

**HINDU TEMPLE OF EASTERN WASHINGTON  
(HTEW)**

**(A NON-PROFIT, TAX-EXEMPT, RELIGIOUS  
and CULTURAL ORGANIZATION)**

**2100 Bombing Range Rd. West Richland,  
WA 99353**

Constitution Established \_\_\_\_\_, 2019

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## Article 1 - Name

The full name of this corporation shall be Hindu Temple of Eastern Washington (HTEW) hereafter referred to as the Temple, while the physical building of the Temple is referred to as the "Temple Facilities".

## Article II – Purpose

The purposes of this Temple shall be to:

1. Perform religious, spiritual, educational and cultural activities related to the Hindu faith;
2. Maintain, operate, and provide Temple Facilities to the members of the Temple for such religious; spiritual, educational and cultural activities related to the Hindu faith;
3. Support humanitarian efforts consistent with the Hindu faith;
4. Maintain and operate contracts with residential priests and other staff.

## Article III – Limitations

1. The Temple shall be operated exclusively for furthering the purpose set forth in Article II.
2. All articles of this constitution shall apply in conjunction with the Articles of Incorporation and Articles of Amendments of the Hindu Temple of Eastern Washington, as filed with the Secretary of State, Washington and shall be consistent with those articles.
3. The Temple shall not pay any compensation to any of its members, directors, or officers acting in their elected or appointed capacity, for services rendered to accomplish the purposes of Article II.

## Article IV – Offices

The principal office of the Temple shall be located at 2100 Bombing Range Rd. West Richland, WA 99353. The Temple shall also have and continuously maintain in the State of Washington a registered office which and a registered agent whose office address is identical with its registered office address. All HTEW communications to members shall come from [hsewrichland@gmail.com](mailto:hsewrichland@gmail.com) or [htewrichland@gmail.com](mailto:htewrichland@gmail.com).

## Article V – Members

1. Membership Classification and Privileges: The Temple or the general body of the organization shall have Regular (Annual and Life) members and Patron members. Membership privileges shall be as follows:
  - a. Regular (Annual and Life) Members: Voting rights, serve as members of the Board of Directors, and serve as chairpersons and members of the committees; free admissions to activities such as prayers, devotional, singing, and religious discourses; discounted admissions to cultural programs, and participation in HTEW sponsored cultural and religious activities;
  - b. Patron Members: All of the privileges for regular members and greater presence on the Board of Directors per Article VI.
2. Voting Membership Eligibility and Admission Procedure: Any person subscribing to the purposes outlined in Article II, is at least 18 years of age, and has paid the membership dues set in the Bylaws can apply to be a member of the Temple. The applicant shall fill-out a membership application, and submit it to the Secretary of the Board of Directors during the time of application. The Secretary will present the application to the Board of Directors and upon approval by at least two-thirds (2/3) votes, the Secretary will add the applicant's name to the Temple's membership roll. Any person wishing to renew their annual membership shall pay the appropriate membership dues and provide updates to his/her address, telephone number, and contact information.
3. Membership Fees and Dues: Membership fees and dues will be established annually by the Board of Directors.
  - a. Initiation Fee: There shall be no initiation fee for membership in the Temple.
  - b. Annual Membership: The annual membership dues shall be outlined in the Bylaws and payable in advance of or on December 31<sup>st</sup> of every year. Annual memberships are non-transferrable and fees are non-refundable.
  - c. Life Membership: In order to attain Life membership, a member must have given a one-time donation of \$1000.00. Funds given for services (e.g. puja) are not considered donations for membership purposes. Life memberships are non-transferrable and fees are non-refundable.
  - d. Patron Membership: In order to attain Patron membership, a member must have given a cumulative donation in the amount of at least \$5,000.00 per person within a period of five (5) consecutive calendar years effective January 1, 2003. Funds given for services (e.g. puja, dance, yoga) are not considered donations for membership purposes. Patron memberships are non-transferrable and fees are non-refundable.

