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# JAIN CENTER OF NEW JERSEY

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## BY-LAWS



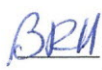
  
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**I. INTRODUCTION:**

This document serves as the By-laws for the Jain Center of New Jersey (JCNJ) subject to the Amended Constitution adopted by the General Body on Month Date Year (as same may be amended from time to time, referred to here forward as the Amended Constitution).

**II. JAIN CENTER OF NEW JERSEY - ENTITY AND ITS MEMBERS:**

JCNJ is a legal entity incorporated in the State of New Jersey under Title 16 of the New Jersey Revised Statutes as a religious corporation, and subject to certain provisions of the New Jersey Nonprofit Corporation Act, Title 15A of the New Jersey Revised Statutes. Jains worshipping at JCNJ Jinalays and attending congregation activities are not automatically members of JCNJ but it is the expectation that those in the congregation will seek membership in accordance with Article III of these By-laws. JCNJ has exclusive rights to its facilities and assets and sole discretion to determine whether or not to permit others to use its facilities or assets. No other Panth, Sampraday, group, or legal entity has any rights to JCNJ assets. The property and assets of JCNJ are held for the benefit of the congregation rather than the members individually. JCNJ does not have capital stock or shares, and no member shall have grounds to demand a share of the assets or property of JCNJ by virtue of their membership. No member of JCNJ shall engage in any local, state or federal government politics on behalf of JCNJ, even if such JCNJ member is personally a governmental official, elected or otherwise.

**III. MEMBERSHIP:**

**A. Eligibility:**

Membership can be obtained by submitting a completed membership application to the Membership Sub-committee of the Operation Management Committee, paying applicable dues and agreeing to the aims of JCNJ listed in Article II of the Amended Constitution. Any person of 18-years and above can apply for a membership. The Board of Trustees or its designated committee will consider applications for membership within 60 days of submission.

**B. Types and Dues:**

Membership can be individual membership or family membership. The family membership includes members in a family which for purposes of these By-laws includes husband, wife, unmarried children living at the same address and parents living at the same address. The membership year is defined as the calendar year, running from January 1<sup>st</sup> through December 31<sup>st</sup>. The following are the membership categories:

- i. Annual Individual Membership
- ii. Annual Family Membership
- iii. 5-year Individual Membership
- iv. 5-year Family Membership
- v. Family /Individual Life Membership

The Board of Trustees sets the dues amount for each membership category and shall have the responsibility to review dues at least once every 3 years, at which time dues may be revised as deemed appropriate by the Board of Trustees. Membership is non-transferable and non-assignable. Upon the occurrence of life events giving rise to a potential change in type of membership, members may request an update to their category of membership by re-submitting an application form with updated information.

To be a member in good standing, a member needs to be current with the membership dues and any Operational Dues (as defined in the Amended Constitution) assessed to the extent same are authorized by the General Body in accordance with the Amended Constitution.

**C. Payment of Dues:**

The membership dues and any additional dues such as Operational Dues (as defined in the Amended Constitution) must be paid in a timely manner in accordance with the applicable due schedule to ensure the membership does not lapse and remains in good standing, especially to preserve the voting rights. Dues are to be paid based on the entire membership year. Even if membership is for only part of a year, the member shall be responsible for the full dues amount for their membership category for the year without any pro rata reduction in dues.

**D. Privileges:**

Membership benefits include eligibility to participate in JCNJ events, ability to enroll children in Pathshala (in accordance with program guidelines and subject to payment of appropriate fees), right to vote in elections and at General Body meetings, right to execute proxies with respect to matters presented to the General Body for vote (subject to such restrictions on proxies as are set forth in the Amended Constitution) and right to receive JCNJ annual calendar and those communications which are distributed to the General Body. Members are also eligible to be nominated to run for a position on the Board of Trustees or the Operation Management Committee provided they conform to the eligibility criteria set forth in the Amended Constitution.

**E. Liability of Members:**

Members of JCNJ shall not be personally liable for any debts or obligations of JCNJ, except for any obligations which have been expressly assumed by members, as specified in the Amended Constitution or as may arise under applicable law.

**F. "Recall"/Rescinding of Membership in JCNJ:**

A member's Membership in JCNJ may be rescinded by the Board of Trustees through passing of a resolution at a Board of Trustees meeting at which is present a quorum, determined without including the member being considered for recall if such member is an Officer or Trustee, acting by a supermajority vote of 75% of such quorum, for one of the following reasons:

- i. Misappropriation of JCNJ funds or defrauding of JCNJ; or
- ii. Criminal conviction by a court.

A member's Membership in JCNJ may be rescinded by the General Body through passing of a resolution at a Regular or Special General Body meeting for one of the following reasons:

- i. Misappropriation of JCNJ funds or defrauding of JCNJ;
- ii. Criminal conviction by a court; or
- iii. Conduct damaging to the best interest of the Center or its goals or public image.

The member whose membership is being considered to be rescinded (i.e., "recalled") by the General Body shall be given an opportunity to present his/her case through a "due process" provided for in the steps outlined in Article VII below prior to the recall vote by the General Body.

**G. Code of Conduct for JCNJ Members:**

One of the most important factors contributing to the success of JCNJ is the commitment to fair and ethical behavior by JCNJ members, officials, visiting scholars and users of JCNJ facilities. Members shall make reasonable efforts to create a religious, harmonious, and respectful environment that is consistent with the Jain practices. They will refrain from physical, verbal or written action that may damage the JCNJ's reputation or cause embarrassment. They will maintain a behavior worthy of good citizen outside and inside JCNJ premises complying with the laws of the land. Members shall contribute by offering their time, skills and donations to strengthen JCNJ as an organization. This code of Conduct applies to members in general and specifically to those members serving JCNJ as Trustees, Officers, members of the Operation Management Committee or any sub-committee.

**IV. RESPONSIBILITIES OF OFFICERS AND TRUSTEES:**

This section outlines in general responsibilities of Officers and Trustees in addition to those set forth in the Amended Constitution, elsewhere in these By-laws and under applicable law.

**A. President:**

The President holds the most important position on the Board of Trustees. He/she is entrusted with and generally responsible for overall operation of JCNJ organization, its compliance with applicable government regulations, ethical management of JCNJ funds, safe steering of the JCNJ entity from potential liabilities, and celebration of Jain events. All Officers are answerable to the President, and shall abide by his/her direction, as long as the direction is ethical and consistent with the Jain principles, the Amended Constitution, these By-laws and any resolutions adopted by the General Body, the Board of Trustees and the Operation Management Committee. The President is expected to keep the Board of Trustees informed and to seek the Board of Trustees' approval for all major and important decisions. The President shall preside at the meetings of the Board of Trustees and of the General Body. President shall delegate specific, material responsibilities to the Vice President, other Officers and Trustees for better management and ensuring collective, shared leadership of JCNJ Sangh.

**B. Vice President:**

The Vice President is responsible for supporting the President and assisting him/her in carrying out the President's responsibilities. He/she shall fill-in for the President at meetings and events when then President is not present. He/she shall collaborate with the President to develop procedures for various key activities, which he/she shall present to the Board of Trustees for approval as needed, and shall be the primary keeper of the Handbook of Procedures for JCNJ developed by the Operation Management Committee.

