

HINDU TEMPLE AND CULTURAL SOCIETY OF USA, INC.
780 OLD FARM ROAD
BRIDGEWATER, N.J. 08807

Om Saha naavavatu,
Saha nau Bhunaktu,
Saha veeryam karavaavahai,
Tejasvinaavadheetamastu,
Maa vidvishaavahai,
Om Shaantih Shaantih Shaantih!

Om, May the Lord protect us,
May he cause us to enjoy,
May we exert together,
May our studies be thorough and faithful,
May we never quarrel with each other,
Om Peace Peace Peace!

BYLAWS

The title of the Corporation is "HINDU TEMPLE AND CULTURAL SOCIETY OF USA, INC." (Hereinafter referred to as "HTCS, INC." or "CORPORATION")

BYLAW I

RULES

The latest edition of Robert's Rules of Order shall be the authority on all questions of procedure not specifically stated by the Certificate of Incorporation and Bylaws.

BYLAW II

2.01 In these Bylaws, wherever "he", "his", and "him" occur, they also stand for "she" and "her". Further, "man" includes "woman".

2.02 The Corporation shall consist of the under-mentioned bodies :
Members
Board of Trustees (hereinafter referred to as "the Board")
Special committees and Sub-committees

BYLAW III

MEMBERSHIP

3.01 Any person who subscribes to the objectives set forth in the Certificate of Incorporation is eligible to become a member of the HTCS, Inc. in any one of the following categories described herein. The eligible person (a) must be at least 18 years old, (b) shall duly complete a prescribed membership application form for formal approval, and (c) pay the prescribed membership dues. Membership dues may be changed per Article VIII of the Certificate of Incorporation. Such a change becomes effective 60 days from the date of passage of such a resolution. The membership will be based on a calendar year (January 1 - December 31).

CATEGORIES OF MEMBERS

- 3.02 There shall be three categories of members:
- a. Associate member
 - b. Life member
 - c. Patron member

ASSOCIATE MEMBERS

3.03 Any person who donates \$25 or more to HTCS, Inc., or contributes voluntary work involving not less than 25 hours per year is eligible to become an Associate Member for that calendar year. An Associate Member has no Vote.

LIFE MEMBERS:

3.04 Any person who pays \$1,000 or more to the HTCS, Inc., or pledges to pay within 2 years and meets the membership requirements of the Constitution is eligible to be a Life Member, who shall be honored with appropriate recognition by the Board.

PATRON MEMBERS

3.05 There shall be three groups of Patron Members.

a. Any person who pays \$5,000 or more to the HTCS, Inc., or pledges to pay within 2 years and meets the membership requirements of the Constitution is eligible to be a Patron Member, who shall be honored with appropriate recognition by the Board.

b. Any person who pays \$10,000 or more to the HTCS, Inc., or pledges to pay within 3 years and meets the membership requirements of the Constitution is eligible to be a Grand Patron Member, who shall be honored with appropriate recognition by the Board.

c. Any person who pays \$50,000 or more to the HTCS, Inc., or pledges to pay within 5 years and meets the membership requirements of the Constitution is eligible to be a Benefactor Member, who shall be honored with appropriate recognition by the Board.

ELIGIBILITY TO VOTE AND CONTEST/BE COOPTED

3.06 All membership applications shall be reviewed by the Membership Committee and approved by the Board of Trustees.

3.07 The record date of membership to be eligible to vote shall be June 30 of the year. It is the responsibility of members to notify the Secretary of the Corporation about change of addresses.

3.08 Annual certified alphabetical list of the members in each category shall be published by the Secretary and the Treasurer of the Board of Trustees by August 1.

3.09 Eligible members who paid the pledged amounts fully by June 30th of a year shall be full members in good standing for voting purposes in that year. Eligible members of a category who have paid the pledged amounts partially shall not be considered as the voting members in that category until they completely pay the pledged amounts, within the stipulated time. Such members shall be eligible to vote in another membership category, which qualifies them to vote in that category based on the amount of dues paid. A Life Member who did not pay dues completely by June 30th of the year, will not be eligible to vote during that year except in 1992. In 1992 these members will have a single vote.

3.10 a. Each Full member, registered individually or as a group in the Life Member and/or Patron Member categories, shall have no more than a total of two votes. In case a couple registers as separate Full members in the aforementioned categories, the maximum number of votes per couple shall be no more than four.

b. An Associate Member shall have no vote.

3.11 Members of a category shall be eligible to upgrade their membership by (a) paying additional dues, and (b) completing a prescribed application form, both required to be eligible members in the newer category. If such requirements are met by June 30th of the year, they are eligible to vote in that category in that year.

BYLAW IV

BOARD OF TRUSTEES

4.01 The affairs of the Corporation shall be managed by the Board, which shall be the policy making body of the Corporation and the distinguished body of spokespersons of the Temple and Community Center facilities. The Board may initiate all appropriate activities such as fundraising and planning for the expansion of the Temple and Community Center facilities.

4.02 All Trustees shall be members in good standing of HTCS, Inc., on the day of nomination, and election, and during the tenure of the Trustees.

ELECTION OF TRUSTEES

4.03 The maximum number of voting Trustees shall be 25, who shall be elected or coopted as follows by a simple plurality of the votes cast either through the mail ballot and/or in a duly convened assembly of the members and meeting of the Board of Trustees with a duly executed written proxy voting permitted. Nominations and/or Elections committee, in consultation with the Board, shall determine the number of Trustees to be co-opted and elected while maintaining the proportion of 8:8:8: in the following categories (A) 1-3 in the first and subsequent elections:

A) In the first election, prescribed number of Trustees as detailed below shall be elected in the following categories. After the first election, 3 Trustees from each category shall retire after 2 years and also 4 years and term of the remaining two Trustees shall expire after 6 years as determined voluntarily or by lottery after 2 years. Every two years from then on, up to the maximum number of vacant Trusteeships in each category, as determined by the Nominations/Elections Committee in consultation with the Board, may be filled by election/co-option for 6 year terms in that category subject to the above described procedure and restrictions:

(1) Up to 8 Trustees shall be co-opted from the different categories of Patrons, and Life Members.

Of the 8 Trustees, 5 Trustees shall be co-opted from the group of Patrons and 3 Trustees shall be co-opted from the group of Life Members by the sitting Board of the Trustees, that exists before the election, in a duly convened meeting immediately after the election.

(2) Up to 8 Trustees shall be elected from the category of Patrons by the Patrons.

(3) Up to 8 Trustees shall be elected from the category of Life Members by the Life members.

B) One Trustee shall be elected for a term of 2 years by members in the Life Members category who did not completely pay their pledged amounts by June 30, 1992, from the members of the same category.

After the expiration of the 2 year term, one Trustee shall be co-opted from the members of the corporation by the newly elected Board of Trustees for six years term.

C) The Trustees, whose terms expire, shall be eligible for reelection subject to the conditions in section 4.02 of this Bylaw.

D) The elected Trustees shall serve until their successors are elected and qualified, or until their inability to serve due to whatever reason.

4.04 This Bylaw IV and sections of the Bylaws that affect the Bylaw IV shall not be altered, amended, or repealed without the two-thirds majority vote in each category of members, conducted in mail or in a duly convened assembly of the members with duly executed proxy voting permitted.

BYLAW V

MEETINGS OF THE BOARD

5.01 A regular annual meeting of the Board shall be held on the first Sunday of November. Trustees unable to attend the meetings may cast their votes by conference telephone or through duly executed written proxy exercised by another Board member who is personally attending the meeting.

5.02 At each biennial meeting, the Board shall elect Officers of the Board and some Chairpersons of the Special Committees and Sub-Committees to serve two years. The Officers whose terms expire are eligible for reelection.

REGULAR MEETINGS

5.03 The Board shall hold atleast six meetings in a year. The Board may hold special meetings called by the Chairman of the Board or requested by at least 30% of the total membership of the Board.

NOTICE

5.04 Notice of any meeting of the Board shall be mailed at least ten days previously thereto, to each Trustee at his address as shown in the records of the corporation. If mailed, such notice shall be deemed to be delivered when deposited in the United States Mail in a sealed envelope so addressed, with postage thereon prepaid. Whenever necessary notice can be given either by a telephone call or by a telegram.

5.05 Notice by telephone call shall be placed directly to the member at least five calendar days before the meeting.

5.06 Notice by telegram shall be given at least five calendar days before the meeting. Telegram is deemed to have been delivered when the telegram is delivered to the Telegraph Company.

5.07 Whenever a written notice is required to be given by law, the Articles or by these Bylaws, a waiver thereof is deemed the equivalent of the giving of such notice. The business to be transacted shall be specified in the waiver of notice of such meeting. Attendance of a person at a meeting constitutes a waiver of notice of the meeting, except where a person attends a meeting for the express purpose of objecting at the beginning of the meeting to the transaction of any business on the ground that the meeting was not lawfully called or convened.

MEETINGS BY CONFERENCE TELEPHONE

5.08 One or more Trustees may participate in a meeting of the Board, or of a Committee of the Board, by means of conference calling or similar communications equipment, which permits all persons participating in the meeting to hear each other, and all persons so participating shall be deemed present at the meeting.

ACTION BY CONSENT

5.09 Any action which may be taken at a meeting of the Board, may be taken without a meeting. If a consent in writing setting forth the action so taken is signed by all the Trustees and filled with the Secretary of the Board.

BYLAW VI

QUORUM FOR THE BOARD MEETING

6.01 A majority of the existing Board shall constitute a quorum for the transaction of business at any meeting of the Board, provided that if less than a majority of the Trustees is present at the said meeting, a majority of the Trustees present may adjourn the meeting to another time and/or place.

BYLAW VII

MISCELLANEOUS ACTIONS BY THE BOARD

VACANCIES

7.01 Vacancies among the Trustees may be filled by an election held with a majority vote of the remaining members of the Board from the membership of the Corporation and each person so elected shall serve for the balance of the unexpired term of the vacant Trusteeship. A Trustee may resign at any time by giving written notice of his resignation to the Board of Trustees.

REMOVAL

7.02 A Trustee may be removed from office for cause by a majority vote of two-thirds of the members of the Board of Trustees. Cause for removal from the Board or from the Committees includes, but is not limited to, persistently failing to attend at least fifty percent of the regular meetings of the Board, or any of its committees of which the Trustee proposed for removal is a member respectively, and engaging in conduct which may be deemed, in the judgement of the Board, detrimental to the welfare of the corporation. A Trustee may be removed only after being sent a thirty days' written notice and given opportunity to be heard by the Board .

COMPENSATION

7.03 Trustees are not entitled to compensation from the Corporation for their services as Trustees. A Trustee may serve the corporation as an Officer, or in any other capacity, and receive compensation therefor if a majority of the remaining Trustees agree that, in their judgement, such service for that Trustee is unlikely to create a conflict of interest prejudicial to the Corporation.

AD HOC COMMITTEES

7.04 The Board may, from time to time, by resolution adopted by a majority of the Trustees designate one or more committees (in addition to the committees required by these Bylaws), each such committee to consist of members and non-members, as the Board may designate. Any such committee, to the extent provided in the resolution creating it, shall present recommendations to the Board. Any committee shall be at all times subject to the supervision of the Board.

MANNER OF ACTING

7.05 The act of the majority of the Trustees present at meeting at which a quorum is present shall be the act of the Board unless the act of a greater number is required by statute, these Bylaws, or the Articles of Incorporation.

BYLAW VIII

OFFICERS OF THE BOARD

8.01 Officers of the Corporation shall be a Chairman, one or more Vice-Chairmen (the number thereof to be determined by the Board), a Treasurer, a Secretary, or other officers as may be elected by the Board. Officers whose authority and duties are not prescribed by these Bylaws shall have the authority and perform the duties prescribed from time to time by the Board. Offices of the Chairman, the Secretary and the Treasurer shall be held separately by three different Trustees. Any two or more of the other offices may be held by the same Trustee.