4. Membership Renewal Notices: The Treasurer will notify the annual members three months in arrears, and those whose dues are not paid within thirty days thereafter shall be automatically dropped from membership in the Temple.
5. Resignation from Membership: Any member desiring to resign from the Temple shall submit his/her resignation in writing to the Secretary.
6. Voting and Voting Rights:
  - a. The temple may provide ballots via postal mail or electronic mail to addresses provided by HTEW members to the HTEW Board. Ballots provided by electronic mail are effective only for Members who have consented to receipt electronically transmitted notices. Consent is considered to be given when an electronic mail address is provided to the Board. Electronic ballots from HTEW shall be sent from [hsewrichland@gmail.com](mailto:hsewrichland@gmail.com) or [htewrichland@gmail.com](mailto:htewrichland@gmail.com). A member of the Temple may vote in person, by mail, or by proxy executed in writing by the member prior to the vote. For purposes of electronic voting, members shall deliver votes via electronically transmitted record to [hsewrichland@gmail.com](mailto:hsewrichland@gmail.com) or [htewrichland@gmail.com](mailto:htewrichland@gmail.com).
  - b. Except as provided for in Article VI for the election of members of the Board of Directors, each member, regardless of class, shall be entitled to one vote on each matter submitted to a vote of members.
7. Disqualification of Membership Rights: Indulging in activities which do not promote the purposes of the Temple as defined in the Article II, shall constitute grounds for disqualification from Membership. This will be determined by a vote of two-thirds (2/3) of the total membership of the Board of Directors. However, any member so disqualified may be reinstated by the approval of two-thirds (2/3) of the total membership of the Board of Directors.
8. Annual Meetings: The annual general body meeting of the Temple shall be held in the last quarter of each year and shall be for the purpose of electing new members of the Board of Directors, receiving annual reports of Officers and Committees, and for any other business that may arise.
9. Special Meetings: Special meetings of the general body may be called for any purpose by the Board of Directors or by twenty (20) percent or more of the written signatures of the total members of each class. These special meetings shall be held within thirty (30) days of such requests.
10. Notice of Members' Meetings: Notice stating the place, date, time, and the purpose for which the meeting of members is called, shall be delivered either personally, by mail, or by electronic mail, to each voting member, not less than ten (10) days and not more than thirty (30) days prior to the date of such meeting, by the Secretary. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail,

addressed to the member at his/her address as it appears on the records of the Temple with postage pre-paid thereon, or to his/her e-mail address as it appears on the records of the Temple. If electronically mailed, notice shall be deemed to be delivered upon the time-stamp of the sent file.

11. Quorum: One-third (1/3) of each class of members entitled to vote are present in person, shall constitute a quorum at a meeting of members, unless specifically provided for different requirements elsewhere in this constitution. This quorum shall include at least the President or Vice-President and the Secretary or Assistant Secretary.
12. Manner of Action: The vote of a majority of members of each class, entitled to vote, present at a meeting at which a quorum is present, shall be necessary for the adoption of any matter voted upon by the members, unless a greater proportion is required elsewhere in this constitution.
13. Action by Members Without a Meeting: Any action required to be taken at a meeting of the members or any action which may be proposed to be taken at a meeting of the members, may be taken without a meeting if consent in writing, setting forth the action so taken, shall be executed by all of the members entitled to vote with respect to the subject matter thereof. Such consent shall have the same force and effect as a unanimous vote.
14. Use of Temple Facilities by Members: Members may use the Temple Facilities, which are comprised of, but not limited to all the buildings, premises, and equipment owned by the Temple.
  - a. The Temple Facilities shall be used for religious, spiritual, educational and cultural activities by the members of the Temple. The Board has the authority on allowable activities at the temple facilities.
  - b. Temple Facilities may be rented by members for private events by paying the appropriate fees and by signing the facility rental agreement. Rental policy changes, charges and responsibilities of the renter will be approved by the Board at the start of each fiscal year. The fees will be established by the HTEW board on an annual basis and published in the By-Laws. Failure to follow these guidelines may result in penalties as determined by the Board, including fines and denial of future use of the facility. The renter is responsible for any damage caused to the Temple facilities during the terms of the rental agreement. Cancellation of an event may incur fines as determined by the Board.
  - c. Private events not sponsored/supported by the Temple with an admission fee may incur fees in addition to rental fees.
  - d. The Temple Facilities may be used without any rental fees, provided all the following conditions are satisfied:
    - i. The event is open to all members without any admission fees;