**C. Secretary:**

This position is that of official Secretary of JCNJ, consistent with Title 16 of the New Jersey Revised Statutes. He/she is responsible for maintaining proper record of all important documents. He/she is responsible for the scheduling of meetings of the Board of Trustees called by the Board of Trustees or the President, developing agenda and managing the meetings, and documenting the minutes and resolutions passed at such meetings. The Secretary is responsible for the scheduling, sending notices for, and managing Regular and Special General Body meetings called by the Board of Trustees or the President; he/she shall document minutes and resolutions passed at General Body meetings. He/she shall preside over meetings in the absence of the President and the Vice President. The Secretary is also responsible to officiate and document any actions of removal of members from the General Body, from the Board of Trustees or from the Operation Management Committee. He/she shall delegate specific material responsibilities to the Joint Secretary for better management and collective, shared leadership of JCNJ Sangh. The Secretary shall share vital important details about JCNJ, including details about important documents and where they are stored, with the Joint Secretary. The Secretary shall be responsible for formally submitting the attendance records of all members of the Board of Trustees and the Operation Management



Committee to the Election Board by June 30 of each year for the preceding 30 months and any additional attendance information requested by the Election Board.

**D. Joint Secretary:**

The Joint Secretary is responsible for supporting the Secretary and assisting him/her in carrying out the Secretary's responsibilities. He/she shall fill-in for the Secretary at meetings and events when the Secretary is not present.

**E. Treasurer:**

The Treasurer is responsible for safe keeping of JCNJ funds, overseeing day to day receipt of donations and expenses, maintaining well-documented records and providing updates to the President and the Board of Trustees on a regular and when-requested basis and to the General Body as stipulated in the Amended Constitution and in these By-laws. In addition, the Treasurer is responsible for developing structure and procedures, and overseeing execution of the same to ensure JCNJ operates smoothly with respect to timely payments to vendors. He/she shall delegate specific, material responsibilities to the Joint Treasurer for better management and collective, shared leadership of JCNJ Sangh.

**F. Joint Treasurer:**

The Joint Treasurer is responsible for supporting the Treasurer and assisting him/her in carrying out the Treasurer's responsibilities. He/she shall fill-in for the Treasurer at meetings and events when the Treasurer is not present.

**G. Trustees:**

The Trustees shall fulfill the role of ensuring that the JCNJ interests are always put first and that the Officers are operating consistent with the language and the spirit of the Amended Constitution and these By-laws, and shall support the Officers in carrying out their roles and responsibilities. In conjunction with the Operation Management Committee, the Trustees and Officers shall provide shared leadership to individual sub-committees of the Operation Management Committee. They shall fulfill the roles and responsibilities of Trustees and Officers identified in the Amended Constitution and elsewhere in these By-laws.

**V. ADMINISTRATION OF THE BOARD OF TRUSTEES AND THE OPERATION MANAGEMENT COMMITTEE:**

**A. Vacancies on the Board of Trustees:**

The following stipulates how vacancies in the positions of Trustee and Officers on the Board of Trustees shall be filled other than the case of two, or more than two vacancies occurring among the Trustees and/or Officers simultaneously for similar reasons (as determined by the

Board of Trustees, which may be based on such reasons as may be indicated in the resignation letters), which are to be filled by election by the General Body as more particularly set forth in the Amended Constitution. If there is a resignation from any position, it must be in writing and it must be submitted to the President or in his/her absence, to the Secretary.

1. Trustees:

- a. Except for multiple simultaneous vacancies as described above, in the event of a vacancy in the position of Trustee with a remaining unexpired term of less than six months, the position will be left vacant for the remainder of the term unless the Board of Trustees elects to fill the vacancy.
- b. Except for multiple simultaneous vacancies as described above, in the event of a vacancy in the position of Trustee with a remaining unexpired term of more than six months, the Board of Trustees shall appoint a member or members from the General Body to the position of Trustee following the procedure below in order:
  - i. The Board of Trustees shall give primary consideration to the member who received the next highest vote total in the most recent election for the position of Trustee but lost the election, provided that such member's vote total in the recent election was within ten percent (10%) of the lowest vote receiver among those elected, and further provided that such member remains eligible to be a Trustee in accordance with the eligibility criteria set forth in the Amended Constitution.
  - ii. If the Board approves a member satisfying the provisions in subparagraph (i) above but such member declines the offer to fill the vacancy, or if there is no such member approved by the Board, the Board of Trustees shall invite nominations from the General Body and consider all nominations to select a member for the vacant position upon a vote of a majority of the Board of Trustees present at a meeting of the Board of Trustees at which there is a quorum.
  - iii. If the vacancy has not been filled after the vote referred to in subparagraph (ii) above, the Board of Trustees may call for an election by the General Body to fill the vacant positions.
- c. Should a vacancy in the position of Trustee occur after the process outlined in paragraph (b) above but prior to an election by the General Body, the step described in subparagraph (b)(i) above shall be eliminated and the Board of Trustees shall immediately go to inviting nominations from the General Body as described in subparagraph (b)(ii) above.

2. Officers:

- a. In the event of multiple simultaneous vacancies as described above, the Board of Trustees shall designate Officers or Trustees to serve in the vacant Officers' positions on an interim basis until such positions are filled by election by the General Body.
- b. Except for multiple simultaneous vacancies as described above, in the event of a vacancy in an Officer's position, the following shall apply for the said positions:
  - i. President: The position shall be filled by one of the members of the Board of Trustees selected by the Board of Trustees, provided that the Board of Trustees shall give primary consideration to the Vice President filling a vacancy in the position of President. The Board of Trustees shall endeavor to ensure that the formal handing over of the charges by the outgoing President or, in his/her inability or unwillingness to do so, by the Board of Trustees on his/her behalf occurs within 15 days of the occurrence of the vacancy.
  - ii. Vice President: The position shall be filled by one of the members of the Board of Trustees selected by the Board of Trustees.
  - iii. Secretary: The position shall be filled by one of the members of the Board of Trustees selected by the Board of Trustees, provided that the Board of Trustees shall give primary consideration to the Joint Secretary filling a vacancy in the position of Secretary. The Board of Trustees shall endeavor to ensure that the formal handing over of the charges by the outgoing Secretary or, in his/her inability or unwillingness to do so, by the Board of Trustees on his/her behalf occurs within 15 days of the occurrence of the vacancy.
  - iv. Joint Secretary: The position shall be filled by one of the members of the Board of Trustees selected by the Board of Trustees.
  - v. Treasurer: The position shall be filled by one of the members of the Board of Trustees selected by the Board of Trustees, provided that the Board of Trustees shall give primary consideration to the Joint Treasurer filling a vacancy in the position of Treasurer. The Board of Trustees shall endeavor to ensure that the formal handing over of the charges by the outgoing Treasurer or, in his/her inability or unwillingness to do so, by the Board of Trustees on his/her behalf occurs within 15 days of the occurrence of the vacancy, with oversight by the President and designated members of the Board of Trustees.
  - vi. Joint Treasurer: The position shall be filled by one of the members of the Board of Trustees selected by the Board of Trustees.

**B. Determination of Meeting Attendance:**

The following provisions shall apply in connection with potential recall of a member of the Board of Trustees or the Operation Management Committee for not complying with the attendance requirements in the Amended Constitution.

1. Attendance is counted if a member attends a meeting for at least one hour or 50% of the duration of the meeting, whichever is shorter.

2. The Secretary shall include in the meeting minutes of every meeting of the Board of Trustees and the Operation Management Committee a table of attendance showing year-to-date attendance record for all members of the Board of Trustees or the Operation Management Committee, as the case may be.
3. The agenda for the first meeting of the Board of Trustees each calendar year shall include an item to review the attendance record and consider any motions which may be made to propose recall of an Officer, Trustee or member of the Operation Management Committee for failure to comply with their respective meeting attendance requirements set forth in the Amended Constitution.
4. Any member being considered for recall for the reason of not meeting an attendance requirement shall have an opportunity to explain his/her case for the consideration by the Board of Trustees before the vote on the recall, if such member is in attendance at the meeting when the recall vote is being considered.

