



# Hindu Temple Society of Mississippi

173, Vernon Jones Ave, Brandon, MS, 39047  
Ph: 601-992-3331; Email: [htsm@htsm.org](mailto:htsm@htsm.org)  
Non Profit Organization Tax ID: 64-0723799

## CONSTITUTION AND BY LAWS OF HINDU TEMPLE SOCIETY OF MISSISSIPPI, INC.,

Articles of this Constitution consist of the objectives, key structural elements and guiding principles of the organization. The Bylaws define specific procedures to support Articles of the Constitution.

### Contents of Articles:

1. Organization name
2. Aims and objectives
3. Members
4. Organization of HTSM
  - 4.1. Structure of the Board
  - 4.2. Election procedure
  - 4.3. Eligibility
  - 4.4. Tenure in office
  - 4.5. Powers and duties of Board
  - 4.6. Powers and duties Executive committee
  - 4.7. Other roles and duties
5. Banking and Auditing
6. Rules of procedures
7. Amendments
8. HTSM Ethics
9. Dissolution

### DEFINITIONS:

### PREAMBLE:

*Hindu Temple society of Mississippi (HTSM) was founded in Jackson MS in 1989 by a group of individuals with a vision to build a Hindu Temple in the Jackson Metropolitan area for common use of people. HTSM was registered with the Corporation Commission of Mississippi as a non-profit organization and with IRS Non- profit tax exemption number EIN (64-0723799) to carry out the purpose and objectives of HTSM, we do hereby ordain and enact the following:*

COPY  
CLM 2/11/13  
SECRETARY



Legal input obtained on \_\_\_\_\_  
Adopted by the HTSM Board on \_\_\_\_\_  
Constitution Approved by HTSM Membership in General Body Meeting on \_\_\_\_\_  
Bylaws approved by HTSM Membership in General Body Meeting on \_\_\_\_\_

## **ARTICLE I: ORGANIZATION NAME**

- 1.1 The name of the organization shall be HINDU TEMPLE SOCIETY OF MISSISSIPPI herein after referred to as HTSM.
- 1.2 HTSM is incorporated in Mississippi under General Not for Profit Corporation Act of the State of Mississippi. Internal Revenue Service (IRS) has determined that HTSM is exempt from Federal Income Tax under Section 501 (a) of the Internal Revenue Code as an organization described in section 501 (c) (3).

## **ARTICLE II: AIMS AND OBJECTIVES**

Aims and Objectives of HTSM are:

- 2.1 To facilitate practice of Hindu religion and culture, and promote the teachings of Hindu scriptures.
- 2.2 To construct and maintain Hindu temple(s) in Mississippi per traditions, consisting of multiple deities, which will include Sri Venkateshwara, Sri Radha Krishna, Shiva and Ram Parivar as main deities with equal prominence.
- 2.3 To establish and maintain community center(s), for the purpose of conducting religious, cultural and social activities in conjunction with temple norms.
- 2.4 To support and strengthen the spiritual and moral well being of all Hindus in Mississippi and surrounding states.
- 2.5 To interact with organizations and individuals of other religious faith to promote mutual understanding, respect and tolerance.

## **ARTICLE III: MEMBERS**

- 3.1 Membership of the HTSM is open to all who are desirous of furthering the aims and objectives of the HTSM, irrespective of color, creed, nationality, or sex without any restrictions. Membership shall remain in effect as long as the member remains in GOOD standing, having paid all the current dues as set out in the Bylaws, and abides by the Constitution and Bylaws. Members should be at least 18 years old and prescribes to general philosophical outlook of Hinduism.
- 3.2 There shall be 2 categories of Membership: Member, and Life Member. Only life members shall be entitled to vote to elect the board members, amend the constitution and bylaws and any other voting situation. The appropriate donation level, as set forth in the Bylaws, determines the membership category.
- 3.3 HTSM members shall be referred to as MEMBERS, hereinafter.