- ii. The event is communicated to all members;
    - iii. The event does not contain personal felicitation;
    - iv. Access to darshan of the deities is not denied during these events.
  - e. All activities sponsored by the Temple shall have priority over activities organized by the individual membership. The Board shall have the right to cancel and/or re-arrange any existing reservation with a reasonable advance notice of cancellation.
  - f. The Temple Facilities altar area shall not be permanently rearranged without the express written approval of the Board. Short-term alterations shall be permitted for Temple-sponsored events with approval by the Board.
15. The Temple Facilities can be used to conduct Hindu events, e.g. marriages, Upanayana, memorial services, and pujas. Anteem- kriya (the last rituals of the deceased) shall not be performed within the temple premises. Sradh ceremony and Mundan associated with Aradh or memorial services shall not be held within the temple premises. Memorial services, however, may be held.
16. The Temple and/or the Board of Directors are not responsible for any accidents, damages, loss, or any other liability.
17. Use of the Temple Priest Services:
- a. Members may utilize Temple Priest services for Hindu religious events upon approval of the HTEW Priest Services Committee.
  - b. Members may use Temple Priest services for either private events to be held at the Temple Facilities or other facilities by paying the appropriate fees as established by the HTEW. Cancellation of an event may incur cancellation fees as determined by the Board. The fees will be established by the HTEW board on an annual basis and published in the By-Laws.
  - c. Private events not sponsored/supported by the Temple with an admission fee may incur additional fees in addition to rental fees.
  - d. All Priest activities sponsored by the Temple shall have priority over private events.

## Article VI – Board of Directors

1. Responsibilities: The Board of Directors, hereafter referred to as the Board, shall have the exclusive responsibility and authority to establish policies and manage all the affairs of the Temple. Specific responsibilities of the Board shall include the following:
  - a. To actively engage in furthering the purposes of the Temple;
  - b. To review all activities of the Temple to ensure that they do not conflict with the purposes of the Temple.

- c. To propose amendments to the Constitution
  - d. To propose Officers of the Temple
  - e. To appoint committees as may be necessary and to terminate them when their specified purposes are fulfilled
  - f. To adopt resolutions affecting the Temple
  - g. To manage and control the business, property (including the temple facilities), and employees of the Temple
2. Duties of a Director: A director shall perform the duties of a director, including the duties of a member of any committee of the Board upon which a director may serve, in good faith, in a manner such a director believes to be in the best interests of the Temple, and with such care, including reasonable enquiry, as an ordinary prudent person in a like position would use under similar circumstances. In performing the duties of a director, a director shall be entitled to rely on information, opinions, reports, or statements, including financial statements, and other financial data, in each case prepared or presented by:
- a. One or more officers of the Temple whom the director believes to be reliable and competent in the matter presented;
  - b. Counsel, public accountants, or other persons, as to matter which the director believes to be within such person's professional or expert competence; or
  - c. A committee of the Board upon which the director does not serve, duly designated by the Board, as to matter within its designated authority, which committee the director believes to merit confidence, so long as, in any such case, the director acts in good faith, after reasonable inquiry when the need therefore is indicated by the circumstances and without knowledge that would cause such reliance to be unwarranted.
3. Number, Tenure, Qualifications, and Election of Directors:
- a. The total number of Directors on the Board shall be ten (10). Four (4) of these directors shall be from regular members and the remaining six (6) directors shall be from patron members. Six (6) of the Directors of the Board shall be Officers of the Temple per Article VII.
  - b. Any voting member of the Temple in good standing for at least preceding twelve months shall be eligible to become a director except as follows:
    - i. The individual member and his/her spouse cannot be members of the Board at the same time.
    - ii. Business relationships include employment and contractual relationships, and common ownership of a business where any officers, directors, trustees, individually or together, possess more than a 35% ownership

interest in common. "Ownership" means voting power in a corporation, profit interest in a partnership, or beneficial interest in a trust.

- c. Each contestant for Director's position shall be capable of performing and willing to perform duties of the Board of HTEW.
- d. The members at the annual general body meeting of the members shall elect the directors. Alternatively, such election may be conducted by mail or approved electronic means. In all elections for Directors, every member entitled to vote shall have the right to cumulate his/her vote to give one candidate a number of votes equal to his/her vote multiplied by the number of directors to be elected or distributing such votes on the same principle among any number of candidates. The patron members shall have the right to elect six (6) members of the Board of Directors and the regular members shall have the right to elect the remaining four (4) members of the Board of Directors. The directors shall be elected to serve for a maximum of two (2) years staggered. A minimum of three (3) patron member directors and two (2) regular member directors shall be elected each year. Retiring directors shall be eligible for re-election.

