

**BYLAWS**  
**OF**  
**SOCIETY FOR THE**  
**ADVANCEMENT OF**  
**VEDIC CULTURE**

Article I. Offices

Section 1.1. Name. The name of this corporation shall be Society For the Advancement of Vedic Culture. ("Corporation"). The business of the corporation may be conducted as Society For the Advancement of Vedic Culture or SAVC.

Section 1.2. Principle Office. The principle office of this Corporation for the transaction of business is located in Orange County, California. The Corporation may also have other offices, either within or without Orange County or the state of California, as the Governing Body may determine or as the affairs of the Corporation may require from the time to time.

Section 1.3. Change of address. The county of the Corporation's principal office may be changed only by amendment of these Bylaws. The Governing Body may, however, change the principal office from one location to another within the named county by noting the changed address and effective date below, and such changes shall not be deemed an amendment of these Bylaws.

\_\_\_\_\_ Dated \_\_\_\_\_ 2019  
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Article II. Purpose

Section 2.1 Society For the Advancement of Vedic Culture is a non-profit corporation and shall be operated exclusively for educational and charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding section of any future Federal tax code.

Section 2.2 The purpose of this Corporation is to systematically propagate the teachings and principles of the Krishna Consciousness religion as established and explained by His Divine Grace A.C. Bhaktivedanta Swami Prabhupada (Srila Prabhupada), the late founder and spiritual preceptor of the Krishna Consciousness religion in America. Krishna Consciousness is manifest through the practice of bhakti-yoga (devotional service to God, or Krishna). In furtherance of this fundamental objective, the purpose of the Corporation is as follows:

- (a) To establish and maintain a Krishna consciousness temple and to provide a place of public Worship for the people of Los Angeles, Riverside, Orange County area.
- (b) To propagate the Krishna consciousness religion through the dissemination of Vedic Scriptures such as the Bhagavad-gita, Srimad Bhagwatam, Caitanya Caritamrta, and other authorized literatures as translated and presented by Srila Prabhupada and his authorized successors.
- (c) To assist followers of the Krishna consciousness religion in the fulfillment of their spiritual needs and ideals by providing devotional paraphernalia such as meditation beads, tapes, videos, artworks, alters and other items necessary for the practice of bhakti-yoga.
- (d) To teach and encourage congregational chanting of the holy name of God, Krishna, as revealed in the teachings of Srila Prabhupada and Lord Chaitanya Mahaprabhu.
- (e) To erect for the members, and for society at large, a holy place of transcendental pastimes, Dedicated to the personality of Krishna.
- (f) To bring the members closer together for the purpose of teaching a simpler and more natural way of life.
- (g) To continuously recognize and acknowledge the great place sacrifice and contribution to world peace and spiritual understanding made by Srila Prabhupada, and to publicize and carry on his teachings and instructions as the supreme authority of all matters affecting the corporation.
- (h) To teach and encourage congregational chanting of the holy names of Deities such as Ganesh, Shiva, Durga, Ram and Hanuman.

### Article III. Powers

Section 3.1. The Corporation shall have the power, directly or indirectly, alone or in conjunction or cooperation with others, to do any and all lawful acts which may be necessary to affect the charitable purposes, for which the Corporation is organized. In furtherance of the religious purposes described above, the Corporation shall have power to execute or perform the following functions:

- (a) Lease or purchase suitable buildings and equipment.
- (b) Take, hold and manage real and personal property conveyed to it in trust, the income from which is to be applied to the uses and purpose of the corporations, and to execute such trusts.
- (c) Mortgage or otherwise encumber any of its property, or to sell and convey the same. This power will be removed after construction of new temple at 1022 N Bradford, Placentia with the time limit of no later than December 31, 2020. This property will be converted into non-mortgageable deed of trust.
- (d) Invest in corporate funds not used for the purposes herein above stated.

- (e) Open bank accounts in the name of the corporation for the transaction of business.
- (f) Pay such administrative expense as may be necessary in the management of this Corporation.
- (g) Any other function deemed to be in furtherance of the corporation's religious purpose, which is not otherwise contrary to the Articles or bylaws of the corporation or contrary to law.

Section 3.2. Nonprofit Status and Exempt Activities Limitation. Society For the Advancement of Vedic Culture is a California non-profit public benefit corporation, recognized as tax exempt under Section 501(c)(3) of the United States Revenue Code. Notwithstanding any other provision of these Bylaws, no director, officer, employee, member, or representative of this Corporation shall take any action or carry on any activity by or on behalf of the Corporation not permitted to be taken by an organization exempt under Section 501(c)(3) of the Internal Revenue Code as it now exists or may be amended, or by any organization contributions to which are deductible under Section 170(c)(2) of such Code and Regulations as it now exists or may be amended. No part of the net earnings of the corporation shall inure to the benefit or be distributable to any director, officer, member or other private person, except that the Corporation shall be authorized to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the Articles of Incorporation and these Bylaws.

#### Article IV. Members

The Corporation shall have three classes of membership: General, Trustee and Benefactor Members. Any membership is comprised of individual and/or spouse if married. Also, a corporation and a single person will be considered as one single person. The criteria for becoming a Member, and the rights and responsibilities of each class of membership, are as follows:

(a) General Member

- 1) Qualifications: Each person who donates at least three hundred and fifty-one dollars (\$351.00) by December 31 of any given calendar year (beginning on January 1 and ending on December 31) shall be a General Member for the following calendar year. The cost associated with hosting Bhog Seva on a Saturday or Sunday, or hosting any other major function for the Temple, will not be credited toward the \$351.00 general member donation requirement. A General Member who misses one annual payment shall be given a 30-day grace period to make up the contribution required to continue as a General Member
- 2) Lifetime General membership: Each person who makes cumulative lifetime donations of ten thousand dollars (\$10,000.00) or more; shall have a lifetime General membership, subject only to the termination provisions set forth in Subsection (d) below.
- 3) Voting rights for General/Lifetime General Members do not include any voting rights to select the Governing Body.

