

BYLAWS
OF
THE TRI CITY HINDU TEMPLE

Incorporated under the Laws of the State of Michigan

These are the Bylaws of the Tri City Hindu Temple, as adopted by the General Membership of the Temple, effective as of November 13, 2010

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ARTICLE I
EFFECTIVE DATE, NAME, AND LOCATION

- Section 1:** **Effective Date:** The Effective Date of these Bylaws of the Tri City Hindu Temple shall be November 13, 2010.
- Section 2:** **Name:** The name of the organization shall be the Tri City Hindu Temple (the “Temple”)
- Section 3:** **Location:** The Temple shall be located at **3311 Temple Court, Saginaw, MI 48604.**

ARTICLE II:
MISSION AND OBJECTIVES

Section 1: **Mission Statement.**

The Mission of the Tri City Hindu Temple consists of the following:

- i) To establish, build and operate a traditional style Hindu temple;
- ii) To promote religious, spiritual, cultural, civic, educational and social improvement among those who belong to the Hindu faith and to perpetuate the traditions and values of the Hindu religion;
- iii) To support such humanitarian causes as the members of the temple may deem appropriate;
and
- iv) To maintain and promote interreligious harmony, tolerance, goodwill and understanding.

ARTICLE III

MEMBERSHIP IN THE TEMPLE

Section 1: Membership Categories:

Membership in the temple shall consist of three categories. These are: (a) non-voting members; (b) ordinary voting members; (c) lifetime voting members. Ordinary and lifetime voting members together shall constitute the general body of the Temple (the "General Body").

Section 2: Eligibility:

- (a) Non-voting Members: Non-voting membership of the temple shall be bestowed upon individuals who meet the following requirements:
 - i) They are be at least 21 years of age
 - ii) They are of Hindu extraction and / or practice the Hindu religion, or be the spouse of such an individual
 - iii) Even if they are born outside the Hindu faith, their values and beliefs are consistent with those of Hinduism
 - iv) Membership shall be bestowed without regard to a person's sex, color, mother tongue, or national origin

- (b) Ordinary Voting Members: Voting members of the temple shall fulfill the following requirements, in addition to those listed above for non-voting members:
 - i) They should have contributed a minimum of \$1,000 to the Temple, and have pledged to continue to make a minimum of four more such contributions (totaling \$5,000) within a period not exceeding 5 years.
 - ii) To maintain their voting rights, members shall contribute a minimum of \$100 annually to the temple, after expiration of the initial five-year period. (The five year period shall be deemed to commence on the date these bylaws go into effect, namely November 13, 2010.)

- (c) Lifetime Voting Members: Lifetime members of the temple shall fulfill the following requirements, in addition to those listed above for non-voting members:
 - i) Lifetime membership in the temple shall be bestowed upon eligible members who have contributed a minimum of \$10,000 to the temple fund and have pledged to make at least four more such contributions (totaling \$50,000) within a period not exceeding five years. Such individuals and their spouses shall be considered Voting Members in good standing for life and shall designate to the General Body which of them shall exercise their voting rights.

Section 3: Removal of a Member from the Temple's General Body:

- (a) An Ordinary Voting Member may be removed for cause from the primary membership of the General Body by a four-fifths majority of the General Body Members voting at any Annual or specially-convened General Body meeting. Notice of the intent to remove a member must be sent in writing to the member's last-known address twice, the first a minimum of four

weeks and a maximum of six weeks and the second a minimum of two weeks and a maximum of four weeks before the meeting during which the vote to remove the member is held.

- (b) In order to remove a lifetime member, a four-fifths majority vote of the Board of Trustees is required, in addition to a four-fifths majority of the General Body.

Section 4: Meetings of the General Body

- (a) Annual Meeting: There shall be one annual meeting of the General Body of the Temple. Non-voting members are eligible to attend the meeting and contribute to the discussions. However, they shall have no vote in any decision concerning the temple, and shall not be considered part of the General Body. The date for the annual meeting shall be determined before January 1, 2011, by a two-thirds majority of the General Body.
- (b) Special meetings: A special meeting of the General Body may be called at any time by the Chairman or the Vice Chairman of the Board of Trustees, or by request to the Chairman of the Board of Trustees by a minimum of 10% of the General Body. Written notice of the time, place and purpose of such meeting shall be communicated to all General Body members at least fifteen days prior to the date of the meeting.
- (c) Quorum: The required minimum number of General Body Members or their representatives present at a meeting (Annual or Special) shall total at least 20% of the total voting members, in order to constitute a quorum. If no quorum is present, the presiding officer shall adjourn the meeting, to be re-convened no later than 30 days after such adjournment. No minimum number is required for a quorum at such a re-convened meeting; any members present shall constitute the quorum.
- (d) Voting by Proxy: General Body Members in good standing may vote by proxy on any matter concerning the temple or its operations during General Body meetings. Proxy holders must also be members in good standing. Proxies must be in writing and duly authenticated, and no single member may hold proxies for more than two members at any one meeting.