4. Removal of Directors

- a. Any Director appointed by the Board may be removed, with or without cause, including failure to attend three consecutive Board meetings, by at least a two-thirds (2/3) of the votes of the full Board of Directors at its duly convened meeting. A Director thus removed shall be eligible to get reinstated through the election process at a duly convened general body meeting of the members.
- b. Members of the Temple may remove, with or without cause, any director elected by members. A petition for such removal, signed by at least 20% of the voting members of director's class shall be submitted to the Board. The Board shall then call a special general body meeting. For proposal of removal of a director, a quorum shall consist of one-half (1/2) of the total voting members of director's class, present in person. Lack of quorum shall cause the removal petition to be lost. A director shall be removed only upon the approval of two-thirds (2/3) votes cast by the members of the director's class.

- 5. Resignation: Any director may resign at any time giving written notice of such resignation to the Board one (1) month prior to the effective date.
- 6. Board Meetings: An annual meeting of the Board shall be held immediately after and at the same place as the annual general body meeting. The purpose of the annual meeting shall be to appoint Officers of the Temple and to appoint Committees. Regular meetings should be held once every month but no less frequently than once each calendar quarter. Special meetings of the Board may be called by the President or shall be called upon the written request by any three directors. Regular meetings and special

meeting shall be held at the principal office of the Temple or any other convenient place determined by the President.

7. Notice of Board Meetings

- a. Notices of regular meetings of the Board shall be given at least five (5) days previously thereto. Special meetings of the Board may be held without notice if all directors consent thereto.
  - b. Meeting Notices when given shall be accompanied with the meeting agenda (i.e. the business to be transacted and the purpose) of the meeting.
  - c. Meeting notices when given shall be delivered personally, by phone, electronic mail or sent by mail to each director at his/her address (or e-mail address) as it appears on the records of the Temple.
    - i. Notice of regular or special meetings is provided by electronic mail is effective only for directors who have consented, in writing, to receive electronically transmitted notices. Consent is considered to be given when an electronic mail address is provided to the Board.
    - ii. A director who has consented to receipt of electronically transmitted notices may revoke the consent by delivering a revocation to the Temple in writing.
  - d. The attendance of a director at a meeting shall constitute a waiver of notice of such meeting, except where a director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.
  - e. Directors may participate in a meeting of the Board by telephone or video conference and be counted towards the quorum.
8. Quorum for Board Meetings: Unless specifically provided for different requirements, elsewhere in this constitution, a majority of the directors shall constitute a quorum for the transaction of business at any meeting of the Board. The quorum shall include at least the President or Vice-President and the Secretary or Assistant Secretary.
9. Manner of Action: Unless specifically provided for different requirements, elsewhere in this constitution, the act of the majority of the directors present at a meeting at which a quorum is present shall be the act of the Board.
10. Action by Directors Without a Meeting: Any action required to be taken at a meeting of the Board or any action which may be taken at a meeting of the Board, may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be executed by all of the directors. Such consent shall have the same force and effects as a unanimous vote.
11. Vacancies: Any vacancies occurring in the Board due to resignation or otherwise may be filled by the affirmative vote of a majority of the remaining Board of Directors even

though less than a quorum is present. A director thus appointed to fill a vacancy shall be appointed for the unexpired terms of his/her predecessor in office. The new director shall be chosen from the same member class as from which the vacancy was created.

12. Expense Authority: The Board shall have \$5,000.00 unbudgeted authority in the ordinary course of HTEW business e.g. programs/pujas, utilities, maintenance, labor expenses. The Board shall have a maximum of \$20,000 unbudgeted authority for facilities emergencies, e.g. plumbing, electrical, safety, fire & burglar alarm responses.

