

# CONSTITUTION AND BY-LAWS OF FEDERATION OF JAIN ASSOCIATIONS IN NORTH AMERICA

## ARTICLE I -- PREAMBLE

WHEREAS, an increasing number of families of Jain origin and heritage have become residents of the continent of North America,

BE IT RESOLVED that a religious organization be formed to provide a forum to foster friendship and unity among various Jain communities of North America and elsewhere. This shall be a non-profit and non-political organization.

## ARTICLE II -- NAME

The name of the organization shall be: Federation of Jain Associations in North America (JAINA), hereinafter referred to as the "Federation". For the purpose of this constitution, North America is defined as being composed of the United States of America and Canada.

## ARTICLE III -- OBJECTIVES

The objectives of the Federation shall be:

1. To promote religious and educational activities related to Jain religion and to promote study and understanding of Jain religion on a non-sectarian basis.
2. To assist existing Jain Associations and promote the formation of new non-sectarian Jain Associations throughout North America.
3. To provide and promote academic and cultural interchanges and cooperation among Jains in North America, India and other countries.
4. To assist and to promote charitable community service activities in North America, India, and other countries.
5. To promote tenets of Jain religion.
6. To assist in the establishment of Jain temples and Ashrams.
7. To establish liaison with governmental and other agencies in pursuance of the above objectives.

## ARTICLE IV -- MEMBERSHIP

- 1 Membership will consist of Jain Associations in North America as detailed below:
  - (a) A non-sectarian Jain Association which is formed in a local entity such as a town, city or metropolitan area, and has a membership of at least 15 families residing in that entity, shall be eligible to become a new member of the Federation provided it subscribes to the objectives of the Federation
  - (b) The Jain Association will be admitted as a member of the Federation upon a unanimous vote of the Executive Committee or a majority vote of the Board of Directors.
  - (c) An organization that subscribes to the objectives of the Federation but is not formed as a local entity can become an Affiliate of the Federation as per Article XIII of this Constitution and By-Laws.
2. A Member Association may resign from membership by giving written notice to the Secretary. Fees or parts thereof shall not be refunded.
3. Member Associations and Affiliates in good standing shall be those associations/organizations which have paid all required dues as prescribed in the By-Laws.
4. Representatives of Member Associations whose annual fees are in arrears will not be entitled to vote, make nominations, or hold office in the Federation. The Federation Secretary shall inform such Member Associations of the suspension of their privileges in writing. If in spite of such notice, the fees remain in arrears for a period of two years, the Member Associations concerned shall be deemed to have resigned.
5. A Member Association that ceases to meet the membership criteria listed in paragraphs 1 to 3 above can be removed as a member by a majority vote of the Board of Directors. Prior to such voting, a 120 days' notice shall be given to that Member Association detailing the criteria not being met and requesting to rectify the criteria not being met.

## ARTICLE V – ORGANIZATION

1. Board of Directors.

The Board of Directors shall be the highest authority of the Federation and shall set policies and develop long term plans of the Federation. The Board will form the general body of the Federation. It shall be composed of the Directors, Directors-at-Large and members of the Ombudsman Council (referred to in paragraph 3 below) as follows:

- (a) Directors nominated by Member Associations:
  - (i) Each Member Association shall be entitled to nominate one to three directors to the

Board in accordance with their membership strength as follows:

- (1) Association with membership of 50 or less families shall nominate 1 director
  - (2) Association with membership of 51 to 300 families shall nominate 2 directors
  - (3) Association with membership of more than 300 families shall nominate 3 directors
- (ii) For the purpose of the above paragraph (i), the number of families of the Member Association will be counted as only those families living in the Member Association's metropolitan area or within 60 mile radius of the Member Association's center of activities. The "member family" of the Member Association shall be clearly defined in the Member Association's constitution. In the case of a family being a member of two or more Member Associations and also living within the metropolitan area of those Member Associations or within 60 mile radius of those Member Associations' center of activities, that member family will be counted as member of only one of those Member Associations as decided by that family.
  - (iii) All Member Associations shall submit an official list of member families including their home addresses to the Executive Committee of the Federation by the last Tuesday of February of each calendar year.
  - (iv) Member Associations shall submit nomination for their directors to the Executive Committee of the Federation. A nominated director must be a member of the nominating Member Association and must maintain a household in the metropolitan area or within 60 mile radius of the center of activities of that Member Association.
  - (v) Only one person from a family residing in the same household shall be nominated as director.
  - (vi) The nominated directors shall serve for a term of 2 years that begins on 1<sup>st</sup> of April of odd calendar year and ends on the 31<sup>st</sup> of March of the next odd calendar year.
  - (vii) A new Member Association shall nominate its director(s) at the time it becomes a member of the Federation, and send the name and contact information of their director(s) to the Federation Executive Committee.
- (b) Directors-At-Large
- (i) The Executive Committee shall be authorized to nominate up to four (4) Directors-at-Large from the entire Jain community in North America. These directors will be selected on the basis of their exceptional knowledge and commitment to the objectives of the Federation.