COPY  
CMA 2/11/13  
SECRETARY



## **ARTICLE IV: ORGANIZATION OF HTSM**

### **4.1 STRUCTURE OF THE BOARD:**

4.1.1 A Board of Directors, herein after called the BOARD, shall conduct the affairs of the HTSM. The BOARD shall consist of a 12 life members and 3 members.

4.1.2 The BOARD shall elect an Executive Committee consisting of the Chairman, Vice Chairman, Treasurer, and Secretary from life members of the elected BOARD for managing the routine administrative responsibilities of the HTSM.

4.1.3 To assist the Executive Committee, the BOARD must also elect a JOINT SECRETARY and a JOINT TREASURER from life members of the elected BOARD.

4.1.4 In addition, the BOARD may be assisted by advisors and committees set up for specific purposes, with specified terms and duration. These individuals shall be current MEMBERS of HTSM.

4.1.6 All BOARD members shall serve in an honorary capacity and shall be current MEMBERS of HTSM.

### **4.2 ELECTION PROCEDURE:**

4.2.1 Detailed procedures for the election of the BOARD shall be contained in the BYLAWS.

### **4.3 ELIGIBILITY**

4.3.1 In order to be eligible as a candidate for the BOARD, the individual shall have been a life member or a member of HTSM for a full year by September 30<sup>th</sup>.

4.3.2 Only life member shall be entitled to vote to elect the board members, amend the constitution and bylaws.

4.3.2 Finalize the nominations by the end of October 31<sup>st</sup>.

4.3.3 Complete the elections by the end of November 30<sup>th</sup>.

4.3.4 Announce the election results before the end of December 31<sup>st</sup>.

4.3.5 The Board will assume the office in first week of next January.

### **4.4 TENURE IN OFFICE:**

4.4.1 The yearly term of the BOARD begins on January 1st of each year and ends on December 31st.

4.4.2 The term of the BOARD members elected from life members shall be maximum of continuous three years. The term of the BOARD members elected from members shall be maximum of continuous one year.

4.4.3 The one third of the BOARD elected from life members shall retire and elect the same number of BOARD members from life members.

4.4.4 All three BOARD members elected from members shall retire every year and shall elect three BAORD members from members.

4.4.5 HTSM members should have at least one year break before reelected to BOARD after their previous term as a BOARD member.

4.4.6 There should be yearly BOARD membership donation. The appropriate donation level should be as set forth in the Bylaws.

Copy 2/11/17  
SECRETARY



#### **4.5 POWERS AND DUTIES OF BOARD**

4.5.1 The BOARD shall have the power to adopt any policies, rules and regulations necessary for the benefit and operation of the HTSM, provided such rules and regulations are not in conflict with these Articles.

4.5.2 The BOARD shall be responsible to the MEMBERS and approve all expenditure proposals.

#### **4.6 POWERS AND DUTIES OF THE EXECUTIVE COMMITTEE:**

4.6.1 The Executive Committee is responsible for implementing the policies and the resolutions adopted by the BOARD, as well as managing the routine administrative responsibilities of the HTSM.

4.6.3 THE CHAIRMAN: The Chairman provides general leadership and coordination, and presides at MEMBERS and BOARD meetings of the HTSM, ensures that the BOARD resolutions are carried out, and signs official documents. The Chairman is ex-officio member of all committees.

4.6.2 THE VICE CHAIRMAN: The Vice Chairman assists the Chairman and fulfills all functions of the office during absence of the Chairman. The Vice Chairman will become the acting Chairman for the remaining term of the Chairman, if the post of Chairman falls vacant due to any reason. The BOARD shall have an option to elect a new Chairman from the BOARD instead, to complete the remaining term of the Chairman. Vice Chairman also carries out other responsibilities as assigned by the BOARD.

4.6.3 THE SECRETARY: The Secretary conducts general correspondence and maintains a list of current membership. The Secretary shall issue notices of the meetings to MEMBERS and BOARD, record the votes, and keep the minutes of all meeting and proceedings of the BOARD. The Secretary shall carry out such other duties as may, from time to time, be assigned by the BOARD. The Secretary shall also file necessary reports with the statutory bodies to maintain incorporation status of HTSM.

