Event Management Committee, ideally, shall consist of at least one patron experienced in conducting special events and large celebrations in the community and or temples.

The function of this Event Management Committee will be to advise the BOT on all the major events including any religious, spiritual, cultural, educational, charitable and social events that shall be conducted at SSMNC and shall be responsible in arrangements of all the schedules, spiritual, cultural programs. The Event Manager from the Committee is responsible either personally or through delegation to support staff, for assuring the performance of the following functions, among others, that may from time to time fall within its area, after approval by the Board:

This Committee is responsible to:

- The Events Manager will design and implement religious celebrations, special events, festivals, and community celebrations, targeting individual and corporate donors. He/she shall work closely with the fund Raising Committee, SSMNC Volunteer Coordinator, and other lead volunteers to shape the vision for the events program.
- Develop and maintain a full year calendar of events for the Mandir and organize the religious and cultural programs in the premises or outside of the Mandir;
- Ensures all event communications are distributed timely and accurately to all constituent groups;
- Propose and present to the BOT for approval an outline of the program, a contract or agreement for the performers, a budget proposal, and a date to finalize the event prior to taking any action;
- Shall manage a comprehensive program of events and oversee all logistics including securing all event suppliers; negotiating best rates; ensuring contracts are signed; pre-event briefings and on the night management.

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- Coordinate priest activities for the events that shall be conducted at SSMNC premises;
- Ensure that proper coverage exists to perform the duties of the priest on the days of the events if he is absent;
- She/he will also design and implement a corporate solicitation strategy;
- The Event Chair is responsible for recruiting, orienting and training a team of volunteers to plan and implement all aspects of the events that shall be conducted at SSMNC. He/She works in partnership with the volunteer team and Mandir staff to develop fund-raising goals and action plan and serves as a mentor and coach to the Event Management Committee.
- Shall be innovative, creative and develop programs or events which will attract new corporate sponsorship;
- Communicate Mandir programs/events to the community in a timely manner;
- At the beginning of each religious and cultural programs and activities, he/she shall prepare a budget to cover the cost of the event;
- Adheres to expense management practices and SSMNC spending guidelines;
- Build a network of volunteers to assist in Mandir programs and activities;
- Ensure all collections/expenses related to programs/activity are accounted and submitted to the Treasurer in a timely manner;
- Communicate via phone conversations, email, or website, with all prospective performers & parents (singers, dancers, musicians, and volunteers) to organize the program;
- Create a timeline and schedule for practices from start of planning to actual event. This should be made public via a website;
- Conflict resolution of any kind takes the form of a face-to-face meeting involving the Program Coordinator, committee members assigned to supervise the event, and any additional persons involved;
- Advertise any event at SSMNC by preparing and or distributing flyers, brochures, postings on the websites, and delivery of announcements. The Coordinators must keep records of all announcements verbatim;
- Religious or cultural content shall be mandatory for every event that shall be conducted within the premises of SSMNC or outside the Mandir and only vegetarian foods and/or non-alcoholic beverages shall be served or consumed.
- All final decisions will be made by the persons assigned to the specific program or event after receiving approval from the BOT and or BOD;

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- Shall be responsible to coordinate with other Shirdi Sai Organizations in USA and rest of the world;
- Shall be responsible to coordinate with Mandir manager and voluntary coordinator for all respective major events;
- Evaluates future needs for activities and he/she shall be the contact person(s) for participants. Also, evaluate values of artistes and programs for Mandir sponsorship;
- Coordinates event logistics and planning as prescribed for large-scale community events.
- Assists in identifying sponsorship leads and underwriting opportunities to maximize income potential for events;
- Ensures implementation of data collection for each income activity, including income/expense information and donor/volunteer records
- Works in a team environment to effectively represent the SSMNC and its mission in the community, participating in mission objectives as required.
- Attends evening and/or weekend meetings/events, conference calls and other trainings as needed to maximize success of events.
- Develop a comprehensive events program which incorporates new events targeted at a diverse range of supporters,
- Develop timelines and coordinate all details of logistics, program design and materials for all events to maximize income revenue streams by soliciting corporate and individual sponsorship, ensuring timely and well-administered ticket and table sales; securing donations of gifts/auction items and securing donations and gift in kind.
- Oversee the design and production of all event-related communications and logistics through liaison with the both external performers, community people and internal mandir staff and or volunteers.
- Pursue follow up activities designed to increase donations from attendees and sponsors and undertake thorough post-event evaluation, including written event follow-up and active post-event solicitation and stewardship.

12.05.10 RELIGIOUS/PREIST SERVICES

The Religious Services Committee shall consist of at least three patrons and will have the Coordinator of Religious and Priest Services from the BOT and Vice-Coordinator of Religious and Priest Services from the BOD of the corporation as its members. The principal Pundit (priest) of SSMNC shall be an ex officio member of this committee. The priest shall serve as a Non-Voting patron of the Committee.