- (ii) Young Jain Professionals (YJP) shall be authorized to nominate one of their officers as a Director-at-Large.
- (iii) The Directors-at-Large shall serve until the expiration of the term of the Executive Committee or YJP committee selecting them. They shall enjoy the same privileges as the directors except that they will not be entitled to nominate or stand for election to a post on the Executive Committee or to vote at an election for that Committee. They will however be entitled to vote at general body meetings of the Board of Directors.
- (c) Members of the Ombudsman Council (referred to in paragraph 3 below) who are not Directors shall enjoy the same privilege as the Directors-at-Large.
- (d) The President will serve as the chair of the Board of Directors.

2. Executive Committee.

(a) The governing body responsible for the operations of the Federation shall be an Executive Committee constituted as follows:

- (i) President
- (ii) First Vice President
- (iii) Secretary
- (iv) Treasurer
- (v) Seven (7) Regional Vice Presidents, one from Canada, and one from each of the following six regions of the United States as defined in the By-Laws: West U.S., South West U.S., South East U.S., Mid West U.S., Mid East U.S., and North East U.S.
- (vi) One Member-at-Large representing Young Jains of America (YJA)
- (vii) Immediate Past President

Members of the Executive Committee (except the YJA Member-at-Large) shall be elected by the Board of Directors from among its members (directors) in accordance with the Article XI of this Constitution and By-Laws. YJA Executive Board will elect one of their officers to represent them at the Executive Committee as a Member-at-Large.

(b) The Term of Office of the Executive Committee and its members shall be as follows:

- (i) The term of the elected Executive Committee members shall be about two years starting at the end of the closing ceremony of the biennial JAINA Convention to the end of the closing ceremony of the next biennial JAINA Convention held in odd calendar years as specified in Article X of this Constitution and By-Laws. In case no biennial JAINA Convention is held in any odd calendar year, the ending date shall be July 4 of that odd calendar year and the starting date for the next Executive Committee shall be July 5 of that odd calendar year.
- (ii) No person shall hold the same position for more than two consecutive terms.

- (iii) A member of the Executive Committee whose membership on the Board as a director expires prior to the expiry of his/her term in the Executive Committee shall continue to serve on the Executive Committee for his/her full term and enjoy all the privileges of a Director for that term unless he/she resigns, except that he/she shall not be entitled to nominate or stand for election or to vote during the election if he/she is not re-nominated as a Director.
- (c) Any vacancy arising on the Executive Committee during its term of office shall be filled from among the Directors by a majority vote of the remaining members of the Executive Committee. The elected member shall serve for the unexpired portion of the term of the Committee.
- (d) The outgoing Executive Committee must complete all the pending financial work and hand over all papers to the new Executive Committee within 30 days after the new Executive Committee takes over.

### 3. Appointed Officers.

The Executive Committee may appoint additional officers (e.g. Executive Assistant, Assistant Secretary, Assistant Treasurer, etc) as required. These officers may be invited to attend the Executive Committee meetings but shall not have voting powers. Their authority shall be described in their appointment letter. They are authorized to represent the Federation to external organizations to the extent of their authority. Their term will last until the term of the Executive Committee.

### 4. Ombudsman Council.

The Ombudsman Council of the Federation shall consist of 5 five (5) most recent past presidents of the Federation not including the immediate past president who is a member of the Executive Committee. The council shall be chaired by the most recent past president out of all council members. The role of the Ombudsman Council will be to ensure that the Federation is functioning as stipulated by the Constitution and By-Laws, and that none of the members of the Executive Committee, Entities or Committees of the Federation are exceeding their authority as delegated in this Constitution and By-Laws. If any violation of Constitution or By-Laws is found by the council, it will report its findings and recommendations within 30 days to the Board of Directors for necessary action.

