

THE HINDU TEMPLE AND CULTURAL SOCIETY OF CENTRAL ILLINOIS

CONSTITUTION & BYLAWS

ARTICLE I: NAME, PURPOSE, OFFICE, POWERS, AND LIMITATIONS

1. The name of this non-profit corporation is THE HINDU TEMPLE AND CULTURAL SOCIETY OF CENTRAL ILLINOIS (HTCSCI).

2. HTCSCI is formed for the following purposes:

(a) To build, establish and manage a Hindu temple and cultural center, having the title, THE HINDU MAHA DEVALAYA - SAMSKRITIKA KENDRA;

(b) To facilitate the performance of religious services in the temple in accordance with the Hindu traditions and the conduct of Hindu religious, spiritual, cultural, and educational activities in the cultural center; and

(c) To support community services and humanitarian causes.

All of the above shall be executed in accordance with the vision and mission of the HTCSCI, appended herewith as Attachment II.

3. The principal office of the HTCSCI Corporation shall be located at \_\_\_\_\_. The Corporation may from time to time have such other offices, either within or outside the State of Illinois, as designated by the Board of Trustees (BOT). The HTCSCI Corporation shall at all times maintain a registered office in the State of Illinois, as well as a registered agent whose office location shall be identical to the registered office. The registered office of the Corporation may be, but need not be, identical to the principal office in the State of Illinois. The address of the registered office may be changed from time to time by the BOT.

The federal identification number of this Corporation is: \_\_\_\_\_

The Illinois identification number is: \_\_\_\_\_

And the sales tax exemption identification number is: \_\_\_\_\_

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

(a) Public Purpose: The Corporation is organized to serve public and community interests Accordingly, it shall not be operated for the benefit of private interests, such as contributors or shareholders of the Corporation, or persons vested directly or indirectly by such private interests.

(b) Accumulation of Income: The Corporation shall not unreasonably accumulate income within the meaning of Section 504 of the Internal Revenue Code, as now in force or later amended.

(c) Trade or Business: The Corporation shall not be operated for the purpose of carrying on a trade or business for profit except for charitable fund raising as defined in Section 513 of the Internal Revenue Code, as now in force or later amended.

(d) Distribution of Earnings: No part of the earnings or other property received by the Corporation from any source shall be used to the benefit of or be distributed to any of its members, the Board of Trustees, officers, or other private persons, except that the Corporation may decide to pay reasonable compensation for services rendered by individuals, organizations or entities, and make payments and distributions in furtherance of the purposes set forth herein.

5. Distribution of Assets on Dissolution: Upon dissolution of the Corporation and as determined by the Board of Trustees with the advice of the Executive Committee, its remaining assets, if any, shall be distributed to one or more organizations chartered and operated exclusively for religious, charitable, educational, or humanitarian purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, as now in force or later amended. Any such assets not so distributed, shall be distributed by the County Court of the County in which the registered office is then located, to another

organization, which in the judgment of the court, shall best accomplish the purposes that are consistent with the purposes for which this Corporation was formed.

## **ARTICLE II: MEMBERSHIP**

1. Any individual or family committed to the Vision and Mission of the HTCSCI and paying the necessary dues will be eligible for membership.

2. Membership Requirements:

The person should be of 18 years of age, complete membership application, and pay the appropriate membership dues before December 31st of the year at issue.

3. Categories of members:

(a) Patron Member:

(i) Any person or family who fulfills the membership requirements and donates \$10,000 or more to HTCSCI in a period of three or more consecutive years becomes a patron member upon the completion of the first payment of at least \$5,000. The remaining amount is to be paid in the next two or more consecutive years, with the total amount contributed equaling at least \$10,000 by the third year of payment or earlier.

(ii) Any person or family who donates \$11,000 in a ten-year period is a Patron Member upon the completion of the payment of \$11,000.

(b) Life Member: Any person or family donating \$2,000 at one time will be considered a life member.

(c) Annual Member: Any person or family paying \$200 per year will be considered an annual member.

(d) Any patron or life member, who is from among the alumni of the colleges and universities within Central Illinois, will be considered an alumni member.

(e) Student Member: Any student who fulfills the membership requirements and pays \$25 annual dues is a student member. These members do not have voting rights, except as stated in (4) below, but they can serve on the committees as needed by the Board of Trustees (BOT).

4. Voting Rights and Privileges:

Only patron, life, and annual members will have voting rights and privileges for all purposes other than the selection of the Student Trustee. Student members have the voting rights for the selection of the Student Trustee.

