

# **By-Laws of Hindu Temple of Southwest Florida (with December 2015 Revision)**

## **Article I – Name and Purpose**

### **Section 1. Name**

The Name of the Corporation shall be Hindu Temple of Southwest Florida, Inc., hereinafter called the Temple. Section 2. The Temple is a not-for-profit Corporation registered in the State of Florida.

### **Section 3. Purpose**

1. To provide a place for worship for the Hindu community in Southwest Florida.

2. To instill Hindu values and tradition in the community.

To be a learning center for Indian music, dance, meditation, yoga and to perform community service.

## **Article II – Mission Statement**

To keep the spirit of Hinduism alive for this generation and many more to come by providing a place for worship for the Hindu community in Southwest Florida, while exemplifying Unity in Diversity

## **Article III - Objectives**

### **Section 1.**

The Temple and its activities will be open to people from all faiths that respect the Hindu religion.

### **Section 2.**

The Temple will be involved in charitable works.

### **Section 3.**

The Temple will be a center for Hindu religion and culture, knowledge, music and the arts while promoting social values. Section 4. The Temple shall abide by all rules of Section 501(c)(3) of the IRS.

## **Article IV – Membership**

### **Section 1. Age**

A member must be 18 years or older. Children of members, who are 18 years of age or older, are encouraged to become members.

Section 2. Types of membership. The Temple shall have five types of membership. Persons may choose from the first three to be individual members with one vote or family members with two votes by paying the appropriate amount designated by the board of trustees for that year.

A family is defined as husband and wife. Children of members are free to avail of all the benefits of the Temple but do not have the right to vote, unless they become members of their own accord.

a. Trustee: Persons paying a donation equal to or greater than \$10,000 will be designated as silver trustees.

This payment maybe made over a period of three years. Till the time the payment accumulates to the required amount, the individual or family may be classified as an annual member, if he/she meets the criteria in (b) or (c) below. Trustees who pay \$100,000 will be designated as Gold Trustees. Trustees who pay \$500,000 will be designated as Diamond Trustees. Trustees who pay \$1,000,000 will be designated as Platinum Trustees. Payment for the Gold, Diamond, and Platinum levels can be donated with no time limit.

b. Persons, who agree to pay yearly membership for the designated Patron amount, are eligible to be Patrons.

c. Persons, who agree to pay yearly membership for the designated Associate amount, are eligible to be Associate members.

d. Corporate Memberships are open to corporations that wish to join as annual members or trustees. If a contribution exceeds \$300,000,

then a corporate representative will be allowed to be on the Board of Trustees. The right to have a corporate representative (even if the donation meets the \$ limit) will only apply where the corporation making the donation has a corporate representative who is a Hindu or believes in the diverse forms of Hinduism, which are Jainism, Sikhism, and Buddhism. The corporation shall appoint one representative, for a minimum of two-years, who shall be entitled to one vote. The corporate representative is not entitled to stand for election as an office bearer of the Executive Committee. The corporate representative is eligible to serve on a committee.

- e. Project Trustees - persons who contribute an amount of \$7,500 or more to a specific project for which funds are being raised by the Temple. Such trustees will advise on, participate in and assist in managing the Temple's project but are not eligible to participate in the Temple's elections for the composition of the Board of Trustees or to sit on the Board of Trustees. The Board's decision as to type of Trusteeship available to an individual will be final and the Board of Trustees shall have the power of veto over a decision by the majority of the Project Trustees.

### **Section 3**

Unless specified otherwise, all statements pertaining to a member shall also apply to a trustee or corporate member.

### **Section 4. Donors.**

Any individual or corporation, who donates to the Temple but does not wish to become a member, will be recognized as a Donor.

### **Section 5. Dues.**

- a. Annual membership will fall due at the beginning of each calendar year.
- b. The trustees will decide the dues for each category of membership at the annual meeting of trustees.
- c. Membership dues must be paid in the form of cash or check only. Money

paid to the Temple for sponsoring prayers and special events shall not be used as consideration towards membership.

d. Any amount paid in excess of the required membership will be applied towards annual membership in future years, if so designated.

e. An annual member whose fees are delinquent cannot vote or stand for election as an officer or be appointed to any committee. Delinquent members will automatically be recognized as Donors.