### 5. Standing, Operational and Ad-hoc Committees.

- (a) The Executive Committee shall have the authority to appoint standing, operational and ad-hoc committees as needed. Standing committees are those which provide continuing services to the community to achieve the goals and objectives of the Federation. Members of a standing committee need not be members of the Board of Directors but the chairperson shall preferably be a member of the Board. Operational committees are those which are required to execute functions of the Federation. Ad Hoc committees are those which are established to accomplish a specific purpose. The ad-hoc committee should be dissolved once their task is completed unless new additional responsibilities

are defined. A proposed Standing committee will be first appointed as an Ad-Hoc committee which can be converted to a standing committee after two years of successful operation.

- (b) The scope and the charter of the committees shall be approved by the Executive Committee of the Federation. The committee charter shall subscribe to the objectives and procedures laid out in the By-Laws of this Constitution and By-Laws. The standing committees and its charter must be approved by the Board of Directors within two years after it being declared as a standing committee.
- (c) The committee chair shall be responsible for the operation of the committee. The committee chair shall be responsible to present a yearly report to the President. The committee chair shall also present a long term and short term plan including budget projections as requested by the President.
- (d) In case of a conflict between the committee charter and this Constitution and By-Laws, this Constitution and By-Laws shall prevail.
- (e) Grandfather Provisions: For the purpose of applying the terms of this section, all current committees will be treated as if they are appointed upon approval of this constitutional amendment.

## 6. Entities.

- (a) Entities are the youth wings of the Federation that have their own Constitution and By-Laws covering their standard operating procedures. These entities include Young Jains of America (YJA) and Young Jain Professionals (YJP).
- (b) The scope, charter, and By-Laws of entities shall be approved by the Board of Directors of the Federation. The entities' Constitution & By-Laws shall subscribe to the objectives and procedures laid out in this Constitution and By-Laws. In case of a conflict between Constitution & By-Laws of an entity and this Constitution and By-Laws, this Constitution and By-Laws shall prevail.
- (c) Any amendment to the Constitution and By-Laws of entity shall be approved by the Board of Directors of the Federation
- (d) The entities shall operate autonomously under their respective Constitution & By-Laws. If a matter can not be resolved by the Executive Board of the entity, the entity's Executive Board can elevate that matter to the Federation Executive Committee for arbitration and decision. The decision of the Federation Executive committee shall be final.
- (e) The entity shall follow all financial procedures set by the Treasurer. The entity's financial management person shall be responsible for record keeping for the entity, but the financial assets of the committee will be managed by the Treasurer.

7. Convention Boards.

A JAINA Convention Board will be appointed by the Executive Committee for each JAINA Convention. A YJA Convention Board will be appointed by the YJA Executive Board for each YJA Convention. A YJP Convention Board will be appointed by the YJP Executive Board for each YJP Convention. The duties, authorities, term, and structure for each of these Boards are defined in the By-Laws

8. Nature of Operations

- (a) Notwithstanding any other provisions in the articles, the Federation is organized exclusively for charitable, religious, educational, scientific and other purposes as specified in Section 501 (c)(3) of the Internal Revenue Code (or the corresponding Canadian laws), and shall not carry on any activities not permitted to be carried on:
  - (i) by an organization exempt from Federal income tax under Internal Revenue Code Section 501 (c)(3) (or the corresponding Canadian laws) or any subsequent Federal tax laws; or
  - (ii) by an organization contribution to which are deductible under Section 170(c)(2) of the Internal Revenue Code (or the corresponding Canadian laws) or any subsequent Federal tax laws.
- (b) No part of the net earnings of the Federation shall inure to the benefit of any member, trustee, director, officer of the Federation, or any private individual, except that the Federation shall be authorized and empowered to pay reasonable compensation for services rendered to or for the Federation, and to make payments and distributions in furtherance of the purposes of Section 501 (c) (3) of the Internal Revenue Code (or the corresponding Canadian laws).
- (c) No substantial part of the activities of the Federation shall be the carrying on propaganda, or otherwise attempting to influence legislation or participating in, or intervening in (including the publishing or distribution of statements) any political campaign on behalf of any candidates for public office.

## ARTICLE VI -- DUTIES OF THE OFFICERS

1. Duties of the Board Chair:

- (a) The Board chair shall preside over all Board meetings and shall publish the minutes of the Board meetings to the Board and the Executive Committee. The minutes shall be published in the Federation publications.
- (b) The Board chair shall be responsible for developing policies of the Federation. All policies shall be approved by a majority vote of the Board of Directors.

- (c) The Board chair shall be responsible for developing long term plans of the Federation. The plans shall be circulated to the Executive Committee and upon receiving its concurrence, shall be sent to the Directors for approval. The long term plan shall be reviewed and revised at least once every two years.