(b) Trustee Member

- 1) Qualifications: Any person who has made or who makes the following donations to the Corporation shall be a Trustee Member:
  - i. A cumulative lifetime minimum of ten thousand dollars (\$10,000.00) or more through the end of any calendar year.
  - ii. A minimum of \$1,000.00 each calendar year thereafter;
  - iii. A person otherwise qualified to be a Trustee Member who fails to make the required one thousand (\$1,000.00) donation in any one calendar year shall not be eligible to be a Trustee Member in the next calendar year, but is eligible for Trustee membership in later years.
  - iv. Once a person has reached a cumulative lifetime donation of twenty-five thousand dollars (\$25,000) will not be required to donate a minimum of \$1,000 each calendar year to remain as a Trustee Member.
  
- 2) Lifetime Trustee membership: Each person who makes cumulative donations of at least fifty-one thousand dollars (\$51,000.00) shall be a lifetime Trustee Member or a cumulative lifetime minimum donation of thirty-five thousand dollars (\$35,000.00) and a minimum of \$1,000 donation each calendar year thereafter until they reach a total of fifty-one thousand dollars (\$51,000.00), subject only to the termination provisions set forth in Subsection (d), below.
  - i. Lifetime Trustee membership does not require any annual contribution to retain their Lifetime membership.
  - ii. Lifetime Trustee Membership (both spouses) can be transferred to a designated family member upon the death of the Lifetime Trustee Member. This provision is for only one time in life.
  - iii. Lifetime Trustee Membership can be achieved by combining the donations of the existing Trustee Member with any one designated family member.

(c) Benefactor Member

1. Qualification: Any person who has made cumulative donations of one hundred and one thousand dollars or more (\$101,000) shall be a Benefactor Member
2. Benefactor membership does not require any annual contribution to retain their Benefactor membership. They will have the same privileges as Lifetime Trustee members.

(d) Termination of Membership: Membership can be terminated by a two-third majority vote of the Grievance committee. Any member who violates these ByLaws and any other laws and regulations of the Temple, is engaged in any illegal activities or any other activities prohibited by the Temple, including but not limited to sending unauthorized frivolous emails to the members under the fictitious names, spreading rumors about any of the members of the Temple, and engaging in any other activity that is disapproved by the Governing Body or Operating Committee, will be barred from the Temple and his/her membership will be terminated.

## Article V – Governing Body

Section 5.1. Authority. Except as otherwise delegated to the Operating Committee by these Bylaws, the Governing Body shall have the authority and responsibility for exercising all of the corporate powers of the Temple. The responsibilities of the Governing Body include, but are not limited to:

- (a) Establishing and maintaining the general direction of the Temple in accordance with the purposes set forth in these Bylaws. The Governing Body shall provide general direction in writing to the Operating Committee;
- (b) Ensuring that Temple governance complies with these Bylaws, recommending amendments of the Bylaws to the Members as deemed necessary, and adopting amendments approved by the affirmative vote of the required number of the Members voting on the matter. The Governing Body shall be responsible for maintaining an accurate and up-to-date book containing a complete set of the approved Bylaws, together with any approved amendments to the Bylaws;
- (c) Approving the annual budget of the Temple within thirty days of receipt of the budget recommendations from the Operating Committee. If the Board does not approve the draft budget, it shall return the draft to the Operating Committee for reconsideration with guidelines and a maximum dollar amount for a budget;
- (d) Appointing a three member subcommittee by randomly selecting three names from a list of names provided by the Trustee Members to conduct all required referendum for any major decision impacting long term policy. The names provided by the Trustee Members shall not include any person then serving on either the Governing Body or the Operating Committee.
- (e) Appoint up to five members of Operating Committee and replace members as described in these Bylaws. The Governing Body will ensure that three members out of five are Trustee members and remaining two members will be selected from General members. The total numbers from Trustee members and General members can be modified if enough members are not available to constitute five members Operating Committee.
- (f) Overseeing the design and construction of Temple projects, including the raising of funds for those projects;
- (g) Establishing an agenda for and calling at least one general meeting of the Members each year, or more often as deemed necessary. A minimum of three week notice of each such meeting shall be provided. The agenda and minutes for all such meetings shall be maintained in the Temple. If fewer than 40% of the Members are present for the meeting, the meeting

shall be continued for two weeks. No minimum number of Members shall be required for the continued meeting. Except as otherwise provided in these Bylaws, any action of the Members shall require the approval of 51% of the Members present at the meeting.

(h) To the extent not inconsistent with these Bylaws, appointing, employing, removing and/or discharging all employees and agents of the Corporation with an exception of routine day to day operations employees/contract like Gardner, security and cleaning personnel, prescribing the duties and fixing the compensation and of said employees and agents, and supervising said employees and agents. For clarification, priest does not include in day to day operations.

(i) Performing all other duties imposed by law, these Bylaws, or by the Articles of Incorporation.

(j) Resolve any disputes and complains against any member of Operating Committee. Governing Body and/or Operating Committee member can be removed as per current procedure.

(k) Appoint a Treasurer in the Operating Committee. Treasurer can be removed for non-conformance or any illegal activity.