ELECTION AND TERM OF OFFICE

8.02 The Officers of the Corporation shall be the members of the Board and shall be elected biennially by the Board of Trustees at the regular biennial meeting of the Board of Trustees to be held on the first Sunday of November. If the election of Officers cannot be held at such a meeting due to unavoidable circumstances, such elections shall be held as soon thereafter as convenient. Vacancies may be filled or new offices created and filled at any meeting of the Board. Each officer shall hold office until his successor shall have been duly elected and assumes office, or shall have been removed in the manner herein after provided. Election of an Officer shall not of itself create contract rights.

REMOVAL

8.03 An Officer elected by the Board may be removed by two-thirds majority of the Board of Trustees whenever, in its judgement, the best interests of the Corporation will be served.

RESIGNATION

8.04 An Officer may resign at any time by giving written notice to the Board. A resignation is effective on the date of receipt of the notice or any later time specified therein and, unless otherwise specified therein, no formal acceptance of the resignation is necessary.

CHAIRMAN

8.05 The Chairman shall be the principal Executive Officer of the Corporation. Subject to the direction of the Board, he shall be in charge of the business and affairs of the Corporation. He shall preside at all meetings of the Board; shall, ex-officio, be a member of the Advisory /Appeals & Review Committee and shall be responsible for public relations for the corporation; shall present the report of the Board of Trustees at the biennial assembly of the corporate members. He shall see that the resolutions and directives of the Board are carried, except in those instances in which that responsibility is assigned to some other person by the Board; and, in general, he shall discharge all duties incident to the office of the Chairman and such other duties as may be prescribed by the Board.

Except in those instances in which the authority to execute is expressly delegated to another officer or agent of the Corporation or a different mode of execution is expressly prescribed by the Board or these Bylaws. He may execute for the corporation any contract, deeds, mortgages, bonds, or other instruments which the Board has authorized to be executed, and he may accomplish such execution under the seal of the Corporation and with the Secretary and any other Officer thereunto authorized by the Board according to the requirements of the form of the instrument. He may vote all securities which the Corporation is entitled to vote except as, and to the extent, such authority is vested in a different Officer or agent of the Corporation by the Board.

VICE-CHAIRMAN

8.06 The Vice-Chairman (or in the event there be more than one Vice-Chairman, each of the Vice-Chairmen) shall assist the Chairman in the discharge of his duties as the Chairman may direct or shall perform such other duties as the Chairman may direct or as, from time to time, may be assigned to him by the Chairman of the Board. In the absence of the Chairman or in the event of his inability or refusal to act, the Vice-Chairman (or in the event there be more than one Vice-Chairmen, in the alphabetical order of their last names, each serving a period of 4 months starting from January 1) shall perform the duties of the Chairman, and when so acting, shall have all the powers of and be subject to all of the restrictions upon the Chairman. Except in those instances in which the authority to execute is expressly delegated to another Officer or prescribed by the Board or these Bylaws, the Vice-Chairman (or in the order mentioned above if there is more than one) may execute for the Corporation any contract, deeds, mortgages, bonds or other instruments which the Board has authorized to be executed, and he may accomplish such execution either under or without the Seal of the Corporation and either individually or with the Secretary, or any other Officer thereunto authorized by the Board, according to the requirements of the form of the instrument.

TREASURER

8.07 The Treasurer shall be the principal accounting and financial Officer of the Corporation. He shall : (a) have charge of and be responsible for the maintenance of adequate books of account for the Corporation, as recommended by the Audit Committee; (b) have charge and custody of all funds and securities of the Corporation, and be responsible therefor, and for the receipt and disbursement thereof; and (c) perform all the duties incident to the Office of the Treasurer and such other duties as from time to time may be assigned to him by the Chairman or by the Board. If required by the Board, the Treasurer shall give a bond for the faithful discharge of his duties in such sum and with such

survey or sureties as the Board shall determine. He shall issue audited income and expense statements and balance sheets for publication in the news letter annually. He shall produce all records necessary for internal audit by the Audit Committee quarterly, or more frequently if necessary. He shall be responsible for filing the annual income tax returns in time to the Internal Revenue Service to maintain the tax exempt status for the Corporation. He shall also submit annually all necessary documents to all other governmental agencies to maintain the non-profit status and the tax exempt status. He shall get all the records audited and surrender the same at the time of leaving office. He shall cooperate with the Secretary to publish the annual certified alphabetical list of members by category of the Corporation by August 1. He shall set up and implement a regular procedure, in consultation with the Audit Committee, for counting and recording the Hundi and Aarti offerings in cooperation with the Finance/Inventory Committee, and if necessary with the Temple Manager. If the Treasurer is absent, the Board may appoint a replacement from among its members until such time the Treasurer can resume the duties.

SECRETARY

8.08 The Secretary shall record the minutes of the meetings of the Board in one or more books provided for that purpose; see that all notices are duly given in accordance with the provisions of these Bylaws or as required by the Law; be the custodian of the Corporate records and of the Seal of the Corporation; keep a register of the post-office address of each Trustee which shall be furnished to the Secretary by each Trustee; shall perform all duties incident to the office of the Secretary and such other duties as from time to time may be assigned to him by the Chairman of the Board. He shall cooperate with the Treasurer to publish the annual certified alphabetical list of members by category of the Corporation by August 1. He shall make this list available, when necessary, to the Amendments Committee, Nominations/Elections Committee, and the Membership Committee for use only in official communications.

BYLAW IX

BYLAW IX is deleted in its entirety and is replaced by nothing.

BYLAW X

SPECIAL COMMITTEES AND SUB-COMMITTEES

DESIGNATION OF SPECIAL COMMITTEES AND SUB-COMMITTEES

10.01 THE BOARD MAY DESIGNATE SUCH SPECIAL COMMITTEES AND SUB-COMMITTEES AS IT MAY DEEM NECESSARY, FROM TIME TO TIME, TO CONDUCT THE AFFAIRS OF THE TEMPLE AND COMMUNITY CENTER, PRIEST'S RESIDENCE AND OTHER ACQUISITIONS OF THE CORPORATION AND, IN SUCH INSTANCES, SUCH DESIGNATIONS SHALL BE BY RESOLUTION SPECIFICALLY DESIGNATING THE AUTHORITY OF EACH SPECIAL COMMITTEE AND SUB-COMMITTEE. THE DESIGNATION OF SUCH SPECIAL COMMITTEES AND SUB-COMMITTEES AND THE DELEGATION THERETO OF AUTHORITY SHALL NOT OPERATE TO RELIEVE THE BOARD OF ANY RESPONSIBILITY IMPOSED BY THESE BYLAWS AND THE CERTIFICATE OF INCORPORATION. WHILE THE BOARD SHALL HAVE THE POWER TO CREATE ADDITIONAL SPECIAL COMMITTEES AND SUB-COMMITTEES, THE FOLLOWING SPECIAL COMMITTEES AND SUB-COMMITTEES ARE HEREBY CREATED AND MAY ONLY BE ELIMINATED BY A CHANGE IN THESE BYLAWS.

GENERAL RESPONSIBILITIES OF EACH COMMITTEE

10.02 A) MEMBERS OF ALL COMMITTEES SHALL BE MEMBERS IN GOOD STANDING OF THE CORPORATION DURING THE TERM OF THEIR MEMBERSHIP ON THE COMMITTEES. EACH COMMITTEE SHALL HAVE AT LEAST THREE MEMBERS. THE COMMITTEE FUNCTIONS MAY BE MODIFIED BY THE BOARD OF TRUSTEES.

B) THE CHAIRPERSONS AND THE MEMBERS OF ALL SPECIAL COMMITTEES EXCEPT THE CREDIT POLICY COMMITTEE SHALL BE APPOINTED BY THE CHAIRMAN OF THE BOARD WITH THE APPROVAL OF THE BOARD OF TRUSTEES. THESE COMMITTEES SHALL REPORT TO THE CHAIRMAN OF THE BOARD OF TRUSTEES BEFORE THE DECISIONS ARE IMPLEMENTED UNLESS IT IS PROHIBITED STATUTORILY, OR OTHERWISE PROVIDED FOR IN THESE BYLAWS OR IN THE CERTIFICATE OF INCORPORATION.

C) ALL SPECIAL COMMITTEE CHAIRPERSONS SHALL SUBMIT PERIODIC REPORTS TO THE CHAIRMAN OF THE BOARD AS SPECIFIED BY HIM UNLESS PROHIBITED BY THE STATUTES.

D) ALL SUB-COMMITTEES SHALL REPORT TO THE CHAIRMAN OF THE BOARD BEFORE THE DECISIONS ARE IMPLEMENTED.

E) SUBJECT TO THE APPROVAL OF THE BOARD, MEMBERS OF THE SUB-COMMITTEES SHALL BE NOMINATED BY THE CHAIRPERSONS FROM THE LIST OF VOLUNTEER-MEMBERS MAINTAINED BY THE CORPORATION. WITH THE APPROVAL OF THE BOARD, THE CHAIRPERSON OF A SUB-COMMITTEE MAY NOMINATE ADDITIONAL MEMBERS FROM THE LIST OF MEMBERS OF THE CORPORATION. MEMBERS OF THE BOARD OF TRUSTEES MAY SERVE AS MEMBERS OF THE SUB-COMMITTEES.

F) ALL SUB-COMMITTEE CHAIRPERSONS SHALL SUBMIT MONTHLY REPORTS AND WRITTEN QUARTERLY REPORTS TO THE CHAIRMAN OF THE BOARD. CHAIRPERSONS OF THE COMMITTEES SHALL MAINTAIN THE MINUTES OF THE COMMITTEE MEETINGS. THE CHAIRMAN OF THE BOARD SHALL IN TURN SUBMIT ALL THE REPORTS OF THE VARIOUS COMMITTEES AND SUB-COMMITTEES TO THE BOARD.

G) THE FISCAL YEAR OF THE COMMITTEE WILL CORRESPOND TO THE CALENDAR YEAR. ALL CHAIRPERSONS OF THE VARIOUS COMMITTEES SHALL SUBMIT THEIR RESPECTIVE BUDGETS TO THE BOARD AND THE CREDIT POLICY COMMITTEE BY A CERTAIN DATE SPECIFIED BY THE CHAIRMAN OF THE BOARD. SPECIAL ADJUSTMENTS TO THE BUDGET MAY BE MADE BY THE BOARD AND THE CREDIT POLICY COMMITTEE DURING THE FISCAL YEAR.

H) ALL COMMITTEES ARE REQUIRED TO MAINTAIN ACCURATE RECORDS OF THEIR INCOME AND EXPENSES AND SUBMIT A WRITTEN REPORT OF THE SAME MONTHLY, TO THE BOARD, FOR THE AUDIT REQUIREMENTS OF THE AUDIT COMMITTEE.

I) ALL EXPENSES OF THE COMMITTEES SHALL BE APPROVED BY THE CHAIRPERSONS OF THE COMMITTEES WITH THE FOLLOWING GUIDELINES: ALL EXPENSES IN EXCESS OF \$100 PER ACTIVITY WILL REQUIRE PRIOR APPROVAL OF THE TREASURER. ALL ACTIVITIES UPTO \$1,000 PER ACTIVITY SHALL REQUIRE THE APPROVAL OF THE TREASURER AND THE CHAIRMAN OF THE BOARD AND ALL EXPENSES UPTO \$2,500 PER ACTIVITY SHALL BE APPROVED BY THE BOARD, AND ALL EXPENSES IN EXCESS OF \$2,500 SHALL REQUIRE THE APPROVAL OF THE CREDIT POLICY COMMITTEE UNLESS ALREADY APPROVED IN THE BUDGET.

J) AT LEAST THREE QUOTATIONS SHALL BE OBTAINED PER PURCHASE OF MATERIALS OR SERVICES FOR \$1,000 OR MORE.

K) NO INDIVIDUAL MEMBER OF A COMMITTEE SHALL ENTER INTO ANY CONTRACTS, AGREEMENTS OR OTHER INSTRUMENTS WHETHER WRITTEN OR ORAL WITH ANY OTHER INDIVIDUAL OR ORGANIZATION ON BEHALF OF THE HTCS AND/OR TEMPLE AND COMMUNITY CENTER AT ANY TIME.