**C. Effect of Recall on Eligibility to Serve on the Board of Trustees and the Operation Management Committee:**

Any member who meets the eligibility criteria for nomination and election as a Trustee, Officer or member of the Operation Management Committee set forth in the Amended Constitution shall nevertheless be subject to the following if such member has been recalled as an Officer, Trustee or member of the Operation Management Committee:

1. If the recall was based on such member not meeting an attendance requirement stipulated in the Amended Constitution, such member shall not be eligible for nominating him/her-self in election for three years for the positions of Trustee, Officer and Operation Management Committee member.
2. If the recall was for any reason other than attendance, such member shall not be eligible for a position on the Board of Trustees or the Operation Management Committee, or any sub-committee, for life.

**D. Transfer of Controls and Privileges:**

1. The outgoing Officers, Trustees and Operation Management Committee members shall provide full transition assistance to the incoming newly elected members of the Board of Trustees and of the Operation Management Committee.
2. The outgoing Trustees, President, Secretary, Treasurer and Operation Management Committee members shall organize orientation for the new incoming members of the Board of Trustees and Operation Management Committee to facilitate a smooth transition so as to maintain an effective operation of JCNJ during and immediately after

the transition period. Such orientation shall take place within sixty (60) days after the election or no later than January 1st of the new term, whichever is earlier.

3. The outgoing members of the Board of Trustees and the Operation Management Committee shall hand over master access control, including of financial data, membership data, publishing data, Internet access, website accounts, email accounts, server control, A/V control, bank accounts and all other important information to the incoming Officers, Trustees and members of the Operation Management Committee, no later than January 21st of the new term.
4. The outgoing Officers and Trustees shall deliver all properties and documents to the successor Board of Trustees within sixty (60) days after the election of the new members to the Board of Trustees, and no later than January 1st of the new term, including but not limited to, the hard and soft records, software applications' master account records, all access control, all membership records and databases, records of donors and vendors, financial records, accounting reports, minutes of meetings, records of incorporation, corporation records, statutory records, registration records, bank records, historical records, and other official JCNJ business-related records.
5. The outgoing President, Secretary and Treasurer each will develop a check list of physical and electronic assets and privileges to the incoming corresponding Officers fully documenting the transfer; such documents shall be signed by both the outgoing Officer and incoming Officer. Such documents shall be part of JCNJ's formal records which will be retained by the Secretary and passed on to future Officers.
6. Continuing Officers and Trustees shall ensure that copies of the Amended Constitution, these By-laws, and policies and procedures are provided to the incoming members of the Board of Trustees and of the Operation Management Committee within 21 calendar days of the start of the new term, or of incoming members taking charge of their position, as the case may be. The newly elected Officers, Trustees and members of the Operation Management Committee shall read these documents and acknowledge, in writing, their understanding and intention to comply with those provisions to Secretary.
7. If any member of the Board of Trustees or the Operation Management Committee resigns, or is recalled, the resigning/recalled member must submit all documents, information, keys, and any other JCNJ-related materials to the President prior to the effective date of resignation or recall.
8. A list of critical and valuable assets, privileges and documents shall be part of a procedure for handing over charges by outgoing officers, boards, committees and sub-committees to their incoming counterparts.

## VI. OPERATION MANAGEMENT COMMITTEE:

The Operation Management Committee is entrusted with executing decisions and directions of the Board of Trustees. In general, the Operation Management Committee is responsible for execution component of day-to-day operation of JCNJ in areas including maintenance of JCNJ's Jinalays and facilities, organizing frequently occurring and major events like Pooja, Poojan, Swadhyay, and Paryushan, managing logistics, and preparation and distribution of printed and digital communications. Trustees can attend meetings of the Operation Management Committee, but do not have voting right except in individual sub-committees which they may co-lead with a member of the Operation Management Committee.

To carry out its responsibilities, the Operation Management Committee shall have various sub-committees, each of which will be co-led by a member of the Operation Management Committee and a member of the Board of Trustees (both to be selected by the Board of Trustees). A few sub-committees may be led by more than two co-leads based on size and scope as the Board of Trustees deems appropriate, in which case the third co-lead shall be selected by the Board of Trustees and shall be either a member of Operation Management Committee or a member of the Board of Trustees. The co-leads will populate sub-committees by soliciting members from the General Body to become members of the specific sub-committees.

The co-leads can change the membership of sub-committees as they deem appropriate. Each sub-committee shall develop procedures, update them periodically and present the procedures for approval by the Board of Trustees. The Operation Management Committee and the Board of Trustees will collectively create a Handbook of Procedures and publish it to make it visible and accessible to the General Body. Members of the sub-committees with an oversight from the Board of Trustees are responsible for activities pertaining to the scope of their sub-committees as outlined below. The co-leads and the members of sub-committees shall have voting rights for the decisions made within each sub-committee, provided that vision, all structural aspects and all policies of the sub-committees shall require approval of the Board of Trustees.

### A. Membership Sub-committee:

The scope of the Membership Sub-committee includes all activities related to promoting membership, handling membership applications, managing membership dues and database, addressing inquiries and questions related to and from membership. One of the critical responsibilities of the sub-committee is to work with the Secretary to provide official membership list for purposes of determining eligibility to receive notice of General Body meetings and to vote on matters presented to the General Body, and for the Election Board to determine eligibility for nomination and election as Trustee, Officer or member of the Operation Management Committee.

**B. Sadharmic Vatsalya Sub-committee:**

The scope of Sadharmic Vatsalya Sub-committee is to plan, prepare, and execute activities needed to manage the kitchen and the Sadharmic Vatsalya (dining) function of JCNJ. The scope also includes development of procedures to build on experience and collective knowledge. Key responsibilities include:

- i. selection of vendors for raw or semi-processed ingredients and finished food products, consumable supplies, and temporary kitchen and dining area labor;
- ii. overall, Kitchen operation including training and implementation of safe working practices and safe handling of kitchen appliances;
- iii. preparation of food on JCNJ premises maintaining compliance with applicable county regulations;
- iv. working closely with the Facility Maintenance Sub-committee to maintain kitchen appliances in good working conditions and dining hall in a reasonable condition; and
- v. working with the Officers to ensure proper liability coverage for JCNJ members and hired labor working in the kitchen and dining hall.

**C. Communication, Public Relation and Scheduling Sub-committee:**

The scope of the Communication, Public Relation and Scheduling Sub-committee includes preparation and distribution of all digital and printed communications based on direction from the Board of Trustees; website development and management; public relation with neighboring public, private and religious entities, police and fire departments, and township officials, and other external entities important to JCNJ; and develop and maintain master schedule for all JCNJ Jinalays and facilities' use. Some high-level responsibilities of the sub-committee are as follows:

- i. under the direction of President or the designated representative of the Board of Trustees, preparation of Sangh Patrika (newsletter) and other printed and digital communications to the General Body;
- ii. preparation of JCNJ annual calendar and solicit sponsors for the same; manage logistics of having the calendars printed and distributed;
- iii. development of JCNJ website and maintain the website on an ongoing basis, posting JCNJ events, communications, master schedule, and other information relevant to the General Body; and
- iv. development of strategies and implementation of infrastructure to archive JCNJ internal and external communications from, to and between the members of the Board of Trustees, the Operation Management Committee and sub-committees consistent with JCNJ policies.

