

**CONSTITUTION & BY-LAWS  
JAIN SAMAJ OF COLORADO  
(effective 05-May-2013)**

**PREAMBLE**

We, the Asian Indian Jains, having made our home in the United States of America, recognize the need to preserve and enhance the time-honored values of our Jain religion and culture. To achieve this purpose, we have formed a non-profit religious organization.

**ARTICLE I - NAME**

The organization shall be known as the "Jain Samaj of Colorado", hereafter, referred to as "JSOC". The official address of the JSOC shall be:

10744 Glengate Circle,  
Highlands Ranch, CO 80130

**ARTICLE II – OBJECTIVES**

The primary objectives and purpose of the JSOC shall be as follows:

- 1) To educate and promote understanding of Jain doctrines, beliefs, sacred scriptures, teachings of Jain Tirthankaras, rituals, traditions and religion;
- 2) To provide a platform for religious, educational, cultural and intellectual interchange within the JSOC community and between various Jain Centers and communities located in the United States, India and elsewhere;
- 3) To teach, commemorate and celebrate various Jain religious festivals, rituals and programs;
- 4) To preserve and promote religious, educational, cultural, community service and such other JSOC programs and activities as shall from time to time meet the needs of the JSOC community;
- 5) To establish and maintain a place of worship and community facilities for religious, educational, social, cultural and such other related activities.
- 6) To operate exclusively for religious, charitable, educational and other purposes that qualify under Section 501(C)(3) of the Internal Revenue Code of 1954 and the corresponding provisions of all future Internal Revenue Codes. The JSOC shall not carry on any activity not permitted for organizations which are allowed deductible contributions under Section 170(C)(2) of the Internal Revenue Code of 1954.

## **ARTICLE III – GENERAL MEMBERSHIP**

### **SECTION A. TYPES OF MEMBERSHIP AND MEMBERSHIP QUALIFICATION**

#### **1. VOTING MEMBERSHIP**

The JSOC will have two types of voting memberships (1) Individual and (2) Family Qualifications for all voting members in either membership are that an individual must be twenty one (21) years of age or older, complete a JSOC membership application (only one for a Family Membership) and pay annual membership dues as provided in Article III (D). No member shall hold more than one voting membership. Each class of members shall have the same rights, privileges, restrictions and conditions. Members shall be subject to these Bylaws and all underlying guidelines.

#### **2. NON-VOTING MEMBERSHIP**

The JSOC shall have a non-voting membership, either paid or unpaid, which shall be referred to as an “affiliate membership.” Affiliate membership shall be open to community institutions, other Jain organizations and friends of the JSOC. All affiliate members must submit a JSOC membership application to the Executive Committee (“EC”), which shall assess each application in the best interests of the JSOC and approve membership upon a majority vote of the EC. Affiliate members shall not have membership rights or voting power as provided under these Bylaws.

The JSOC shall maintain membership records, electronic or otherwise as deemed appropriate by the EC.

### **SECTION B UNIT OF MEMBERSHIP**

Unless amended by a majority of the Executive Committee (EC) for the purposes of dues and assessments and entitlement to member benefits, the unit of membership shall be annual individual or family. An Individual Membership shall include the individual only. A Family Membership shall include the following:

- 1) A husband and wife with unmarried children and/or parent(s) and/or grandparent(s) living at same address;
- 2) An individual with unmarried children and/or parent(s) and/or grandparent(s); or
- 3) An individual or husband and wife with parents living with them.

Unless provided otherwise in the Bylaws, children of member families who are twenty-one (21) years of age or older shall be required to file for membership separately and must be a qualified JSOC member, on his or her own accord, under Article III (A) to run for office (EC) or to vote. Voting and other membership rights will be limited to the individual or the husband and wife of the family membership only. Dependent children, parents and grand-parents will not have the

right to vote or stand for any kind of elections.