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Chair person and Vice-Chairperson of the Committee: The Coordinator of Religious and Priest Services shall act as the Chairperson presiding over the committee meetings, responsible for its functions and shall facilitate its operations. The Vice-Coordinator of Religious and Priest Services shall act as the vice-chairperson and shall assume the duties of the Coordinator of Religious and Priest Services in the event of latter's absence or inability to discharge his/her duties for any reason. The Vice-Chairperson is also responsible for supporting the Coordinator of Religious and Priest Services by taking the responsibilities assigned to him. The Religious Committee shall consist of at least one patron experienced in Religious matters, worship services and priest services procedures.

The Religious Committee shall discharge the general functions of worship and priest services and conducting daily pujas and archanas to deities, special events and other worship practices, and be responsible for managing the priest services of SSMNC. The Coordinator of Religious and Priest Services is responsible for the religious functioning of the SSMNC and he or she is also responsible, either personally or through delegation to support staff, for assuring the performance of the following:

The religious committee shall consist of patrons conversant with Shirdi Saibaba Principles and Preachings. They shall have knowledge and awareness of Shri Saibaba Sansthan Trust (Shirdi), located in Shirdi, India, its administration; promote Shirdi Saibaba philosophy and facilitate worship and services similar to Shri Saibaba Sansthan Trust (Shirdi), Shirdi-India.

The Religious Committee shall have the following functions, among others, that may from time to time fall within its area, after approval by the Board:

- The chairperson of the Religious committee shall be responsible for helping the BOT in deciding the idols to be placed in the SSMNC. All major decisions made regarding to idols shall be approved by the majority of the BOT and Construction Committee and follow the comprehensive Project Plan.
- The chairperson shall work with the Fund-raising Committee and Treasury Committee to ensure that sufficient funds be raised for installation of all idols.
- The chairperson shall also work with the Construction Committee to ensure that the Mandir is built according to Vedic traditions, as far as possible.
- The chairperson shall be responsible for setting up the criteria for priest selection, and work with the BOT and Selection Committee in selecting a priest when needed.
- The chairperson shall work with the fund-raising committee in ensuring sponsors for religious events. All events should be approved by the BOT.
- Responsible for timely performance of daily poojas, archanas and bhajans as well as special and sponsored poojas according to Shirdi Saibaba philosophy;
- Overseeing the priests preparing daily prasad and food for all occasions;

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- Ensure that proper coverage exists to perform the duties of the priest on the days he is absent. In case of extended absence of the priest, make proper arrangements to have a temporary priest;
- Preparation and arrangement of the schedule of events (cultural, religious and social) at Mandir for major occasions and festivals;
- Delegation of Mandir pundits to perform poojas and other services at the homes of devotees;
- Forward the calendar of events to the Communications Committee for printing and distribution;
- Recommend the Religious Days to be observed and the Religious Festivals to be celebrated;
- Prepare Annual Religious Calendar for publication;
- Provide three month religious calendar and special religious functions to be celebrated to the Communications Committee by 15th of every month;
- Oversee performance of daily service, Rituals and Feasts and ensure steady supply of needed materials;
- Arrange periodically key religious functions in various part of our State to promote our SSMNC organization, to increase patron and to raise funds;
- Ensure items necessary for Religious services and key functions are provided to the priest before the services;
- Review and make recommendations for any text material to be used within the Mandir complex;
- Arrange Special Pujas to be performed by the Children and Youth of the community;
- Ensure that Constitution of our organization is upheld;
- Review and evaluate sources of cultural heritage and make recommendations for further institution;
- Evaluate religious cultural values of artists and programs for Mandir sponsorship;
- Develop and maintain a pricing sheet for performing Mandir rituals, religious ceremonies and pujas inside and outside the Mandir in coordination with other relevant Committees;
- Ensure all collections/expenses related to programs/activity are accounted and submitted to the Treasurer in a timely manner;
- The Mandir shall conduct Bhajans and Satsangs at least twice a month and these will be open to all the community people. The Chairperson shall decide on a fee schedule

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for sponsoring Bhajans, Satsangs, special prayers and events that will be conducted outside the SSMNC complex in any other devotee homes and organizations;

- The Religious Committee Chairperson shall hold a monthly Priest meeting to discuss on-going activities and problems;
- All religious functions protocols shall be recorded and used for future activities. Thus, the information will be in custody of the Chairman and President of SSMNC;
- Coordinate activities with the Facilities Management Committee to ensure that the premises are presentable.

12.05.11 VOLUNTEER COORDINATION

The Volunteer Coordination Committee shall consist of at least three patrons and will have the Volunteer Coordinator from the BOT and the Associate Volunteer Coordinator of the corporation as its members.