**D. Facility Maintenance Sub-committee:**

The scope of the Facility Maintenance Sub-committee includes upkeep and maintenance of all JCNJ Jinalays and facilities keeping them in compliance with the local, county and state codes including fielding inspections, obtaining and renewals of licenses for occupancy. This means ensuring the facility is safe and not injury prone to members. Further, the scope includes managing and maintaining all major systems such as HVAC, electrical, kitchen appliances, elevators, security alarm, lighting, parking lot etc. in good order. Their responsibilities include managing water/sewer systems, regular cleaning and management of disposal of refuse. In addition, the sub-committee is responsible for supporting the Board of Trustees in planning and execution of capital improvement projects.

**E. Frequently Occurring Events Sub-committee:**

The scope of Frequently Occurring Events Sub-committee is to plan, support and manage frequently occurring Jinalay activities such as monthly Pooja, member sponsored Pooja, Swadhyay, Bhavana, Samuh-Samayik. The responsibilities include Aangi of Pratimaji. The sub-committee is responsible for working closely with the Major Events Sub-committee to ensure the overlapping Pooja, Aangi activities during Major Events are executed smoothly. Similarly, the sub-committee will work closely with the Communication, Public Relation and Scheduling Sub-committee to ensure information about frequently occurring events is communicated in a timely manner and scheduling conflicts are avoided. The sub-committee is responsible for safe keeping of all silver Aangi and other valuable ornaments for Pratimaji at all JCNJ Jinalays.

**F. Major Events Sub-committee:**

The scope of the Major Events Sub-committee is to plan, based on the decisions and direction of the Board of Trustees, prepare and execute major events such as Paryushan, Cha-Gua Yatra, Mahavir Janma Kalyank, Dwaja-Arohan (change), and Sangh-Yatra in collaboration with other sub-committees of the Operation Management Committee. The responsibilities include: planning and managing event-budget, obtaining required permits for the events, managing members in the facility in compliance with fire and other regulations during events, managing onsite and/or off-site parking, transportation to and from off-site parking to the event location, tracking Ghee Boli and sponsorships and providing details to the Treasurer, and submitting event and expense summary to the Board of Trustees and the Operation Management Committee within 15 days of the event. In addition, the scope includes planning and managing invited Jain scholars and speakers, their lodging and transportation. The sub-committee shall work closely to manage communication of events to the General Body, RSVP from members, planning for the right quantity of food, dining and auditorium space, Pooja and Aangi and police presence to manage traffic on public roads.



**G. Audio-video System Sub-committee:**

The scope of the Audio-video System Sub-committee is to maintain the audio-video equipment and systems in good working conditions, provide system-experts to operate the audio-video system at events, procure required equipment and manage inventory of the same. In addition, the sub-committee is responsible for developing procedures for members, Pathshala, or groups to request system-expert(s) to operate the system at member-/group-sponsored events. It shall also coordinate with the Facility Maintenance Sub-Committee to manage surveillance and security camera system, and telephone/paging system, and maintain in good working condition.

**H. Finance and Ghee-Boli Sub-committee:**

The Finance and Ghee-Boli Sub-committee shall operate under the direction of the Treasurer and the Joint Treasurer, collaborating with them to ensure JCNJ finance processes are robust and its records are accurate and transparent, assets secure, and members' trust maintained at the highest level. Further, the scope of the sub-committee is to ensure that all cash donations from the Bhandars (lock-boxes) are collected safely and documented, that the Pedhi (office) is staffed for a reasonable coverage, that all donations received by hand, US mail, digital process or any other route are recorded and deposited in bank accounts promptly, and that receipts are issued to donors in a timely manner. The sub-committee is ultimately responsible for ensuring that all Ghee-Bolis and donation-pledges at JCNJ events are recorded correctly, respectful following-ups with donors to collect on the pledges, and sending appreciation letters when pledged donation are received. The sub-committee is responsible for working with the Board of Trustees to develop and execute fund raising programs.

**I. Pathshala and Education Sub-committee:**

The scope of the Pathshala and Education Sub-committee is to oversee operation of JCNJ Pathshala, education activities for all age groups. The sub-committee is responsible for working with the Board of Trustees to develop a vision for JCNJ Pathshala with an ultimate goal of having a unified Pathshala regardless of location with harmonized curriculum, while permitting historic and traditional differences of recognized Panths of Jain religion. Opening of any new Pathshala under the JCNJ name shall require approval from the Board of Trustees.

The Pathshala and Education Sub-committee shall include one representative from each of the Pathshala locations through a process to be developed by the sub-committee, and from each Pathshala by Panth. The sub-committee shall develop a structure of JCNJ umbrella Pathshala organization under the leadership of the co-leads, and develop criteria and processes by taking inputs from the parents of Pathshala students for the selection of Pathshala Administrator from each Pathshala to serve for a term of three years.

The sub-committee is responsible for ensuring the safety and well-being of children and teachers while ensuring JCNJ organization as a legal entity is protected from potential liabilities. The sub-committee is responsible for developing guidelines for various activities including -selection of representative(s) to Young Jain Association (YJA), to national and international events, and working with the Communication, Public Relation and Scheduling Sub-committee to avoid scheduling conflicts for availability of the facility. It shall develop programs for educating and promoting Jain principles to adult and senior members.

**J. Library Sub-committee:**

The scope of the Library Sub-committee is to develop the infrastructure of the JCNJ Library, build a portfolio of Jain literature, promote use of the Library and manage its overall operation. The sub-committee will build a volunteer team, seek necessary financial and other resources to purchase current and classic literature in printed and electronic form, and expand library operation. The sub-committee will work with the Board of Trustees to appoint a Librarian to manage day to day operation of the Library.

**K. Technology Sub-committee:**

The scope of the Technology Sub-committee is to manage and maintain all the technology systems, platforms, hardware that JCNJ uses as well implementing newer platforms where needed. In addition, look for ways to introduce automation into JCNJ operations within and across sub-committees. In addition, this sub-committee shall provide support to rest of JCNJ organization including the Officers, Trustees, Operation Management Committee and other sub-committees to carry out their functions.

**L. Youth Sub-Committee:**

The scope of the Youth Sub-committee is to develop and execute activities approved by the Board of Trustees to support youth engage in JCNJ activities, build social and professional network, engage in local community services, and to develop and nurture future leaders for JCNJ.

**VII. SPECIAL PROCESSES:**

**A. Due Process for General Body Vote on Recall:**

The following process shall apply in connection with a vote by the General Body on recall of a member's Membership in JCNJ pursuant to these By-laws, or a vote by the General Body on recall of an Officer or a Trustee from the Board of Trustees or a member from the Operation Management Committee pursuant to the Amended Constitution.

1. Any member of the General Body, the Board of Trustees or the Operation Management Committee may request that a recall vote be presented to the General Body. The member

requesting a recall vote shall collect relevant information and documents on the reason for proposed recall and provide them to the Secretary, or if the Secretary is being considered for recall, to the Joint Secretary.