(l) Amend the ByLaws following the procedure in Article X.

Section 5.2. Number of Members. The Governing Body shall have a minimum of three and a maximum of five members.

Section 5.3. Selection of the Governing Body. The members of the Governing Body are selected from the pool of Lifetime Trustee Members and Benefactor members based on their qualifications including donations, service, attendance and ability to serve the Temple. The current Board of Trustees will select the first members of the Governing Body. Thereafter, the current members of the Governing Body will fill in the position of the Governing Body member if the existing Governing Body member retires, resigns or is disqualified. If there are more qualified members to fill is the same position of the Governing Body member, then Governing Body will deliberate on their selection. The raffle system will be used if there is no consensus in their deliberation of new Governing Body member.

Governing Body should invite Lifetime Trustee members and Benefactor Members who are interested to serve on the Governing Body. Interested Lifetime Trustee and Benefactor Members shall submit their names in writing to the current Governing Body. Benefactor members interested in serving shall be given the preference.

Section 5.4. Tenure. Governing Body members shall serve three-year term. In the event that an insufficient number of eligible members are nominated to fill the minimum three positions on the Governing Body, one or more of the Governing Body members whose term(s) would otherwise have expired shall continue to serve on the Governing Body until a new selection of

another Governing Body person is completed.

Section 5.5 Transition Period. To ensure a smooth transition of the new Bylaws, current Board of Trustees and Executive Committee term will be extended until December 31, 2020. During this extended period, existing Board of Trustees will select the new Governing Body as well as new Operating Committee members. The first Governing Body and Operating Committee will have staggered term as follows: two members for three years, two members for two years and one member for one year. The Governing Body and Operating Committee will begin its operations on January 1, 2021.

Section 5.6. Term Limits. No family member (husband and/or wife) shall serve more than two terms as a member of the Governing Body and/or the Operating Committee in any 10-year period effective January 1, 2021. Total service between spouses cannot exceed 6 years in a 10-year period. There shall be minimum of one-year gap between the term a family member can serve on either Governing Body and/or Operating Committee (a family member may not serve consecutive terms on Governing Body and/or Operating Committee without a one-year gap in service).

Section 5.7 Qualifications. Only Lifetime Trustee Members and Benefactor Members are eligible to serve on the Governing Body. Member of the Governing Body must uphold the Temple Bylaws. It is recommended that each member of the Governing Body follow the four regulative principles (no consumption of any animal products, no consumption of intoxicants such as alcohol, drugs or tobacco, no gambling [investing in the stock market is not considered to be gambling], and no illicit sex). Each member of the Governing Body must donate a minimum of two thousand dollars (\$2,000.00) to the Temple in each calendar year in which that person serves on the Governing Body within first six month of the year. Failure to make the required donation shall be construed as an automatic resignation and disqualifies the person from future service on the Governing Body. No person may serve on the Governing Body if another related person already serves as a Governing Body Member or an Operating Committee member. No person may stand for selection to serve on the Governing Body if another related person is also standing for selection to the either committee (Governing Body and/or Operating Committee). For purposes of this section, the term "related" means related by blood or marriage.

Section 5.8. Officers. At its first regular meeting of each calendar year, the members of the Governing Body shall select a Chairman, Vice Chairman and Secretary from among their members. The term of each position shall be one year. No member of the Governing Body shall hold any single office for more than two years during his/her term. Only one family member can serve on Governing Body or Operating Committee at any given time.

- (a) The Chairman shall be the leader of the governing structure for the Temple. The Chairman shall coordinate the annual budget with the President of the Operating Committee, coordinate the implementation of Governing Body's policies with the President of the Operating -Committee, sign all official and legal documents on behalf of the Temple, run

Governing Body's meetings and meetings of the Members called by the Governing Body, coordinate and work with the leaders of all committees appointed by the Governing Body, and keep all other members of the Governing Body apprised of key events and developments in a timely manner. The Chairman or his/her designee shall attend all meetings of the Operating Committee as a non-voting observer, except as provided in section 9. The Chairman shall conduct all Governing Body's meetings in accordance with the guidelines, if any, approved by the Governing Body.

- (b) The Governing Body Secretary shall be responsible for maintaining records of the Temple, including all agendas and minutes of the Governing Body, giving notice of the special Governing Body's meetings, and giving notice of meetings of to the Members called by the Governing Body. The Secretary shall maintain a current list of the addresses, telephone numbers and e- mail addresses of each member of the Governing Body to which notices may be sent. Minutes of all meetings of the Governing Body shall be made available to any Member upon request.
- (c) The Governing Body Vice Chairman shall temporarily assume the responsibilities of the Chairman in the absence of or at the direction of the Chairman. The Vice Chairman shall act as Secretary in the absence of the Secretary.
- (d) The officers shall perform the duties assigned by these Bylaws on a regular basis, and failure to do so shall be grounds for removal from that office by majority vote of the other members of the Governing Body. At the expiration of the one-year term, each officer shall promptly (in no event more than 30 days) provide all relevant documents (including digital and hard copies) related to the duties performed by the office to his/her successor.
- (e) Any officer elected or appointed by the Governing Body may be removed by a minimum of two-thirds vote of the members of the Governing Body as per current procedure, not counting the Governing Body member at issue, whenever the Governing Body concludes that the best interest of the Temple would be served by the removal of that officer.
- (f) Any officer may resign his or her position as an officer, without also resigning from the Governing Body, by giving written notice to the Governing Body, the Chairman, or the Secretary. A written resignation may be delivered personally, by mail, or by electronic transmission. Any such resignation shall automatically take effect on the date the written notice is received, or on the effective date stated in the written resignation. Once delivered, a written resignation may not be withdrawn. No action by the Governing Body shall be required to make the resignation effective.