4.6.4 THE TREASURER: The Treasurer shall receive and deposit monies, in appropriate banking institutions approved by the BOARD; keep proper books of account; cause an annual audit of HTSM's books as directed by the BOARD; and shall prepare an annual budget of income and expenditures to be approved by the BOARD. The Treasurer, as directed by resolutions of the BOARD, shall disburse all funds of the HTSM. The Treasurer also maintains and provides the statement of income, expenditure and current fund balance on a regular basis as defined in the Bylaws. The Treasurer shall also prepare an annual report of income and expenses, for presentation at the Annual MEMBERS meeting and also for filing to meet statutory requirements.

#### **4.7 OTHER ROLES AND DUTIES OF BOARD MEMBERS**

4.7.1 The BOARD may assign the following responsibilities to the BOARD members to assist the Executive Committee in performing its duties.

4.7.2 JOINT TREASURER: Joint Treasurer shall assist the Treasurer in fulfilling his/ her obligations and carry out such other duties as may, from time to time, be assigned by the BOARD. Joint Treasurer will act as Treasurer during his/her absence. If the post of Treasurer falls vacant due to any reason, the Joint Treasurer assumes the responsibility of



the Treasurer. The BOARD may also have an option to elect a new Treasurer from the BOARD to complete the remaining term of the Treasurer.

4.7.3 JOINT SECRETARY: Joint Secretary shall assist the Secretary in fulfilling the obligations and carryout such other duties as may, from time to time, be assigned by the BOARD. Joint Secretary will act as Secretary during his/her absence. If the post of Secretary falls vacant due to any reason, the Joint Secretary assumes the responsibility of the Secretary. The BOARD may also have an option to elect a new Secretary from the BOARD to complete the remaining term of the Secretary.

4.7.4 BOARD MEMBERS: BOARD members will perform all HTSM related work as assigned by the BOARD. BOARD members propose resolutions, participate in making decisions of the BOARD, as well as conduct the business of HTSM. They may also chair committees, and may be assigned specific responsibilities as determined by the BOARD.

4.7.5 Any BOARD member or executive committee member or any other committee member appointed by the BOARD may be removed by the BOARD by its three-fourth (75%) affirmative vote of total BOARD, whenever in its judgment the best interests of the HTSM would be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the officer so removed.

4.7.6 The BOARD member automatically qualifies for termination as BOARD member if he/she fails to attend the three consecutive BOARD meetings without written (email/mail) approval of leave of absence from the Secretary.

#### **ARTICLE V: BANKING AND AUDITING:**

5.1 HTSM shall follow standard accounting practices.

5.2 The HTSM accounts should be audited by a certified auditor.

#### **ARTICLE VI: RULES OF PROCEDURES**

6.1 MEMBERS meetings may adopt such rules of procedure, consistent with these articles, as required for the proper conduct of their business. Bylaws provide specific procedures and requirements. Bylaws complement the Constitution of the HTSM. 6.2 In the event of conflicts between the Bylaws and the Constitution, the Constitution shall prevail.

#### **ARTICLE VII: AMENDMENTS**

7.1 The Constitution may be amended at any time by the Two Thirds (2/3rd) majority affirmative eligible members' votes with at least two third (2/3<sup>rd</sup>) of eligible MEMBERS caste who are present in General Body meeting. Amendments to each Article need to be made separately and voted separately.

#### **ARTICLE VIII: HTSM ETHICS**

8.1 Illicit Activities should not be permitted in HTMS premises.

8.1.1 Non vegetarian food should not be permitted in Temple premises.

8.1.1 Alcohol should not be permitted in Temple premises.

8.1.1 Smoking should not be permitted in Temple premises.

COPY 2/11/13  
CLM  
SECRETARY



## **ARTICLE IX: DISSOLUTION**

9.1 Proposal for the dissolution of the HTSM shall originate only by means of a written request addressed to the Secretary signed by a simple majority of the membership. The secretary shall then convene a meeting to discuss the dissolution of the HTSM within three months after the receipt of the written request. The dissolution requires approval by a Two Thirds (2/3rd) majority of the life MEMBERS with a Quorum of at least Two Thirds (2/3rd) of the life MEMBERS.