## Article VII – Officers

1. Officers: The Officers of the Temple shall consist of a President, Vice President, a Secretary, an Assistant Secretary, a Treasurer, and an Assistant Treasurer. The Officers shall be members of the Board of Directors.
2. Election, Qualification, and Terms of Office: All officers shall be appointed by the Board annually, at its annual meeting or soon thereafter. Vacancies may be filled at any meeting of the Board. Each officer shall hold office for a term of one calendar year or until a successor shall have been duly elected. Any two or more offices may be held by the same person, except the office of President and Secretary. No member shall be eligible to serve for more than two consecutive terms in the same office. Each officer, other than the designated records custodian(s), shall transfer all Temple records and Temple Assets, if any, in his/her possession, to his/her successor in office no later than (10) days after the successor has taken office.
3. Duties of Officers: The officers shall perform the following duties in addition to those that may be prescribed from time to time by the Board:
  - a. President: The President shall be the principal executive Officer of the Temple and shall implement the policies set forth by the Board. The President, as the chief executive, shall have the responsibility of overseeing the details of the activities and events of the Temple and to ensure that the activities and events comply with this Constitution and Bylaws of the Temple. The President shall have the powers to delegate the responsibility to individual committees to facilitate the progress of activities. The President will preside over all Board meetings, HTEW events and programs, and shall be an ex officio member of all Committees. The President in conjunction with the Board is responsible for developing an annual operating budget for the ensuing fiscal year by the 31st of January. The budget should be developed to meet the revenue stream expected, i.e. balanced. The President has the authority of approving unbudgeted expenditures not exceeding \$2000.00. The President, in conjunction with the Treasurer, shall present quarterly financial reports of the HTEW to the Board, or

- upon request. The President shall preside at all general body meetings and at all meetings of the Board. The President may appoint individuals to render part- or full-time paid services to the Temple as may be required from time-to-time within powers vested on him/her by the Board. The President shall be authorized and empowered with the Secretary or any other Officer of the Temple authorized by the Board to execute and delivery any deeds, mortgages, bonds, contracts, or securities which the Board has authorized to be executed and delivered, except in cases where the execution and delivery thereof shall be expressly delegated by the Board to some other Officer or agent of the Temple.
- b. Vice President: In the event of the absence or any other inability of the President, the Vice-President shall perform all of the duties and exercise all of the powers of the President. The Vice-President shall have such further powers and duties, as may be prescribed, from time to time, by the President or the Board.
- c. Secretary: The Secretary shall perform all duties incident to the Office of the Secretary and such other duties as may be prescribed from time-to-time by the Board. Specific duties of the Secretary are the following:
- i. To keep record of all proceedings of the Temple such as minutes of the Board Meetings and general body meetings;
  - ii. To have custody of the Temple Seal;
  - iii. To keep on file all committee reports;
  - iv. To keep the Temple's official membership roll, including names, mailing addresses, and classes of members; and a list of Officers and Directors names and mailing addresses, and to call the roll where it is required.
  - v. To make meeting minutes available for examination upon request as follows:
    1. Minutes of general body meetings to members of the Temple;
    2. Minutes of board meetings to members of Board;
    3. Minutes of committee meetings to members of the committee.
  - vi. To notify Officers, Directors, and committee members of their election or appointments.
  - vii. To furnish committees with necessary documents are required for performance of their duties
  - viii. To have on hand at each meeting a list of all existing committees and their members.
  - ix. To sign all certified copies of acts of the Temple.
  - x. To maintain record book(s) in which the bylaws, special rules of order, standing rules, and minutes are entered, with any amendments to these

documents property recorded, and to have the current record book(s) on hand at every meeting.

- xii. To send out notices of (a) Board meetings to directors, (b) general body meeting notices to members of the Temple, and to conduct the general correspondence of the organization—that is correspondence that is not a function proper to other Offices or to committees.
- xiii. To prepare the necessary progress reports, bulletins, etc., to keep the members informed at periodic intervals about the activities of the Temple.
- xiv. May affix the seal of the Temple to any document of the Temple when so authorized or ordered by the Board.
- xv. Along with the President or Vice-President, may sign, in the name and on behalf of the Temple, any contracts or agreements authorized by Board.
- xv. In the absence of the President and Vice-President, to call the meeting to order and preside until the immediate election of chairman pro-tem.
- d. Assistant Secretary: In the absence of the Secretary, the Assistant Secretary shall function as the Secretary. The Assistant Secretary shall also discharge the functions delegated to him/her by the Secretary of the Board.
- e. Treasurer: The Treasurer shall have the custody of all funds, property, and securities of the Temple subject to such regulations as may be imposed by Board. The Treasurer shall have the authority to approve, prior to their incurrence, operating expenditures of up to and including \$250.00 without further approval of the President or the Board. The Treasurer, from time-to-time, shall transfer custody of original records in his/her custody, to designated records custodian(s) at Temple's principal office and/or the registered office for retention. The Treasurer may retain copies of original records for his/her day-to-day use. The Treasurer shall have the following specific responsibilities:
  - i. Be responsible for collecting all sums due to the Temple;
  - ii. Prepare money receipts for all funds received and prepare disbursement vouchers in support of all payments made;
  - iii. Keep accounts of all expenses and all funds received in the name of the Temple;
  - iv. Be one of the co-signers (with the President) of checks in excess of \$250.00 and always have a co-signer when self-reimbursing;
  - v. Make payments in the name of the Temple as may be authorized by the President and the Secretary as evidenced by approved minutes of the Board meeting;
  - vi. Maintain appropriate books of accounts for the Temple;