SPECIAL COMMITTEES

ADVISORY/APEALS & REVIEW COMMITTEE

- 10.03 THE ADVISORY/ APEALS & REVIEW COMMITTEE SHALL CONSIST OF
- (A) UPTO SIXTEEN MEMBERS EXPERIENCED IN TEMPLE ACTIVITIES, NOMINATED FOR TWO YEAR TERMS BY THE BOARD OF TRUSTEES FROM THE MEMBERS OF THE CORPORATION,
 - (B) ALL EMERITUS MEMBERS OF THE BOARD OF TRUSTEES, AND
 - (C) THE CHAIRMAN OF THE BOARD OF TRUSTEES AS AN EX-OFFICIO MEMBER, UNLESS HIS PRESENCE HINDERS DUE APEALS AND REVIEW PROCESS, AS DETERMINED BY THE COMMITTEE IN SPECIAL SITUATIONS.

THE ADVISORY/ APEALS & REVIEW COMMITTEE SHALL HAVE THE FOLLOWING FUNCTIONS, AMONG THE OTHERS, THAT MAY, FROM TIME TO TIME FALL WITHN ITS AREA, WITH THE APPROVAL OF THE BOARD.

- (A) ACT AS APEAL AND REVIEW COMMITTEE ON ALL MATTERS, ESPECIALLY AS DEFINED IN NEW JERSEY STATUTES 15A: 3-4; 5-23; 6-6; 14-18.
- (B) INTERPRET THE CERTIFICATE OF INCORPORATION AND BYLAWS IN ALL RELATED DISPUTES, OR REFER TO THE AMENDMENTS COMMITTEE FOR RECOMMENDATION.
- (C) ADVISE THE BOARD OF TRUSTEES AND PROVIDE GUIDANCE ON LONG RANGE PLANNING AND ACTIVITIES OF HTCS.
- (D) PLAN AND ORGANIZE A TRUST FUND COMMITTEE OF HTCS, INC.
- (E) HOLD ATLEAST THREE MEETINGS IN A CALENDAR YEAR.

AMENDMENTS COMMITTEE

10.04 THE AMENDMENTS COMMITTEE SHALL CONSIST OF NO MORE THAN FIVE MEMBERS. THE AMENDMENTS COMMITTEE SHALL HAVE THE FOLLOWING FUNCTIONS AMONG OTHERS THAT MAY FROM TIME TO TIME FALL WITHIN ITS AREA, AFTER APPROVAL BY THE BOARD:

1. PREPARE, REVIEW AND PRESENT ANY PROPOSED AMENDMENTS TO THE CERTIFICATE OF INCORPORATION AND THE BYLAWS, AS DEEMED NECESSARY FROM TIME TO TIME, TO THE BOARD.
2. INTERPRET THE CERTIFICATE OF INCORPORATION AND THE BYLAWS IF REQUESTED BY THE ADVISORY/APEAL & REVIEW COMMITTEE .
3. INTERPRET THE CERTIFICATE OF INCORPORATION AND BYLAWS IF REQUESTED BY THE BOARD.
4. SET UP AND IMPLEMENT A PROCEDURE FOR THE RATIFICATION OF AMENDMENTS TO THE CERTIFICATE OF INCORPORATION AND THE BYLAWS.

AUDIT COMMITTEE

10.05 THE AUDIT COMMITTEE SHALL CONSIST OF AT LEAST THREE MEMBERS EXPERIENCED IN FINANCE AND ACCOUNTING PROCEDURES. NO MEMBER OF THE BOARD OF TRUSTEES SHALL BE A MEMBER OF THE AUDIT COMMITTEE.

THE AUDIT COMMITTEE SHALL AUDIT THE CORPORATION ACCOUNTS BEFORE THE 15TH DAY OF THE MONTH FOLLOWING THE PREVIOUS QUARTER OR MORE FREQUENTLY, AND ON A REGULAR BASIS, TO REVIEW ACCOUNTING PROCEDURES, REVIEW RECEIPTS, AND DISBURSEMENTS, REVIEW DISBURSEMENT AUTHORIZATION PROCEDURES, AND REPORT ALL FINDINGS TO THE BOARD OF TRUSTEES AT LEAST ONCE EVERY THREE MONTHS.

BUILDING COMMITTEE

10.06 THE BUILDING COMMITTEE SHALL CONSIST OF REPRESENTATIVE MEMBERS EXPERIENCED IN ARCHITECTURE AND BUILDING CONSTRUCTION ALONG WITH THE CHAIRMAN OF THE BOARD AS ITS MEMBERS. THE COMMITTEE SHALL TAKE INTO CONSIDERATION RECOMMENDATIONS FROM

STHAPATHI, PRIEST AND RELIGIOUS COMMITTEE REGARDING APPLICABLE TRADITIONS. THE FUNCTION OF THE COMMITTEE SHALL BE TO ORGANIZE, PLAN AND CONTROL BUILDING ACTIVITIES.

THE BUILDING COMMITTEE SHALL HAVE THE FOLLOWING FUNCTIONS AMONG OTHERS THAT MAY FROM TIME TO TIME FALL WITHIN ITS AREA, IN CONSULTATION WITH THE PRESIDENT OF THE EXECUTIVE COMMITTEE AND THE CHAIRMAN OF THE BOARD:

1. PREPARE AND RECOMMEND PLANS FOR TEMPLE AND OTHER FACILITIES TO THE BOARD.
2. REVIEW, RESEARCH AND INVESTIGATE APPLICABLE TOWNSHIP, COUNTY, CITY, STATE AND FEDERAL REGULATIONS AND LAWS.
3. ENSURE LIASION WITH STHAPATHIS, BUILDING CONTRACTORS, AND ARCHITECTS.

CREDIT POLICY COMMITTEE

10.07 IN VIEW OF THE INITIAL MEMBER-CREDITORS' INTEREST IN THE FINANCIAL DISCIPLINE OF HTCS, INC., AND IN CONSIDERATION OF THEIR NEED TO HAVE THEIR LOANS TO BE PAID ON TIME BY THE CORPORATION AND TO RAISE ADDITIONAL FUNDS IN THE FUTURE AS NEEDED, A CREDIT POLICY COMMITTEE SHALL BE ESTABLISHED SO AS TO ENSURE THAT THE REVENUES AND EXPENSES OF THE CORPORATION ARE BUDGETED AND MONITORED ON A QUARTERLY BASIS OR MORE FREQUENTLY IF NECESSARY AND THAT THE SURPLUS CASH FLOWS GENERATED BY THE CORPORATION ARE SUFFICIENT TO MEET THE REPAYMENT OF THE TOTAL LOAN (WITH INTEREST).

MEMBERS OF THE CREDIT POLICY COMMITTEE SHALL CONSIST OF

(A) ALL INDIVIDUAL CREDITORS WHO ARE ALSO MEMBERS OF HTCS, INC., WHO HAVE DIRECTLY LOANED MINIMUM OF \$25,000 TO HTCS, INC.

(B) AS ONE MEMBER, ANY CORPORATION OF CREDITORS OR GROUP OF CREDITORS WHO HAS LOANED A MINIMUM OF \$25,000 TO HTCS, INC., PROVIDED THAT THE REPRESENTATIVE OF THE CREDITORS IS ALSO A MEMBER OF THE HTCS, INC. AFTER THE SELECTION OF THE FIRST REPRESENTATIVE THE COMPOSITION OF THE GROUP OF CREDITORS SHALL NOT BE CHANGED.

(C) A CREDIT POLICY COMMITTEE MEMBER SHALL HAVE ONE VOTE FOR EACH \$25,000 LOAN.

(D) THE CHAIRPERSON AND TREASURER OF THE BOARD OF TRUSTEES AS EX-OFFICIO MEMBERS. A CHAIRPERSON OF THE CREDIT POLICY COMMITTEE SHALL BE ELECTED BY THE MEMBERS OF THE CREDIT POLICY COMMITTEE FOR A TERM OF ONE YEAR.

IN CASE A TRUSTEE OR GROUP OF TRUSTEES QUALIFY AND OPT TO BE A MEMBER OR MEMBERS OF THE CREDIT POLICY COMMITTEE ALSO, SUCH TRUSTEE(S) SHALL BE DESIGNATED AS "GUARANTOR TRUSTEE(S)" FOR TOTAL OBLIGATION OF THE LOANS, TO AVOID CONFLICT OF INTEREST ARISING OUT OF A TRUSTEE BEING A CREDITOR ALSO. THE SPOUSE OF A TRUSTEE MAY BE A MEMBER OF THIS COMMITTEE IF SUCH SPOUSE IS A CREDITOR ON HIS OWN RIGHT.

THE TERM OF A CREDIT POLICY COMMITTEE MEMBER SHALL BE THE TERM OF THE LOAN OF THAT MEMBER. THIS SECTION OF THIS BYLAW SHALL NOT BE ALTERED, AMENDED OR REPEALED WITHOUT 2/3 MAJORITY VOTE IN EACH CATEGORY OF MEMBERS, CONDUCTED BY MAIL OR IN A DULY CONVENED ASSEMBLY OF THE MEMBERS WITH DULY EXECUTED PROXY VOTING PERMITTED.

FUNCTION OF THE COMMITTEE:

1. TO MEET ON A QUARTERLY BASIS (OR AS AND WHEN REQUIRED) TO EVALUATE THE FINANCIAL PERFORMANCE OF HTCS, INC., IN THE CURRENT QUARTER AND TO RECOMMEND TO THE BOARD OF TRUSTEES A BUDGET FOR THE FOLLOWING QUARTER. THE APPROVAL OF THE BUDGET PROCESS WILL INCLUDE, AMONG OTHER THINGS, AN EVALUATION OF THE QUARTERLY SURPLUS OF REVENUES OVER EXPENDITURE TO ENSURE PAYMENT OF PRINCIPAL AND INTEREST ON EXISTING

LOANS DUE TO THE CREDITORS AND ANY PROPOSED LOAN DUE TO ANY FUTURE CREDITORS AND/OR BANK(S).

2. TO EVALUATE THE VARIOUS BIDS FOR CONSTRUCTION OF THE TEMPLE AND OTHER PROJECTS AS RECOMMENDED BY THE CONSTRUCTION COMMITTEE AND TO SUBMIT THE SELECTED BID TO THE BOARD OF TRUSTEES FOR APPROVAL.

3. TO APPROVE PROJECT DISBURSEMENTS SEPARATELY, WHICH MAY BE HANDLED BY ANY TWO OF THE CREDIT POLICY COMMITTEE MEMBERS JOINTLY.

4. TO APPROVE ON AN OVERALL BASIS OTHER DISBURSEMENTS OF THE CORPORATION WHICH EXCEED \$2,500 PER ACTIVITY; EXPENSES IN ORDINARY COURSE OF THE CORPORATION'S BUSINESS SUCH AS UTILITIES, MAINTENANCE, HONORARIUM, ETC. NEED NOT BE MONITORED.

5. TO EXPLORE ALL AVENUES OF REVENUES FOR THE CORPORATION IN ORDER THAT THE BORROWINGS ARE KEPT TO THE MINIMUM.

6. TO DETERMINE THE FEASIBILITY OF ANY OTHER INTERMEDIATE PROJECT WHICH COMES UP FOR A CONSIDERATION PROVIDED THAT SUCH PROJECT IS SELF-FINANCING AND, IN THE OPINION OF THE CREDIT POLICY COMMITTEE, WOULD NOT IMPAIR THE CREDIT SERVICE ABILITY OF THE CORPORATION; SUBJECT TO MEETING THESE CRITERIA, TO SUBMIT THE PROPOSAL OF THE INTERMEDIATE PROJECT FOR APPROVAL OF THE BOARD OF TRUSTEES.