### **SECTION C. MEMBERSHIP RIGHTS**

Only voting members in good standing and paid non-voting members shall be able to attend annual cultural events. Each voting member in good standing shall be entitled to vote at all General Body meetings and elections in person, via email, mail-in ballot, the JSOC website, or by any other means as determined by the EC. Individual voting members shall have one (1) vote and family voting members shall have two (2) votes, one (1) vote for each spouse. Events such as monthly Bhavna will be open to all members and will be open to non-members by invitation only.

### **SECTION D. FEES, DUES AND ASSESSMENTS**

Each member shall be assessed membership dues annually, based upon the type of membership elected, either individual or family. Upon recommendations of voting members, the EC may amend the membership dues upon a majority vote of the EC.

Annual membership dues (for a 12-month period commencing on January 1st of the year and ending on December 31st of the same year) shall be due and paid on or before June 1st of the calendar year. There is no apportionment of dues. Nonpayment of dues may result in suspension or termination of the membership. To be eligible to vote and run for the EC positions, a member must be in valid paid status with membership dues paid before the said event or June 1st of the same year, whichever comes earlier. Payments made after June 1st will provide membership benefits only with the exception of voting rights for the ongoing calendar year.

Request for a financial hardship waiver of the annual dues for either Individual or Family Membership must be made in writing and submitted to the EC. The EC shall review each request on a case-by-case basis and shall grant the waiver upon a majority vote of the EC in favor of the waiver.

All donations and dues to the JSOC are not subject to any refunds.

### **SECTION E. TERMINATION OF MEMBERSHIP**

Grounds for Termination: Membership shall terminate upon the occurrence of any of the following events:

- 1) Upon submission of termination request by the member in the mail for delivery to the JSOC official address under Article I (personally to the address or by mail).
- 2) Upon recommendation by the 3/4<sup>th</sup> of the EC that a member has engaged in conduct materially or otherwise, which is seriously prejudicial to the interests, purposes, principles or ethics of the JSOC. Upon termination of the membership, no refund shall be provided on any remaining period left in the membership.

- 3) Upon a failure to renew his or her annual membership by paying dues on or before the due date as provided in Article III(D), such termination to be effective thirty (30) days after a notification of delinquency is issued personally, by mail or by email to such member by the JSOC. A member may avoid such termination by paying the amount of delinquent dues within fifteen (15) days following the member's receipt of the notification of delinquency.

## **SECTION E. GENERAL BODY MEETING**

Upon appropriate notice by the EC, the members shall meet preferably at the Mahavir Jayanti event. The purpose of the meeting/s shall be to elect EC President, Vice president and treasurer, present state of affairs, membership statistics, financial report, and other business as determined by the EC. At the meeting/s, a quorum shall exist if forty percent (40%) of the voting membership is present (physically or via live electronic communication means) which shall be verified by the members of EC. The exception to this rule of general body meeting quorum is when the general body meeting is called to either elect the JSOC President Vice president and treasurer or to dissolve an existing Executive Committee. At such general body meeting, the quorum will be sixty percent (60%) of the voting members.

All membership meetings shall be conducted by the JSOC President, and in the event of the JSOC President's absence, the Vice-President of the JSOC shall preside. All membership meetings shall provide all members a reasonable opportunity to be heard, within appropriate time constraints while taking care to avoid redundancy.

The members present at a duly called and held meeting at which a quorum is initially present may continue to do business notwithstanding the loss of a quorum at the meeting due to a withdrawal of members from the meeting, provided that any action taken after the loss of a quorum must be approved by a simple majority of the members required to constitute a quorum.

In the absence of a quorum, any meeting of the members may be adjourned from time to time by the vote of a majority of the votes represented at the meeting, but no voting or other business shall be transacted at such meeting.

When a meeting is adjourned for lack of a sufficient number of members at the meeting or otherwise, it shall not be necessary to give any notice of the time and place of the adjourned meeting or of the business to be transacted at such meeting other than by announcement at the meeting at which the adjournment is taken of the time and place of the adjourned meeting. However, if after the adjournment a new record date is fixed for notice or voting, a notice of the adjourned meeting shall be given to each member who, on the record date for notice of the meeting, is entitled to vote at the meeting. A meeting shall not be adjourned for more than forty five (45) days.