### **Section 6. Transfer of Membership**

Membership can neither be transferred nor assigned to any other person except in the event of death of a member, when membership may be transferred to the surviving spouse.

### **Section 7. Removal**

Any member acting in direct conflict of the interests of the Temple shall first have a hearing with the Board of Trustees. If a member persists in such behavior after a hearing, the matter may be brought before the General Body and the member may be removed from the Temple membership by a majority vote of members present.

### **Section 8 – Refund**

No donations to the Temple will be refunded

## **Article V – Trustees**

### **Section 1.**

The overall governance of the Temple shall be vested in the Board of Trustees, hereinafter called the Board. The board shall consist of persons who affirm they are Hindus or believe in the diverse forms of Hinduism which are Jainism, Sikhism, and Buddhism.

The major responsibility of the Board is to ensure realization of aims and objectives of the Temple, to facilitate continuity in activities and to be of assistance to the Executive Committee and members and to resolve all

issues.<sup>[1]</sup> The Board will also approve or disapprove requests/recommendations that are brought forward by the Executive Committee.<sup>[SEP]</sup>

## **Section 2. Comprehensive Project Plan**

The Board shall develop a Comprehensive Project Plan to build, operate and maintain the Temple. The Board will solicit suggestions from the EC and members towards developing this plan. The Plan shall be approved in writing by at least 80% of all the Trustees. Any changes to the Plan should also be approved by 80% of the Trustees.

## **Section 3. Annual Meeting**

The Trustees shall meet annually to elect members of the Board and review the Comprehensive Project Plan.<sup>[1]</sup> Quorum for such meetings shall be at least half of the total number of Trustees.<sup>[SEP]</sup>

## **Section 4. Composition of the Board**

The Board shall comprise of one Chairperson, hereinafter referred to as the Chair, and a minimum of six and a maximum of twelve Trustees. Any changes to this section of the by-laws may be made by approval of three-fourths of the Trustees.<sup>[1]</sup> Changes to this section of the Bylaws may also be made by a simple majority of the General Body.<sup>[SEP]</sup>

The Jalaram Mandal, in recognition of the number of devotees it represents and its initiating role in the establishment of the Temple, shall have a voting representative on the Board of Trustees of the Temple on an ongoing basis.

## **Section 5. Term of Office**

Trustees shall serve on the Board for three years. One-third of the Trustees shall retire every year, to provide continuity, except in the first two years, when one-third shall retire after one year, and one-third after two years.<sup>[1]</sup><sup>[SEP]</sup>

## **Section 5a. Permanent member of the board of trustees**

A permanent member of the board of trustees will be a diamond trustee (an individual who contributes \$500,000 or more to the temple).

- a. This contribution should be made over 4 consecutive years or less.
- b. The member must attend at least half of the board of trustees meetings each year in order to remain on the board.
- c. The permanent trustee may not transfer membership to any other person except in the event of death when it may be transferred to a spouse.

### **Section 6. Chair**

The Chair shall conduct meetings of the Board and conduct elections at the General Body meeting for the Executive Committee. The Chair will be elected for a two year term at the annual meeting of Trustees.<sup>[L]</sup><sub>[SEP]</sub>

### **Section 7. Board Meetings**

The Board shall meet at least four times a year to carry out the affairs of the Temple.<sup>[L]</sup><sub>[SEP]</sub> Quorum for such meetings shall be at least half of the Board.<sup>[L]</sup><sub>[SEP]</sub> A trustee serving on the Board, must attend at least half the scheduled meetings in a year, to be eligible to continue on the Board the following year.

### **Section 8. Accounting**

The Board shall appoint an external Accountant to oversee the compilation of the income and expenditure statements periodically and suggest ways to stay in compliance with rules and regulations governing non-profit corporations.<sup>[L]</sup><sub>[SEP]</sub>

### **Section 9. Remuneration**

No Board members shall accept remuneration for their services as Board members of the Temple.

### **Section 10. Veto power**

To insure the continuing of not-for-profit and religious status of the corporation, the Board will have the power to veto any action of the Executive Committee or General Body, that would in any way jeopardize the not-for-profit status or religious status of the corporation.

