

**PROPOSED**

**BY-LAWS**

**OF JAIN SOCIETY OF GREATER CLEVELAND**

**A NONPROFIT CORPORATION**

**8-23-2015**



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## **ARTICLE 1. INTRODUCTION**

### **1.01. Definition of By-Laws**

These By-laws supplement the Code of Regulations adopted by the Jain Society of Greater Cleveland (hereinafter also referred to as Corporation and/or JSGC) to assist in the management of its affairs.

## **ARTICLE 2. MEMBERSHIP**

### **2.01. Members' Dues**

The dues payable to the Corporation by Members of each class shall be as follows:

- A. Lifetime Family and/or Lifetime Individual Membership: \$100.00. Lifetime Family membership includes husband, wife and children under the age of twenty-one (21) years.
- B. Family Membership: \$20.00 per calendar year. Family membership includes husband, wife and children under the age of twenty-one (21) years.
- C. Single Membership: \$10.00 per calendar year. Single Memberships are for members twenty-one (21) years and older.

The first annual or Lifetime membership dues will be payable and submitted in full with the application for membership. Future annual dues will be payable in the first quarter of every calendar year.

## **ARTICLE 3. BOARD OF TRUSTEES**

### **3.01. Roles and Responsibilities of the Board of Trustees**

The roles and responsibilities of the Board of Trustees are stated in Article 5.03 of Code of Regulations. Additionally the Board of Trustees shall be responsible for the following:

- A. The Board may deposit JSGC funds in US based bank accounts (e.g. FDIC insured savings accounts or CDs up to the FDIC insurance limit) as it may deem appropriate. The Board shall not invest any JSGC funds in any vehicle, property or instrument, including real estate that has an inherent risk of loss of principal amount deposited or invested. The Board is authorized to spend up to \$35,000 on any project approved by the majority of Board members. For expenditures exceeding this amount the Board must obtain General Body approval.
- B. Borrow money and incur indebtedness on the Corporation's behalf; and cause to be executed and delivered for these purposes, in the corporate name, promissory notes, bonds, debentures, deeds of trust, mortgages, hypothecations, and other evidences of debt and securities; for a single transaction and/or purpose not to exceed (thirty five thousand USD) \$35,000, unless a higher amount is approved by the General Body. Any indebtedness can only be authorized by BOT and if the total amount is more than \$35,000, it needs to be approved by General Body.

- C. The Board may authorize in writing to any officer or officers, agent or agents to enter into any contract or execute any instrument in the name of and on behalf of the Corporation, and such authority may be general or confined to specific instance, and unless so authorized by the Board, no officer, agent or employee shall have any power or authority to bind the Corporation by any contract or engagement or to pledge its credit or to render it liable for any purpose or to any amount.
- D. To review and approve the plan and budget presented by the EC President in a timely manner.
- E. The Board shall use reasonable efforts to facilitate a smooth transition from outgoing EC to the incoming EC.

### 3.02. Responsibilities of Chairperson of BOT

The following responsibilities of Chairperson of BOT are in addition to those defined in Article 5.07 of Code of Regulations:

- A. Chairperson shall preside over BOT meetings.
- B. Chairperson shall preside over all General Body meetings.
- C. Chairperson shall facilitate establishment or discontinuance of AD Hoc committees under BOT authority with the concurrence of majority of BOT.

### 3.03. Responsibilities of Secretary/Finance Officer of BOT

The following responsibilities of Secretary/Finance Officer of BOT are in addition to those defined in Article 5.08 of Code of Regulations:

- A. Coordinate and schedule BOT meetings as required by the Code of Regulations.
- B. Keep minutes of meetings of the BOT.
- C. Work with EC Secretary to keep voting membership directory current including records of any termination(s).
- D. Perform other duties as assigned by the Chairperson.
- E. Work with EC Treasurer to keep records and update as necessary all the assets of the Corporation. Also ensure all necessary Insurances are in effect.
- F. Pay bills and other obligations of the Jain Center that is previously approved by BOT.
- G. Issue "Final Payment of Work" for any amount only after receiving the signatures of two (2) members of the BOT or members assigned by BOT who will ensure the completion of the work for projects over \$10,000. Any one payment of more than \$5,000 shall require two authorized signatures.
- H. Not issue any payment of any amount to circumvent the policy described in the Code of Regulations or By-Laws. For example, making several payments within the limits to the same or related individual(s) or company(s) for the same or like item or material or work done is prohibited.