2. Duties of the Executive Committee:

- (a) The President shall be the chief executive officer of the Federation. The President shall preside over the meetings of the Executive Committee and shall be responsible for carrying out the business of the Federation. The President shall present a two year operational plan to the Board of Directors for approval within six months after election. The plan shall include goals/objectives to be achieved, budgets and timetable.
- (b) The First Vice President will assist the President in his/her duties. The First Vice President will perform the duties of the President in the absence of the President. The First Vice President may also assume the responsibility of leading the Biennial JAINA convention as its Convener.
- (c) The Secretary shall keep the minutes of all meetings of the Executive Committee and distribute minutes to the members of the Committee, the Board of Directors, and the Ombudsman Council. The Secretary shall also keep the minutes of the meetings of the Board of Directors and distribute such minutes to the Board and the Ombudsman Council. Alternative to distribution of minutes, the Secretary can post the minutes on the Federation web, and inform all distributees of its posting on the web. The Secretary shall present a report on the activities of the Federation to the Board of Directors at a regular meeting of the Board. The Secretary shall assume the responsibility of the administrative functions of the Federation and work closely with the operational committees responsible for administration of the Federation, such as, the Legal Advisory Committee, Media Production Committee and Book Stores Committee.
- (d) The Treasurer shall be responsible for all financial functions and financial assets of the Federation including those of any committee or entity. The Treasurer shall be responsible for managing relationships and accounts with all Financial Institutions. All assets and financial accounts must be held in full legal name of the Federation "Federation of Jain Associations In North America". The Treasurer shall be responsible for maintaining record of assets and accounts and shall submit a consolidated statement of accounts at a regular meeting of the Board of Directors. The Treasurer shall facilitate an audit of accounts by independent auditors or by the Audit Committee at least once every two years. The Treasurer shall be responsible for preparing and signing all required financial governmental forms. The Treasurer shall work closely with the operational committees responsible for raising the general operating fund of the Federation such as Membership Committee and Patron Program Committee.
- (e) The Regional Vice Presidents will assume responsibilities for various activities and/or committees as needed, and assist the President in his/her duties. In addition, they will act as liaison officers for the Member Associations located in their region by keeping them informed of the Federation activities, and providing their feedback to the Federation Executive Committee.



## ARTICLE VII -- MEETINGS

1. A regular meeting of the Board of Directors shall be called by the President, the chairperson of the Board of Directors, at least two times every year for the transaction of the general business of the Federation. The directors should attend at least one meeting per year. Teleconference facilities may be used for the Board of Directors' meeting. However, during an odd calendar year during which biennial JAINA convention is held, the regular meeting of the Board shall be held during the scheduled JAINA Convention days, or, one day prior to the scheduled JAINA Convention days. In case a biennial JAINA Convention is not held during an odd calendar year, the meeting of the Board of Directors for that year shall preferably be held in the month of July and teleconference facilities may be used for such meeting.
2. The chairperson shall convene a special meeting of the Board within six weeks of the receipt of a written request signed by at least one fourth of the membership of the Board.
3. The quorum for a meeting of the Board of Directors shall be constituted by the attendance of 25% of the directors.
4. Except as otherwise provided herein, the Board may conduct its transaction through voting by mail and/or other secure on-line method. The resolutions for voting will be circulated to the directors at least 15 days in advance of the date of the closing of votes. Decisions arrived at by voting shall be valid only when the number of votes returned is at least half of the total membership of the Board.
5. The President shall call a meeting of the Executive Committee at least four times a year. A meeting by telephone conference call shall count as a valid meeting of the Executive Committee. The attendance of a majority of the members shall constitute the quorum for a meeting of the Executive Committee. Decision of the Executive Committee on specific issues may also be arrived at through voting by mail.

## ARTICLE VIII -- FINANCING

1. The official year of the Federation shall be a calendar year from January 1 through December 31.
2. The annual membership fees for Member Associations shall be determined by the Board of Directors and specified in the By-Laws. The membership dues shall be payable on January 1 of each year.
3. The Executive Committee and the Board of Directors may raise funds to meet the objectives of the Federation from sources they consider appropriate.
4. The Executive Committee or its officers shall not at any time authorize an expenditure that exceeds the available net assets of the Federation.