5. Membership Dues:

If necessary, the membership dues will be revised once a year by the BOT. Members will be eligible for voting at the next election.

6. Withdrawals:

A member can request withdrawal from membership by writing to the BOT. No dues or donations will be refunded.

7. Disqualification of Members:

Demonstration or documented activities against the purposes of HTCSCI as defined in Article I shall constitute grounds for disqualification from membership. The disqualification will be determined by a two-thirds (rounded up) vote of the BOT, and reinstatement will be allowed after six (6) months, by a three-fourths (rounded up) vote of the BOT.

## **ARTICLE III: GOVERNANCE**

1. Board of Trustees (BOT)

(a) The BOT will be the main HTCSCI governing body, consisting of a total of eleven (11) voting members, including the immediate past President, a Student member and an Alumni member.

(b) The trustees (BOT Members henceforth termed as Trustees) shall be elected at the annual meeting. The patron members shall have the right to elect six (6) trustees from among the current Patron members. Patron, Life, and Annual members shall elect the remaining three (3) trustees from among the Life and Annual members. The student member will be elected by and from the Student members. The alumni member will be elected by and from the members who are alumni.

(c) Term of the trustees will be for three (3) years. Each year there will be elections for two (2) Patron Trustees and one (1) other voting trustee. Elections shall be held in Aug/Sept. and new term will begin October 1. In the beginning, three (3) trustees will be elected for a three-year period, three (3) for a two-year period, and three (3) for a one-year period. In each group of three (3) trustees, two (2) will be Patrons and one (1) will be a Life or Annual member. The student trustee will also be elected each year.

(d) Any trustee may resign after giving a written notice one month prior to the effective date.

(e) Removal of a member of BOT: A BOT member may be removed from BOT if: (1) he/she fails to attend three (3) consecutive meetings without good reason, or (2) proposed by a petition of 10% of each of the categories of Patron, Life, and Annual membership and voted by two-thirds (rounded up) majority at a special meeting, or (3) he/she ceases to conform to Article II.1, in accordance with Article II.7.

(f) Vacancies will be filled by a 75% majority vote of the BOT for the remainder of the term. The new member will be chosen from the same category (Patron, Life, or Annual member) as from which the vacancy was created.

2. Officers: The positions are listed below.

(a) President

(b) Vice President

(c) Secretary

(d) Treasurer

(e) Immediate past BOT President

3. The BOT shall elect the officers from its members to serve a one-year term at the first board meeting after the annual membership meeting.

4. The President will be elected from the BOT members with at least two (2) years of term remaining.

5. An action by consent could be approved without a meeting by the BOT, if conducted in writing and signed by all trustees, and such action will be filed with the Secretary.

6. BOT Functions: To manage financial matters, work policy matters, do long term planning, appoint and supervise executive and working committees and handle legal matters.

#### **ARTICLE IV: EXECUTIVE COMMITTEES**

Executive committees will be set up by the BOT to manage facility activities. The chairman of each committee will be a member of the BOT, who will then select members from the HTCSCI membership to help him or her. Each committee will

be nominated for one year. The members of all the committees will be volunteers. The following committees will permanently exist and others may be created by the BOT:

- (a) Fund Raising and Endowment
- (b) Religious Programs
- (c) Cultural Programs
- (d) Education
- (e) Public/Social Relations
- (f) Administration and Rules
- (g) Facilities
- (h) Planning
- (i) Membership

#### **ARTICLE V: FINANCIAL POLICY**

1. Membership: The membership dues will be in accordance with Article II.4.
2. Special Assessments: Any expenditure above \$500 must be approved by a two-thirds majority of the BOT. Each executive committee can independently decide on expenditures less than \$100.
3. Dissolution: The dissolution of the HTCSCI shall be in accordance with Article I.5.

#### **ARTICLE VI: MEETINGS**

1. There will be at least one monthly meeting of the Officers and Executive Committee members.
2. Each Executive Committee will meet as needed.
3. The BOT will meet yearly for election purposes and, as needed, at other times to address other issues.
4. There will be an annual meeting of all members.
5. Electronic, written or printed notice stating the place, day and hour of the meeting, and in case of a special meeting, the purpose or purposes for which the meeting is called, shall be delivered not less than ten (10) days or more than fifty (50) days before the date of the meeting, either personally or by email or by regular mail to all voting members of the HTCSCI. If mailed, such notice shall be considered delivered when deposited in the United States mail and addressed to such members at their addresses as it appears in the membership records, with postage thereon paid.
6. At all general or special meetings of the members, twenty-five percent (25%) of the total voting membership shall constitute a quorum.