## **Article VI – Executive Committee**

### **Section 1.**

The Executive Committee, hereinafter termed the EC, shall manage the day-to-day business of the Temple and execute the Comprehensive Project Plan.<sup>[L]  
[SEP]</sup>

### **Section 2. Eligibility<sup>[L] [SEP]</sup>**

Officers of the EC must have also been members in the preceding year. Officers and members of sub-committees, that are annual members, are expected to renew their membership by January 1st of every year. Two Trustees, who are serving on the Board, shall be appointed as officers to the EC. No other Board members will be eligible to be on the EC. At least two Patron members shall be elected as officers of the EC.

### **Section 3. Officers**

The EC shall consist of a President, a President-Elect, Secretary, Treasurer, three Directors who will also be chairpersons of the following sub-committees: Fundraising, Building and Religious sub-committees and two officers-at-large from the Board. The EC may add chairpersons of other sub-committees as directors to the EC, as required, with the approval of the Board. The Board may also add other officers to the EC, if required. An officer may hold more than one office, if no other members are found to fill a particular position.

### **Section 4. Term of office**

The term of all officers of the EC will last for a period of two years. The President-Elect shall serve as the President following his/her two-year term. In the event of an officer of the EC, not being able to serve the full term, the Board shall appoint a person to fill the vacant position, except for the case of President. In the case of the President being unable to complete his/her term, the President-Elect shall become the President. The Board may also request an existing officer to take the additional responsibility of the vacant position for a short duration.

### **Section 5. Change in officers**

After a regular election, the new EC will take over office from January 1st. The outgoing EC shall turn over all relevant documents and material to the incoming EC by this date. The Board shall ensure a smooth transition to the new EC and see that the Bank, and the State of Florida (Division of Corporations) is informed of the change in officers.

## **Section 6. Committees**

The EC and Board may set up other sub-committees from time to time to handle the specialized affairs of the Temple. Only members of the Temple may be officers of a committee. Any committee may call on other persons in the community for help and their contributions will be recognized in a manner deemed appropriate by the Board.

## **Section 7. Meetings**

The EC shall meet at least once in two months. Quorum for such meetings is two-thirds (or five) of the officers of the EC.

## **Article VII - Elections**

### **Section 1.**

The Chair shall arrange General Body meetings every two years for the purposes of electing Officers of the Executive Committee. Elections shall be conducted in the last three months of the required calendar year.

### **Section 2. Notice**

Notice of elections may be given orally in person or by telephone, or in writing to all members by mail or e-mail and posted on the Temple website, at least two-weeks prior to elections.

### **Section 3. Nominations.**

The Board shall solicit nominations for officers and the notice of elections shall contain such nominations. Any member may also mail in their nominations for office bearers to the Chair before 2 weeks prior to the date of election. Nominations from the floor shall be solicited only if there were no earlier nominations for that position. This is to allow a member, to vote by proxy.



#### **Section 4. Proxy.**

Proxy votes must be submitted in writing to the Chair by mail, email or in person. A member may also designate another member to vote on his/her behalf for positions that are filled from the floor. This proxy must also be communicated in writing to the Chair. All proxy communications must reach the Chair at least three days before the election date.

#### **Section 5. Eligibility.**

Only members who have paid their membership dues by September 30th of the election year, shall be eligible to vote. Only members who have also been members in the preceding year shall be considered for office. For the election conducted in 2003 (as this would be the first year), those members who have paid their dues by September 30th 2003, will be considered for office. The Secretary and Treasurer shall prepare a roll of eligible members for voting and for consideration as officers and give the same to the Board.

#### **Section 6. Quorum.**

At least one quarter of members must be present in person or by proxy.

#### **Section 7. Emergency meetings.**

The Board with two week's notice may convene emergency meetings of the General Body for amending by-laws or other urgent matters.

### **Article VIII - Duties of Officers**

#### **Section 1. Allegiance.**

- a. It is the duty of every EC member to be aware of and uphold the articles of incorporation of the Temple and operate and contribute within the constraints of the existing by-laws. They are expected to work together as a team for the betterment of the Temple, all of its members and the local community. They are always expected to safeguard the interests of the Temple and operate in a fiscally prudent manner.

b. The EC is expected to continue the traditional annual events at appropriate times during the year. All new activities or initiatives will be presented to the Board for approval. Any annual activities should be terminated only with the approval of the Board.