7. THE BOARD SHALL HAVE THE RIGHT TO BORROW UPTO \$500,000, INCLUDING ANY OUTSTANDING LOANS, WITHOUT THE PERMISSION OF THE CREDIT POLICY COMMITTEE, PROVIDED THAT THE EXISTING LOANS ARE BEING PAID WITHOUT DEFAULT PERIODICALLY.

FINANCE/INVENTORY COMMITTEE

10.08 THE FINANCE/INVENTORY COMMITTEE SHALL CONSIST OF REPRESENTATIVE MEMBERS EXPERIENCED IN BUSINESS AND FINANCE AND WILL HAVE AS ONE OF ITS MEMBERS THE TREASURER OF THE CORPORATION. THE FUNCTION OF THIS COMMITTEE WILL BE TO ADVISE THE BOARD ON ALL FINANCIAL MATTERS OF THE TEMPLE AND THE COMMUNITY CENTER, PRIEST'S RESIDENCE AND OTHER ACQUISITIONS OF THE CORPORATION. THE FINANCE/INVENTORY COMMITTEE SHALL HAVE THE FOLLOWING FUNCTIONS, AMONG OTHERS, THAT MAY FROM TIME TO TIME FALL WITHIN ITS AREA, AFTER APPROVAL OF THE BOARD AND THE EXECUTIVE COMMITTEE:

1. RECEIVE AND EVALUATE THE BUDGETS SUBMITTED BY VARIOUS COMMITTEES AND RECOMMEND A MASTER BUDGET FOR THE CONSIDERATION BY THE BOARD AND THE CREDIT POLICY COMMITTEE.

2. RECOMMEND INVESTMENTS TO THE BOARD AND THE CREDIT POLICY COMMITTEE.

3. RECOMMEND ALLOCATION OF FUNDS TO THE BOARD.

4. SET UP AND MAINTAIN A HALF-YEARLY SYSTEMATIC INVENTORY OF ALL MOBILE AND IMMOBILE BELONGINGS OF THE TEMPLE, COMMUNITY CENTER, PRIEST'S RESIDENCE AND OTHER ACQUISITIONS OF THE CORPORATION.

5. SHALL BE THE CUSTODIAN OF ALL NON-CASH AND NON-CHECK ITEMS DONATED TO THE TEMPLE, COMMUNITY CENTER, PRIEST'S RESIDENCE AND OTHER ACQUISITIONS OF THE CORPORATION.

NOMINATIONS/ELECTIONS COMMITTEE

10.09 THE CHAIRMAN OF THE BOARD WITH THE APPROVAL OF THE BOARD SHALL APPOINT A NOMINATIONS/ELECTIONS COMMITTEE NO LATER THAN TWO MONTHS PRIOR TO THE NEXT BIENNIAL ASSEMBLY OF THE MEMBERS AT WHICH THE ELECTIONS FOR VARIOUS POSITIONS MAY BE HELD UNLESS CONDUCTED IN MAIL. THE NOMINATION/ELECTION COMMITTEE SHALL CONSIST OF NO MORE THAN FIVE MEMBERS IN GOOD STANDING OF THE CORPORATION. THE NOMINATIONS/ELECTIONS COMMITTEE SHALL HAVE THE FOLLOWING RESPONSIBILITIES:

1. SHALL PUBLISH AND IMPLEMENT NOMINATION/ELECTION SCHEDULE AND PROCEDURES, FOR USE IN THE ELECTIONS AS SPECIFIED BY THE BOARD.
2. RECEIVE NOMINATIONS FOR VARIOUS POSITIONS AND CONDUCT ELECTIONS AND ANNOUNCE THE RESULTS.

SUB-COMMITTEES

CULTURAL AFFAIRS SUB-COMMITTEE

10.10 THE CULTURAL AFFAIRS SUB-COMMITTEE SHALL HAVE THE FOLLOWING FUNCTIONS AMONG OTHERS, THAT MAY FROM TIME TO TIME FALL WITHIN ITS AREA AFTER APPROVAL BY THE BOARD.

1. REVIEW AND EVALUATE SOURCES OF CULTURAL HERITAGE IN HINDUISM AND MAKE RECOMMENDATIONS TO THE EDUCATION/LIBRARY AND PUBLICATION COMMITTEES FOR FURTHER INSTITUTION.
2. EVALUATE CULTURAL VALUES OF ARTISTS AND PROGRAMS FOR TEMPLE SPONSORSHIP.
3. BE IN CONTACT WITH THE INDIAN CULTURAL ORGANIZATIONS AND COORDINATE TEMPLE AND COMMUNITY CENTER ACTIVITIES ACCORDINGLY.
4. EVALUATE FUTURE NEEDS FOR CULTURAL ACTIVITIES TO AID IN THE ENHANCEMENT OF INDIAN CULTURE.
5. BE AVAILABLE, UPON REQUEST FROM THE CHAIRMAN OF THE BOARD, FOR CONSULTATION WITH NON-INDIAN ENTITIES ON CULTURE OF INDIA.

EDUCATION /LIBRARY SUB-COMMITTEE

10.11 THE EDUCATION/LIBRARY SUB-COMMITTEE SHALL CONSIST OF MEMBERS WITH CREDENTIALS, EXPERIENCE AND INTEREST IN THE FIELD OF EDUCATION AND LIBRARY AFFAIRS THE EDUCATION /LIBRARY COMMITTEE SHALL BE RESPONSIBLE FOR ORGANIZING, PLANNING AND INSTITUTING ANY EDUCATIONAL PURSUITS FOR THE TEMPLE AND COMMUNITY CENTER, PRIEST'S RESIDENCE AND OTHER ACQUISITIONS OF THE CORPORATION. ITS OBJECTIVE SHALL BE FURTHERANCE OF RELIGIOUS EDUCATION AND INSTRUCTION AMONG ALL THE SEGMENTS OF THE COMMUNITY, ADULT AND CHILDREN. THIS COMMITTEE SHALL HAVE THE FOLLOWING FUNCTIONS AMONG OTHERS, THAT MAY FROM TIME TO TIME FALL WITHIN ITS AREA, AFTER APPROVAL OF THE BOARD.

1. RECEIVE AND EVALUATE SUGGESTIONS FOR SUBJECTS TO BE TAUGHT AND THE TEXT MATERIAL TO BE USED AND ARRANGED FOR CLASS ROOMS.
2. PREPARE RELIGIOUS MATERIALS (BHAJANS, PREPARATION OF TRANSLATIONS) FOR PUBLICATION AFTER REVIEW BY THE RELIGIOUS COMMITTEE.
3. MAINTAIN A LIBRARY FOR THE TEMPLE COMPLEX.
4. FOSTER ART AND CULTURE.

FOOD AND PRASADAM SUB-COMMITTEE

10.12 THE FOOD AND PRASADAM SUB-COMMITTEE SHALL CONSIST OF THE DEVOTEES FOR THE TEMPLE WHO CHOSE TO VOLUNTEER THEIR SERVICES FOR THE FOLLOWING PURPOSES:

1. PREPARATION OF PRASADAM AND ITS DISTRIBUTION.
2. PREPARATION OF FOOD FOR DISTRIBUTION TO THE DEVOTEES
3. TELEPHONE COMMUNICATION FOR VOLUNTEER WORK FORCE
4. PREPARE SCHEDULE FOR VOLUNTEERS FOR FOOD AND PRASADAM PREPARATION.
5. RECEIVE TICKETS, TOKENS OR MONEY FOR REFRESHMENTS

FUND RAISING SUB-COMMITTEE

10.13 THE FUND RAISING SUB-COMMITTEE SHALL HAVE THE MEMBERS OF THE CORPORATION WHO ARE EFFECTIVE FUND RAISERS. THE BOARD MAY ALSO COOPT SOME OF THE MEMBERS OF THE BOARD OF TRUSTEES TO SERVE ON THIS COMMITTEE. FUNCTIONS OF THIS COMMITTEE ARE:

1. TO RAISE FUNDS BY SOLICITING CONTRIBUTIONS
2. ARRANGE FUND RAISING EVENTS

GIFTS SUB-COMMITTEE

10.14 THE GIFTS SUB-COMMITTEE SHALL HAVE THE FOLLOWING FUNCTIONS, AMONG OTHERS THAT MAY FROM TIME TO TIME FALL WITHIN ITS AREA, AFTER APPROVAL BY THE BOARD.

1. MAKE AVAILABLE ITEMS, SUCH AS SAREES, SILKS, ORNAMENTS AND ANY OTHER OFFERINGS TO THE TEMPLE, TO DEVOTEES ON SUITABLE DONATIONS TO THE TEMPLE, AND RECOMMEND THE VALUE AND QUANTITIES OF SUCH ITEMS.
2. TAKE RESPONSIBILITY TO ORGANIZE VOLUNTEERS TO PROVIDE GIFT ITEMS TO DEVOTEES
3. MAINTAIN A LOG FOR INCOME AND EXPENSES AND SUBMIT THE REPORT TO THE BOARD ONCE A MONTH, AND PREPARE INVENTORY OF GIFT ITEMS TO BE TAKEN ATLEAST QUARTERLY.
4. EVALUATE AND RECOMMEND OUTSIDE VENDORS TO OPEN FOOD STALLS AND GIFT SHOPS.
5. TO RUN GIFT CERTIFICATE PROGRAM.

HUMANITARIAN SUB-COMMITTEE

10.15 THE HUMANITARIAN SUB-COMMITTEE SHALL CONSIST OF MEMBERS WITH EXPERIENCE AND INTEREST IN THE FIELD OF RAISING FUNDS FOR HUMANITARAIN CAUSES. THE COMMITTEE SHALL HAVE THE FOLLOWING FUNCTIONS AMONG OTHERS, THAT MAY FROM TIME TO TIME FALL WITHIN ITS AREA, AFTER APPROVAL OF THE BOARD.

1. ORGANIZE FUND RAISING ACTIVITIES FOR SUPPORTING HUMANITARIAN PROGRAMS ON A CONTINUING BASIS,
2. ORGANIZE ASSISTANCE FOR DISASTER VICTIMS, PROVIDE ASSISTANCE TO NEEDY INDIVIDUALS AND FAMILIES DURING EMERGENCIES, AS APPROVED BY THE BOARD.

MAINTENANCE AND VOLUNTEER SUB-COMMITTEE

10.16 THE MAINTENANCE AND VOLUNTEER SUB-COMMITTEE SHALL CONSIST OF MEMBERS EXPERIENCED IN BUILDING MAINTENANCE AND COORDINATE VOLUNTEERS. THE COMMITTEE SHALL TAKE INTO CONSIDERATION RECOMMENDATIONS FROM ALL OTHER COMMITTEES. THE FUNCTION OF THE COMMITTEE SHALL BE TO ORGANIZE, PLAN, AND CONTROL BUILDING MAINTENANCE AND LANDSCAPING. THE COMMITTEE SHALL HAVE THE FOLLOWING FUNCTIONS, AMONG OTHERS THAT MAY FROM TIME TO TIME FALL WITHIN ITS AREA, IN CONSULTATION WITH THE BOARD.

1. PREPARE AND RECOMMEND PLANS FOR TEMPLE MAINTENANCE TO THE BOARD
2. ASSURE MAINTENANCE OF TEMPORARY BUILDING AND TENTS, ETC.
3. ASSURE MAINTENANCE AND KEEP IN GOOD REPAIR THE TEMPLE COMPLEX, PRIEST'S RESIDENCE AND OTHER ACQUISITIONS OF THE CORPORATION, PARKING LOT AND GROUNDS, INCLUDING LANDSCAPING
4. BE RESPONSIBLE FOR SANITATION, WATER FLOW AND FLOOD CONTROL
5. MAINTAIN ADULT AND YOUTH VOLUNTEERS DIRECTORY.

MEMBERSHIP SUB-COMMITTEE

10.17 THE MEMBERSHIP SUB-COMMITTEE SHALL HAVE THE FOLLOWING GOALS AMONG OTHERS THAT MAY FROM TIME TO TIME FALL WITHIN ITS AREA WITH THE APPROVAL OF THE BOARD.