ARTICLE IV

BOARD OF TRUSTEES

Section 1: Composition:

The Board of Trustees of the Temple (the "Board") shall be comprised of members of the Temple's General Body. The members of the Board (the "Trustees") shall be drawn from the General Body as follows:

- i) All members who have contributed a minimum of \$20,000 to the Temple and have pledged at least four more such contributions within a period not exceeding five years shall be deemed lifetime Trustees ("Lifetime Trustees"). They shall remain Trustees for life, and can only lose their place on the Board if they are removed from the General Body for cause.
- ii) Five Trustees shall be elected from among those members who have contributed a minimum of \$10,000 and have pledged to make at least four more such contributions within a period not exceeding five years.

- iii) Five Trustees shall be elected from among those members who have contributed a minimum of \$5,000 and have pledged to make at least four more such contributions within a period not exceeding five years.
- iv) Four Trustees shall be elected from the remaining members of the General Body who meet the requirements set forth in Article III of these Bylaws and continue to remain in good standing.

Section 2: Qualifications:

The only qualification necessary to be a Trustee is that an individual be a member of the General Body in good standing.

Section 3: Terms of appointment:

A Trustee, with the exception of Lifetime Trustees, shall be elected for a term of three years. An individual may be re-elected for one more term, but shall not serve more than two consecutive terms. A full three years must elapse before the individual is eligible for a third term. An individual may be re-elected any number of times, provided the above conditions are met.

Section 4: Officers:

The Board shall elect the following officers from amongst themselves. These officers shall constitute the Executive Committee of the Board. The duties of the Executive Committee are specified in Article V.

- i) Chairman
- ii) Vice-Chairman
- iii) Secretary
- iv) Assistant Secretary
- v) Treasurer
- vi) Assistant Treasurer

Each officer of the Executive Committee (the “Officers” and, individually, an “Officer”) shall be nominated by a Trustee, seconded by another, and elected by secret ballot with the individual receiving the highest number of votes being elected to the particular office. In addition to the Officers listed above, the Board may appoint Officers from among the General Body, and the Officers so appointed shall also be a part of the Executive Committee.

Section 5: Frequency of Meetings:

The Board shall meet at least once every three months on a date to be determined at the preceding meeting, by a simple majority of the attending members.

Section 6: Special Meetings:

Special meetings may be called by the Chairman of the Board either of his own volition or at the behest of other members, with the approval of at least a third of the sitting membership of the Board.

Section 7: Quorum:

A simple majority of the total number of Trustees including Lifetime Trustees and elected Trustees shall constitute a quorum of the Board for transacting Temple business (“Quorum”).

Section 8: Actions of the Board of Trustees:

Except as provided in these Bylaws or by Law, every act, or decision, by the Trustees present at any meeting of the Board at which Quorum has been established shall be an act of the Board. Furthermore, any meeting of the Board at which Quorum has been established may continue to transact business notwithstanding subsequent loss of Quorum, with any action following such loss of Quorum approved by a majority of the members then present being deemed an act of the Board, except where the same is specifically prohibited by these Bylaws or by Law.

Section 9: Conduct of Meetings:

Meetings shall be conducted by the Chairman of the Board. In the absence of the Chairman, the vice-Chairman shall conduct the meeting. In the absence of both the Chairman and the vice-Chairman, a Trustee designated by the other Trustees present shall conduct the meeting.

Section 10: Approval of Decisions:

- i) All decisions must be approved a simple majority of the Trustees present at the time of the vote, subject to the condition that a quorum must have been present at the start of the meeting.
- ii) Decisions determined to be of major consequence to the Temple (as determined by the Board) must be approved by at least a two-thirds majority of the Trustees present.

Section 11: Adjournment:

A majority of the Trustees present at a meeting, whether or not a Quorum is present, may vote to adjourn such meeting to another time and place. If the meeting is adjourned for more than 24 hours, notice of such adjournment must be given at least 12 hours before the time of the new meeting to Trustees who were not present at the adjourned meeting.