2. The information and documents received or collected shall be provided to the Board of Trustees to determine whether or not to present the recall to the General Body; provided, however, that the Board of Trustees shall be required to present a recall vote to the General Body if it is supported by a petition with signatures of at least 10% of voting members of the General Body.
3. If the recall is going to be presented to the General Body meeting, any information or documents received or collected shall be provided to the member being recalled, who shall have fourteen (14) calendar days to compile documents or materials in response thereto.
4. The Secretary, or if the Secretary is being recalled, the Joint Secretary, or if both are being recalled, a member of the Board of Trustees appointed by the Board of Trustees shall schedule a General Body meeting to consider the recall. The formal notice of the General Body meeting shall include copies of information or documents received or collected on the member being recalled, and the member's responses thereto, provided that the Secretary, the Joint Secretary or the appointed Board Member issuing such notice may summarize or exclude materials from distribution to the General Body as he/she deems appropriate in his/her reasonable discretion exercised in good faith.
5. At the General Body meeting, the Secretary, the Joint Secretary or the appointed Board member, as the case may be, will summarize reasons for the proposed recall and the information distributed to the General Body.
6. The Secretary, the Joint Secretary or the appointed Board member, as the case may be, shall provide a reasonable time, but not more 30 minutes, to the member being recalled to make his/her case to the members of the General Body present.
7. The requisite vote for approving recall shall be a majority vote at the General Body meeting at which there is a quorum present.

**B. Dispute Resolution Process:**

This section pertains to resolution of major disputes that may emerge in JCNJ. It does not pertain to complaints and issues on how JCNJ runs on a day-to-day basis; such complaints and issues for normal operation of the JCNJ Sangh (congregation) are to be managed by the Board of Trustees and the Operation Management Committee, and the sub-committees appointed by the Board of Trustees or the Operation Management Committee to manage JCNJ's activities. The Board of Trustees and the Operation Management Committee may develop and publish policies and procedures for handling such complaints and issues.

Occasionally a significant dispute may develop within JCNJ, and it may rise to a level such that it may potentially affect the unity and harmony of the Sangh, or cause JCNJ and/or its elected and appointed members of the Board of Trustees, the Operation Management Committee, or appointed sub-committees to be named as parties in a legal proceeding. The Board of Trustees is entrusted and empowered to handle such dispute in a fair and equitable manner by bringing the collective wisdom of the Sangh and work in the best interest of JCNJ. The Board of Trustees at their discretion may use all means available within and outside the Sangh and make all reasonable efforts to resolve such disputes amicably and avoid adverse impact.

In some situations, the Board of Trustees may not be able to resolve a dispute, or members of the Board of Trustees may be a party to a dispute and therefore not appropriate for the Board of Trustees to consider the matter. Accordingly, JCNJ shall have a Dispute Resolution Board to provide for a standby group available to investigate and offer judgment on disputes presented to it. The Board of Trustees shall appoint the members of the Dispute Resolution Board, in accordance with the criteria described below, within 90-days from the newly elected President taking the charge. The term of each Dispute Resolution Board shall be 3 years and will coincide with the election the Officers.

The Dispute Resolution Board shall consist of seven members – the President, one of the nine elected Trustees and five members of the General Body who do not then serve on the Board of Trustees, the Operation Management Committee, any sub-committees of the Operation Management Committee or any JCNJ special committees. An individual must be a life member to be appointed to the Dispute Resolution Board. In selecting individuals for appointment to the Dispute Resolution Board, the Board of Trustees shall use such additional qualification criteria as deemed appropriate; prior experience of serving on the Board of Trustees or the Operation Management Committee shall be considered favorably. Any member of the Dispute Resolution Board who has conflict of interest on a particular dispute will recuse him/her-self from the Dispute Resolution Board for that particular dispute; his/her position(s) on the Dispute Resolution Board for the duration of handling a particular dispute will be filled by a member of the Board of Trustees selected by the Board of Trustees.

The Board of Trustees shall call upon the Dispute Resolution Board when it determines that a given dispute needs to be resolved by the Dispute Resolution Board based on its own investigation of the matter, facts and objectivity of truthfulness. Members of the General Body may also independently present JCNJ-related disputes to the Dispute Resolution Board provided that the member has first given the Board of Trustees a reasonable opportunity to resolve the dispute. In reviewing matters raised by members of the General Body, if the Dispute Resolution Board determines that the dispute relates to operational matters which do not rise to the level requiring consideration by the Dispute Resolution Board, then the Dispute Resolution Board shall defer to the Board of Trustees' determination of such dispute. For those matters being considered by the Dispute Resolution Board (upon referral by either the Board of Trustees or any member of the General Body), the Dispute Resolution Board shall be responsible for investigating, holding hearing and following other steps as they see appropriate in their scholarship, and issuing their decision in writing. While such decision shall not have the effect of a binding legal judgment, the Board of Trustees shall give deference to

such decision absent a vote by the Board of Trustees to the contrary. The Dispute Resolution Board shall use all reasonable efforts to promptly issue its decision, with the goal being the issuance of a written opinion within ninety (90) days from when a matter was first presented to the Dispute Resolution Board. In the event a dispute is being considered by the Dispute Resolution Board and such ninety (90) day time period extends beyond their term of 3 years, the same Dispute Resolution Board will continue to function for the particular dispute in a holdover term until issuance of their decision at which time their term shall be ended. A new Dispute Resolution Board coinciding with the election of a new President will still be appointed while the old Dispute Resolution Board is still working, such new Dispute Resolution Board to consider any new disputes.

For purposes of those provisions of the Amended Constitution requiring a member to pursue the dispute resolution process provided for in the By-laws prior to bringing legal action, a member shall be deemed to have satisfied such requirement once the ninety (90) day time period referred to above has elapsed, irrespective of whether or not the Dispute Resolution Board has issued its decision within such ninety (90) day time period.

If the Dispute Resolution Board requires consultation of any external professional, they shall submit a budget to the Board of Trustees and seek their approval. The Board of Trustees shall use their prudent judgment and to the extent possible, approve a reasonable budget.

The Board of Trustees and the Dispute Resolution Board shall be responsible for developing a procedure for Dispute Resolution Board to follow to resolving disputes; such procedure may include - general steps of investigation of the dispute, hearing of the parties involved, possible considerations in arriving at the judgment, time limit to issuing an interim report or issuing final resolution, and requirements for written judgment and supporting documentation. Such procedure shall be part of the JCNJ's Handbook of Procedures; the procedure may be updated and refined from time to time.

**C. Conflict of Interest:**

Whenever a member of the Board of Trustees, the Operation Management Committee, other appointed committees or sub-committees, or JCNJ employed staff has a personal or financial interest in any matter coming to the Board of Trustees, the Operation Management Committee, appointed committee or sub-committee, the affected member shall:

- i. Disclose the nature of interest fully; and
- ii. Withdraw from discussion, lobbying and voting on the matter.

Any resolution and vote on resolution involving a potential conflict of interest shall be approved only when a majority of disinterested members of the Board of Trustees, the Operation Management Committee or other committees and sub-committees determine that it is in the best interest of JCNJ to support the resolution.

The minutes of meetings at which such votes are taken shall record such disclosure, abstention and rationale for approval.

The Board of Trustees shall be responsible for developing a Conflict-of-Interest policy, to become part of the JCNJ's Handbook of Procedures; such Conflict-of-Interest policy shall be a priority to be addressed by the first Board of Trustees elected after implementation of these By-laws and may be updated and refined from time to time. All members of JCNJ nominated for an elected position, or being appointed to a position on a particular board, committee or sub-committee, shall sign the then-current version of the Conflict-of-Interest policy and hand in the original copy to Secretary at the time of submitting his/her nomination application to contest in an election or while accepting appointment to a Board, committee or sub-committee. Similarly, all individuals being appointed by the Board of Trustees or the Operation Management Committee to any committee or sub-committee shall review and sign the then-current version of the Conflict-of-Interest policy prior to engaging in appointed role for JCNJ. The Secretary shall be responsible for retaining and archiving the signed policy documents of the candidates and appointees, and retain them for five years or consistent with document retention policy when developed and put in effect.