9.2 For the purpose of dissolution, the Assets of the HTSM shall be distributed as determined by the MEMBERS to an Organization or Organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501 (c) (3) of the Internal Revenue code of 1954.

## **BYLAWS OF HINDU TEMPLE SOCIETY OF MISSISSIPPI**

### **1.0 GENERAL**

1.1 Bylaws provide specific procedures and requirements to be followed by HTSM to meet the intent of the Constitution. Bylaws complement the Articles of the Constitution of HTSM. In the event of conflict between the Bylaws and the Articles, the Articles shall prevail. 1.2 HTSM shall maintain a Manual, documenting the operating policies and procedures for businesses conducted by HTSM in accordance with the HTSM Constitution and Bylaws. HTSM Board must approve the manual. The manual must be reviewed at least once every two years (even years) and updated as needed.

### **2.0 MEMBERS CATEGORIES AND FEE STRUCTURE**

#### **2.1 The MEMBERS of HTSM shall pay the following dues:**

- a. A LIFE MEMBER shall make a donation of \$2500 one time payment or \$3000 in installments within three years.
- b. A member makes a donation of \$600 to \$999 per year OR a member shall have contributed monthly maintenance donation of \$51.00/month for at least 12 months before become a member.
- c. Elected BOARD MEMEBR shall make BOARD membership donation of \$1000 per year.

2.2 Services or non-cash items provided to HTSM MAY NOT be counted towards membership donation. These include donation of assets and items specifically solicited by HTSM. The donations towards any religious services OR sponsorships to any events also shall not be considered for life membership.

2.3 Life MEMBERS ENTITLEMENTS: Life MEMBERS of HTSM who are in Good Standing, shall have the following rights:



- a. Right to vote on resolutions formally proposed in a General Body MEMBERS meeting.
- b. Access to the business proceedings and financial accounts of the HTSM with a reasonable notice of 30 days.
- c. Life MEMBERS have right to become a BOARD member.
- d. Right to propose changes to the Articles and Bylaws, following the specified guidelines.
- e. Life Member has Right to attend BOARD meetings as an observer.
- f. Life Member has Right to be a contributing member of any committee set up by BOARD for a specific purpose.
- g. Any other privileges as determined by the HTSM board

**2.4 Members Entitlements:** Members of HTSM who are in Good Standing shall have the following rights

- a. Right to participate in General Body members meeting
- b. MEMBERS have right to become a BOARD member
- c. Member has Right to be a contributing member of any committee set up by BOARD for a specific purpose
- d. Any other privileges as determined by the HTSM board

## **2.6. VOTING RIGHTS & ELIGIBILITY:**

2.6.1 A life member shall be entitled to vote to elect the board members, amend the constitution and bylaws.

2.6.3 A MEMBER needs to be present in the MEMBERS meeting to exercise his or her voting rights, or use a verifiable means of voting defined in section 5.0 of these Bylaws.

2.6.4 Voting Eligibility: To be eligible to vote in any MEMBERS meeting, membership dues should have been received by the HTSM before September 30<sup>th</sup> of each year.

2.6.5 BOARD may decide to remove GOOD standing status of those MEMBERS who work against the objectives of the HTSM or defame HTSM in any way. MEMBERS who are not in GOOD standing shall not be eligible for voting, contesting in election or holding any appointed positions.

## **3.0 SCHEDULE OF FEE:**

3.1 HTSM shall establish and maintain a fee schedule for services provided by HTSM. This schedule should be included in the HTSM Manual, posted at the temple location and/ or at the HTSM web site. The BOARD with a simple majority vote can change the fee schedule.