1. TO INCREASE THE MEMBERSHIP OF THE CORPORATION
2. TO REVIEW ALL MEMBERSHIP APPLICATIONS FOR APPROVAL BY THE BOARD OF TRUSTEES
3. TO MAINTAIN A CONFIDENTIAL DATA BASE FOR ALL PURPOSES OF THE CORPORATION
4. ACTIVELY ORGANIZE A BIENNIAL ASSEMBLY OF THE MEMBERS OF THE CORPORATION

PUBLIC RELATIONS SUB-COMMITTEE

10.18 THE PUBLIC RELATIONS SUB-COMMITTEE SHALL CONSIST OF MEMBERS , EXPERIENCED IN PUBLIC RELATIONS. THIS COMMITTEE SHALL DISSEMINATE INFORMATION ABOUT THE TEMPLE AND THE COMMUNITY CENTER, ITS FUNCTIONS AND ACTIVITIES, ADVERTISING AND FUND RAISING, MEDIA RELEASES ETC., AFTER APPROVAL BY THE CHAIRMAN OF THE BOARD. THE PUBLIC RELATIONS COMMITTEE SHALL HAVE THE FOLLOWING FUNCTIONS, AMONG OTHERS THAT MAY FROM TIME TO TIME FALL WITHIN ITS AREA WITH THE APPROVAL OF THE BOARD.

1. TAKES RESPONSIBILITY FOR NEWSPAPER, TV, RADIO AND ANY OTHER MEDIA RELEASES AND ADVERTISING
2. PROVIDES PUBLICITY AND ARRANGE FOR RECEPTIONS OF SPECIAL GUESTS.
3. ACT AS CONSULTANT TO THE PUBLICATION AND EDUCATION COMMITTEES TO ASSURE GOOD PUBLIC RELATIONS
4. RESEARCH ALL LOCAL, STATE AND FEDERAL GOVERNMENT RELATIONSHIPS THAT APPLY TO THE PURPOSES OF THE TEMPLE
5. ARRANGE TOURS FOR ALL GUESTS VISITING THE TEMPLE AND COMMUNITY CENTER .

PUBLICATIONS SUB-COMMITTEE

10.19 THE PUBLICATIONS SUB-COMMITTEE SHALL CONSIST OF MEMBERS WHO ARE INTERESTED AND EXPERIENCED IN PRINTING AND PUBLICATION. THE PUBLICATION COMMITTEE WILL BE RESPONSIBLE FOR THE PUBLICATION OF TEMPLE NEWSLETTER AND ALL OTHER INTERNAL PUBLICATIONS OF THE TEMPLE AS MAY BE AUTHORIZED BY THE CHAIRMAN OF THE BOARD OF TRUSTEES. THE PUBLICATION COMMITTEE SHALL HAVE THE FOLLOWING FUNCTIONS, AMONG OTHERS, THAT MAY FROM TIME TO TIME FALL WITHIN ITS AREA, AFTER APPROVAL OF THE BOARD.

1. PUBLISH TEMPLE NEWS
2. PRINT PRAYERS, BHAJANS AND OTHER RELIGIOUS MATERIAL APPROVED BY THE BOARD OF TRUSTEES
3. PRINT ANNUAL HINDU RELIGIOUS CALENDAR AS PREPARED BY THE RELIGIOUS COMMITTEE AND APPROVED BY THE BOARD OF TRUSTEES
4. PRINT AND/OR PUBLISH APPROVED ANNOUNCEMENTS AND INVITATIONS

RECEPTION AND FACILITIES MANAGEMENT SUB-COMMITTEE

10.20 THE RECEPTION AND FACILITIES MANAGEMENT SUB-COMMITTEE SHALL CONSIST OF THE TEMPLE DEVOTEES AND THE COMMUNITY CENTER PARTICIPANTS WHO CHOOSE TO VOLUNTEER THEIR SERVICES FOR THE FOLLOWING PURPOSES:

1. COORDINATE WITH TEMPLE MANAGER FOR FRONT DESK ACTIVITIES
2. OBTAIN AND COMPLETE DECORATIONS
3. ENSURE THE TEMPLE IS CLEAN ALL THE TIME
4. PREPARE SCHEDULES FOR THE VOLUNTEERS
5. TELEPHONE COMMUNICATION FOR WORK FORCE
6. WELCOME DEVOTEES AND GIVE PUJA MATERIAL
7. PREPARE SEATING CHARTS AND FUNCTIONS AS HOSTESSES FOR FUND RAISING BENEFITS OR OTHER LARGE FUNCTIONS AND CULTURAL EVENTS
8. SERVE AS RECEPTIONISTS FOR THE VISITING V.I.P'S.

RELIGIOUS SUB-COMMITTEE

10.21 THE RELIGIOUS SUB-COMMITTEE SHALL BE RESPONSIBLE FOR TEMPLE VIGIL AND SHALL CONSIST OF MEMBERS CONVERSANT WITH THE HINDU TRADITION AND VALUES. THE PRIEST SHALL SERVE AS A NON-VOTING MEMBER OF THE COMMITTEE. THE RELIGIOUS COMMITTEE SHALL HAVE THE FOLLOWING FUNCTIONS, AMONG OTHERS, THAT MAY FROM TIME TO TIME FALL WITHIN ITS AREA, AFTER APPROVAL BY THE BOARD:

1. RECOMMEND THE RELIGIOUS DAYS TO BE OBSERVED AND THE RELIGIOUS FESTIVALS TO BE CELEBRATED
2. PREPARE ANNUAL HINDU RELIGIOUS CALENDAR FOR PUBLICATION BY THE PUBLICATION COMMITTEE
3. OVERSEE PERFORMANCE OF DAILY SERVICE, RITUALS AND FEASTS AND ENSURE STEADY SUPPLY OF NEEDED MATERIALS.
4. SCHEDULE PERFORMANCE OF RELIGIOUS SERVICES IN THE HOMES OF THE MEMBERS OF THE COMMUNITY THROUGH THE TEMPLE MANAGER
5. RELIGIOUS COMMITTEE SHALL NOT BE RESPONSIBLE FOR COLLECTING OR COUNTING ARTI OFFERING UNLESS REQUESTED TO DO SO BY THE TREASURER OF THE BOARD OF TRUSTEES.
6. EVALUATE, AT THE REQUEST OF THE CHAIRMAN OF THE BOARD, PROSPECTIVE CANDIDATES FOR PRIESTS AND MAKE RECOMMENDATION TO THE BOARD OF TRUSTEES FOR FINAL SELECTION

7. REVIEW AND MAKE RECOMMENDATIONS FOR ANY TEXT MATERIAL TO BE USED WITHIN THE TEMPLE COMPLEX

8. ARRANGE SPECIAL PUJAS TO BE PERFORMED BY THE CHILDREN AND YOUTH OF THE COMMUNITY

YOUTH SUB-COMMITTEE

10.22 THE YOUTH SUB-COMMITTEE SHALL CONSIST OF YOUNG PERSONS, WHO WILL ELECT A CHAIRPERSON. IT SHALL HAVE AN ADVISOR, NOMINATED BY THE BOARD. ITS OBJECTIVES SHALL BE THE FURTHERANCE OF RELIGIOUS AND CULTURAL EDUCATION AND INSTRUCTION AMONG ALL SEGMENTS OF THE COMMUNITY.

1. COORDINATE YOUTH ACTIVITIES
2. CONDUCT 'BALAVIHAR' CLASSES FOR CHILDREN
3. ORGANIZE YOUTH AND COLLEGE ANNUAL NIGHT; INSTITUTE SCHOLARSHIPS FOR THE NEEDY AND THE MERITED STUDENTS.
4. PLAN FOR YOUTH CAMPS STRESSING THE RELIGIOUS EDUCATION AND INSTRUCTION
5. PLAN FUND RAISING ACTIVITIES TO IMPROVE THE TEMPLE COMPLEX FACILITIES FOR LASTING RECOGNITION SUCH THAT THE YOUTH CAN USE IT FOR A LONG TIME.

BYLAW XI

BIENNIAL ASSEMBLY OF MEMBERS

11.01 THE MEMBERSHIP SUB-COMMITTEE SHALL ORGANIZE A BIENNIAL ASSEMBLY OF THE MEMBERS OF THE CORPORATION IN COOPERATION WITH THE BOARD OF TRUSTEES FOR THE FOLLOWING PURPOSES:

1. PRESENT AND DISCUSS THE REPORTS OF ALL THE COMMITTEES INCLUDING THE BOARD OF TRUSTEES AND THE EXECUTIVE COMMITTEE.
2. CONSIDER AMENDMENTS TO THE CERTIFICATE OF INCORPORATION AND THE BYLAWS AND CONDUCT ELECTIONS IF IT IS DECIDED BY THE BOARD TO HOLD THEM IN THE ASSEMBLY OF MEMBERS RATHER THAN IN MAIL.
3. SUGGEST WAYS TO IMPROVE THE FUNCTIONS OF THE CORPORATION

11.02 THROUGH A RESOLUTION PASSED BY 1/3 OF THE MEMBERS OF THE CORPORATION IN EACH CATEGORY , NO MORE THAN ONCE A YEAR, AN ASSEMBLY OF THE MEMBERS SHALL BE ORGANIZED BY THE MEMBERSHIP SUB-COMMITTEE.

BYLAW XII

ADMINISTRATION

RESPONSIBILITIES OF THE TEMPLE MANAGER

12.01 THE TEMPLE MANAGER, APPOINTED BY THE CHAIRMAN WITH THE APPROVAL OF THE BOARD, ORGANIZES AND PLANS FOR SMOOTH SAFE OPERATION OF THE TEMPLE AND COMMUNITY CENTER ACTIVITIES AND ENVIRONMENT. HE REPORTS TO THE CHAIRMAN OF THE BOARD. HE SHALL SUBMIT A REPORT ON HIS ACTIVITIES TO THE CHAIRMAN OF THE BOARD EVERY MONTH, INCLUDING ALL TEMPLE FUNCTIONS, RECEIPTS OF MONIES ON FORMS PRESCRIBED BY THE TREASURER. HIS RESPONSIBILITIES ARE AS FOLLOWS:

1. ASSURE THAT A RESPONSIBLE PERSON IS AVAILABLE IN THE TEMPLE BUILDING AT ALL TIMES TO ANSWER THE TELEPHONES, PERFORM THE DAILY SERVICE, LOOK AFTER HEAT, LIGHT, VENTILATION, ETC., AS APPROPRIATE, AND OTHER ROUTINE DUTIES RELATING TO THE TEMPLE.

2. BE RESPONSIBLE FOR RESERVATIONS FOR RELIGIOUS FUNCTIONS IN THE TEMPLE AND HOME. THIS INCLUDES ACCEPTABLE METHOD OF RECORD KEEPING FOR MONIES, AS PRESCRIBED BY THE TREASURER AND THE AUDIT COMMITTEE.

3. SUPERVISE TIMELY COMPLETIONS OF ALL PROJECTS FOR THE BUILDING AND GROUND AS DESIGNATED BY THE BOARD, AND THE BUILDING COMMITTEE.

4. BE RESPONSIBLE FOR COLLECTING STIPENDS, DONATIONS ON A DAILY BASIS FOR TEMPLE AND COMMUNITY CENTER FUNCTIONS AND MAINTAIN A PROPER RECORD FOR THE SAME AS PRESCRIBED BY THE TREASURER AND THE AUDIT COMMITTEE, AND SUBMIT TO THE TREASURER.

RESPONSIBILITIES OF THE PRIEST

12.02 THE PRIESTS OF THE TEMPLE MUST IN THEIR APPEARANCE, Demeanor AND PERSONAL HYGIENE EXEMPLIFY ALL THAT HINDUISM STANDS FOR, ESPECIALLY IN REGARD TO CLEANLINESS AND APPEARANCE.