## VIII. FINANCE:

### A. Budget Development and Approval:

JCNJ shall have annual Operating and Capital Budgets. The scope of this section is to provide guidance and stipulate requirements for the development of both the budgets, presentation of the same at a General Body meeting; and formal approval of the budgets by the General Body. The Capital Budget will consist of projects underway or to be undertaken over next three years.

#### 1. Budget Development Committee:

The Budget Development Committee shall consist of:

- The President or his/her designee, who shall be the Committee Chair
- The Treasurer
- 3 Trustees (one each with 2 plus-, 1 plus- and up to 1-year remaining term), selected by the President
- Facility Maintenance Sub-committee co-leads
- Major Events Sub-committee co-leads
- Sadharmic Vatsalya Sub-committee co-leads

The President may invite individuals from the General Body or otherwise with budget or finance expertise to serve as additional members on this Committee or otherwise assist in the budget process.

#### 2. Process and Responsibilities:

The Budget Development Committee shall follow the process outlined below, with such minor deviations as the Budget Development Committee may deem appropriate to develop annual budgets.

Operating Budget:

- a. Initiate budget development process for the next year latest by August 1<sup>st</sup> of the current year
- b. Treasurer shall prepare a side-by-side comparison of the approved Operating Budget and actual expenditure for the current year and the one year preceding to that, as well as actual revenues for the current and the one preceding year, and commentary on unusual expenses, income or deviations between approved and actual expenditure
- c. The committee shall seek input from the Officers, Trustees, and members of the Operation Management Committee for any significant events, unusual one-time expenses planned for the upcoming year
- d. Prepare next year's Operating Budget with explanation on any line with variance of more than 5% from the current year
- e. Present the Operating Budget to the Board of Trustees and the Operation Management Committee, and seek approval from the Board of Trustees at least 45 calendar days before presentation at the Annual General Body meeting

Capital Budget:

One of the Board of Trustees' responsibilities is to develop vision for JCNJ, to grow, expand, enhance, maintain and upkeep all of its facilities. In general, any project for facilities' upkeep, replacement or expansion that exceeds \$10,000 shall be considered a capital improvement project. (Examples of such projects are: Painting, Marble Polishing, Roof, Pavement, Basin, Kitchen Modification, Elevator, Ceilings.)

A process similar to the one outlined above for the preparation of annual Operating Budget shall be followed with additional following stipulations:

- a. Develop a proposal and cost estimate for each proposed capital project; obtain approval from the Board of Trustees prior to including it in the Capital Budget
- b. Seek input from the Officers, Trustees, and members of the Operation Management Committee on any significant events, unusual one-time expenses planned for the upcoming year
- c. Develop project proposals and plans including:
  - o The scope of the project, its rationale and alternatives
  - o Duration of the project to complete
  - o Bid requirements
  - o Government permits and licenses (if any)
  - o Alternate arrangements during the project length.
  - o Source of funding
- d. Review, modify the existing list of capital projects and related budget based on any changes to details.

- e. Develop Capital Budget listing projects approved during preceding three previous and those projects which are ongoing, and new projects to be undertaken in the next two years. Seek a formal approval of the proposed Capital Budget from the Board of Trustees.
- f. Provide to membership at the annual General Body meeting a status update on every ongoing project, and projects which are being closed with a close-out summary containing projected vs. actual spend, and projected vs. actual timeline.
- g. Seek formal approval of Capital Budget for the new projects being proposed at the annual General Body meeting with a formal resolution.

3. Budget Approval by General Body:

The Secretary shall ensure that the General Body is provided information on proposed Operating and Capital Budgets along with the annual General Body meeting notice.

Any planned projects with cost estimate of \$50,000 and emergency projects potentially costing over \$100,000 each shall require approval of General Body unless the project has already been approved by the General Body as part of the budget approval process, provided that the project (including cost estimate) was clearly set forth in the approved budget. In the event of cost overruns on a project, the Board of Trustees shall not be required to seek approval from the General Body for the additional costs if the project was included as part of the budget approval process provided that the cost overruns are no more than 20% of the approval amount.

For emergency projects, the Board of Trustees shall have the authority to initiate repairs by making commitment of up to \$100,000 immediately if deemed necessary by the Board of Trustees prior to obtaining General Body approval for the project, provided that the Board of Trustees promptly schedules and call a General Body meeting to obtain approval for the full or partial cost of the project costing or projected to be costing more than \$100,000.

**B. Record-Keeping, Reporting and Auditing:**

1. General:

- i. JCNJ Fiscal year shall be from January 1st thru December 31st of each calendar year. JCNJ accounting shall be on cash basis.
- ii. The Treasurer and the President shall maintain the financial records in current state and in compliance with the Amended Constitution, and State and Federal regulations.
- iii. The Treasurer and the President are responsible for recommending to the Board of Trustees a qualified Certified Public Accountant firm for the purpose of filing federal, state and local tax documents and auditing JCNJ books and financial records, and seeking engagement of such firm by the Board of Trustees to be appointed as the accountants for JCNJ. The appointment of a



- qualified Certified Public Accountant shall not be vacant for more than 90 days.
- iv. The Board of Trustees shall be responsible for approving the appointments and reasonable budget proposed by the President and/or the Treasurer for hired resources to keep the JCNJ books current and in compliance in a timely manner.
  - v. The Treasurer in collaboration with the Board of Trustees shall establish periodic internal bookkeeping guidance and develop a Bookkeeping Procedures handbook.
  - vi. The bookkeeping shall be no more than one quarter in arrears at any time. Monthly Bank Reconciliation shall occur within 30 days of the end of each month.
  - vii. Once the Bank Reconciliation and other accounting activities are complete, the concerned month will be locked/closed in the system of bookkeeping.
  - viii. The Treasurer shall seek formal approval from the Board of Trustees before changing the accounting system, accounting software or other structural components of systems.
  - ix. The Treasurer and the President are responsible for establishing archival and disaster-recovery processes; there shall be a second and a third back-up of the account files, audit reports and professional service contracts. The Treasurer shall update the Board of Trustees on the archival and disaster recovery system at least once a year, and periodically when requested by the Board of Trustees.
  - x. The Treasurer shall use QuickBooks or other professional accounting software to maintain JCNJ books.
  - xi. All official financial information distributed via electronic or hard copy medium shall clearly indicate appropriate disclosure, notes and disclaimers.

2. Reporting Obligations:

The Treasurer shall present at minimum the following financial information to the Board of Trustees no less frequently than once every three months:

- i. Budget Vs. Actual Expenses report by month along with comparison to prior year(s)
- ii. Receipt of Donations (Income/Revenues) Vs. Expenditure by month and quarter along with comparison to Prior Year and by Khata (Quarter over Quarter and Year to Date)
- iii. Statement of Assets and Liabilities – with data no more than 2 months behind from the actual date of the Board of Trustees meeting

The JCNJ appointed CPA or other qualified accountant shall be present at the Board of Trustees meetings on a periodic basis, but no less frequently than once every six months.

Reporting to the General Body shall consist of the following:

- i. the Treasurer shall report summary of JCNJ finance information to the members at least once a year at the General Body meeting; and
- ii. the Treasurer shall present a summary of the audit report, or appropriate documentation demonstrating that the previous year's financial records were audited, preferably within six months of completion of the fiscal year, but no later than 12 months from the completion of the fiscal year.