Chairperson and Vice-Chairperson of the Committee: The Volunteer Coordinator shall act as the Chairperson presiding over the committee meetings, responsible for its functions and shall facilitate its operations. The Associate Volunteer Coordinator shall act as the vice-chairperson and shall assume the duties of the Volunteer Coordinator in the event of latter's absence or inability to discharge his/her duties for any reason. The Vice Chairperson of Volunteer Coordination Committee is also responsible for supporting the Volunteer Coordinator by taking the responsibilities assigned to him. The Volunteer Coordination committee, ideally, shall consist of at least one patron experienced in coordinating volunteers or working with service organizations.

The Volunteer Coordinator is responsible either personally or through delegation to support staff, for assuring the performance of the following functions, among others, that may from time to time fall within its area, after approval by the Board:

- Develop a comprehensive list of volunteers and sources for volunteers;
- Works one-on-one basis with the Chairpersons of other committees to determine volunteer needs;
- Develop a list of jobs that are specific, including time commitment and level of difficulty;
- Ensure that jobs are meaningful, fun and perceived as important and necessary for the success of the event;
- Recruits volunteers for the specific tasks at hand;
- Maintain accurate list of volunteers including names, addresses, telephone and fax numbers, and times available for volunteering;

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- Ensures that volunteers actually show up when expected, provides motivation when necessary, and secures replacement help when needed;
- Ensures that volunteers receive proper recognition and thanks for their hard work and efforts.

12.05.12 YOUTH EDUCATION

Education and Library Committee:

The Education and Library Management Committee shall consist of at least three patrons and will have the Coordinator of Youth Services from the BOT and the Vice- Coordinator of Youth Services of the corporation as its members.

Chairperson and Vice-Chairperson of the Committee: The Coordinator of Youth Services shall act as the Chairperson presiding over the committee meetings, responsible for its functions and shall facilitate its operations. The Vice- Coordinator of Youth Services shall act as the vice-chairperson and shall assume the duties of the Coordinator of Youth Services in the event of latter's absence or inability to discharge his/her duties for any reason. The Vice Chairperson of Education and Library Services Committee is also responsible for supporting the Coordinator of Youth Services by taking the responsibilities assigned to him. The Education and Library Services Committee, ideally, shall consist of at least one patron experienced in education programs and library affairs, mentoring youth in cultural and educational areas and Adult education programs.

Education/Library Committee shall be responsible for organizing, planning and instituting educational pursuits for the Mandir, and other acquisitions of SSMNC. Its objective shall be furtherance of education in all aspects such as studies on Hindu Religion, classical Music, Classical Dance, Drama, Art and Craft, Yoga, Meditation etc. The Coordinator of Youth Services is responsible either personally or through delegation to support staff, for assuring the performance of the following functions, among others, that may from time to time fall within its area, after approval by the Board:

- Conduct classes for Children. To provide an opportunity for the children to experience Indian culture and traditions by interactive learning. Children will learn tolerance and universal living based on the life and teachings of Shri Saibaba of Shirdi. Recitation of slokas, singing bhajans and kirtans, and learning about our scriptures and traditions will be a part of the curriculum.
- To identify the educational program opportunities for both youth and adults, for the entire year;
- To invite membership involvement as program leaders, and to encourage participation in the weekly or monthly or annual educational programs;
- Shall manage all teaching facilities, and conduct regular classes for religious study, languages (Hindi, Sanskrit, etc.) and other subjects for adults, youth and children;

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- Shall arrange visits by religious leaders;
- Shall arrange educational events such as summer camps, lectures, seminars;
- Coordinate youth activities;
- Organize Youth and College Annual Night, Institute Scholarships for the needy and the Merit Students;
- Plan for Youth Camps stressing the Religious Education and Instruction;
- Plan Fund Raising activities to improve the Mandir Complex facilities for lasting recognition such that the youth can use it for a long time;
- Receive and evaluate suggestions for subjects to be taught and the text material to be used and arranged for classrooms;
- Prepare religious materials (Bhajans, Preparation of Translations) for publication after review by the Religious Committee;
- Maintain a library for the Mandir Complex.
- Foster art and culture;
- Receive and evaluate suggestions for subjects to be taught and the text material to be used and arranged for class rooms;
- Prepare religious materials, translate Bhajans, for publication after review by the religious committee;
- Shall maintain and operate a library at the Mandir when such facility becomes available,
- Catalog and maintain all audio and video recordings of the Mandir school or library;
- Assist in the organization of viewing of audio-visual recordings at the Mandir by devotees;
- Develop a program for acquiring educational materials that describe Hinduism for the education of devotees;
- Develop and implement a long-range educational program.

12.05.13 FOOD AND PRASADAM

The Food and Prasadam Committee shall consist of at least three patrons and will have the Manager of Kitchen services from the BOT and the Associate Manager of Kitchen Services from the BOD of the corporation as its members.