Section 12: Attendance:

Elected Trustees are required to attend all regularly-scheduled meetings of the Board, and as many special meetings as they can. Absence from regularly-scheduled meetings must be excused by the Chairman of the Board. Absence from two consecutive meetings must be approved by a majority vote of the Trustees present. Two consecutive unexcused absences will be grounds for removal of the Trustee from the Board. Lifetime Trustees have no requirement of attendance.

Section 13: Removal of Trustees:

The Board may declare vacant the office of a Trustee and effectively remove him or her from the Board on the occurrence of any of the following:

- a) The Trustee has been declared of unsound mind by a court of law;

- b) The Trustee has been convicted of a felony by a court of law;
- c) An elected Trustee has been absent from two consecutive meetings without such absence being properly excused as provided in these Bylaws;
- d) A Trustee has been removed from the Temple's General Body;
- e) A Trustee has lost his or her good standing in the General Body due to non-payment of annual dues; or
- f) A Trustee has committed an act that violated these Bylaws, and such act was deemed harmful or detrimental to the Temple and its members by the General Body under the provisions of these Bylaws.

Section 14: Election of Trustees:

During the two-month period beginning October 1 and ending November 30 each year, the Board shall appoint an election commissioner (the "Commissioner") who shall conduct and oversee the election of Trustees to fill any vacancies that may arise at the end of the year. Trustees so elected shall assume office on January 1 of the following year. The election of Trustees shall be conducted in the following manner:

- a) The Election Commissioner shall seek nominations for the vacant position (s) from among the eligible members of the General Body.
- b) The Commissioner shall give a minimum of one week for the submission of nominations.
- c) Nominations must be submitted by a General Body member in good standing.
- d) All nominations must be seconded by another member in good standing.
- e) The names shall then be circulated by the Commissioner to all eligible members of the General Body.
- f) The Commissioner shall then ask the Chairman of the Board to convene a General Body meeting for the purpose of conducting elections. If the annual General Body meeting of the Temple happens to fall during this time, the election may be conducted during that meeting.
- g) The election may be conducted by open ballot or secret ballot as determined by the Commissioner.
- h) Only members of a particular membership category shall vote for candidates seeking a post in that category.
- i) Members unable to attend the meeting may either vote by proxy or send their vote to the Commissioner with due authentication.
- j) If necessary, elections may be conducted by telephone or by electronic mail, as long as all eligible voting members are included in the process.

ARTICLE V:

EXECUTIVE COMMITTEE

Section 1: Composition:

- a) The Officers listed in Article IV, Section 4 above shall constitute the Executive Committee of the Board.

- b) Additional members can be appointed to the Executive Committee from among the general membership by the Board if found necessary.

Section 2: Term:

Each member of the Executive Committee shall be elected or appointed for a term of three years.

Section 3: Actions:

The Executive Committee shall carry out the actions necessary to perform the duties listed below. All actions of the Executive Committee shall be carried out on behalf of the Board, and must be ratified by a simple majority vote of the Board at its next meeting.

Section 4: Duties:

The Executive Committee shall be responsible for the following:

- a) Maintaining and operating an account in a local Bank under the name “Tri City Hindu Temple” and depositing all donations and other receipts into that account as stipulated in these Bylaws. The choice of the Bank shall be approved by a simple majority of the Board. Withdrawals from the account may be made by an Officer authorized to operate the account, with the provision that withdrawals exceeding \$1,000 shall require signatures of two Officers.
- b) Hiring of the necessary personnel for the operation of the Temple unless otherwise specified in these Bylaws.
- c) Appointing the various committees responsible for conducting and overseeing the day-to-day activities of the Temple.
- d) Safeguarding and maintaining all properties and assets of the Temple.
- e) Maintaining the Temple’s non-profit status and complying with the Laws of the State of Michigan and any other applicable federal or state laws.
- f) Maintaining a proper record of all transactions, including financial transactions.
- g) Maintaining proper records of all proceedings of General Body meetings, Executive Committee meetings and meetings of the Board.
- h) Providing information regarding the Temple and its activities to any Trustee or General Body member who seeks such information, within fifteen days following such request.

Section 5: Quorum:

Attendance by 50% of the total membership of the Executive Committee shall constitute a quorum. If quorum is established at the start of the meeting, it shall not be affected by subsequent departure of members.