- vii. Submit an up-to-date statement of the financial status of the Temple at each meeting of the Board;
  - viii. Prepare an annual financial report of the Temple for submitting to the Board and to the Temple membership at the Annual general body meeting;
  - ix. Responsible for maintaining payroll, providing monthly paycheck and necessary board-approved reimbursement(s) to the employee(s);
  - x. Responsible for providing updates and paying appropriate taxes and fees to the State, Federal and other agencies.
- f. Assistant Treasurer: In the absence of Treasurer, the Assistant Treasurer shall function as the Treasurer. The Assistant Treasurer shall also discharge the functions delegated to him/her by the Treasurer or the Board.

## Article VIII – Committees

Qualifications of and Limitations on Committee Members: Chairpersons and members of all committees shall be voting members of Temple in good standing for at least the preceding twelve months. A member may simultaneously serve as a chairperson of two or more committees. The committees shall implement the proposals approved by the Board. The chairperson of each committee shall report directly to the President. The committees shall be composed of a chair person and at least (2) members.

### Program Committee

A Program Committee, comprised of at least four (4) members, including a chairperson, shall be appointed by the President with the approval of the Board promptly after the annual meeting of the Board, whose duty it shall be to plan the annual programs of the Temple. This committee's report shall be submitted to the Board for approval at its first regular meeting of the calendar year.

### Auditing Committee

An Auditing Committee comprised of at least two (2) members, including a chairperson, shall be appointed by the President with the approval of the Board soon after the annual meeting of the Board. The Auditing committee shall be responsible for reviewing the Treasurer's accounts at the end of the Fiscal Year, and more frequently if requested by the President or the Treasurer. Directors without portfolio may serve on the Auditing Committee. The Auditing Committee shall submit its report(s) to the President, promptly after completing the audits, for review and action, if any, by the Board. A certified accountant shall perform annual audits if the Temple's gross revenues for the fiscal year or if the Temple's net assets exceed the limits established by the Internal Revenue Service.

## Election Committee

The Board of Directors shall nominate a three-member election committee from the current membership. The election committee will be responsible for executing election of the new Board of Directors consistent with the Constitutional Provisions in Article VI. The Election Committee may request the assistance of Secretary and members of the Board of Directors as necessary. After completion of the election for a particular year, the Election Committee will cease to exist. The Election committee shall conduct the election in the following manner:

- The Committee shall canvas the Temple for Board Member Nominations through electronic/other means including providing forms as necessary. The committee shall provide the notice to the Temple 21 days in advance of the General Body Meeting (GBM) where Elections will take place.
- The committee shall send a letter (along with a nomination form) to all members (via postal or email) about the number of director openings available in each category (regular and patron).
- The Committee shall validate each nomination including verifying candidate eligibility and signature as well as ensuring that each Temple member has nominated only one Board member.
- The Committee shall keep chronological record of each nomination received. The Election Committee shall announce the final list of candidates at least 7 days before the Election Day. The Election Committee shall verify the eligibility of each voting member.

The Election will be held if the number of nominations received is more than the number of Directors to be elected. On the Election Day each voting member present at the designated place will be issued a ballot paper. Voting will be by secret ballot and can be electronically. If the total number of nominations received is the same as the number of Directors to be elected, then all the nominees shall be declared as members of the new Board of Directors.

## Priest Services Committee

The Priest Services Committee (PSC) will serve as the primary interface between the Priest of the Temple and the Board of Directors. The PSC will consist of the Chair, and up to four members of the community to coordinate activities with the Priest including Temple sponsored and private events. PSC members shall each have a term of three years. The PSC will work with the Board of Directors to establish:

- HTEW Calendar of Religious activities;
- Priest Schedule and Calendar including arranging opening of Temple Facilities when Priest is on call outside the temple;

- Review annual performance of the priest and make recommendations to the Board.