Chairperson and Vice-Chairperson of the Committee: The Manager of Kitchen services shall act as the Chairperson presiding over the committee meetings, responsible for its

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functions and shall facilitate its operations. The Associate Manager of Kitchen services shall act as the vice-chairperson and shall assume the duties of the Manager of Kitchen services in the event of latter's absence or inability to discharge his/her duties for any reason. The Vice-Chairperson is also responsible for supporting the Manager of Kitchen services by taking the responsibilities assigned to him.

The Food and Prasadam Committee shall have the following functions, among others, that may from time to time fall within its area, after approval by the Board:

- Organize and manage the food services during programs and events of the SSMNC;
- Preparation of Prasadam and its distribution;
- Preparation of Food for distribution to the devotees;
- Ensure cleanliness of the kitchen and dining facilities after Mandir organized programs and events;
- Telephone communication for volunteer work force;
- Prepare schedule for volunteers for Food and Prasadam preparation.
- Receive tickets, tokens or money for refreshments.
- Solicit volunteers willing to prepare Prasadams in the Mandir premises for distribution at the Mandir during festivals and special occasions
- Collect donations from devotees for food and refreshments
- Until the Mandir buildings are constructed, the Kitchen Services coordinator should ask volunteers to prepare prasadam for all regular and special events of SSMNC. Signup sheet should be maintained by the food services committee with a minimum of five volunteers for regular events and more for special events.

12.05.14 FUND RAISING/MEMBERSHIP

The fund raising committee shall have all officers of the SSMNC who are active in fundraising initiatives. The Fund Raising Committee shall raise funds for the Corporation as needed and as directed by the BOT and BOD. The Fund Raising Coordinator from the BOT and Associate Coordinator of Fund Raising from the BOD shall act as Chairperson and Vice-Chairperson, respectively.

- Shall be responsible for organizing fund-raising events throughout the year and the Annual Fundraising dinner;
- Shall coordinate publicity related to each event with the Chairpersons of Event Management and Volunteer Co-Ordination Committees and produce and procure material needed for the event;

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- Shall make recommendations and receive approval from the Boards regarding various fund raising events;
- Raise funds by soliciting contributions;
- Arrange sponsors for Fund Raising events;
- Shall solicit new members;
- Shall maintain a current register complete with address, phone numbers and e-mail of all members;
- Shall work with the other committees in soliciting pledges and donations, mailings to devotees and following up on pledges, and
- Shall receive, review and respond to any suggestions and complaints from the devotees and bring pertinent issues before the BOT for any action.

12.05.15 LEGAL/BY-LAWS/ETHICS/AMENDMENTS

The Legal/By-laws and Ethics Committee shall consist of at least three patrons and will have the Legal Services Coordinator from the BOT and the Vice-Coordinator of Legal Services from the BOD of the corporation as its members.

Chairperson and Vice-Chairperson of the Committee: The Legal Services Coordinator shall act as the Chairperson presiding over the committee meetings, responsible for its functions and shall facilitate its operations. The Vice-Coordinator of Legal Services shall act as the vice-chairperson and shall assume the duties of the Legal Services Coordinator in the event of latter's absence or inability to discharge his/her duties for any reason. The Vice-Chairperson is also responsible for supporting the Legal Services Coordinator by taking the responsibilities assigned to him. The By-laws and Ethics Committee shall consist of at least one patron experienced in ethics, law and or review procedures.

The By-laws and Ethics committee is empowered to deal with any legal matters within the scope of the Organization. This Committee shall discharge functions among others that may from time to time fall within Judicial/legal areas after approval by the Board of Trustees:

- Review and recommend Board of Trustees the Policies and procedures for various strategic and operational aspects of the Mandir Committees and shall resolve any legal concerns that may arise over time regarding the management of boards, Mandir, staff, patrons and volunteers of SSMNC;
- Interpret the Articles of Incorporation and the By-laws and resolve any conflicts concerning the bylaws, if requested by the Advisory & Review Committee and or BOT;
- Prepare, review and present any proposed Amendments to the Articles of Incorporation and the By-laws, as deemed necessary from time to time, to the Board of Directors and Board of Trustees;

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- Set up and implement a procedure for the ratification of amendments to the Article of Incorporation and the By-laws.
- Investigate any violations of the Code of Ethics set forth in Article of SSMNC Constitution and By-laws and recommend appropriate action to a joint meeting of the BOT and BOD if a violation of the Code of Ethics is found to have occurred.
- Revise the By-laws at the discretion of the BOT and or BOD and with the approval of the majority of the BOT.
- Resolve any conflicts concerning any activity or task that shall be undertaken by the boards, Committee members, SSMNC support staff or volunteers.