## **4.0 MEETINGS PROCEDURE:**

**4.1. Annual MEMBERS Meeting:** The HTSM shall hold an Annual MEMBERS meeting at least once every calendar year. The Annual MEMBERS meeting shall be normally called in the months of October, of each year. The Chairman shall chair the Annual MEMBERS meetings. When Chairman is unable to preside over the Annual MEMBERS meetings, will follow the article 4.6.2 in constitution

*Copy  
2/11/13  
SECRETARY*



**4.2 Annual MEMBERS Meeting Agenda:** The following items shall be included in the AGENDA of the ANNUAL MEMBERS Meeting.

- a. Chairman's Report
- b. Discussion and approval of the Annual financial report reports.

**4.3 A Special MEMBERS Meeting:** may be convened under the following conditions:

4.3.1 By the BOARD on its own initiative; or

4.3.2 Within two months of the receipt of a request by the Secretary for such a meeting, signed by at least 10% of the MEMBERS. The three months maximum period may be waived, subject to an agreement between all persons signing the request and the HTSM Board.

4.3.3 The AGENDA for the Special MEMBERS Meeting shall consist of those items mentioned in the notice, not violating the Constitution and Bylaws requirements.

**4.4 Closed Door Meetings:** BOARD may call "closed door" meetings for discussing confidential or other specific issues, with prior approval by 2/3rd of the BOARD. These meeting shall only be held under special circumstances, and BOARD needs to document the reasons for holding the "closed door" meeting. Typically the purpose of these meetings is consultation and discussion. No decisions can be made in a "closed door" meeting.

**4.5 Regular BOARD Meeting:**

4.5.1 The Secretary shall call a meeting of the BOARD, at least once in every month

4.5.2 The Secretary shall call a meeting of the BOARD if requested by at least one (1) Director, in writing with a proposed agenda. This meeting shall be called within 30 days of such request.

4.5.3 For all meetings, agenda request need to be forwarded to the Secretary, at least two (2) weeks before the scheduled meeting, and will be accommodated based on availability of time.

4.5.4 BOARD meeting agenda shall be finalized within two weeks before the scheduled meeting time.

**4.6 The Quorum:**

4.6.1 A simple majority of the BOARD shall constitute the QUORUM for BOARD meetings, unless specified otherwise in this section. 4.6.2 See section 12.0 for quorum requirement for amending these Bylaws.

4.6.2 A simple majority of the BOARD is needed to make day-to-day decisions that are not covered elsewhere in these Bylaws.

**4.8 Annual Meeting Notice:** The Secretary of the HTSM shall issue notice to all MEMBERS, at least three to four weeks in advance, of any Annual, or Special MEMBERS meetings. In the absence of the Secretary, the Chairman or joint Secretary or any designated BOARD Member shall perform this task. The meeting notices need to be sent out using at least one of the following two media (email, newspaper, web site or post office mail); and posted on the Temple Bulleting Board.



**4.9 Fiscal Year:** The operating and fiscal year of the HTSM shall be from the 1st January to the 31st of December.

**4.10 Voting Procedure:** Life MEMBERS can cast their votes in person at a meeting, or by another mode that allows verification of legitimacy of the vote (including postal mail and electronic media). The method of voting adopted needs to be predetermined and communicated to Life MEMBERS in the announcement regarding the ballot issue.

## **5.0 ELECTION PROCEDURE:**

**5.1 Nominations:** A candidate for the BOARD shall be nominated by any Life MEMBER of the HTSM and seconded by another Life MEMBER. Nominations may be sent to the Secretary prior to the meeting in writing, at least two weeks prior to the election meeting. Nomination may also be made from the floor.

**5.2 Nominating Committee:** The BOARD may create a Nominating Committee for proposing the candidates to be nominated. This committee shall consist of a Chairman who shall be a member of the BOARD and two (2) or four (4) additional MEMBERS of the HTSM.

**5.3 Election Committee:** The BOARD shall appoint an Election Committee consisting of three MEMBERS, to conduct the elections if entire existing BOARD is retiring. The election committee member should be a life member and shall not be a member of retiring BOARD. It is the responsibility of the Election Committee to insure that the elections are carried out in accordance with this Constitution and the Bylaws.

**5.4 Validity of Nomination:** No nomination is valid unless the nominee submits his resume and has provided in writing his/ her acceptance of the nomination.