## **ARTICLE IV. ORGANIZATION SECTION**

### **A. GENERAL BODY**

The General Body shall comprise of members as specified in Article III (A1, A2) and (B), excluding the executive committee, the advisory board and trustee/s.

#### **SECTION B. EXECUTIVE COMMITTEE (EC)**

The Executive Committee shall initially consist of the organization President, Vice President and treasurer elected by the organization general body. The President and Vice President elect will then appoint other members of the Executive Committee as described in Article V. The role of the Executive committee shall be to execute decisions made by the general body, though if needed formal voting on such decisions shall be performed after approval of the EC. All members of the EC must be in good standing as voting members of the JSOC. The rights, responsibilities and other parameters of the EC are described in Article V.

#### **SECTION C. ADVISORY BOARD (AB)**

Three voting members in good standing may be requested by the EC to serve in the capacity of an advisory board. If 3 such members cannot be appointed due to unavailability, the AB will not be formed until such time that such members are willing and able to serve as AB. The role of advisory board shall be to provide guidance, notice perceived errors or suggest improvements in the functioning of EC, upon the request of the EC. The advisory board with all three appointed members and trustees (defined in Section D) in complete agreement shall be capable of proposing dissolution of the EC and reelection of president, vice-president and treasurer if needed and call a general body meeting to that effect. Only AB will have the right to convene a General Body Meeting to dissolve the existing EC and oversee election of new president, vice-president and treasurer. The tenure of the advisory board member will be same as that of the elected President, Vice President and treasurer.

#### **SECTION D. TRUSTEE**

A voting or non-voting member who donates the amount greater than \$ 50,000/- but less than \$ 200,000, upon request by the said member, may be appointed a trustee of the JSOC for a period of 10 years from the date the complete amount of donation is provided to the JSOC. A voting or non-voting member who donates the amount of \$ 200,000/- or more upon request by the said member, may be appointed a lifetime trustee of the JSOC from the date the complete amount of donation is provided to the JSOC. The trustee shall also become additional member of the advisory board as described in Article IV (C).

#### **ARTICLE V. EXECUTIVE COMMITTEE SECTION A**

- 1) The Executive Committee shall comprise of the following elected members:
  - a. President
  - b. Vice President
  - c. Treasurer

- 2) And following members appointed jointly by the President and Vice president.
  - a. Secretary
  - b. Three to Six Committee Members at Large
- 3) The Executive Committee shall be re-appointed every two years. To be eligible to serve on the Executive Committee, a person must be a voting member of the JSOC for one year prior to the day of appointment (except for the EC that will be appointed at the acceptance of this Constitution). Only one person from a member family shall be appointed as a member of the Executive Committee. If there are no nominations for new members, then existing members can continue. The election of President, Vice President and treasurer shall take place in general body meeting where a 3/4<sup>th</sup> majority of members are present provided that more than sixty percent (60%) of the general body members of the JSOC were present at the meeting (either physically or via live electronic communication means).
- 4) Executive Committee Shall:
  - a. Carry out day-to-day affairs of the JSOC.
  - b. Make all legal transactions on behalf of the JSOC.
  - c. Be responsible for repairs, maintenance and necessary improvements of any JSOC property.
  - d. Executive committee shall also be responsible for communications of the organization, recommend and make decisions on long-term policies, priorities and plans for further consideration by the General Body.
- 5) Appoint sub-committees for specific purposes.
- 6) The Executive Committee shall meet at least once every two months. At the meeting/s, a quorum shall exist if seventy percent (70%) of the EC membership is present (physically or via live electronic communication means) which shall be verified by the JSOC President or by JSOC Vice-President in case the JSOC President is absent. If the quorum is not present, the adjourned meeting may be held after 10 days to carry out the same business at the same location and quorum at this time shall not be required given that 10 day notice was given to all EC members.
- 7) Any vacancy in the Executive Committee may be filled for the rest of its tenure by a majority vote of the Executive Committee except for the position of President.
- 8) In the event of demise or departure of the President, Vice President will be appointed as the President for the rest of the tenure and he/she will appoint the Vice President within 30 days.
- 9) No officer of the Executive Committee shall hold the same office for more than three consecutive terms after the adoption of this constitution.