THE PRIESTS ARE EXPECTED TO GIVE AN EXAMPLE BY THEIR CLEAN, HARMONIOUS DRESS THAT IS APPROPRIATE FOR THE FUNCTION OF THE RELIGIOUS SERVICE.

THE PRIEST'S Demeanor SHALL ALWAYS BE APPROPRIATE FOR A HOUSE OF WORSHIP. THE PRIEST IS NOT EXPECTED TO COLLECT MONIES, COUNT MONIES OR OTHERWISE BE INVOLVED IN THE FINANCIAL FUNCTION OF THE CORPORATION.

THE CHIEF PRIEST SHALL BE THE EX-OFFICIO MEMBER OF THE RELIGIOUS COMMITTEE AND IS TO AID AND ADVISE THE COMMITTEE ON ALL ASPECTS OF TRADITIONAL HINDUISM AND THE OBSERVANCE OF THE FESTIVALS AND DAILY WORSHIP.

THE PRIEST SHOULD BE AVAILABLE FOR RELIGIOUS SERVICES IN PRIVATE HOMES UPON REQUEST BY THE DEVOTEES. THIS REQUEST SHALL BE MADE (WITH ALL NECESSARY ARRANGEMENTS) ONLY WITH THE TEMPLE MANAGER, AND THE RELIGIOUS COMMITTEE.

THE PRIEST IS NOT TO PERFORM ANY PERSONAL SERVICES FOR ANY DEVOTEE UNLESS THE ARRANGEMENTS AND THE PROPER PAYMENTS HAVE BEEN MADE AND DOCUMENTED WITH THE MANAGER.

ANY DISPUTES BETWEEN THE PRIESTS WILL BE SETTLED BY THE RELIGIOUS COMMITTEE AND IF NECESSARY BY THE BOARD. IF NOT RESOLVED AMICABLY, THE DISPUTE SHALL BE HANDLED BY THE ADVISORY/APEALS AND REVIEW COMMITTEE.

RESPONSIBILITIES OF THE ADMINISTRATIVE ASSISTANT

12.03 THE ADMINISTRATIVE ASSISTANT IS RESPONSIBLE FOR OFFICE MANAGEMENT. HE SHALL REPORT TO THE CHAIRMAN OF THE BOARD. HIS RESPONSIBILITIES ARE AS FOLLOWS:

1. BE RESPONSIBLE FOR DISTRIBUTING MAIL

2. COORDINATE ALL COMMITTEE ACTIVITIES

3. ASSIST TREASURER AND ALL OTHER COMMITTEES IN DATA PROCESSING AND IN PREPARING FINANCIAL STATEMENTS .

BYLAW XIII

AMENDMENTS

13.01 THE BOARD OF TRUSTEES SHALL HAVE POWER TO MAKE, ADOPT, ALTER, AMEND, AND REPEAL, FROM TIME TO TIME, BYLAWS OF THE CORPORATION BY TWO-THIRDS VOTE OF THE FULL BOARD OF TRUSTEES IN A DULY CONVENED MEETING OF THE BOARD WITH DULY EXECUTED PROXY VOTING PERMITTED EXCEPT BYLAWS DEALING WITH NUMBER, COMPOSITION, AND ELECTIONS OF THE BOARD OF TRUSTEES AND CREDIT POLICY COMMITTEE.

13.02 AMENDMENTS OR ALTERATIONS TO THE ARTICLE XV NAMED SRI VENKATESWARA(BALAJI)

SACRED FUND (PERMANENT ENDOWMENT TRUST), SHALL BE IMPLEMENTED IN ACCORDANCE WITH THE SECTION 6 OF SRI VENKATESWARA (BALAJI) SACRED FUND (PERMANENT ENDOWMENT TRUST) DOCUMENT.

BYLAW XIV

QUORUM FOR ELECTIONS AND MEETINGS OF MEMBERS

14.01 ONE-THIRD OF THE MEMBERSHIP IN EACH CATEGORY SHALL CONSTITUTE A QUORUM FOR TRANSACTION OF BUSINESS, INCLUDING ELECTIONS, IN ANY GENERAL ASSEMBLY OF MEMBERS, AND FOR CONDUCTING ELECTIONS IN MAIL.

BYLAW XV

PERMANENT ENDOWMENT TRUST (SRI VENKATESWARA (BALAJI) SACRED FUND HINDU TEMPLE AND CULTURAL SOCIETY ENDOWMENT TRUST

SECTION 1: PREAMBLE:

THE HINDU TEMPLE AND CULTURAL SOCIETY ENDOWMENT TRUST IS ESTABLISHED TO PERPETUALLY PROTECT THE HINDU TEMPLE AND CULTURAL SOCIETY'S (THE SOCIETY) AIMS AND OBJECTIVES, AND SAFEGUARD IN PRIORITY (A) THE DAILY ESSENTIAL MAINTENANCE AND STRUCTURAL INTEGRITY OF THE TEMPLES, (B) TEMPLES' BUILDINGS, (C) COMMUNITY CENTER, (D) REAL ESTATE ADJOINING THE TEMPLE AND THE COMMUNITY CENTER, AND (E) SUCH OTHER PROPERTY, AS PRIORITIZED BY THE BOARD OF TRUSTEES (THE BOARD), BELONGING TO THE SOCIETY. THE ESSENTIAL MAINTENANCE OF THE TEMPLES INCLUDES MINIMUM PROVISIONS AS DETERMINED BY THE BOARD, ESSENTIAL DAILY SACRED HINDU RITUALS TO EACH DEITY, AS SPECIFIED BELOW BY THE PUJA COMMITTEE OF THE SOCIETY IN THE YEAR 2000 AND ARE SET FORTH IN THE NEXT PARAGRAPH. THE RITUALS SHOULD BE PERFORMED PREFERABLY BY VOLUNTEER PRIESTS AND, ONLY IF ABSOLUTELY NECESSARY, BY SALARIED PRIESTS, AS DETERMINED BY THE BOARD AT SUCH A TIME OF DIRE NEED AND/OR CALAMITY THAT MAY COMPEL A DETERMINATION BY THE BOARD TO ABANDON THE TEMPLES FOR WANT OF FUNDS. THE DAILY ESSENTIAL RITUALS TO THE DEITIES SHALL INCLUDE SUPRABHATAM, NITYA ARADHANA, NITYA PUJA AND NYVEDYAM AND ABHISHEKAM AT LEAST ONCE WEEKLY AND BRAHMOTSAVAM OF THE TEMPLE SHALL BE CELEBRATED EVERY YEAR ON JYESHTHA BAHULA TADIYA DAY FOR 5-9 DAYS, PAVITROTSAVAM IN KARTIKA MASAM AND ANY OTHER RITUALS AS DETERMINED BY THE PUJA COMMITTEE AT THE TIME. THE FOLLOWING CELEBRATIONS SHALL BE CONDUCTED ANNUALLY. BRAHMOTSAVAM, KRISHNA JAYANTI, NAVARATRI, SIVA RATRI, SKANDA SHASHTHI, SRI RAMA NAVAMI, VINAYAKA CHATURTHI, NATARAJA ABHISHEKAMS SIX TIMES A YEAR ON CHAITRA MASA SRAVANA NAKSHATRAM, JYESHTHA MASA UTTARA PHALGUNI NAKSHATRAM, SRAVANA MASA SUKLA CHATURDASI, BHADRAPADA MASA SUKLA CHATURDASI, MAGHA MASA SUKLA CHATURDASI, DHANURMASA ARUDRA NAKSHATRAM DAYS, MADHVA JAYANTI, RAMANUJA JAYANTI, SANKARA JAYANTI, HANUMAN JAYANTI, NARASIMHA JAYANTI AND DHANURMASA PUJA.

SECTION 2: FUNDING OF THE ENDOWMENT TRUST:

THIS ENDOWMENT TRUST SHALL BE FUNDED BY THE BOARD THROUGH A FORMULA PRESCRIBED IN SECTION 2(A), AND BY MEMBERS OF THE SOCIETY OR OTHER INDIVIDUALS IN ACCORDANCE WITH THE TERMS SET FORTH IN SECTION 2(B).

(A) THE BOARD SHALL ALLOCATE TO THE ENDOWMENT TRUST 5-50%, OR MORE IF POSSIBLE, OF THE QUARTERLY GROSS INCOME OF THE SOCIETY, WHICH INCLUDES ALL CONTRIBUTIONS, MEMBERSHIP DUES, FEES FOR SERVICES, EARNINGS, AND ALL OTHER ITEMS INCLUDED IN INCOME FOR LEDGER PURPOSES AND WHICH EXCLUDES INCOME FROM THIS ENDOWMENT TRUST AND FUNDS RECEIVED SPECIFICALLY FOR EARMARKED PROJECTS, OR A MINIMUM OF \$15,000.00 WHICHEVER IS HIGHER, PROVIDED THAT THE MINIMUM QUARTERLY GROSS INCOME IS \$150,000.00. THE PERCENTAGE ALLOCATION MAY BE CHANGED QUARTERLY BY THE BOARD WITHOUT ALTERING THE MINIMUM STIPULATIONS. THE BOARD MAY ALSO CONSIDER DEPOSITING IN ADVANCE MULTIPLES OF \$15,000.00 IN ANY QUARTER SO THAT SUCH ADDITIONAL DEPOSITS CAN MAKE UP FOR STIPULATED ABSOLUTE MINIMUM ALLOCATIONS FOR EQUIVALENT NUMBER OF FUTURE QUARTERS IN ANY GIVEN YEAR. IN SUCH A CASE, ANY ADDITIONAL MINIMUM NECESSARY DEPOSITS OR ADDITIONAL DEPOSITS CONTEMPLATED BY THE BOARD SHALL BE CONSIDERED BY THE BOARD BEFORE DECEMBER 31 OF THE YEAR IN CONSIDERATION.

(B) ANY INDIVIDUAL OR FAMILY MAY ENDOW SRI VENKATESWARA (BALAJI) SACRED FUND IN THE NAME OF THE FAMILY OR A DESIGNATED PERSON BY PLEDGING TO THE ENDOWMENT TRUST DURING THEIR LIFETIME \$25,000.00 OR MORE IN CASH AND/OR CASH EQUIVALENT INSTRUMENTS, ACCEPTABLE TO THE BOARD. AT LEAST \$1,000.00 MUST BE CONTRIBUTED IN THE YEAR OF THE PLEDGE AND A MINIMUM OF \$1,000.00 IN EACH FUTURE YEAR (ALTHOUGH CONTRIBUTIONS DO NOT HAVE TO BE MADE EVERY YEAR). BOTH THE \$25,000.00 PLEDGE AND THE \$1,000.00 MINIMUM ANNUAL CONTRIBUTION ARE APPLICABLE FOR THE YEAR 2000 AND SHALL BE ADJUSTED FOR INFLATION ON AN ANNUAL BASIS BY THE BOARD. THE ADJUSTMENT SHALL BE EFFECTIVE ON THE FIRST WORKING DAY OF EACH NEW YEAR. ALL SRI VENKATESWARA (BALAJI) SACRED FUNDS WITH FULFILLED PLEDGES WILL AUTOMATICALLY BE DESIGNATED THE NAMES AS DESIRED BY THE DONORS AND THE NAMES OF HONOREES SHALL BE DISPLAYED PERMANENTLY ON SPECIAL PLAQUES/TABLETS IN THE TEMPLE PREMISES. THE FUNDS RECEIVED DURING THE LIFE TIME WITHOUT FULFILLING THE INFLATION ADJUSTED YEAR 2000 MINIMUM PLEDGE OF \$25,000 WILL BECOME PART OF THE ENDOWMENT TRUST WITHOUT SPECIAL PLAQUE/TABLET RECOGNITION AND THE DONORS OF SUCH UNFULFILLED PLEDGES SHALL BE RECOGNIZED BY THE BOARD OF TRUSTEES APPROPRIATELY ELSEWHERE. THE BOARD SHALL HAVE THE RIGHT TO ACCEPT OR REJECT ANY GIFTS MADE TO THE SOCIETY BY ANY INDIVIDUAL OR FAMILY.