12.05.16 KITCHEN MANAGEMENT

The Kitchen Services Manager and Facilities Manager, shall look after the kitchen in co-ordination with other committees that require the services of kitchen of SSMNC. Kitchen Committee shall work with other committees like Event Management and Volunteer coordination committees and coordinate for the food preparation for the events.

- Maintains adequate supplies and prepares menus and meals in the kitchen for SSMNC functions;
- Coordinates volunteers for kitchen related events;
- Establishes kitchen use policies and oversees the use of the kitchen by other groups of people if it is needed.

12.05.17 NOMINATION AND ELECTION COMMITTEE (SPECIAL COMMITTEE)

The Nomination and Election Committee shall be formed at least two (2) months before the election date by the Chairman/President of the BOT and BOD, respectively. The committee shall consist of three patrons outside existing committees or an outside Election Officer appointed by the Board of Trustees if needed. This committee is responsible for soliciting the names of nominees to any position in SSMNC.

The Nomination and Election Committee's duties and responsibilities:

- The Chairperson of the committee shall preside over all meetings of nomination and election processes;
- The Chairperson shall announce the date and time of election to all voting patrons 45 calendar days before election date;
- The Chairperson shall seek nominations for the available positions and receive the nominations;
- The Committee shall verify the eligibility and willingness of all nominees;

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- The Committee shall publicize the names of nominees in the newsletter 30 calendar days in advance of the election date;
- Nominees shall be allowed to withdraw before balloting begins;
- All voting activity shall be conducted by secret ballot;
- In every election activity, quorum and notice required shall be met prior to actual voting process;
- The committee shall have the right to decide to invite additional seconded nominations from the floor at the times of election process;
- After completion of the balloting, the results shall be tabulated, Elections Committee verify and certify by a majority of the committee the results of any election procedure;
- The Chairperson shall promptly report the results of any election process to the BOT/BOD;
- The Chairperson shall keep all records of its deliberations, and shall make them available for inspection.

Nomination Procedures for elections:

- Nominations shall be in writing, nominated by a member and seconded by two other members and shall be with full consent of the candidate to serve the full term of office. If more than one candidate is nominated for the same position, all such candidates must be informed and given opportunity and time to withdraw or reconsider their nomination. If no nominations are received, BOT shall nominate members from the eligible general pool of patrons.
- No person shall contest for more than one position.
- If two or more candidates are still contesting for the same position during the same year, elections shall be conducted by Election Committee.
- Ballots should be mailed in sealed envelopes and the ballots must be returned by in person or by mail (post marked) in sealed envelopes.
- The person with the most votes shall be declared elected. Absentee ballots must be received by the Chairperson prior to the time of the meeting in order to be valid. All absentee ballots shall be opened by the Chairperson at the official membership meeting.

12.05.18 ELECTION (BOARD OF DIRECTORS)

- The election of Board of Directors will be conducted electronically.

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- The Nominating Committee shall review the list of nominated Members and propose a list of candidates for the Board of Directors.
- The list of candidates proposed by the Nominating Committee shall be posted on the SSMNC's office notice board and communicated to the patrons via the SSMNC's newsletter.
- Any Member, whose name had been proposed and had met the minimum qualifications for the position of a Board of Directors and who was not nominated by the Nominating Committee for any one of the elective offices, may wish to withdraw or offer himself or herself as a petition candidate to the Nominating Committee with a petition signed by fifty (50) Members or fifteen (15) percent of the membership at large, whichever is larger, no later than a date set in advance by the Nominating Committee. If a petition is not lodged with the Chairperson of the Nominating Committee, the Nominating Committee shall consider the nomination as withdrawn by such candidate.
- If there are petition candidates, then the Nominating Committee will assume the role of an Election Committee. The Election Committee shall verify that Members indeed signed the petition.
- If the Nominating Committee, acting as the Election Committee, is satisfied that the petitions are genuine, then the Election Committee shall plan the election logistics and inform the Members of the entire list of candidates, the election place, preferably the Society's premises, and the date and time for casting the ballots. These announcements should be sent to the Members at least twenty-one (21) days prior to the Election Day.
- The Election Committee shall conduct the election as planned, count the ballots, and announce the election results immediately after the counting is completed and verified by the representatives of all the contesting candidates. The candidates with the highest votes shall be deemed elected. The results of the election shall be communicated in writing to the Chairman of the Board of Trustees and to the President. The election process shall be completed prior to the date announced for the Annual General Body Meeting.