## **SECTION B. DUTIES OF THE OFFICERS OF THE EXECUTIVE COMMITTEE**

- 1) President:  
The President shall be the Chief Executive Officer of the JSOC and shall preside over all Executive Committee and General Body meetings.
- 2) Vice President  
In the absence of the President, the Vice President shall carry out all the functions of the President. In addition, the Vice President shall carry out all the responsibilities assigned by the President and the Executive Committee.
- 3) Secretary  
The Secretary shall keep minutes of all the meetings, carry out all correspondence, publish circulars/newsletters, and present a report of the JSOC activities, at the Annual General Body meeting.
- 4) Treasurer  
The treasurer shall be responsible for the receipt, safekeeping, disbursement and recording of all funds belonging to the JSOC. The Treasurer shall be responsible for collecting membership fees, donations and pledges. The Treasurer shall maintain an up-to-date roster of the members of the JSOC. The Treasurer shall be responsible for getting the accounts audited. The Treasurer shall present an account of all transactions and financial condition of the JSOC to the Executive Committee as required, and present a financial report at the Annual General Body Meeting.

## **SECTION C. REMOVAL OF ELECTED EXECUTIVE COMMITTEE MEMBER/S**

The Executive Committee may suspend any EC member for (a) misappropriation of funds, (b) working actively against the objectives of the JSOC, or for (c) gross misconduct. Such suspension shall need an approval by a 3/4<sup>th</sup> majority vote of the remaining members at the Executive Committee meeting.

## **SECTION D. JSOC DISSOLUTION**

1. Dissolution of the JSOC shall be considered at a special General Body meeting called for that purpose with a notice of at least 30 days. Dissolution shall need an approval by a 3/4<sup>th</sup> majority of members present provided that more than sixty percent (60%) of the general body members of the JSOC are present at the meeting (either physically or via live electronic communication means). The advisory board along with EC will oversee the dissolution of the JSOC. The advisory board shall propose to the General Body for approval of distribution of remaining JSOC funds after paying all dues to qualifying religious organizations.
2. Upon dissolution, the assets remaining after paying the debts and obligations of the JSOC

shall be donated to similar religious organization/s which have established their tax-exempt status under Section 501(c)(3) of the Internal Revenue code of 1954.

#### **ARTICLE VI – AMENDMENTS**

Proposed amendments to the Constitution must first be presented to the Executive Committee. Amendments to the Constitution shall be adopted at a General Body meeting provided a prior notice of at least 15 days is given regarding the proposed amendments. Amendments shall be approved by a 3/4<sup>th</sup> majority vote of the Executive Committee.

#### **ARTICLE VII - BY-LAWS**

This Constitution shall have a set of By-Laws.

#### **ARTICLE VIII - RULES OF PROCEDURE**

Except other than provided in this Constitution, all questions on Parliamentary procedures relative to the JSOC shall be governed by the latest revision of Robert's Rules of Order.



## **BY-LAWS OF JAIN SAMAJ OF COLORADO (JSOC)**

### **SECTION A. MEMBERSHIP**

- 1) Membership shall be defined as described in Article III.
- 2) The membership fees will be as follows:
  - i. \$51.00 for 1 year for family membership
  - ii. \$21.00 for 1 year for individual membership

This fee is subject to change based on the Executive Committee decision.

### **SECTION B. AMENDMENTS**

- 1) The By-Laws shall be amended by a 3/4<sup>th</sup> majority vote of the Executive Committee at a meeting.

### **SECTION C. EXPENSES**

- 1) Any expenses incurred by JSOC members will not be reimbursed by JSOC unless they are pre-approved by EC and there are valid receipts for that expense. Any exception to this would have to be approved by a majority of Executive Committee.