(C) ANY PROCEEDS TOTALING LESS THAN "ANNUALLY INFLATION ADJUSTABLE" YEAR 2000 AMOUNT OF \$25,000.00 FROM THE LIFE INSURANCE POLICIES, WILLS, DEEDS, ESTATES AND OTHER SIMILAR INSTRUMENTS DESIGNATING THE SOCIETY WITH ITS CONCOMITANT ACCEPTANCE AS BENEFICIARY, SHALL BECOME PART OF THIS ENDOWMENT TRUST UNLESS OTHERWISE DESIGNATED IN FULL OR IN PART BY THE DONORS.

(D) ANY INDIVIDUAL OR COLLECTIVE CONTRIBUTION OR PROCEEDS FROM THE FUND-RAISING ACTIVITIES SPECIFICALLY DIRECTED TOWARDS THIS ENDOWMENT TRUST SHALL BECOME PART OF THE ENDOWMENT TRUST.

SECTION 3: MAINTENANCE OF THE ENDOWMENT TRUST AND PROVISION FOR WITHDRAWAL OF FUNDS:

(A) THIS ENDOWMENT TRUST SHALL BE MAINTAINED AS A SEPARATE ACCOUNT, NOT COMINGLED WITH ANY OTHER MONIES, ASSETS, SECURITIES, OR INVESTMENTS OF THE SOCIETY.

(B) THE BOARD SHALL CREATE A 5-9 MEMBER INVESTMENT ADVISORY COMMITTEE (THE COMMITTEE). THE COMMITTEE SHALL INCLUDE THE CURRENT CHAIRMAN, TREASURER AND SECRETARY OF THE SOCIETY, AND THE REMAINING MEMBERS SHALL INCLUDE INDIVIDUALS FAMILIAR WITH THE INVESTMENTS, ALONG WITH A CHAIRPERSON NOMINATED BY THE BOARD OF TRUSTEES TO RECOMMEND THE INVESTMENTS OF THE ENDOWMENT TRUST FUNDS. THE BOARD SHALL THEN MAKE PRUDENT FINAL DECISIONS FOR INVESTMENT OF FUNDS WITH THE LEAST RISK AND HIGH POTENTIAL FOR GROWTH. ALL INVESTMENTS SHALL BE MADE WITHOUT ANY CONFLICT OF INTEREST OF THE MEMBERS OF THE BOARD AND/OR THE COMMITTEE. AT LEAST 30% OF THE ENDOWMENT TRUST FUNDS SHALL BE DESIGNATED TO BE

INVESTED IN US TREASURY BILLS/NOTES/BONDS FOR A PERIOD NOT GREATER THAN FIVE YEARS AND THESE FUNDS UPON MATURITY SHALL ONLY BE REINVESTED IN SUCH US TREASURY BILLS/NOTES/BONDS FOR A PERIOD NOT GREATER THAN FIVE YEARS, OR IN GUARANTEED INCOME PRODUCING INSURED FUNDS.

(C) THE TREASURER SHALL MAINTAIN ALL RECORDS OF THE ENDOWMENT TRUST AND SHALL INCLUDE ALL RELEVANT CURRENT INFORMATION OF THE ENDOWMENT TRUST IN THE MONTHLY, QUARTERLY, SEMI-ANNUAL AND ANNUAL REPORTS SUBMITTED TO THE BOARD AND OTHER REPORTABLE AGENCIES. ALL INVESTMENTS SHALL BE REPORTED BY THE INVESTMENT ADVISORY COMMITTEE AND THE TREASURER TO BE REVIEWED BY THE BOARD ON A QUARTERLY BASIS TO CONSIDER AND IMPLEMENT ANY CHANGES IN THE INVESTMENT PORTFOLIO OF THE PREVIOUS QUARTER.

(d) ALL DEPOSITS INTO THE ENDOWMENT SHALL BE AUTHORIZED BY ONLY THE CHAIRMAN, SECRETARY AND THE TREASURER OF THE SOCIETY UNLESS THE BOARD AUTHORIZES ITS OTHER MEMBERS.

(e) CONTINGENT UPON THE APPROVAL PROCESS AS SPECIFIED IN SECTION 4, DULY APPROVED

AVAILABLE FUNDS MAY BE WITHDRAWN TO EXECUTE SPECIFIED DULY APPROVED PURPOSES ONLY BY ANY TWO OF THE CHAIRMAN, SECRETARY AND THE TREASURER OF THE SOCIETY AS CO-SIGNATORIES UNLESS ADDITIONAL SIGNATORIES FROM THE BOARD OF TRUSTEES ARE AUTHORIZED IN THE DUE APPROVAL PROCESS SPECIFIED IN SECTION 4.

(F) ALL UNSPENT ANNUAL INCOME FROM THE TRUST FUND IN ANY FISCAL YEAR SHALL BE ALLOCATED TO VARIOUS PRINCIPALS OF THE TRUST FUND WITHIN THREE MONTHS AFTER THE END OF THE FISCAL YEAR AS RECOMMENDED BY THE INVESTMENT ADVISORY COMMITTEE AND APPROVED BY THE BOARD.

SECTION 4: APPROVAL PROCESS TO WITHDRAW AVAILABLE FUNDS FROM THE ENDOWMENT AND USE OF AVAILABLE FUNDS:

(A) IN PARTICULAR FUNDS FROM THE ENDOWMENT SHALL NOT BE USED TO INITIATE, MAINTAIN, OR SETTLE A LITIGATION CONTEMPLATED BY THE BOARD ON BEHALF OF ANY OR ALL OF ITS MEMBERS OR MEMBERS OF ITS COMMITTEES OR ON BEHALF OF THE SOCIETY OR ITS EMPLOYEES, VOLUNTEERS, CONTRACT WORKERS OR OTHER WORKERS, OR TO RESPOND TO, PROCEED IN, OR SETTLE A LITIGATION CONTEMPLATED AGAINST THE SOCIETY, ITS EMPLOYEES, VOLUNTEERS, CONTRACT WORKERS OR OTHER WORKERS OR ANY OR ALL MEMBERS OF THE BOARD OR ITS COMMITTEES BY ANY OTHER PARTY, INCLUDING PERSONS CONNECTED OFFICIALLY OR UNOFFICIALLY WITH THE SOCIETY AND ITS ADMINISTRATIVE BODIES. IN ADDITION, THE AVAILABLE FUNDS FROM THE ENDOWMENT TRUST SHALL NOT BE USED FOR ANY PURPOSE OTHER THAN THE APPROVED PURPOSES DESCRIBED IN SECTIONS 1, 4(B), 4(C), AND (5).

(B) AS A FIRST PRIORITY, THE AVAILABLE FUNDS MAY BE WITHDRAWN TO EXECUTE THE PURPOSES STIPULATED IN SECTION 1 AS A LAST RESORT TO MAINTAIN THE ABSOLUTELY NECESSARY MINIMUM ACTIVITIES OF THE SOCIETY. NO MORE THAN 60% OF THE ANNUAL INCOME FROM THE ENDOWMENT TRUST SHALL BE WITHDRAWN FOR ALL DULY APPROVED PURPOSES IN ANY FISCAL YEAR. THE DULY WITHDRAWN FUNDS SHALL BE USED FOR PRIORITIZED PURPOSES AS SPECIFIED IN SECTION 1. THE PERCENTAGE ALLOCATION OF AVAILABLE FUNDS FOR PRIORITIES IN SECTION 1 SHALL BE DETERMINED BY THE FULL BOARD.

(c) AS A SECOND PRIORITY, IF THE PRINCIPAL IN THE ENDOWMENT REACHES MORE THAN FIVE MILLION DOLLARS, UP TO 60% OF THE ANNUAL INCOME FROM THE ENDOWMENT TRUST IN ANY FISCAL YEAR MAY BE DISBURSED TO (1) PROVIDE TRAINING FOR THE PRIESTS AND VOLUNTEERS WILLING TO CARRY OUT DAILY AND SPECIAL RITUALS NECESSARY TO MAINTAIN THE TEMPLES OF THE SOCIETY (2) SUPPORT HINDU RELIGIOUS CLASSES, DISCOURSES, DEVOTIONAL BHAJANS IN THE SOCIETY'S PREMISES, (3) FUND COLLEGE/UNIVERSITY SCHOLARSHIPS FOR THE MEMBERS AND THE DESCENDANTS OF THE SOCIETY'S MEMBERS AND (4) PROVIDE FOR FOOD, SHELTER, HEALTH CARE, EDUCATION, AND TO BUILD HOUSING FOR

THE NEEDY MEMBERS OF THE SOCIETY OR THEIR DESCENDANTS, AND (5) ALLOCATE NO MORE THAN 10% OF THE ANNUAL INCOME TO PROVIDE ASSISTANCE REFERRED TO IN THE PRECEDING SENTENCE FOR THE NON-MEMBERS OF THE NEIGHBORHOOD COMMUNITY OF THE SOCIETY'S PREMISES, THUS ENCOURAGING ALL ABOVE CONSTITUENTS TO BE CONTINUOUSLY ACTIVE IN THE SOCIETY'S AIMS AND OBJECTIVES PERPETUALLY. PRIORITY ALLOCATION FOR THESE ACTIVITIES SHALL BE DETERMINED BY THE BOARD AFTER TAKING INTO CONSIDERATION THAT NO MORE THAN 60% OF THE ANNUAL INCOME IN ANY FISCAL YEAR SHALL BE DISBURSED FOR ALL PURPOSES, INCLUDING THE FIRST PRIORITY DESCRIBED IN SECTION 4(B)

(D). REQUEST TO WITHDRAW SPECIFIED AVAILABLE FUNDS, AS RESTRICTED BY SECTIONS 4(B) AND 4(C), FOR SUCH MINIMUM MAINTENANCE OF THE SOCIETY'S ACTIVITIES AS SPECIFIED IN SECTIONS 1, 4(B) AND 4(C) MAY BE INITIATED BY (I) A PETITION TO THE BOARD BY 10% OF THE MEMBERS IN EACH MEMBERSHIP CATEGORY AND/OR (II) A MAJORITY DECISION OF THE BOARD IN A MEETING DULY CALLED FOR THIS PURPOSE. THIS REQUEST MAY ALSO NAME ADDITIONAL SIGNATORIES FROM THE BOARD ALONG WITH ANY TWO OF THE CHAIRMAN, SECRETARY, AND THE TREASURER TO WITHDRAW APPROVED AVAILABLE FUNDS AS SPECIFIED IN SECTION 3(E), SUCH A DULY EXECUTED REQUEST WITH APPROPRIATE REASONS SHALL BE SUBMITTED BY THE SECRETARY TO THE NOMINATIONS/ELECTIONS COMMITTEE TO CONDUCT POLLS FOR APPROVAL BY MAJORITY OF THE ELIGIBLE MEMBERS IN EACH MEMBERSHIP CATEGORY AND BY AT LEAST 75% OF THE MEMBERS OF THE BOARD WITH A QUORUM OF 90% FOR VOTING WITH DULY EXECUTED PROXIES PERMITTED. IF THE NOMINATIONS/ELECTIONS COMMITTEE DETERMINES THAT THERE IS NO CONCURRENCE OF THE OPINIONS OF BOTH THE MEMBERSHIP AND THE BOARD OF TRUSTEES AFTER TWO ATTEMPTS OF POLLING, THE BOARD SHALL APPROVE A COMPROMISE CONSISTING OF AT LEAST 20% OF THE MEMBERSHIP PROPOSALS OR THE BOARD OF TRUSTEES PROPOSALS. UPON DUE CERTIFICATION BY THE NOMINATIONS/ELECTIONS COMMITTEE THAT THE WITHDRAWAL OF AVAILABLE FUNDS FROM THE ENDOWMENT TRUST WAS DULY APPROVED AS SPECIFIED IN THIS SECTION, THE SPECIFICALLY DESIGNATED MEMBERS MAY WITHDRAW DULY APPROVED AVAILABLE FUNDS FOR THE EXECUTION OF THE DULY APPROVED PURPOSES. AT THE TIME OF THIS DIRE NEED TO WITHDRAW FUNDS FROM THIS ENDOWMENT, IF THE MEMBERSHIP DWINDLES TO LESS THAN 10 IN GRAND PATRON/PATRON CATEGORY AND LESS THAN 25 IN LIFE MEMBER CATEGORY TO HAVE ANY MEANINGFUL PROPOSALS AND BALLOTING FOR DECISIONS AS STIPULATED IN THIS SECTION, UNANIMOUS CONSENT OF ALL MEMBERS IN EACH MEMBERSHIP CATEGORY AND THE BOARD WILL BE NECESSARY TO WITHDRAW AVAILABLE FUNDS FOR THE EXECUTION OF THE DULY APPROVED PURPOSES AS SPECIFIED IN THIS SECTION. IF UNANIMITY CANNOT BE ACCOMPLISHED AFTER 3 ATTEMPTS, THE BOARD OF TRUSTEES CAN INVOKE FIRST THE ROBERT'S RULES OF ORDER FOR A SUITABLE RESOLUTION OR SEEK A JUDICIAL RESOLUTION AS A LAST RESORT.