ARTICLE 13

ADMINISTRATION

13.01 RESPONSIBILITIES OF THE MANDIR MANAGER

The Mandir Manager, appointed by the President with the approval of the BOT/BOD after Mandir is established, organizes and plans for smooth, safe operation of the Mandir activities and environment. He/she reports to the General Secretary of the BOT. He or she shall submit a report on his/her activities to the Secretary of the BOD every month, including all Mandir functions, receipts of monies on forms prescribed by the Treasurer. His/her responsibilities are as follows:

1. Assure that a responsible person is available in the Mandir building at all times to answer the Telephones, perform the daily service, Look after Heat, Light, Ventilation, etc., as appropriate, and other routine duties relating to the Mandir .
2. Be responsible for reservations for Religious functions in the Mandir and home. This includes acceptable method of record keeping for monies, as prescribed by the treasurer and the audit Committee.
3. Supervise timely completions of all projects for the building and ground as designated by the Board, and the Building Committee.
4. Be responsible for collecting stipends, donations on a Daily basis for Mandir functions and maintaining a proper record for the same as prescribed by the Treasurer and the Audit Committee, and submitting to the Treasurer.

13.02 RESPONSIBILITIES OF THE PRIEST

1. The Priest(s) of the Mandir must in their appearance, demeanor and personal hygiene exemplify, especially in regard to cleanliness and appearance.
2. The Priest(s) are expected to set an example by their clean, harmonious dress that is appropriate for the function of the religious service.
3. The Priest(s) demeanor shall always be appropriate for a house of worship.
4. The Priest(s) are not expected to collect monies, count monies or otherwise be involved in the Financial Function of the Corporation.
5. The Priest(s) must ensure punctuality in performing services.
6. The Priest(s) shall identify and report to the Religious Committee Chair-Person any gratuities offered by devotees for services rendered by the Priest.

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7. The Priest(s) shall aid and advise the Religious Committee on all aspects of traditional and the observance of the festivals and daily worship.
8. The Priest(s) shall assist in preparation of Monthly/Annual Religious Calendar for publication in the Newsletter.
9. The Priest(s) shall recommend the Religious Days to be observed and the Religious Festivals to be celebrated.
10. The Priest(s) shall inform archana items required for archanas and religious functions well in advance to the religious committee.
11. The Priest(s) shall set an example by honest and ethical behavior.
12. The Priest(s) should be available for Religious Services in private homes upon request by the devotees.
13. This request shall be made (with all necessary arrangements) only with the Mandir Manager, and the Religious Committee or any individual assigned by the President.
14. The Priest(s) shall not perform any personal services for any devotee unless the arrangements and the proper payments have been made and documented with the Manager.
15. The Priest(s) shall not show any favoritism in performing religious services to one over the other any disputes between the priests will be settled by the religious committee and if necessary by the board. If not resolved amicably, the dispute shall be handled by the advisory/appeals and review committee.
16. The Priest(s) shall not engage in any other jobs or business activities, which will interfere with the priestly activities, without a prior written approval from the President of the Board of Directors. The Priest(s) shall not indulge in working for other institutions or individuals without written permission from the board of directors.

ARTICLE 14

INSURANCE

The Board of Directors shall obtain adequate insurance coverage for the Corporation and its activities. The Board shall have sole discretion to decide what amount of coverage is adequate. The different types of insurance coverage that the Board may obtain are general and automobile liability, worker's compensation, fire and extended coverage, Trustees', Directors' and Officers' Liability, Fiduciary Liability, Non-ownership Auto Coverage, Contractual Liability, Personal Injury, Host Liability, Umbrella and Excess Liability, Crime and Employee disability insurance and any other appropriate insurance coverage.

ARTICLE 15

RESOLUTION OF DISPUTES & CONFLICTS

15.01 DISPUTE RESOLUTION

Should any dispute arise with regard to any matter from the activities and affairs of the Mandir which cannot be resolved by the Board of Directors or by the Board of Trustees, the dispute shall be settled by binding arbitration.

15.02 BINDING ARBITRATION

A Binding Arbitration shall be initiated by the Board of Trustees. The parties to the dispute shall be under obligation to extend full cooperation to the Board of Trustees in this matter.

1. Board of trustees shall present a list of persons considered professional (arbitrators) who are qualified to act as arbitrators and appoint from the list of three arbitrators acceptable to both parties. The parties to the dispute may mutually agree to accept Arbitrators other than those presented by the Chairman. The parties are responsible for all expenses incurred in this process. An initial deposit of 50% of the estimated cost has to be deposited at the time of submitting the petition for arbitration.
2. The arbitrators shall appoint a coordinator from amongst themselves.
3. The Chairman shall have both parties sign an agreement whereby both parties agree to be bound by the decision of the majority of the Arbitrators.
4. The arbitrators shall consult the Chairman, President or other person (s) who may have the knowledge of the dispute and offer assistance. The arbitrators may hear the parties to the dispute individually or jointly before rendering their decision.
5. The arbitrators shall render their judgment in writing within thirty (30) days and forward copies of their decision to the Board of Trustees.
6. The decision of the Arbitrators shall be binding on both parties who shall hold their peace and pursue no further action.