Section 5.9. Indemnification. The Governing Body shall have the authority to approve a request for indemnification by a current or former director, officer, employee or agent of the Temple under the circumstances permitted by and pursuant to the requirements of California Corporations Code section 9246 as that statute currently exists or may hereafter be amended, or such similar statute as may hereafter be enacted by the California Legislature



Section 5.10. Meetings.

- (a) Regular meetings of the Governing Body shall be held at least once every three months at dates and times designated by the Governing Body. If a schedule of regular meetings is approved by the Governing Body, no further notice of said meetings need be given. If a schedule of regular meetings is not approved by the Governing Board, notice of each regular meeting shall be provided in the same manner as for special meetings. The first regular meeting of each calendar year shall be held on the first Saturday of the year.
- (b) Special meetings of the Governing Body may be called by the Chairman, the Vice Chairman when acting in the capacity as the Chairman, the Secretary, or any two members of the Governing Body. Unless otherwise designated in the notice, special meetings shall be held at the Temple. The notice shall state the date, time and location of the special meeting, and the general purpose of the meeting. Special meetings may be held on 14 day notice if notice is served by mail and on 48 hour notice if notice is personally served. Personal service may be accomplished by hand delivery, telephone, text message, and e-mail. . Each member of the Board shall provide to the Secretary his/her current address, telephone number and e-mail address to which notices may be sent. Only the matters described in the notice of the special meeting may be discussed and/or acted upon at the special meeting.
- (c) Notice of a meeting need not be given to any member of the Governing Body who has provided a written waiver of notice or written consent to hold the meeting. Attendance at a meeting without notice shall constitute a waiver of notice unless a protest regarding the lack of notice is made prior to or at the commencement of the meeting. Any member of the Governing Body who approves the minutes of a meeting in writing shall also be deemed to have waived any lack of notice of the meeting. Written waivers and/or consents to meetings shall be maintained by the Secretary and included in the minutes.
- (d) A majority of the Governing Body shall constitute a quorum for the transaction of business at any meeting of the Governing Body. If less than a majority of the members of the Governing Body are present at a meeting, a majority of the members present may adjourn the meeting from time to time without further notice. A meeting at which a quorum is initially present may continue to transact business notwithstanding the withdrawal of members, provided that any action taken is approved by at least a majority of the required quorum for such meeting.
- (e) Every act, decision, or resolution made by a majority of the Governing Body present at a meeting duly held at which a quorum is present is the act of the Governing Body unless the Articles of Incorporation, these Bylaws, or a provision of the California Nonprofit Religious Corporation Law (particularly those provisions relating to appointment of committees [currently Corporations Code section 9212], approval of contracts or transactions in which a Director has a material financial interest (currently Corporations Code section 9243), and indemnification of Directors [currently Corporations Code section

9246e]) require a greater percentage or different voting rules for approval of a matter by the Governing Body.

- (f) Any action required by these Bylaws or by law to be taken at a meeting of the Governing Body, or any action which may be taken at a meeting of the Governing Body, may be taken without a meeting if a written consent setting forth the action taken is signed by all of the members of the Governing Body
- (g) Any meeting, regular or special, may be held by telephone conference, electronic video screen communication, or similar equipment, so long as all Governing Body members participating in such meeting can hear one another. Participation in a meeting by use of such technology shall constitute presence in person at the meeting provided that: 1) all members participating in the meeting can concurrently communicate with all other members present, 2) and each member has the ability and the right to fully participate in the meeting.
- (h) The Governing Body may, by a vote of a majority of the members of the entire Governing Body at a meeting at which a quorum is present, establish committees from time to time and make such regulations as it deems advisable with respect to the membership, authority, and procedures of the said committees. No committee may be delegated the authority to make final binding decisions on matters that require Governing Body's approval.

#### Section 5.11. Removal/Resignation.

- (a) A member of the Governing Body may be removed from the Board only for good cause shown, which is defined as follows:
  - (1) The Governing Body member has been declared of unsound mind by a final order of court.
  - (2) The Governing Body member has been convicted of a felony.
  - (3) The Governing Body member fails to attend any three regular pre-scheduled meetings of the Governing Body in a calendar year, which shall be deemed an automatic resignation. An absence caused by a medical emergency shall not be counted as an absence under this section.
  - (4) The Governing Body member fails to adhere to the qualifications of membership required for Governing Body members in these Bylaws.
  - (5) The member of the Governing Body can be removed for non-performance of his/her duties. In case complains against the member of the Governing Body are made, the rest of the Governing Body may remove the other member at issue by two third majority of the Governing Body.

(b) Any Member of the Governing Body may resign by providing written notice to the Chairman, the Vice Chairman, the Secretary, or to the Governing Body. A written resignation may be delivered personally, by mail, or by electronic transmission. Once delivered, a written resignation may not be withdrawn. Unless the notice specifies a later time, the resignation shall be effective upon the delivery of the notice. No action by the Board shall be required to make the resignation effective. If the resignation would leave the Board with less than three members, the resignation shall not be effective until a new Board member is appointed or elected.