(E). IN ORDER TO TAKE CARE OF THE PRIORITIES STIPULATED IN SECTIONS 4(B) AND (C) IN AN EMERGENCY, AWAITING THE FORMAL APPROVAL FOR THE WITHDRAWAL OF ALL ALLOWABLE AND NEEDED FUNDS IN ACCORDANCE WITH SECTION 4(D), AT LEAST 75% OF THE MEMBERS OF THE BOARD WITH 90% QUORUM MAY APPROVE A MAXIMUM WITHDRAWAL OF AN ACCUMULATED 30% OF THE ANNUAL INCOME IN ANY FISCAL YEAR, UP TO A MAXIMUM OF \$200,000.00, IN A DULY CONVENED MEETING OF THE BOARD WITH DULY EXECUTED PROXIES PERMITTED.

(F). FOR THE CALCULATION OF THE ANNUAL INCOME, DECEMBER 31ST STATEMENTS OF THE PREVIOUS YEAR FROM THE TRUST MANAGERS SHALL BE CONSIDERED. THE ANNUAL INCOME SHALL INCLUDE ALL CASH DIVIDENDS AND/OR INTERESTS FOR ALL INVESTMENT FUNDS OF THE ENDOWMENT TRUST, EXCLUDING ANY UNREALIZED ANNUAL GAIN OR LOSS FOR SUCH FUNDS, BUT INCLUDING UP TO 10% OF THE ANNUAL APPRECIATION, AS DETERMINED BY THE BOARD OF TRUSTEES, IF THE FUNDS HAVE REALIZED APPRECIATION IN THE LAST FISCAL YEAR ENDING DECEMBER 31 OF THE PREVIOUS YEAR, THUS PRESERVING THE ANTICIPATION OF THE PERPETUAL INCREASE IN ALL YEAR BEGINNING PRINCIPAL AMOUNTS OF ALL INVESTMENT FUNDS CONSTITUTING THE ENDOWMENT TRUST. SUCH DIVIDENDS, AND/OR INTERESTS,

AND/OR APPROVED ALLOCATION OF REALIZED APPRECIATION SHALL BE WITHDRAWN FROM EACH RESPECTIVE INVESTMENT FUND CONTRIBUTING TO EACH RESPECTIVE ANNUAL INCOME SUBJECT TO THE LIMITATION THAT NO MORE THAN 60% OF THE RESPECTIVE ANNUAL INCOME IN ANY FISCAL YEAR SHALL BE WITHDRAWN FOR EXECUTION OF ALL APPROVED PROJECTS.

SECTION 5: RECONFIGURATION OF THE ENDOWMENT TRUST:

IF FUTURE STATUTES REQUIRE RECONFIGURATION OF THE ENDOWMENT TRUST LEGALLY, THE BOARD SHALL TAKE NECESSARY STEPS TO ENACT SUCH CHANGES TO COMPLY WITH THE STATUTES.

SECTION 6: CHANGES TO THIS ENDOWMENT TRUST DEED:

THIS ENDOWMENT TRUST DEED SHALL NOT BE ALTERED OR AMENDED UNLESS 75% OF THE ELIGIBLE MEMBERS IN EACH CATEGORY WITH A QUORUM OF 60% FOR VOTING AND 75% OF THE MEMBERS OF THE BOARD WITH A QUORUM OF 90% FOR VOTING APPROVE SUCH A CHANGE IN A DULY CONDUCTED ELECTORAL PROCESS. NO ALTERATIONS OR AMENDMENTS SHALL INCLUDE PROVISIONS TO WITHDRAW OR SPEND ANY PRINCIPAL IN THE ENDOWMENT TRUST. SUCH ALTERATIONS OR AMENDMENTS SHALL NOT ALSO CHANGE THE MAXIMUM DISBURSEMENT OF THE AVAILABLE FUNDS. THE PROPOSED AMENDMENT(S) SHALL BE SENT TO THE SECRETARY OF THE BOARD, FOR THE IMPLEMENTATION IN A "DUE PROCESS". PROPOSALS MAY BE INITIATED BY A PROCESS INDICATED IN SECTION 4(D) FOR THE WITHDRAWAL OF FUNDS.

APPROVED AT THE BOARD MEETING OF OCTOBER 13, 2002.



1. FIRST BYLAWS OF THE H.T.C.S. OF U.S.A. INC.
2. AMENDED AND APPROVED ON 9/29/91
3. AMENDED AND APPROVED ON 10/19/92

CHAIRMAN OF THE BOARD OF TRUSTEES
PRASADARAO YARLAGADDA 1992

SECRETARY OF THE BOARD OF TRUSTEES
SUBBARAO VALLABHANENI, MD 1992

VICE CHAIRMAN OF THE BOARD OF TRUSTEES
VEERABHADRARAO ALURI, MD 1992

APPROVED BYLAW CHANGES IN 1994 AND 1996:

1.09.1994:

10.02: General Responsibilities of each committee:

Section 1: The board at its meeting on 1/09/1994 made the following change:

All expenses of the committee shall be approved by the chairpersons of the committees with the following guidelines.

All expenses in excess of \$200 per activity will require prior approval of the treasurer. All activities up to \$2,000 per activity will require the approval of the treasurer and the chairman of the board and all expenses in excess of \$2,500 shall require the approval of the credit policy committee unless already approved in the budget.

4.03: Election of trustees

4.03 A). The board at its meeting on 11/06/1994 approved not to have elections in 1999, subject to the majority approval of the members, notified and conducted via ballot, by the nominations/elections committee.

APPROVED CHANGES MADE IN 1996:

Eligibility to vote and contest/ be co-opted

The following items were approved at the board meeting on 8/11/1996:

3.12 a. Shall be a fully-paid member of HTCS Inc. for at least two years to be elected/ co-opted in any category.

b). Must attend 50% of the meetings of the board. Members who did not attend at least 50% of the board of trustees meetings are not eligible to contest again.

c). Trustees should not indulge in activities that are considered to be a conflict of interest by the board of trustees/elections committee such as becoming trustees, officers and chairpersons or in organizing functions in other similar religious organizations. Those persons are not eligible to contest/be coopted.

d). Members who are trustees, financial supporters, chairpersons, volunteers who have made contributions in time and effort, active leaders of the Indian community may be given preference for election/cooption.

3.13 The election committee shall present a slate of trustees to be elected to the membership for an election, considering all the eligibility criteria as stated above in 3.12.

APPROVED BYLAW CHANGES:

AT THE MEETING OF THE TRUSTEES ON SEPTEMBER 08, 2002

3.11 KEEP THE ABILITY TO UPGRADE, BUT HAVE THE MEMBER SIGN A LETTER STATING THAT AN UPGRADE WILL BE ALLOWED AS LONG AS THERE IS NO INSISTENCE ON INCLUDING IN THE NEW RECOGNITION BOARD IN THE NEW UPGRADED CATEGORY. THEY WILL BE APPROPRIATELY RECOGNIZED FOR THE ELECTION PURPOSES IN THE CATEGORY THEY UPGRADED TO.

BYLAW V:

ADD 5.10--POWER OF ATTORNEY FOR REGULAR MEETINGS OF THE BOARD: POWER OF ATTORNEY CAN ONLY BE ISSUED TO ANOTHER BOARD MEMBER. ALL POWER OF ATTORNEY LETTERS FROM TRUSTEES FOR BOARD MEETINGS ARE TO BE DULY NOTARIZED TO BE VALID, AND ANY TRUSTEE IS NOT PERMITTED TO GIVE POWER OF ATTORNEY FOR MORE THAN TWO CONSECUTIVE, DULY CONVENED, MEETINGS AT A TIME FOR CONSIDERATION. ANY TRUSTEE IS ALLOWED TO CARRY ONLY ONE POWER OF ATTORNEY LETTER FROM ANOTHER TRUSTEE FOR A DULY CONVENED MEETING WITH IN THE LIMITS SPECIFIED ABOVE.

ELECTION AND TERM OF OFFICE:

8.02 THE OFFICERS OF THE CORPORATION SHALL BE THE MEMBERS OF THE BOARD AND SHALL BE ELECTED BIENNIALLY BY THE BOARD OF TRUSTEES AT THE REGULAR BIENNIAL MEETING OF THE BOARD OF TRUSTEES TO BE HELD ON THE FIRST SUNDAY OF NOVEMBER. IF THE ELECTION OF OFFICERS CANNOT BE HELD AT SUCH A MEETING DUE TO UNAVOIDABLE CIRCUMSTANCES, SUCH ELECTION SHALL BE HELD BEFORE JANUARY 31ST OF THE FOLLOWING YEAR. VACANCIES MAY BE FILLED OR NEW OFFICES CREATED AND FILLED AT ANY MEETING OF THE BOARD. EACH OFFICER SHALL HOLD OFFICE UNTIL HIS SUCCESSOR SHALL HAVE BEEN DULY ELECTED AND ASSUMES OFFICE, OR SHALL HAVE BEEN REMOVED IN THE MANNER HEREIN AFTER PROVIDED. ELECTION OF AN OFFICER SHALL NOT OF ITSELF CREATE CONTRACT RIGHTS.

10.02 I) ALL EXPENSES OF THE COMMITTEES SHALL BE APPROVED BY THE CHAIRPERSONS OF THE COMMITTEES WITH THE FOLLOWING GUIDELINES: ALL EXPENSES IN EXCESS OF \$200 PER ACTIVITY WILL REQUIRE PRIOR APPROVAL OF THE TREASURER. ALL ACTIVITIES, UP TO \$5,000 PER ACTIVITY, SHALL REQUIRE THE APPROVAL OF THE TREASURER AND THE CHAIRMAN OF THE BOARD AND ALL EXPENSES ABOVE \$5,000 PER ACTIVITY SHALL REQUIRE PRIOR APPROVAL OF THE BOARD AND CREDIT POLICY COMMITTEE IF IN EXISTENCE. NO MORE THAN \$10,000 MAY BE SPENT IN BETWEEN TWO CONSECUTIVE MEETINGS OF THE BOARD BY THE TREASURER AND CHAIRMAN OF THE BOARD. ALL WORK DONE MUST BE PRESENTED TO THE BOARD IN THE FOLLOWING MEETING.

10.02 J) AT LEAST TWO QUOTATIONS SHALL BE OBTAINED PER PURCHASE OF MATERIALS OR SERVICES FOR \$5,000 OR MORE FROM THE LIST OF VENDORS MAINTAINED AND APPROVED BY THE BOARD.

CHAIRMAN OF THE BOARD OF TRUSTEES
SUBBARAO VALLABHANENI, MD 2002

SECRETARY OF THE BOARD OF TRUSTEES
SIVA LAKSHMANARAO KAKARALA 2002

VICE CHAIRMAN OF THE BOARD OF TRUSTEES
MADUSUDHANRAO CHAVA 2002