ARTICLE VI

TEMPLE CONSTRUCTION AND DEITY INSTALLATION

Section 1: Temple Construction:

All major decisions concerning the construction of the Temple, such as the budget, architectural plans, layout, facilities, etc. must be approved by a simple majority of the Temple's General Body who are in attendance at a duly constituted meeting at which a quorum is present. If any changes are to be made to a previously-approved decision, a special meeting of the General Body shall be convened for the purpose.

Section 2: Deity Installation:

All major decisions concerning Deities, such as the deities themselves, their location, design, size, composition, number, etc. shall be approved by a simple majority of the Temple's General Body who are in attendance at a duly constituted meeting at which a quorum is present. If changes are to be made to any previously-approved decision, a special meeting of the General Body shall be convened for the purpose.

ARTICLE VII

RECORDS AND REPORTS

Section 1: Records:

The Executive Committee shall maintain written records of all transactions pertaining to the Temple. Such records shall be kept in a secure place under care of a duly-authorized Officer of the Executive Committee. The following conditions are stipulated, concerning these records:

- a) Information concerning donations: Written records of all donations to the Temple must be scrupulously maintained, including names of the donors, amounts donated, and date of donation. The identity of donors may be kept confidential, if the donors so desire. The identity of donors who wish to remain anonymous shall be known only to the Trustees of the Temple, and they are required to keep such information confidential. Revealing the identity of donors who wish to remain anonymous to unauthorized individuals shall be deemed a violation of these Bylaws.
- b) Receipts: The Executive Committee shall issue receipts to all donors on the official stationery of the Temple with the Temple's non-profit status duly shown. The receipts shall be signed by the Treasurer or the Assistant Treasurer of the Board. A copy of every receipt shall be retained as a permanent record.
- c) Cash or Hundi Donations: Donations received in cash or deposited by devotees in the Hundi shall be tallied in the presence of at least two individuals, one of whom must be a Trustee and the other any General Body Member in good standing. Such donations shall then be deposited into the Temple's bank account within 48 hours.
- d) Information concerning disbursements: Written records of all disbursements must be scrupulously maintained, in a manner consistent with the Laws of the State of Michigan and

Generally Accepted Accounting Principles. The Executive Committee may engage the services of a professional such as a Certified Public Accountant for such purpose, if no qualified volunteer is available.

- e) Audits: All financial records of the temple must be audited by an individual appointed for the purpose by the Board. Such an audit must be carried out at least once a year, and the report of the auditor must be presented at the annual General Body Meeting and included in the Temple's Annual Report. The Auditor must be someone other than a Trustee. The Auditor shall be subject to the same conditions of confidentiality concerning the identities of donors wishing to remain anonymous as applicable to the Trustees. If a qualified individual cannot be found among the General Body members, an external auditor may be appointed. Such individual must be a Certified Public Accountant.

Section 2: Reports:

- a) Annual Report: The Board shall make available an Annual Report containing all relevant details of the events that transpired during the preceding year. This report shall contain up-to-date financial information duly authenticated by an Auditor. A copy of the Annual Report shall be given to each voting member at the annual General Body meeting of the Temple.
- b) Meeting Minutes: Minutes of the quarterly meetings of the Board, the annual General Body meeting, and other meetings convened under the provisions of these Bylaws shall be recorded by the Secretary or Assistant Secretary of the Board, or another individual designated for that purpose. Such minutes shall be maintained by the Secretary of the Board and produced if requested by members under the provisions of these Bylaws.

ARTICLE VIII

INDEMNIFICATION AND INSURANCE

Section 1: Indemnification of Agents:

Any person acting on behalf of the Temple under due authorization as provided under these Bylaws shall be deemed an Agent of the Temple, and shall be indemnified by the Tri City Hindu Temple to the maximum extent permissible under the Laws of the State of Michigan for liabilities resulting from such actions. Any provisions set forth in the Temple's Articles of Incorporation are incorporated herein by reference.

Section 2: Insurance of Agents:

The Tri City Hindu Temple shall have the power to purchase and maintain insurance to the fullest extent permissible under the Laws of the state of Michigan on behalf of any of its Agents, against any liability asserted against or incurred by the Agent in such capacity or arising out of the Agent's status.

ARTICLE IX

AMENDMENT OF THE BYLAWS

These bylaws may be amended at any time by a simple majority of the Board. The amended bylaws must be ratified by a simple majority of the General Body. The amended bylaws will go into effect on the date they are ratified by the General Body.

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