(c) Any vacancy occurring in the Governing Body by reason of death, resignation, removal for cause, or increase in the number of Board members shall be filled by a selection by the Governing Body. If the vacancy would cause the number of Governing Body Board members to fall below four, the remaining members of the Governing Body shall select a qualified person to serve. If the vacancy would not cause the number of Governing Body members to fall below four, the remaining Governing Body members may, but are not required to, select a qualified person to serve on an interim basis pending the next regular selection. A Governing Body member appointed or selected to fill a vacancy must meet the qualifications for the position.

#### Section 5.12. Complaints and Penalties.

(a) Every member of the congregation shall have the right to submit a written complaint regarding one or more members of the Governing Body to the Governing Body. A complaint shall be deemed received when delivered to the any member of Governing Body.

(b) The Governing Body shall make a good faith effort to resolve all complaints within two months of the receipt of the complaint. No Governing Body member who is the subject of the complaint shall participate in the resolution of the complaint as a Governing Body member. During the time that the complaint is being investigated, both the complaining party and the Governing Body member who is the subject of the complaint should refrain from providing unsolicited information to the Governing Body or otherwise respond to the complaint.

(c) If the Governing Body is unable to resolve the complaint within two months, the matter shall be submitted to a three-person subcommittee of Trustee members appointed by the Governing Body. No Governing Body member who is the subject of the complaint shall participate in the selection of the sub- committee members, and no Governing Body member shall be appointed to sit as a member of the sub- committee. No person may sit on this subcommittee more than once in any year or more than twice in any five years.

(d) Except as otherwise provided in subsection (e), if it is determined after completion of an investigation that a member of the Governing Body engaged in inappropriate conduct, the Governing Body may, by a vote of a majority of the members of the Governing Body (not counting the Governing Body member who is the subject of the complaint), impose the following penalties:

(1) For a first offense, the Governing Body member shall be given a verbal

reprimand by the Governing Body;

(2) For a second offense, the Governing Body member shall be given a written warning and will be directed by the Governing Body to provide a written apology to the appropriate person(s) within five calendar days. A refusal to provide the written apology shall be deemed to be an automatic resignation from the Governing Body, effective on the sixth calendar day after the penalty was imposed.

(3) For a third offense, the offending Governing Body member shall be recommended to the Trustee Members for removal from the Board, and bar from any further service on either the Governing Body or the Operating Committee. The Trustee Members shall act on the recommendation in accordance with the procedure set forth in subsection (e) of this section.

(e) If after completion of an investigation, it is determined by the Governing Body that the misconduct of a Governing Body member warrants such action regardless of the number of prior offenses, the Governing Body may, by a majority vote of its members, recommend that the Trustee members permanently remove the offending Governing Body member from serving on either the Governing Body or the Operating Committee. The Governing Body member who is the subject of the proposed action shall not vote. Disqualification from further service on the Governing Body and/or Operating Committee shall require the affirmative vote of the majority of the Trustee members present at a meeting called by the Governing Body for that purpose. The Governing Body member who is the subject of the vote shall not have the right to vote.

Section 5.13. Compensation. Members of the Governing Body shall not receive any compensation for their services.

#### Article VI - Operating Committee

Section 6.1. Authority. The Operating Committee shall have the authority and responsibility for managing the day-to-day operations of the Temple in accordance with the general direction of the Governing Body, these Bylaws, and the budget approved by the Governing Body. The responsibilities of the Operating Committee include, but are not limited to:

- (a) Arranging and conducting all weekly programs, including Saturdays, Sundays and major events;
- (b) Arranging parsadam;
- (c) Arranging Temple maintenance;
- (d) Maintaining a manual of operating policies;
- (e) Maintaining and accounting for the Temple's financial affairs, including making weekly deposits, timely paying Temple bills and expenses, and submitting monthly financial statements to the Governing Body.

Section 6.2. Number of Members. Except as provided in Section 6.3 of this Article, the Operating Committee shall have a minimum of three members and a maximum of five members.

Section 6.3. Tenure

The tenure of the Operating Committee is three years. The members of the Operating Committee shall be appointed by the Governing Body as stated in Article V, Section 5.1(e).

To ensure a smooth transition of the new Bylaws, the term of the current Executive Committee will be extended for one year. Then, the members shall be appointed by the Governing Body as per the procedure discussed in these Bylaws. The tenure of each member of the Operating Committee shall be determined by the raffle draw. Two members shall serve for three years on the Operating Committee, other two members shall serve two years, and one member shall serve one year. Once the tenure of the Operating Committee member expires, the Governing Board shall appoint a new member incorporating the three years term as of the member whose tenure expired.

Section 6.4. Term Limits. No family member (husband and/or wife) shall serve more than two terms as a member of the Operating Committee in any 10-year period starting January 1, 2021. Total service between spouses cannot exceed 6 years in a 10-year period. There shall be minimum of one-year gap between the term of a family member on either Governing Body and/or Operating Committee (a family member may not serve consecutive terms on Governing Body and/or Operating Committee without a one-year gap in service).

Section 6.5. Qualifications. No person may be selected or appointed to the Operating Committee unless that person is a Trustee member, Benefactor or has been a General member for at least three years. Members of the Operating Committee must be of good moral character and must uphold the Bylaws. Each member of the Operating Committee must donate a minimum of one thousand dollars (\$1,000.00) to the Temple in each calendar year within first six months of the year in which that person serves on the Committee. Failure to make the required donation shall be construed as an automatic resignation, and disqualification of the person from future service on the Committee. No person may serve on the Operating Committee if another person related to him or her by marriage or blood already serving on the either Committees (Governing Body or Operating Committee). For the purposes of this section, the term "related" means related by blood or marriage.