### **SECTION D. DONATIONS**

- 1) Members can make voluntary donations in cash or goods with specific values (determined by EC representative) at any time including fund raising occasions; they will be provided receipt accordingly. These donations would not be refundable.
- 2) Making donation to JSOC does not entitle an individual any special rights or privileges as to the day to day operation or governance of JSOC.
- 3) Donations made at a given event which is made for specified benefits at that event will entitle the donor to that benefit only and it does not carry forward for any future event, unless expressly approved by the executive committee at the time of making the donation.

### **SECTION E. CONFLICT OF INTEREST POLICY**

This conflict of interest policy is designed to facilitate members, advisors and trustees of Jain Samaj of Colorado (JSOC) to identify situations that present potential conflicts of interest and to provide JSOC with a procedure which may, at the discretion of a 3/4<sup>th</sup> vote of the Executive Committee members allow a transaction to be treated as valid and binding even though a trustee,

EC member, AB member or appointed representative or employee has or may have a conflict of interest with respect to said and identified transaction.

In the event there is an inconsistency between the requirements and procedures prescribed herein, and the legal requirements of the State of Colorado, wherein the organization is legally established, the appropriate statutory requirements and remedies will prevail. All capitalized terms are defined below:.

**1. Conflict of Interest Defined.** For purposes of this policy, the following circumstances shall be deemed to create Conflicts of Interest:

**A. Outside Interests.**

1. A Contract or Transaction between JSOC and a Responsible Person.
  - 1.A Contract or Transaction between JSOC and an entity in which a Responsible Person of JSOC has a Material Financial Interest or of which such person is a trustee, officer, agent, partner, associate, personal representative, receiver, guardian, custodian, conservator or other legal representative.

**B. Outside Activities.**

1. A Responsible Person competing with JSOC in the fund raising or rendering of services or in any other Contract or Transaction with a third party.
2. A Responsible Person having a Material Financial Interest in; or serving as a trustee, EC Member, AB Member, employee, agent, partner, associate, personal representative, receiver, guardian, custodian, conservator or other legal representative of, or consultant to; an entity or individual that competes with JSOC in fund raising, provision of services or in any other Contract or Transaction with a third party.

**C. Gifts, Gratuities and Entertainment.** A Responsible Person accepting gifts, entertainment or other favors from any individual or entity that:

1. Does or is seeking to do business with, or is a competitor of JSOC or;
2. Has received, is receiving or is seeking to receive a loan or grant, or to secure other financial commitments from JSOC.
3. Is a charitable organization operating in the United States of America under circumstances where it might be inferred that such action was intended to influence or possibly would influence the Responsible Person in the performance of his or her duties. This does not preclude the acceptance of items of nominal or insignificant value or entertainment of nominal or insignificant value which are not related to any

particular transaction or activity of JSOC.

## **2. Definitions.**

1. A “Conflict of Interest” is any circumstance described in this Policy.
2. A “Responsible Person” is any person serving as member of the Executive Committee or Advisory Board or Trustee or general member of JSOC.
3. A “Family Member” is a spouse, parent, child or spouse of a child, brother, sister, or spouse of a brother or sister, of a Responsible Person.
4. A “Material Financial Interest” in an entity is a financial interest of any kind, which is substantial enough that it would, or reasonably could, affect a Responsible Person’s or Family Member’s judgment with respect to transactions to which the entity is a party.
5. A “Contract or Transaction” is any agreement or relationship involving the sale or purchase of goods, services, or rights of any kind, the providing or receipt of a loan or grant, the establishment of any other type of pecuniary relationship, or review of a charitable organization by JSOC. The making of a gift to JSOC is not a Contract or Transaction and will be considered a donation.