#### **ARTICLE VII: AMENDMENTS TO CONSTITUTION & BY-LAWS**

The constitution may be amended as necessary to further the cause of HTCSCI by a two-thirds majority vote of the BOT and must be ratified by a simple majority (more than 50%) of the voting membership present at the annual members meeting.

## **ARTICLE VIII: FACILITY MANAGEMENT**

### 1. Facility Use and Privileges:

(a) The facility shall be used only for religious, spiritual, cultural, community, and educational activities. No activities shall be permitted if it is against the purpose of the HTCSCI and is against the spiritual atmosphere of the facility.

(b) In the worship area, only Prasadam which is purely vegetarian will be served. The use of alcohol, illegal drugs, meat (non-vegetarian foods), fish, tobacco, and the like will be prohibited in the entire premises.

(c) All programs will be open to all visitors to the facility. People disrespectful of the facility rules will be asked to leave the premises.

### 2. Selection and Obligation of Preachers and Speakers:

Preachers and speakers for programs will be selected by the appropriate Executive Committee.

## **ARTICLE IX: CORPORATE ACTS**

1. No officer or member of the Board of Trustees and the Executive Committees of the HTCSCI Corporation shall be interested directly or indirectly in any contract relating to the operations conducted by it, nor in any contract for furnishing services or supplies to it, unless such contract is authorized by a majority of the BOT or the appropriate Executive Committee at a meeting at which the presence of such officer or member is not necessary for such authorization, and the nature of such interest is fully disclosed or known to the BOT at the meeting at which the contract is awarded.

2. Any person (or his/her estate) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he/she is or was an officer or member of the HTCSCI Corporation shall be indemnified by the Corporation against any liability and reasonable expense (including attorney's fees) incurred by him/her in connection with the defense or settlement of such action, except in relation to matters as to which it shall be adjudged by the court that such officer or member is liable for negligence or misconduct in the performance of his/her duties. Such right of indemnification shall not be deemed to be exclusive of any rights to which such officers or members may be entitled apart from this Article.

## **ARTICLE X: FISCAL YEAR**

The fiscal year of the Corporation shall be October 1 to September 30 of the following year.

## **ARTICLE XI: WAIVER OF NOTICE**

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

## **ARTICLE XII: JURISDICTION**

All legal matters will be settled under Illinois jurisdiction in an Illinois court.

## **AMENDMENTS TO THE CONSTITUTION**

The following amendments have been approved in accordance with [ARTICLE VII: AMENDMENTS TO CONSTITUTION & BY-LAWS](#) on the respective dates as shown below.

1. Increase the number of trustees by 2 Patron Members, one with a 2-year term and the other with a one-year term (approved on October 3, 2004).
2. Add a new category of membership, Benefactor, those who pledge \$20,000 or more and contribute \$5,000 or more in four consecutive years. For the purposes of the Board of Trustees, consider Benefactor and Patron together (approved on October 3, 2004).
3. The President will be elected from the BOT members (approved on October 14, 2006).

4. Add a new category of membership, Grand Benefactor, those who pledge \$50,000 or more and contribute \$10,000 or more. For the purposes of the Board of Trustees, consider Grand Benefactor, Benefactor and Patron together (approved on October 14, 2006).

5. Increase BOT members from 12 to 15 starting 2009-10 term (approved on September 28, 2008).

3-Year Term (2-Benefactor/Patron, 2-Gold/Life/Annual) = #4

2-Year Term (3-Benefactor/Patron, 2-Gold/Life/Annual) = #5

1-Year Term (3-Benefactor/Patron, 2-Gold/Life/Annual) = #5

1 Alumni member – Elected every year = #1

1 Student member – Elected every year = #1

6. Add a new category of membership, Gold, those who pledge at least \$5,000. (approved on October 18, 2009)

7. Increase BOT members (excluding student trustee) from 15 to 17 starting 2010-11 term (approved on October 18, 2009). The terms and categories of eighteen trustees will be as follows:

3-Year Term (2-Benefactor/Patron, 2-Gold/Life/Annual) = #4

2-Year Term (3-Benefactor/Patron, 2-Gold/Life/Annual) = #5

1-Year Term (3-Benefactor/Patron, 4-Gold/Life/Annual) = #7

1 Alumni member – Elected every year = #1

1 Student member – Elected every year = #1

(approved on October 18, 2009).

8. Add a new Clause in Article III: Governance regarding appointing an Advisory Board consisting of seven people for the purpose of giving advice to BOT on matters brought forth by the Board. (approved on October 18, 2009)