5. Donations received for a specific purpose, including any income from the investment of the funds received, shall be used for the same specific purpose.
6. Any endowment fund received by the Federation shall remain inviolate and in perpetuity until the dissolution of the Federation. The income from the investment of such fund may be used for the activities of the Federation. However, if the fund has been endowed for a specific purpose, its income shall be used only for that specific purpose. Neither the President nor any member of the Executive committee shall be authorized to borrow any funds from the endowment fund.
7. The Executive Committee may accept donations to help other charitable, religious, cultural and educational institutions in North America, India and other countries provided such donations are classified as acceptable contributions under the Internal Revenue Code (or the relevant Canadian Law). Acceptance of such donations should support the objectives of the Federation. The requirements for recipient organizations outside of USA are defined in the By-Laws.

## ARTICLE IX -- LIMITATIONS

1. Member Associations will be autonomous in their own internal affairs. The Federation shall not interfere in the affairs of the Member Associations with regards to their organization, operation and to their policies on religious practices, rituals, and temple interior and exterior details.
2. Affairs of the Federation shall be conducted without preference to any sects of Jainism.
3. The Federation shall not give a financial support to any Member Association unless approved by the Board of Directors by a two-third majority vote.

## ARTICLE X – CONVENTIONS

1. A convention of the Federation (herein referred to as JAINA Convention) shall be held once every two years in odd calendar years, preferably in the month of July, but no earlier than 15th of May. The venue of the biennial JAINA Convention shall be decided by a majority vote of the Executive Committee at least twelve months prior to the convention date. If the convention can not be held for some unforeseen reasons, it may be cancelled.
2. YJA shall hold its conventions once every two years in even calendar years, preferably in the month of July or August, but no earlier than 15th of May. The venue of the convention shall be decided by a majority vote of their governing body at least six months prior to the convention date.
3. YJP may hold its conventions once every year, preferably in the month of October, but no earlier than 15th of May. The venue of the convention shall be decided by a majority vote of their governing body at least six months prior to the convention date.

4. Special or regional conventions may also be held from time to time.

## ARTICLE XI -- ELECTIONS

1. An Election Committee shall be appointed to facilitate the election of a new Executive Committee.
2. The Election Committee shall consist of a chairperson and four (4) members appointed by the Executive Committee. The appointment of the Election Committee shall be made no later than 1st of February of each odd calendar year.
3. The Election Committee shall be responsible for inviting nominations for all the offices of the Executive Committee and for conducting the elections in accordance with the BY-LAWS.

## ARTICLE XII -- SUSPENSION/REMOVAL OF ELECTED MEMBER

The Executive Committee may suspend their member for (a) misappropriation of funds, (b) working actively against the objectives of the Federation, or for (c) gross misconduct. Such suspension shall need an approval by a two-thirds majority vote at the Executive Committee meeting called for that purpose. Permanent removal of such a member from the Executive Committee shall be conducted by General Body voting by signed mail ballots or secure electronic ballots. To become effective, affirmative votes must be received from at least two-thirds of the members of the Board returning ballots, but in no case from less than 25% of the total membership of the Board.

## ARTICLE XIII -- AFFILIATE ORGANIZATIONS

A social, religious, academic or community service organization that subscribes to the objectives of the Federation shall be eligible to become an affiliate of the Federation. The organization will be recognized as an affiliate upon a unanimous vote of the Executive Committee or a majority vote of the Board of Directors.

## ARTICLE XIV -- BY-LAWS

1. The By-Laws of the Federation are described in the attached section titled By-Laws.
2. The Executive Committee may, from time to time during its term, propose addition of new By-Laws or amendments to the existing By-Laws. Proposals for additions or amendments to By-Laws shall be presented to the Board of Directors for a vote. At least a four-week written prior notice shall be given to members of the Board of Directors for voting. The Executive Committee shall secure the vote by any of the following methods:

- (a) voting by signed mail ballots or secure electronic ballots
  - (b) voting by signed paper ballots at a special or regular meeting of the Board
3. To become effective, an amendment must receive affirmative votes from at least two-thirds of the members of the Board returning ballots, but in no case from less than half of the total membership of the Board.
  4. In case of a contradiction between the By-Laws and the Constitution, the provisions of the Constitution shall prevail.

## ARTICLE XV -- DISSOLUTION

1. The notice to consider dissolution of the Federation shall be circulated to the entire membership of the Board at least six weeks in advance of the date of a meeting of the Board called for the purpose or the date of the closing of a letter ballot.
2. Dissolution shall require a 3/4 majority vote of the Board of Directors. Upon dissolution, the assets and property of the Federation remaining after paying or providing for the debts and obligations of the Federation shall be equally distributed amongst the Member Associations which have established a tax-exempt status under Section 501 (c)(3) of the Internal Revenue Code of 1954 (or under the corresponding Canadian laws) or any subsequent Federal tax laws, and are willing and able to accept the distribution. However, if none of the Member Associations is a qualified distributee and willing and able to accept the distribution, then, the assets of the Federation shall be distributed to a fund, foundation or corporation organized and operated exclusively for the purposes specified in Section 501 (c)(3) of the Internal Revenue Code (or the corresponding Canadian laws) or any subsequent Federal tax laws.