Should the Treasurer fail to fulfill the responsibility of reporting the financial information to the Board of Trustees for two consecutive quarters or of reporting the financial information and the audit report at the General Body Meeting, the President will put forth a motion at the next Board of Trustees meeting to suspend the Treasurer, and appoint another member of the Board of Trustees or a member from the General Body to serve on an interim basis in the position of Treasurer, pending vote by the General Body to recall the Treasurer. The Board of Trustees shall propose a resolution at the next General Body meeting for recalling the suspended Treasurer from the Board of Trustees, on the grounds that the failure to properly report financial matters is conduct damaging to the best interest of JCNJ.

3. Auditing:

The Board of Trustees shall appoint an Internal Audit Group consisting of the Joint Treasurer, one Trustee and three persons who are not then serving on the Board of Trustees. At least two of such individuals shall be members of JCNJ; in addition, at least one of the three individuals shall be a certified public accountant.

The responsibilities of Internal Audit Group are:

- i. to work closely with the Treasurer and Joint Treasurer, and to assist them in managing the JCNJ finance books;
- ii. to conduct six-monthly audit of JCNJ books, internal controls, and completeness and accuracy of book-keeping; and
- iii. to present assessment and findings of the audit to the Board of Trustees with recommended improvements to the audit processes.

JCNJ financial records will be audited by a qualified CPA firm on annual basis. A representative of the audit firm shall be in attendance at the Annual General Body meeting to present a summary of the audit report unless such presentation is to be waived as determined by the General Body through a resolution.

C. Donations:

JCNJ is a non-profit organization; it relies on donations from its membership for its ongoing existence. JCNJ shall accept donations only in a manner that conforms to the IRS and other applicable regulations. All donations received by JCNJ will be deemed to be unrestricted funds

unless specifically designated otherwise by the donor in writing. All Dev Dravya donations explicitly mentioned on the check shall be divided with a finite percentage allocated to Sadharan Dravya to be based on a policy to be documented by the Board of Trustees based on the advice and instruction from Acharya Shree Raj Yash Suri Maharaj or his successor Acharya Shree.

1. Types of Donations:

Donations can be made through one or more of the ways listed below:

- i. Bhandar (Lock-Box) Donation: Placing currency or valuable in Bhandar placed in front of religious idols
- ii. Ghee-Boli or Nakaro Donation: Pledging donation for obtaining the benefit (Laabh) of being the only or the first person/family to conduct a particular religious ritual; for contributing towards meals (Sadharmic Vatsalya) to congregation members; the only one or one of the few major contributors towards the expenses of a given event or activity; naming of a physical area of the facility; placing photographs or similar artifacts in certain areas; or other similar benefit (Laabh).
  - o Ghee-Boli refers to the process of providing a particular benefit (Laabh) to a member (or a group of members) who pledges the highest sum of money
  - o Nakaro refers to the process of providing a particular benefit (Laabh) to a member (or a group of members) who pledges to pay a fixed sum of money pre-announced by the event organizer or Board of Trustees.
- iii. General (Sarva-Sadharan) Donation: these donations are collected for the purpose of overall operation of JCNJ and its activities including (though not limited to) maintenance of its facilities, purchase of furniture, providing meals for the congregants on occasions, capital expansion and any other activities of JCNJ. Sarva-Sadharan fund is defined as a fund that can be used for any Jain purposes.
- iv. Other Donations: Donations can also be made for one of these specific purposes such as Dev (temple) Dravya, Jivdaya (provide shelter and freeing animals from slaughter houses and similar activities) Dravya; Gyan (knowledge) Dravya, Geetarth-Guru (Monks) Dravya, Sadharmic Bhakti (for fellow Jains) Dravya, Anukampa (helping those affected by calamities) Dravya.

2. Forms of Donations:

JCNJ will accept donation in the form of cash, check, credit card, equity shares or other valuables from donors who may or may not be a member of JCNJ. The donor can be based in the US or overseas.

There is no limit to the amount of cash donation that can be made as long as it is anonymous and done by placing the currency in the Bhandar.

The donations made in cash towards Ghee-Boli, Nakaro, General or Other Donations shall conform to IRS regulations including the reporting of donor's details for cash donation in sum of \$10,000 or higher to the applicable government agencies.

Donations can also be made via credit card; the Board of Trustees shall contract with one or more appropriate third party including commercial banks to establish mechanism(s) for collecting donation through such means in a manner that is cost efficient to JCNJ in applicable fees. JCNJ shall limit retention of confidential credit card information to extent reasonable and appropriate to avoid potential liabilities.

There is no limit to donations made in the form of a check or equity shares for any of the types. Donation in the form of equity shares will be accepted per the policy developed for this purpose by the Board of Trustees; shares received shall be liquidated as soon as possible but no later than five working days from the receipt absent exceptional circumstances as determined by the Board of Trustees.

3. Responsibilities:

The Treasurer has the following responsibilities:

- i. to appoint one or more designees to attend every event of JCNJ where there can be Ghee-Boli or to record pledges or any donations;
- ii. to maintain complete record of all pledges made within 30 days from the event;
- iii. to solicit, receive, and record all donations in a manner that is complete, reliable and secure in terms of potential loss due to a disaster;
- iv. to collect donations from Bhandars on a regular periodic basis through establish processes which will include names of collectors, designation of Bhandar, amount collected, date and time, signature and counter signature by two individuals and depositing such proceeds in the bank;
- v. to keep the President informed on the overall status (and issues) on a frequent basis;
- vi. to report to the Board of Trustees complete status of donation pledges, receipt of donations at least once every three months and as and when requested by the Officers and Trustees;
- vii. to report immediately on any significant issues related to donations;
- viii. to establish systems and processes for collecting donations made by credit card and converting donations made in the form of equity shares through liquidation; and
- ix. to issue and mail the receipts for all donation in form and substance, and within the time periods provided for, by applicable law.

The Joint Treasurer is responsible to assist the Treasurer in any manner requested, as long as it is ethical. The President is responsible for ensuring that the Treasurer is fulfilling the responsibilities identified above and those that fall within the scope this function. The President is also responsible for informing the Board of Trustees in a timely manner any

situations where the Treasurer is not meeting his/her responsibilities listed above or there is a reasonable suspicion of lapse in integrity on the part of the Treasurer, the Joint Treasurer or a designee appointed by the Treasurer. The Board of Trustees collectively is responsible for reviewing the donation records at least once a quarter and assisting the President in addressing any issues related to the responsibilities listed above.

**D. Funds Management:**

1. JCNJ Funds:

The scope of this section is to provide guidelines and rationale for management and investment of JCNJ's money (referred here forward as "funds"); the term funds here does not mean the funds used for day-to-day operation of JCNJ activities and management of its facilities, but it pertains to the larger sum of funds that are part of JCNJ assets and are invested at various institutions. It is critical to establish high level processes and controls to ensure the funds are protected from any intentional or unintentional mishandling or embezzlement; that there is a group of individuals involved in the management as opposed to one or two individuals; that the funds are invested in a manner which ensures capital preservation and reasonable returns; and that the funds are managed in an open, transparent manner visible to JCNJ membership.

2. JCNJ Funds Management Committee:

In order to manage funds, monitor its movement within banks/institutions, and mitigate risk, there shall be a five member Funds Management Committee consisting of:

- The President (in his/her absence Vice President)
- The Treasurer
- A Trustee (with remaining term of at least 2 years at the time of appointment)
- Two appointed individuals, who may or may not be members of JCNJ, provided that if either or both of such individuals are members of JCNJ, they should not be members of the Board of Trustees or the Operation Management Committee.

The Trustee and the two appointed individuals shall be designated by the Board of Trustees. While any member of the Board of Trustees can nominate persons for appointment, the President shall have the ultimate responsibility to ensure these positions are filled within 45 days of he/she taking the charge of the Presidency. The Funds Management Committee shall elect a Chair of the committee from among its members.