ARTICLE 16

GENERAL PROVISIONS FOR MEETINGS

16.01 ADJOURNMENTS OF MEETINGS

Any meetings of the trustees/patrons, Board of Trustees or Board of Directors may be adjourned to any time and from time to time and such business may be transacted at such adjourned meeting as might have been transacted at the original meeting from which such adjournment took place. No notice shall be required of any such adjourned meeting. Such adjournment may be made notwithstanding that a quorum is not present.

16.02 ADDRESS FOR NOTICE

For the purpose of sending notice to any patron, Director or Trustee for any meeting or otherwise, the address of any patron, Director or Trustee shall be his last address recorded on the Patron Roll of the SSMNC.

16.03 MANNER OF NOTICE

Whenever under the provisions of the By-laws of the SSMNC, notice is required to be given, such notice may be given either personally or by email or by fax or by depositing same in a post office or a public letter box in a prepaid sealed wrapper addressed to the Trustee, Director or Patron at his address. A notice or other document sent by post shall be deemed to be sent at the time when it was deposited in a post office or public letter box. If the notice is emailed or faxed shall be deemed to be sent at the time when the same was emailed or faxed on sender's end.

16.04 ERRORS IN NOTICE

No Error or omission in giving such notice for a meeting shall invalidate such meeting or invalidate or make void any proceedings taken or had at such meeting and any person entitled to notice may at any time waive notice of any such meeting and may ratify and approve of any or all proceedings taken or had thereat.

16.05 JOINT MEETINGS OF THE BOARDS OF TRUSTEES AND DIRECTORS

Once at least every six months of a calendar year, a joint meeting of the BOT and the BOD shall be held at the registered office of the Mandir. The Chairman of the BOT shall call these joint meetings. The purpose of these meeting shall be to foster and strengthen team spirit and share the information, updates, activities and other related items from both the BOT and BOD.

ARTICLE 17

EXECUTION OF DOCUMENTS

17.01 CONTRACTS, ETC.

All documents shall be executed in such fashion as the BOT and BOD, from time to time by resolution, determine or as required by the Act. Contracts, engagements and other documents for day to day running of the SSMNC shall be signed by President (or Vice-President-Admin) and Vice-President-Event-Management (or Vice-President-Treasury). Any documents related to the activities and responsibilities of the BOT shall be signed by any two of the Chairman or Vice-Chairman-Admin and any other required Trustee or Director.

17.02 CHECKS, NEGOTIABLE INSTRUMENTS, ETC.

All checks, Bills of Exchange, Negotiable instruments or other orders for the payment of money, notes or other evidence of indebtedness under \$ 2500 issued in the name of the SSMNC shall be signed by any two of the President or Vice-President-Admin and Vice-President-Treasury. The Chairman or Vice-Chairman-Admin or a Trustee shall also co-sign all the checks of more than \$2500.

ARTICLE 18

MONEYS, ACCOUNTING AND RECORDS

18.01 BANKERS

The Chairman (or President) or Secretary from the BOD and Treasurer (or Secretary from the BOD and the Associate-Treasurer) may authorize the opening of accounts, signing authorities and transacting of business with banks or trust companies. Also the same persons may endorse notes and drafts for collection on account of the Mandir through its bankers, and endorse notes and checks for deposit with the Mandir's bankers for the credit of the Mandir, or the same may be endorsed "For Collection" or "For Deposit" with the bankers of the Mandir by using the Mandir's rubber stamp for the purpose. The same persons may arrange, settle, balance and certify all books and accounts between the Mandir and the Mandir's bankers and may receive all paid checks and vouchers and sign all banks' forms or settlement of balances and release or verifications slips.

18.02 DEPOSITS FOR SAFEKEEPING

All important documents and valuable items shall be deposited in the safety deposit box of the SSMNC. Safety deposit box shall be opened in the presence of any two of the President or the Secretary or the Associate Treasurer and the Chairman or the General Secretary.

18.03 FISCAL YEAR

The fiscal year of the SSMNC shall be from January 1 to December 31, both days inclusive. Any change of this date will be amended at the meeting of the Trustees and Patrons.

18.04 AUDITORS

The BOT/BOD shall at each annual meeting appoint an auditor to audit the accounts of the Mandir and to hold office until the next annual meeting. The Board of Trustees shall fix the remuneration of the auditors.

18.05 BOOKS AND RECORDS

The Trustees and Directors shall see that all necessary books and records of the Mandir required by the By-laws of the Mandir or by any applicable statute or law regularly and properly kept. All books and records shall be kept at the registered office of the Mandir or at such other place as the Boards of Trustees and Directors shall by resolution approve. All books and records shall at all times be open to inspection by the Trustees and Directors.