No officers of the Temple shall accept remuneration for their services as officers of the Temple.

## **Section 2. President.**

The President shall preside over meetings; appoint committees, and members to those committees, subject to approval of the EC. The president will be the Chief Executive

Officer of the Temple and will represent the Temple before the public and perform all other functions attributed to this office. In an emergency, the president shall make decisions on behalf of the Temple for subsequent ratification by the EC. In general, the President shall supervise and control all the business and affairs of the Temple and execute the Comprehensive Project Plan.

## **Section 3. President-Elect.**

a. The President-Elect shall assist the President in the implementation of a variety of activities, which are duly approved by the EC. The President-Elect shall be responsible for coordinating work between the various committees, as delegated by the President. In the absence of the President, the President-Elect shall perform the duties of the President. The President-Elect will succeed the President after a two-year term.

b. The President-Elect will also be the Public Relations Officer of the Temple. He/she will release Press statements on important events, contact the local newspapers and TV stations, prepare brochures, posters, power-point and other presentations to highlight Temple achievements and events.

## **Section 4. Secretary.**

The Secretary shall schedule meetings, keep accurate minutes of all meetings, maintain all official files and records, and perform other duties as delegated by the president. The Secretary shall be the custodian of all corporate records and of the seal of the Temple. The Secretary shall keep the post office address of each member, and in general, be responsible for all kinds of documentation including newsletters and e-mail communication, and keeping the web site updated.

### **Section 5. Treasurer.**

The Treasurer shall hold the funds of the Temple, disburse them according to the decisions of the EC, maintain the roll of the registered members of the Temple, keep an accurate account of the receipts and expenditures and prepare and distribute an annual financial statement for the members. The Treasurer and the President shall jointly sign all checks issued by the Temple, if in excess of the spending limit set by the Board, 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 Temple. The Fiscal Year ends December 31st. The Treasurer will be responsible for providing an annual report one month from this date.

### **Section 6. Director - Chairperson – Fundraising.**

The chairperson of the Fundraising committee shall be responsible for organizing fund-raising events throughout the year and the Annual Fundraising dinner. The chairperson shall obtain the approval of the EC before actually starting any fund-raising event. The chairperson shall coordinate publicity related to each event with the President-Elect and produce and procure material needed for the event.

### **Section 7. Director - Chairperson – Building.**

The chairperson of the Building committee shall be responsible for design, construction and improvements of the Temple land and buildings. The chairperson shall obtain approval from the EC and from the Board before embarking on major projects. The chairperson shall also ensure that the

Temple is built according to Vedic traditions, as far as possible and follow the Comprehensive Project Plan.

### **Section 8. Director - Chairperson – Religious.**

- a. The chairperson of the Religious committee shall be responsible for helping the Board in deciding the idols to be placed in the Temple. All major decisions made regarding to idols shall be approved by the Board and follow the Comprehensive Project Plan.
- b. The chairperson shall also work with the fund-raising committee to ensure that sufficient funds be raised for installation of all idols.
- c. The chairperson shall also work with the building committee to ensure that the Temple is built according to Vedic traditions, as far as possible.
- d. The chairperson of the Religious committee shall be responsible for setting up the criteria for priest selection, and work with the EC in selecting a priest when needed.
- e. The chairperson shall also be responsible for seeing that the Temple conducts appropriate Poojas, Prayers and Bhajans. The chairperson shall work with the fund-raising committee in ensuring sponsors for events. All events should be approved by the EC.

### **Section 9. Officers-at-large.**

Two Trustees serving on the Board shall be appointed for a period of three years to the EC as officers-at-large. These Trustees shall provide feedback to the Board about the functionings of the EC and provide continuity of officers of the EC.

### **Section 10. Chair Person-Cultural and Youth Committee**

This chair person will

- . a) Be in charge of the youth wing
- . b) Create youth activities pertaining to the temple and work closely with

them.