3. Term of Funds Management Committee Members:

The President and the Treasurer shall be members of the Funds Management Committee as long as they hold the said positions. The term of the Trustee shall continue until he/she

ends the elected term of three years or ceases to be a Trustee, whichever comes first. The term of the appointed members will be three years and will end 45 days after a President's new term begins after election.

4. Responsibilities:

The responsibilities of the Funds Management Committee include: preservation of capital of JCNJ funds; pursuing prudent investment strategies; develop processes for documentation and approval for transfer of funds between JCNJ accounts, selection of maturity term for investment in US treasury; quarterly reporting to the Board of Trustees; annual reporting at annual General Body meeting; and requesting the Board of Trustees to pass necessary resolutions to be able to carry out the Funds Management Committee's responsibilities. Members of the Funds Management Committee shall carefully observe to avoid conflicts of interest.

5. Investment Guidelines:

- i. Funds at FDIC insured banks shall not exceed the insured limit which is currently \$250,000.
- ii. Funds can be invested in US Treasury Instruments which are backed by the full faith and credit of the US Government. Investment in treasury bonds shall be held till maturity to ensure capital is preserved, unless the treasury can be liquidated at profit, or there are unexpected circumstances.
- iii. Funds can be invested with Banks and Financial Institutions; funds deposited in banks shall be invested in FDIC insured banks only up to the limit the funds are ensured; investment can be made in other similar institutions (e.g., Credit Union) provided there is government insurance similar to FDIC.
- iv. Investment must not be speculative in nature; there shall be no investment in any kinds of company shares or equities.
- v. The Funds Management Committee will not invest any funds with any institution for which any member of the Funds Management Committee is drawing commission other than regular salary.

6. Meetings:

The Funds Management Committee shall meet as frequently as necessary but no less frequently than once a quarter to evaluate and approve the funds management decisions. Formal minutes listing decisions made will be documented by the Treasurer.

**E. Allocation of Donations to Sarva-Sadharan Fund:**

Short fall in certain Khata (accounts or funds), especially in Sarva-Sadharan Khata, is a common challenge to many Jain Sanghs in the US as well as India. The cost of running a Sangh's facility beyond Jinalays, is usually substantial in the US due to the higher cost of

employees (Poojari), utilities and other services. This shortfall in Sarva-Sadharan Khata in future may result in our Sangh to struggle to celebrate major events like Paryushan, Mahavir Janma Kalayanak and Cha-Gua Yatra in less than a desired manner. Some Jain Sanghs in the US have adopted a policy of keeping all donations received including Bhandar in one pool of funds to support all activities except Swami Vatsalya.

Operating Jinalay and other Sangh's facilities is associated with certain costs such as that of Poojari to ensure daily Pooja, keeping the Jinalays open during the day and evening hours, Aarti and Mangal Divo; nightly security guard to ensure sanctity of Jin-Pratimajis, utilities - heating and air-conditioning, snow removal, police services during major events, and parking lot and ground maintenance. These substantial expenses fall in Sarva-Sadharan funds. This if not changed in a mutually agreed manner, can lead to Sangh's inability to function.

When some members donate a sum of money through any possible ways such Ghee Boli, Nakaro, or Bhandar, they may be doing it with an intent that their donation will go toward supporting all the Sangh's expenses including the Jinalays and other facilities.

Past Executive Committees and Board of Trustees have tried various ways to ensure there is sufficient money in Sarva-Sadharan funds with a reasonable degree of success, but it can be said that it has not come up with a sustainable solution. Since approximately 2013, JCNJ has followed a process of announcing a designated percentage split of certain Ghee-Boli between Dev Dravya and Sarva-Sadharan Funds by pre-announcing this before the actual Boli taking place, and publishing this arrangement ahead of time.

## **IX. ELECTIONS:**

### **A. Election Board:**

The Election Board shall consist of five members appointed for a term of three years by those members of the Board of Trustees who will not be up for election during such term as more particularly set forth in Article V.C.1.e of the Amended Constitution. The Election Board will choose an Election Commissioner from within the members of the Election Board.

### **B. Eligibility to Serve on the Election Board:**

Each member can serve for two consecutive terms only. Election Board Members must be a life member of JCNJ for the preceding two years. Members of the Election Board shall not be eligible to contest any election held during that year or to canvass for any nominee seeking election. Members of the current Board of Trustees and members of the Operation Management Committee are not eligible to be Election Board members.

**C. Responsibilities of Election Board:**

Responsibilities of the Election Board include the following:

- i. to develop a plan for managing and governing the election process, including a definite timeline, in fair and impartial manner;
- ii. to prepare the ballot consistent with the Amended Constitution and these By-laws;
- iii. to conduct a fair and smooth election process;
- iv. to protect the cast ballots and to certify the results of the election;
- v. to keep the original ballots for six (6) months with the Election Board after the official results are declared; and
- vi. to finalize and submit the election results to the President.

**D. Election Process:**

1. The election of the Board of Trustees and the Operation Management Committee shall be held by in-person voting, via mail-in ballots, electronic ballot or as appropriate and shall be administered by the Election Board.
2. The Secretary shall furnish to the Election Commissioner the list of JCNJ members compiled by the Membership Sub-committee by 90 days before the election date.
3. The Election Board shall invite nominations from the current members of the General Body for the appropriate positions conforming to eligibility criteria.
4. Nominations shall be open for at least 30 days from the date of inviting the nominations.
5. The Election Board shall ask the candidates to submit their individual photograph, nomination form, and other documents.
6. The Election Board will verify and determine the eligibility of the nominations received.
7. The Election Board shall prepare election ballots and guidelines and also mail all relevant documents (e.g., Candidates' intro) to members as soon as practicable after the date of nomination closing.
8. The Election Commissioner shall announce the ballot opening and counting time and location to the candidates contesting the election at least one week before the election. These candidates may attend the ballot opening and counting in person or through a representative.
9. The Election Board shall verify eligible voter's identity by voter's registration or voter's signature or voter's driver's license or photo ID card or any other method.
10. In case of a tie vote, the Election Board shall device a tie-breaking voting process ahead of the election, which is fair and impartial. The Election Board's decision shall be final.
11. The Election Board shall tabulate and submit the certified results of the election to the current President of JCNJ within fifteen (15) days of the Election Day.



12. The Election Board through President shall post all nominations by position as they are received on JCNJ website for the purpose of making the election process transparent and incentivizing members to nominate themselves.
13. In the event, if there are no nominations for a given position, or not enough nominations for positions of Officers, Trustees and the Operation Management Committee, the Election Board at its discretion can extend the deadline for nomination by no more than 15 days.
14. There shall be no nomination on the floor at the General Body meeting; all candidacy has to follow the process of nomination per procedure outlined herein.

**X. AMENDMENT:**

Except as otherwise provided below, all Amendments to these By-laws shall be considered at a Regular or Special General Body meeting. These By-laws may be amended by conforming to all the provisions and processes listed in the Article XII of the Amended Constitution.

Notwithstanding the foregoing, the Board of Trustees may amend these By-laws with minor clarifying modifications, provided that such amendments are consistent with the Amended Constitution and these By-laws, and that the Board of Trustees provides prompt written notice to the General Body of any such amendments made.

**XI. IMPLEMENTATION:**

The Pathshala and Education Sub-committee organized after the implementation of these By-laws shall use its best efforts to select Pathshala Administrators for each Pathshala within six (6) months of the organization of the Sub-committee.