Section 6.6. Selection. The members of the Operating Committee shall be appointed by the Governing Body as stated in Article V, Section 5.1(e). To ensure a smooth transition of the new Bylaws, the term of the current Executive Committee will be extended until December 31, 2020. During this extended period, existing Board of Trustees will select the new Operating Committee. The first Operating Committee will have staggered term as follows: two members for three years, two members for two years and one member for one year. The Operating Committee will begin its operations on January 1, 2021. Four major criteria for selections will be considered. They are donations, service, attendance and ability to serve to the temple. The raffle system will be used if there is no consensus in Governing Body deliberation in selection of new Operating Committee

member/s.

Section 6.7. Officers. At its first regular meeting of each calendar year, the members of the Operating Committee shall select a President, Vice President, and Secretary from among their members. The term of each office shall be one year. No member of the Committee shall hold any single office for more than two years during his/her term. Treasurer who is a member of Operations Committee shall be selected by the Governing Body. Also, Treasurer must have a basic knowledge of accounting principles and computer skills.

- (a) The Committee President shall serve as the chief Operating officer for the day-to-day operations of the Temple. The President shall be responsible for operating within the budget established by the Governing Body and in accordance with the policy guidelines established by the Governing Body. The President may sign checks drawn on the Temple's operating account. The President or his/her duly authorized designee shall execute contracts for minor repair and maintenance work (no more than \$500.0), and run Committee meetings in accordance with any guidelines adopted by the Committee. All checks must also be signed the Vice President, the Secretary or the Treasurer. The Committee Vice President shall temporarily assume the responsibilities of the President in the absence of or at the direction of the Committee President. The Vice President shall assume the responsibilities of the Treasurer or Secretary in the absence of the individuals who otherwise hold those positions.
- (b) The Committee Secretary shall be responsible for maintaining records of the Operating Committee, including all agendas and minutes of the Committee, giving notice of special Committee meetings, and maintaining a current list of the addresses, telephone numbers and e-mail addresses of each member of the Committee where notices may be sent. The secretary shall also maintain a current list of the mailing addresses of each General member. The secretary shall perform such additional duties as may be assigned by the President. Minutes of all meetings of the Operating Committee shall be made available to any Member upon a reasonable request. The Secretary shall perform all duties in accordance with the requirements of these Bylaws and any guidelines adopted by the Committee. In the event of a conflict between these Bylaws and any guidelines adopted by the Committee, the Bylaws shall govern.
- (c) The Committee Treasurer is responsible for Temple finances and accounting. The treasurer shall:
  - (1) Treasurer will report to Chairman of the Governing Body as well as President of the Operating Committee and will work with operating committee on all operations related activities.
  - (2) Maintain two Temple accounts - an operating account and a general account. After appropriate disbursements, and except as provided below, all monies received shall be deposited into the operating account. Two signatures are required for any

withdrawal from the operating account. Only the President of the Operating Committee, the Vice President of the Operating Committee, the Secretary and the Treasurer may sign for withdrawals from the operating account. Any checks written to a person and/or corporation cannot be signed by same person issuing the check. The general account shall be used solely for future Temple activities. All funds not reasonably necessary for day-to-day operations (no more than six months expenses based on previous six months average) shall be transferred from the operating account to the general account on a quarterly basis. Special funds raised for a new Temple shall be deposited directly into the general account. Only the Chairman of the Governing Body or its designee and the Treasurer of the Operating Committee shall be authorized to sign for withdrawals from the general account, and the signatures of both individuals shall be required;

(3) Maintain a list of all donors, showing the amounts donated. The list shall be provided to the Operating Committee and the Governing Body on a quarterly basis;

(4) Prepare and distribute receipts for donations on a timely basis;

(5) Submit monthly financial statements to the Operating Committee for approval before the end of the third week of each month, and thereafter submit the approved statements to the Governing Body. Post of financial statements (income, expenses and balance sheet) in the Temple on a monthly basis.

(6) Submit all financial statements to the Certified Public Accountant retained by the Governing Body for review on a quarterly basis, and submit all the Temple finances to the CPA for auditing and tax purposes on an annual basis.

(7) Ensure timely preparation of all tax and other legally required financial documents for submission to the IRS and other regulatory agencies; and

(8) Perform such other obligations that are imposed on the Treasurer by law.

(9) Must follow current procedure of Managing Assets and Finances of SAVC.

(d) The officers shall perform the duties assigned by these Bylaws on a regular basis, and failure to do so shall be grounds for removal from that office by the majority vote of the Governing Body. At the expiration of the one-year term, each officer shall promptly (in no event more than 30 days) provide all relevant documents (including digital and hard copies) related to the duties performed by the office to his/her successor.

(e) Any officer may resign from his or her position as an officer by giving written notice to the Committee, the Committee President, or the Committee Secretary. A written resignation may be delivered personally, by mail or by electronic transmission. Any such resignation shall automatically take effect on the date the written notice is received, or on the effective date stated in the written resignation. Once delivered, a written resignation may not be

withdrawn. No action by the Committee shall be required to make the resignation effective.

Section 6.8. Meetings.

(a) Regular meetings of the Operating Committee shall be held twice each month on dates and times designated by the Committee. If a schedule of regular meetings is approved by the Committee, no further notice of said meetings is required. If a schedule of regular meetings is not approved by the Committee, notice of each regular meeting shall be provided in the same manner as for the special meetings. The first regular meeting of each calendar year shall be held on the first Sunday of the year.