ARTICLE 19

BORROWING AND DEBT OBLIGATION

The Board of Trustees, by a Two Third (2/3) majority may, from time to time in such amount and such terms it deems expedient, authorize Trustees to:

1. Borrow money on the credit of the Mandir.
2. Charge, Mortgage, Hypothecate or pledge all or any of the real or personal property of the Mandir, or any portion thereof to secure any money borrowed by the Mandir.

ARTICLE 20

RULES AND REGULATIONS

20.01 RULES AND REGULATIONS

The latest edition of Robert's Rules of Order shall be the authority on all questions of procedure not specifically stated by the Articles of Incorporation and By-laws. The BOT and the BOD may prescribe such rules and regulations not inconsistent with the By-laws of the Mandir in relation to the management and operation of the Mandir, as they deem expedient and proper.

20.02 GRATUITIES

No patron of the Organization shall give to any servant or employee of the Organization, and no servant or employee of the Organization shall accept from any person other than the BOD, any tip or gratuity. Dakshina offered to the priests for priestly services shall not constitute tip or gratuity.

ARTICLE 21

ENACTMENT, AMENDMENT AND REPEAL OF BY-LAWS

The Board of Trustees shall have power to make, adopt, alter, amend and repeal, from time to time, bylaws of the incorporation by 2/3 majority of the full Board of Trustees in a duly convened meeting of the Trustee Board with duly executed written proxy permitted except Bylaws dealing with number, composition and selection of the Board of Trustees. Any such proposal shall be considered to amend, alter or repeal the By-laws or adopt new By-laws if said proposal has been approved and adopted by at least two-thirds affirmative vote of BOT meeting according to the Article XII of Articles of Incorporation. The By-laws may contain any provisions for the regulation and management of the affairs of the Corporation not inconsistent with law or the articles of incorporation. No amendments shall change the Corporation's name, objectives and purposes nor shall they authorize the Trustees to conduct the affairs of this Corporation in any manner or for any purpose contrary to the provisions of IRS Section 501 (C) (3) as now in force or afterwards amended. All instruments amending these By-laws shall be so noted upon and be kept in chronological order attached to these By-laws. Copies of By-laws and record of all the Amendments to the By-laws should be made available at the Mandir for the patrons and at Mandir website. Any Amendments to the By-laws should be briefed to the patrons at the immediate Semi Annual General meeting/Annual General Body meeting.

ARTICLE 22

DURATION AND DISSOLUTION

The Corporation shall have perpetual existence unless it is dissolved by following the procedure here in under stated:

- a) A resolution shall be passed by affirmative vote of at least Two-Thirds of all Trustees of the existing Board of Trustees, resolving to propose to the trustees/patrons to dissolve the Corporation and to distribute all the principle and income of the Corporation in the manner suggested by the BOT.
- b) A special general body meeting shall be called after giving appropriate notice. Such notice shall state the purpose of the meeting. The majority of trustees/patrons shall constitute quorum for the special meeting held for this purpose.
- c) At the special general body meeting, where the quorum is present, the Board of Trustees' proposal shall be approved and adopted by affirmative vote of at least two-thirds present and voting. Such approval and adoption by the trustees/patrons of the Corporation shall be the Corporation's resolution to dissolve and the dissolution shall be conducted in the manner suggested by the BOT. The two-thirds affirmative votes as stated here in above in these By-laws shall mean the whole number or nearest the whole number in the case of fraction.
- d) In the event the trustees/patrons reject the Boards proposal to dissolve, then, in that event the officers of the Trustee Board which proposed to dissolve the Corporation shall be deemed as having resigned their position. A new Chairman shall be elected from eligible Trustees as provided in Article 8 of this By-law. The Board shall have Rights, Duties, and obligations of its predecessor Board of Trustees as stated in the By-laws. This Chairman shall follow provision of Article 8 of these By-laws.
- e) After the trustees/patrons have approved and accepted Board of Trustees proposed resolution to dissolve, the Board of Trustees, shall after paying or making provision for the payment of all of the liabilities of the Corporation dispose of all of the assets of the Corporation in such manner or to such organization or organizations organized and operated exclusively for religious, charitable, educational purposes as shall at the time qualify as tax exempt organization or organizations under 501 (C) (3) of Internal Revenue Codes, or the corresponding section of any future Federal Tax Code, as the BOT shall determine. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine which are organized and operated exclusively for such purposes.

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ARTICLE 23 : Effective date of By-laws:

The amended By-Laws of SSMNC shall take effect from May 22, 2013 as voted by the Board of the Trustees of SSMNC.

1 Bommareddi Venkatareddi:

2 Haribabu Chitluri

3 Rama Krishna Boggarapu

4 Mayura Sevala

5 Venkat Brindavanam

6 Kiran Kommuru

7 Vijay Agarwal

8 Sharat Reddy