## **3. Procedures.**

1. Prior to committee action on a Contract or Transaction involving a Conflict of Interest, member of the Executive Committee or Advisory Board or member, Trustee or Responsible Person of JSOC having a Conflict of Interest and who is in attendance at the meeting shall disclose all facts material to the Conflict of Interest. Such disclosure shall be reflected in the minutes of the meeting duly recorded by the Secretary.
2. A member of the Executive Committee or Advisory Board, Trustee or Responsible Person of JSOC who plans not to attend a meeting at which he or she has reason to believe that the board or committee will act on a matter in which the person has a Conflict of Interest shall disclose to the chair of the meeting all facts material to the Conflict of Interest. The chair or acting chair shall report the disclosure at the meeting and the disclosure shall be reflected in the minutes of the meeting duly recorded by the Secretary.
3. A person who has a Conflict of Interest shall not participate in or be permitted to hear the Executive Committee’s discussion of the matter except to disclose material facts and to respond to questions. Such person shall not attempt to exert his or her personal influence with respect to the matter, either at or outside the meeting.
4. A person who has a Conflict of Interest with respect to a Contract or Transaction that

will be voted on at a meeting shall not be counted in determining the presence of a quorum or majority for purposes of the vote. The person having a conflict of interest may not vote on the Contract or Transaction and shall not be present in the meeting room when the vote is taken, unless the vote is by secret ballot if this mechanism is a granted remedy assigned within the By-laws. Such person's ineligibility to vote shall be reflected in the minutes of the meeting duly recorded by the Secretary.

5. Responsible Persons who are not a trustee or a member of the executive committee of JSOC or a member of advisory board, and who has a Conflict of Interest with respect to a Contract or Transaction that is not the subject of committee action, shall disclose to the Chair or the Chair's designee any Conflict of Interest that such Responsible Person has with respect to a Contract or Transaction. Such disclosure shall be made as soon as the Conflict of Interest is known to the Responsible Person. The Responsible Person shall refrain from any action that may affect JSOC's participation in such Contract or Transaction.

In the event it is not entirely clear that a Conflict of Interest exists, the individual with the potential conflict shall disclose the circumstances to the Chair or the Chair's designee, who shall determine whether there exists a Conflict of Interest that is subject to this policy.

#### **4. Confidentiality.**

Each Responsible Person shall exercise care not to disclose any confidential information acquired in connection with the business of JSOC, the disclosure of which might be adverse to the interests of JSOC. Furthermore, a Responsible Person shall not disclose or use information relating to the business of JSOC for the personal profit or advantage of the Responsible Person or a Family Member.

#### **5. Review of policy.**

1. Each Responsible Person shall be required to review a copy of this policy and to acknowledge in writing that he or she has done so.
2. Each Responsible Person shall annually complete a disclosure form, whenever applicable, identifying any relationships, positions or circumstances in which the Responsible Person is involved that he or she believes could contribute to a Conflict of Interest arising. Such relationships, positions or circumstances might include service as a Trustee of or consultant to JSOC, or ownership of a business that might provide goods or services to JSOC. Any such information regarding business interests of a Responsible Person or a Family Member shall be treated as confidential and shall generally be made available only to the Chair, the President, and any committee appointed to address Conflicts of Interest, except to the extent additional disclosure is necessary in connection with the implementation of this Policy.
3. This policy shall be reviewed annually by each member of the Executive Committee and the Advisory Board. This policy shall be a vital part of the training of each new

Executive Committee member elected by the organization. Any changes to the policy shall be communicated immediately to all Responsible Persons.


**6. Medium of Communication.**

All official business of the JSOC will be communicated primarily through the registered email address and or phone number of the registered members. Only when paper copies are required for specific legal purposes, USPS or courier services will be used.

THIS CONSTITUTION AND BYLAWS WERE DISTRIBUTED TO THE JSOC GENERAL BODY BY THE EXECUTIVE COMMITTEE OF JSOC ON THE 5/5/2013 .

THIS CONSTITUTION AND BYLAWS WERE READ, APPROVED AND ADOPTED BY THE EXECUTIVE COMMITTEE OF THE JSOC ON THE 5/5/2013 .

SIGNATURES & PRINTED NAME :


 11/10/2013

PRESIDENT, JSOC




VICE PRESIDENT, JSOC DATE:

DATE: 11/10/13

 11/10/2013

TREASURER, JSOC

 11/10/2013

SECRETARY, JSOC DATE:

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