(b) Special meetings of the Operating Committee may be called by the President, the Vice President when acting in the capacity as the President, the Committee Secretary, or any two members of the Committee. Unless otherwise designated in the notice, special meetings shall be held at the Temple. The notice shall state the date, time and location of the special meeting, and the general purpose of the meeting. Special meetings may be held on 14-day notice if notice is served by mail, and on 48 hour notice if notice is personally served. Personal service may be accomplished by hand delivery, telephone, text message, or e-mail. Each member of the Committee shall provide to the Committee Secretary a current address, telephone number and e-mail address where the notice may be sent. Only the matters described in the notice of the special meeting may be discussed and/or acted upon at the special meeting.

(c) Notice of a meeting need not be given to any member of the Operating Committee who has provided a written waiver of notice or written consent to hold the meeting. Attendance at a meeting without notice shall constitute a waiver of notice unless a protest regarding the lack of notice is made prior to or at the commencement of the meeting. Any member of the Committee who approves the minutes of a meeting in writing shall also be deemed to have waived any lack of notice of the meeting. Written waivers and/or consents to meetings shall be maintained by the Committee Secretary and included in the minutes.

(d) A majority of the members of the Operating Committee shall constitute a quorum for the transaction of business at any meeting of the Committee. If less than a majority of the members of the Committee are present at a meeting, a majority of the members present may adjourn the meeting from time to time without further notice. A meeting at which a quorum is initially present may continue to transact business notwithstanding the withdrawal of members, provided that any action taken is approved by at least a majority of the required quorum for such meeting.

(e) Every act taken or decision made by a majority of the Committee members present at a meeting duly held at which a quorum is present is the act of the Committee unless the Articles of Incorporation, these Bylaws, or a provision of the California



Nonprofit Religious Corporation Law (particularly those provisions relating to appointment of committees [currently Corporations Code section 9212], approval of contracts or transactions in which a Director has a material financial interest (currently Corporations Code section 9243), and indemnification of Directors [currently Corporations Code section 9246e]) require a greater percentage or different voting rules for approval of a matter by the Committee.

(f) Any action required by these Bylaws or by law to be taken at a meeting of the Committee, or any action which may be taken at a meeting of the Committee, may be taken without a meeting if a written consent setting forth the action taken is signed by all of the members of the Committee.

(g) Any meeting, regular or special, may be held by a telephone conference call, electronic video screen communication, or similar communications equipment, so long as all members of the Committee participating in such meeting can hear one another. Participation in a meeting by use of such technology shall constitute presence in person at the meeting provided that: 1) all members participating in the meeting can concurrently communicate with all other members present, and 2) each member has the ability and the right to fully participate in the meeting.

(h) The Operating Committee may, by a vote of a majority of the members of the entire Committee at a meeting at which a quorum is present, establish sub-committees from time to time and establish the tasks of said sub-committees. No sub-committee may be delegated the authority to make final binding decisions on matters that require Committee's approval.

#### Section 6.9. Removal/Resignation.

(a) A member of the Operating Committee may be removed from the Committee only for a cause shown, which is defined as follows:

(1) The Committee member has been declared of unsound mind by a final order of court.

(2) The Committee member has been convicted of a felony.

(3) The Committee member fails to attend any six meetings or four consecutive regular pre-scheduled bi-weekly meetings of the Committee in a calendar year, which shall be deemed to be an automatic resignation. An absence caused by a medical emergency shall not be counted as an absence under this section.

(4) The Committee member fails to adhere to the qualifications of membership required for Committee members in these Bylaws.

(5) The Committee member fails to adhere to Bylaws, has been given two prior notices for non-conformance and has two thirds of majority votes in the Governing

Body to remove that Committee member.

(b) Any member of the Operating Committee may resign by providing written notice to the President of the Committee, the Vice President, the Committee Secretary, or to the Committee. A written resignation may be delivered personally, by mail or by electronic transmission. Once delivered, a written resignation may not be withdrawn. Unless the notice specifies a later time, the resignation shall be effective upon the delivery of the notice. No action by the Committee is required to make the resignation effective. If the resignation would leave the Committee with less than four members, the resignation shall not be effective until a new Committee member is appointed.

(c) Any vacancy occurring on the Operating Committee by reason of death, resignation, removal for cause, or increase in the number of Committee members shall be filled by the Governing Body. If the vacancy would cause the number of Operating Committee members to fall below three, the remaining members of the Committee, with the consent of the Governing Body, shall select a qualified person to serve on an interim basis pending the selection. An Operating Committee member appointed or selected to fill a vacancy must meet the qualifications for the position.

Section 6.10. Complaints and Penalties.

(a) Every member of the congregation shall have the right to submit a written complaint regarding one or more members of the Operating Committee. A complaint shall be deemed received when delivered to the President of the Committee, the Vice President of the Committee, the Committee Secretary, or the entire Committee. A complaint must contain full contact information of congregation member/s.

(b) The Operating Committee shall make a good faith effort to resolve all complaints within thirty days of the receipt of the complaint. No Committee member who is the subject of the complaint shall participate in the resolution of the complaint as a Committee member. During the time that the complaint is being investigated, both the complaining party and the Committee member who is the subject of the complaint should refrain providing unsolicited information to the Committee or otherwise responding to the complaint.

(c) Except as otherwise provided in subsection (d), if it is determined after completion of an investigation that a member of the Operating Committee engaged in inappropriate conduct, the Committee may, by a vote of a majority of the members of the Committee, impose the following penalties:

(1) For a first offense, the Committee member shall be given a verbal reprimand by the Operating Committee;

(2) For a second offense, the Committee member shall be given a written warning and will be directed to provide a written apology to the appropriate person(s) within five calendar days. A refusal to provide the written apology shall be deemed to be an automatic resignation from the Committee, effective on the sixth calendar day after

the penalty was imposed.