- I. Work with the EC Treasurer keep the books and records in proper order and available for an audit by the audit committee and/or by the external accounting firm or any other individual(s) qualified to do so and appointed by the BOT.

## **ARTICLE 4. EXECUTIVE COMMITTEE**

### 4.01. Roles and Responsibilities of the Executive Committee

The roles and responsibilities of the Executive Committee are stated in Article 6.03 of Code of Regulations. Additionally the Executive Committee shall be responsible for the following:

- A. Inviting religious scholars (with BOT input as needed) and managing their stay and lectures.
- B. Organizing religious Study camps (shibirs), Chaityaparipatis and yatras (with BOT input as needed).
- C. Jain study classes for children and adults.
- D. Managing the visits of other Jain Sanghs to our facility.
- E. Managing employees, contractors, and temporary workers within established policies and procedures, and as directed by the Board.
- F. The EC meets as often as deemed necessary by the EC members but at least once every quarter.

### 4.02. Responsibilities of President of EC

The following responsibilities of President of EC are in addition to those defined in Article 6.07 of Code of Regulations:

- A. Facilitate establishment or discontinuance of Ad Hoc committees under EC authority with the concurrence of majority of EC.
- B. Ensure efficient operation of the JSGC activities.
- C. Present a report of the JSGC's current year activities and the approved budget for the following year at Annual General Body meeting.

### 4.03. Responsibilities of Secretary of EC

The following responsibilities of Secretary of EC are in addition to those defined in Article 6.09 of Code of Regulations:

- A. Keep minutes of meetings of the Executive Committee.
- B. Monitor and update JSGC's website to keep it current.
- C. Perform other duties as assigned by the EC President.

### 4.04. Responsibilities of Treasurer of EC

The following responsibilities of Treasurer of EC are in addition to those defined in Article 6.10 of Code of Regulations:

- A. Create a list of all income (eg Ghee boli, Nakra, donations etc.) and expenses.
- B. Assist BOT, EC and Auditors (Internal and/or External).
- C. Managing outgoing funds, payroll and petty cash.
- D. Obtaining and processing valid invoices prior to making payments or expense reports when making reimbursements within guidelines and appropriately counter signed.
- E. The Treasurer will provide a signed letter on JSGC letterhead to all donors annually acknowledging their donations for the calendar year as required by Internal Revenue Service.
- F. Present results of an audit of the previous fiscal year's financial audit by an independent auditing organization or certified by 3 independent members of the JSGC at the annual General Body Meeting.

To perform all functions, Treasurer can receive assistance from other member volunteers.

## **ARTICLE 5. NOMINATION / ELECTION OF BOT AND EC**

### 5.01. Nomination / Election process of Trustees and EC members

- A. All members of General Body are eligible for nominating qualified members who have indicated a willingness to serve for all open positions on the governing bodies. The nominated member should always be willing to put community interest first ahead of any other considerations.
- B. Self-nominations are permitted.
- C. Nominations committee stops accepting nominations 10 days prior to GBM.
- D. All nominations are confidential to nominations committee. All Candidates are informed about other nominated candidates soon after the committee stops accepting nominations.
- E. Allow 3 days for Candidates to withdraw voluntarily after being notified of other candidates.
- F. If fewer nominations are received then vacant positions, the committee invites, scouts, and seeks candidates from the electable members. If more nominations are received then vacant positions, the committee facilitates a consensus building process among the candidates so that election may be non-contested. Failing to arrive at such consensus, the committee submits all names to Secretary of EC for election.

The entire slate of qualified candidates standing for election will be presented to the General body by the Nomination Committee. If the number of candidates standing for election is the same as the number of Trustees and/or EC members to be elected, a majority voice vote of the General Body approving the candidates will be sufficient for the election of the Trustees and/or

EC members. In case, where the number of candidates standing for election is the more than the number of Trustees and/or EC members to be elected, voting will be by paper ballot supervised by the Secretary of the current EC. The paper ballot will show the names of all the candidates running for election and each voter will select up to the number of candidates to be elected. Ballots containing votes for more than the number of open positions will be disqualified. The candidates receiving the highest number of votes will be elected to the respective governing body. In case two or more candidates receive equal number of eligible votes, election will be by random draw conducted by EC Secretary at the same annual General Body meeting.

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