- . c) Conduct cultural activities on a regular basis for the temple. <sup>[11]</sup>Article IX  
– Worship

#### Section 1. Bhajans & Pooja.

The Temple shall conduct Bhajans at least once a month and arrange for Pooja on special occasions. These will be open to members and non-members alike. <sup>[11]</sup>The EC shall decide on a fee schedule for sponsoring monthly bhajans, special prayers and events. Section 2.

All temple events, except for General Body, Trustee and EC meetings, will be open to members and non-members, alike.

### **Article X - Amendments**

#### **Section I.**

Any member may submit in writing proposals for amendments to the by-laws of the Temple. The Board must approve these before they are presented to the General Body.

However, if 400 or more members of the General Body sign a request in writing for an alteration to the Bylaws or for the passing of any other motion or resolution then the Chairperson of the Board within 14 days of the receipt of such a request shall call a meeting of the General Body, with 14 days notice, to vote on the issue/s. This vote shall be binding.

#### **Section 2.** <sup>[11]</sup><sub>[SEP]</sub>

All members shall have been provided notice of the proposed amendments of the by-laws of the Temple in writing at least two weeks prior to the General Body meeting by the Secretary.

#### **Section 3.**

Quorum - At least two- third of members must be present in person or by proxy.

### **Article XI - Indemnification**

Any Trustee, officer, or member serving the Temple shall be held harmless and indemnified and not be personally liable for monetary damages for any action taken or failure to take any action unless it is determined by a court that the officer or member is liable for negligence, or dishonesty, or misconduct in the performance of his/her duties.

## **Article XII - Notice**

Notice may be given orally in person or on the telephone, in writing by mail or e-mail and posted on the Temple website.

Whenever any notice is required to be given under the provisions of Florida law or the by-laws of the Temple, 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 XIII - Dissolution**

In the event of the dissolution of the Temple, the Temple after paying or providing for the payment of all the liabilities, shall dispose of all the assets in accordance with the law governing the dissolution of not-for-profit corporations. The Trustees will determine the recipient(s) of assets and monies.

## **Article XIV – Manner of Acting**

### **Section 1**

A majority of the vote (at least 51 %) entitled to be cast on a matter to be voted upon by the members present in person or by proxy at a meeting at which a quorum is present shall be necessary for the adoption thereof unless a greater proportion is required by law or by these bylaws. This manner of acting will apply to all meetings.<sup>[L]</sup><sub>[SEP]</sub>

### **Section 2.**<sup>[L]</sup><sub>[SEP]</sub>

Any action required by law or by these by-laws to be taken at a meeting of the EC or the Board, may be taken without a meeting if a consent is obtained in writing, setting forth the action so taken, is signed by a number representing the members required by Quorum for that meeting, with

respect to the subject matter thereof.

## **Article XV – Allegiance**

### **Section 1.**

It is the duty of every member to follow the basic tenets of Hinduism and work cooperatively with each other to further the aims and objectives of the Temple. Members should respect each other's beliefs and enable worship in Hinduism and its diverse forms, which are Jainism, Sikhism and Buddhism.

### **Section 2.**

To maintain the sanctity of the Temple, all its buildings, parking lots and premises are off limits for the presence and consumption of meat, seafood, alcohol or tobacco and any illegal activity.

## **Article XVI – Contracts and funds**

### **Section 1. Contracts**

The Board may authorize the President or other officer to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Temple, and such authority may be general or confined to specific instances.<sup>[SEP]</sup>

### **Section 2. Checks**

All checks, drafts or other orders for the payment of money, notes or other evidence of indebtedness issued in the name of this corporation shall be signed by such officer or officers, agent or agents of this Temple and in such manner as shall from time to time be determined by resolution of the Board, and in any event such documents shall be signed by the treasurer.

### **Section 3. Deposits**

All funds of this Temple shall be deposited within one month of receipt of to the credit of this Temple in such banks, trust companies or other depositories as the Board determines.

#### **Section 4. Limits of spending**

The Board shall set a spending limit for expenses incurred by the EC. Expenses exceeding this limit need prior approval from the Board.

Revised: September 2008. Approved by the Executive Committee, Board of Trustees, and the General Body. Revised: April 2, 2011. Approved by the Board of Trustees and the General Body. **Revised January 27, 2013. Approved by the Board of Trustees and General Body.**

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