(3) For a third offense, the offending Committee member shall be recommended for removal from the Committee effective and bar from any further service on either the Governing Body or the Operating Committee. The offending serving member shall act on the recommendation in accordance with the procedure set forth in subsection (d) of this section.

(d) If, after completion of an investigation by the Operating Committee, it is determined that the misconduct of a Committee member warrants such action regardless of the number of prior offenses, the Committee may request that the Governing Body to commence an action to permanently remove the offending Committee member from serving on either the Operating Committee or the Governing Body. If a majority of the members of the Governing Body affirmatively vote to do so, the Governing Body shall recommend that the offending serving member is permanently removed from serving on either the Operating Committee or the Governing Body. Once removed this person can not request a reconsideration with a different Governing Body.

Section 6.11 Compensation. Members of the Operating Committee shall not receive any compensation for their services.

#### Article VII - Committees

Committees will be appointed by the Governing Body and/or Operating Committee as needed. Grievance Committee- A random three trustee members will be solicited to serve on grievance committee to address any termination of congregation membership. The raffle system will be used if more than three trustee members have volunteered to serve on the committee. Grievance committee member shall not be a member of either the Governing Body or the Operating Committee. If a member is on the Governing Body or Operating Committee, their spouse cannot serve on the Grievance Committee.

#### Article VIII. Contracts, Checks, Deposits and Funds

Section 8.1. Contracts. The Governing Body may authorize any officer or officers, or agent or agents of the Corporation, in addition to the officers so authorized by these Bylaws, to enter into any contract or licensing agreement, or execute and deliver any instrument in the name of and on behalf *of* the Corporation, and such authority may be general or confined to specific instances.

Section 8.2. Checks, Drafts, Etc. All checks, drafts or orders for the payment of money, notes or other evidences of indebtedness issued on the name of the Corporation, shall be signed by such officer or officers, agent or agents of the corporation and in such manner as shall from time to time be determined by resolution of the Governing Body. Any such resolution shall be consistent with the requirements of these Bylaws, including provisions relating to the number of signatures required and the officers authorized to sign.

Section 8.3. Deposits. All funds of the Corporation shall be deposited from time to time to the credit of the Corporation in such banks, trust companied or other depositaries as the Governing

Body may select.

Section 8.4. Gifts. The Governing Body may accept on behalf of the Corporation any contribution, gift, bequest or devise for the general purposes or for any special purpose of the Corporation.

Section 8.5. Loans. No loans shall be contracted on behalf of the corporation and no evidence of indebtedness shall be issued in its name unless authorized by resolution of the Governing Body. Such authority may be general or confined to specific instances.

#### Article IX. Books and Records

Section 9.1. Corporate Records. The Corporation shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its Governing Body, Operating Committee and committees having any of the authority of the Governing Body or Operating Committee. All books and records of the Corporation may be inspected by any member of the Governing Body or the Operating Committee, or his/her agent or attorney, for any proper purpose at any reasonable time. All records will be stored at the Principle office.

Section 9.2. Corporate Seal. The Governing Body may adopt, use, and at will alter, a corporate seal. Such seal shall be kept at the principle office if the Corporation. Failure to affix the seal to corporate instruments, however, shall not affect the validity of any such instrument.

Section 9.3. Calendar Tax Year. The calendar tax year of the Corporation shall be from January 1 to December 31 of each year.

#### Article X. Amendment of the Bylaws

These Bylaws may only be amended by a vote of Lifetime General Members, Trustee Members, Lifetime Trustee Members and Benefactor Members by minimum of the two thirds of the majority at the meeting called for this very specific purpose. A minimum of 30-day notice of the meeting shall be given. Notice may be given by mail and by posting notice in a conspicuous location at the Temple. The voting shall be done by a secret ballot.

Article XI. Amendment of the Articles

Under no circumstances, the purpose of the Articles of Incorporation may be amended.

Article XII. Prohibition Against Sharing Corporate Assets

No Member, Trustee, Lifetime Trustee, Benefactor Member, Operating Committee member, officer, employee or other person connected with this Corporation, or any private individual shall receive at any time any of the net earnings or pecuniary profit from the operations of the Corporation, provided, however, that this provision shall not prevent payment to any such person of reasonable compensation for services performed for the Corporation in effecting any of its religious purpose, provided that such compensation is otherwise permitted by these Bylaws and is fixed by resolution of the Governing Body; and no such person or persons shall be entitled to share in the distribution of, and shall not receive, any of the corporate assets on dissolution of the Corporation.

SIGNATURES TO FOLLOW ON THE NEXT PAGE

V. Rathi 12/10/2019  
M. S. Shah 12/10/2019  
Rashe H. Patel 12/10/2019  
Ashvin. V. Patel 12/10/2019  
Ketan Rehman 12/12/2019

We, the undersigned members of the Society for the Advancement of Vedic Culture with the authority to amend the current ByLaws certify that these amended ByLaws were duly adopted by a vote of a two third majority of the members of the Board of Trustees and Executive Committee present at a meeting duly held on \_\_\_\_\_, 2019.

Dated: 12/10/2019

- V. Pater

Dated: 2/10, 2019

- M. S. J.

Dated: 12/10/2019

- Mar Beh

Dated: 12/10/2019

- Q. S.

Dated: 12/10 .2019

- Ashvin. V. Pater

Dated: 12/10/2019

- Kundan Kun

Dated: 12/12 .2019

- Ketan Resham

Dated: .2019

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