**5.5 Voting Procedure:** The voting ballot shall be sent to all life members through the postal mail.

## **6.0 COMMITTEES:**

6.1. In order to deal with specific task The BOARD may establish committees as deemed necessary. In establishing such bodies, the BOARD shall define their terms and duration. The chairperson of such groups need not be a BOARD member; however, at least one member shall be BOARD member.

## **7.0 CONTRACTS:**

7.1 All contracts with other Organizations and Individuals shall be in writing and must have the prior approval of the BOARD. Contracts shall be signed by at least two of the three Officers, the Chairman, Secretary, and the Treasurer.

## **8.0 TRANSITION:**

*COPY  
C-M 2/11/13  
SECRETARY*



8.1 The outgoing BOARD shall handover all documents and inventories of HTSM assets to the newly elected BOARD within 15 days of the new BOARD taking the office.

#### **9.0 FINANCE AND ACCOUNTING:**

9.1 The Chairman, Vice Chairman, Secretary and Treasurer each can authorize an expense for the HTSM for an amount less than \$5000 per transaction. Board shall approve all expenses over \$5000. The BOARD approval may be obtained through email to the entire BOARD or in a scheduled BOARD meeting.

9.2 The Treasurer may sign checks for up to \$5000 for expenses that have been previously approved by the BOARD or for recurring expenses. Any checks exceeding \$5000 shall be signed by at least two officers of the BOARD. The Secretary shall maintain a written record of all the BOARD approvals of expenses.

9.3 Treasurer shall keep an account of all eligible donations to HTSM for each MEMBER.

9.4 Treasurer shall maintain a written record of all financial transactions (receipts and expenditures). Treasurer will generate a monthly accounting statement consisting of a summary of all receipts, expenses, opening and closing balance, liabilities and membership count and present to the BOARD either by email or at a scheduled BOARD meeting.

9.5 Treasurer shall generate an annual financial statement for HTSM for presentation to the membership as well as meeting the regulatory requirements. An independent reviewer (preferably a CPA) who is not a member of the BOARD shall review and approve the annual financial statement.

9.6 A summary of HTSM accounts shall be reviewed at a BOARD meeting at least once every three (3) months.

9.7 Any one time expenditure of \$100000 or more can only be approved at MEMBERS Meeting.

#### **10.0 RECORD KEEPING**

10.1 The HTSM shall maintain a history of key records for a maximum period of seven (7) years, or as required by Internal Revenue Services. HTSM BOARD shall define a list of such records and include them in their Manual, and shall as a minimum include records of financial transactions, Asset transactions, meeting minutes, and contracts. Certain records (such as MEMBERS list and Property Deed) may be required to be kept longer than this period. HTSM Board structure records will be kept for ever.

#### **11. INDEMNITY OF THE BOARD:**

11.1 The HTSM will indemnify its Executive Committee and the BOARD for any lawsuit, or other activity that might affect an individual or the group for the actions taken to conduct the business of HTSM, per standard coverage offered by Underwriters for nonprofit organizations. The Executive Committee and the BOARD shall work to the best of their ability to protect, preserve, and propagate the goals of HTSM. If someone does not agree with their actions and decides to bring a lawsuit against them individually or collectively, the HTSM will provide necessary legal help to challenge the lawsuit.



## **12.0. AMENDMENTS:**

12.1 Only MEMBERS can amend these BYLAWS in a MEMBERS meeting with a simple majority of the votes cast and a 50% of MEMBERS forming the Quorum.

### **Signatures of Board Members and Life members**

#### **Board Members:**

Vikram Dulam

Gutti Kumari

Veera Vasamsetti

Radhakrishna Yarlagadda

Bala Thanjore

Ugandhar Adari

SreeLakshmi Maddali

Sudha Chintaparthi

Vijaykumar S

Ramarao Takkalapalli

Kiran Samdarshi

Chico Patel

COPY  
C.W. 2/11/13  
SECRETARY.

#### **Life Members**



Print Name

Signature

Copy  
C. M. [unclear]  
SECRETARY