Other committees (e.g. Election Committee, Puja Committee and Constitution and By-Law Committee, educational committee), standing or special, shall be appointed by the President and the Board as necessary execute the activities of the Temple.

## Article IX – Sale or Lease of Assets

Sale or lease of Temple's Assets, if not in the ordinary course of business, may be made as may be authorized in the following manner:

- The Board shall adopt a resolution, provided it is passed by a two-thirds (2/3) membership of the full Board without the use of proxy votes in a duly convened meeting of the Board, recommending such a sale or lease and directing that it be submitted to a vote at a meeting of members having voting rights, which may either be an annual or special general body meeting.
- Written notice stating that the purpose or one of the purposes of the general body meeting is to consider the sale or lease of Temple's property shall be given to each member entitled to vote at such a meeting, within the time and manner provided in this constitution.
- The general body may authorize such sale or lease and may fix or may authorize the Board to fix any or all the terms and conditions thereof and the consideration to be received therefor.
- Such authorization shall require two-thirds (2/3) of the votes from each class of members present at such meeting or represented by proxy are entitled to cast.
- After such authorization by a vote of member, the Board, nevertheless, in its discretion, may abandon such sale or lease of assets, subject to the rights of third parties under any contracts relating thereto without further action or approval by members.

## Article X – Unauthorized Assumption of Temple's Powers

All persons who assume to act, as the Temple without authority to do so, shall be jointly and severally liable for all debts and liabilities incurred as a result thereof.

## Article XI – Bylaws

Functioning of the Hindu Temple of Eastern Washington shall be in accordance with this constitution and its bylaws. In case of a conflict between provisions of the constitution and the bylaws, the provisions of the Constitution shall prevail. The bylaws can be amended by a two-thirds (2/3) majority vote of the full Board.

## Article XII – Parliamentary Authority

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the Temple in all cases in which they are applicable and in which they are not inconsistent with this constitution, bylaws, and any special rules of order the Temple may adopt.

## Article XIII – Dissolution

In the event of dissolution or termination of the Temple, the net assets of the Temple shall be distributed to one or more of those organizations whose objectives are similar to those of the Hindu Temple of Eastern Washington and which qualify as exempt organizations in accordance with applicable State and Federal tax laws in effect at the time of the dissolution.

## Article XIV – Indemnification

The Temple shall indemnify its members, Directors, Officers, and Agents, according to State Law.

## Article XV – Amendments to the Constitution

This constitution may be altered, amended, or repealed at a duly convened general body meeting of the Temple, pursuant to the procedure stated below:

- The Board can propose an amendment to the Constitution, provided it is passed by a two-thirds (2/3) membership of the full Board without the use of proxy votes in a duly convened meeting of the Board.
- Any voting member can propose an amendment to the constitution, provided it is supported in writing by twenty-five (25) percent of each class of members.
- For the proposed amendment to the constitution to pass, it must be approved by at least a two-thirds (2/3) of the voting members, including proxy votes, of each class present at a duly convened general body meeting of the Temple. Alternately, the proposed amendment to the constitution may be passed without a general body meeting of the Temple, in accordance with the provisions of this constitution, provided the consent in writing is signed by 100% of the voting members of each class.
- The revision to the constitution thus approved by the general body of the Temple shall be submitted to the Internal Revenue Service (IRS) for their approval. The Temple may implement revision to the constitution as approved by the general body of the Temple, prior to approval by the IRS.

## Article XVI – Resources

To achieve the purposes of the Temple, it shall gather the needed financial resources through fund-raising, programs, donations, membership dues, and investments in federally insured accounts. Any member of the Board may accept, on behalf of the Temple, any contribution, gift, or bequest for the general purposes or for any special purpose of the Temple.

## Article XVII – Invalidation of Article(s) by Court Order

In case any state law or court action invalidates any article, in its entirety or in part, of this constitution, the entire constitution shall not be invalidated. Only the affected portions of the constitution will be removed or amended to be consistent with the law.

## Resolution of Adoption

All of the foregoing articles of the Constitution, amendment number 5, were fully adopted by each class of members of the Hindu Temple of Eastern Washington, dated \_\_\_\_\_. The quorum was present at the meeting and the amendment received at least two-thirds (2/3) of the votes from each class of members present or represented by proxy were entitled to cast.

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Karthik Subramanian, President (2019)

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Sanjay Sanan, Secretary (2019)