## ARTICLE XVI -- AMENDMENTS

1. The Executive Committee of the Federation shall appoint a constitution review committee consisting of a minimum of 5 members. All proposed amendments received by the Executive Committee shall be referred to the constitution review committee for recommendation.
2. The constitution review committee shall submit its draft recommendations to the Executive Committee. Any changes/suggestions proposed by the Executive committee will be reviewed and considered by the constitution review committee. The constitution review committee will provide its final draft recommendations to the Executive Committee for sending it out to the members of the Board for review and comments allowing them a minimum of 3 weeks for providing their comments/suggestions.
3. The constitution review committee will consider the comments/suggestions received from the members of the Board, and prepare a set of final recommendations. The Executive committee will send out these recommendations to all members of the Board for voting.

4. At least a four-week written prior notice shall be given to members of the Board of Directors for voting on any amendments to the constitution. The proposed amendments along with the current constitution shall be included with the notice.
5. The Executive Committee shall secure the vote of the members of the Board by any of the following methods, and compile the results:
  - (a) voting by signed mail ballots or secure electronic ballots;
  - (b) voting by signed paper ballots at a special or regular meeting of the Board
6. To become effective, an amendment must receive affirmative votes from at least two-thirds of the members of the Board returning ballots, but in no case from less than half of the total membership of the Board.
7. The constitution review committee shall prepare revised Constitution and By-Laws based on the amendments approved by the members of the Board as per paragraph 6 above, sign the certificate of its adoption, and provide the results of voting and the ratified revised Constitution and By-Laws to the Executive Committee for record and for sending out to the members of the Board.

## ARTICLE XVII -- INTERPRETATION

1. If a conflict arises in the interpretation of the constitution, the ambiguity shall be resolved by a majority vote of the Board of Directors.

## ARTICLE XVIII -- ADOPTION

1. The original constitution of the Federation was adopted on May 29, 1983.
2. After discussion, each article of the original constitution was duly moved, seconded and adopted. The following resolution adopting the final constitution was passed unanimously by the founding Jain Associations.

WHEREAS the founding delegates of the Federation of Jain Associations in North America (JAINA) have gathered together for the second Jain Convention of North America hosted by the Jain Center of America, New York,

WHEREAS the formation of the Federation was inspired by spiritual leaders Acharya Sushil Kumarji and Gurudev Chitrabhanu and with their blessings,

BE IT RESOLVED that the Constitution be adopted on this 29th day of May 1983.

3. The approved constitution was signed by one delegate from each of the founding Jain Associations represented at a public signing ceremony held on May 29, 1983.

4. The founding Jain Associations are listed below.

- (i) Jain Center of Northern California
- (ii) Jain Center of Southern California
- (iii) Jain Society of Metropolitan Washington
- (iv) Jain Center of Greater Boston
- (v) International Mahavir Jain Mission
- (vi) Jain Society of Greater Cleveland
- (vii) Jain Center of America, New York
- (viii) Jain Center of South Jersey
- (ix) Jain Center of New Jersey
- (x) Jain Center of Houston
- (xi) Jain Society of Kansas
- (xii) Jain Center of Long Island

5. The original constitution adopted on May 29, 1983 was subsequently amended by affirmative vote on December 2, 1985, February 6, 1988, October 9, 1994, and January 15, 2009.

# BY-LAWS

## 1. ANNUAL DUES

(a) The annual dues for Member Associations shall be as follows:

Member Association with membership of 50 or less families: \$150.00 (US)

Member Association with membership of 51 to 300 families: \$300.00 (US)

Member Association with membership of more than 300 families: \$500.00 (US)

(b) The annual dues for affiliate organizations shall be \$300.00 (US)

## 2. ELECTIONS

(a) Members of the Executive Committee shall be elected from among the valid nominations received by the Election Committee.

(b) A valid nomination shall satisfy the following criteria:

(i) The nominee shall be a director of the Board on the day of election.

(ii) The nominee shall have served at least for a cumulative period of two years before and up to the date of the upcoming Biennial Convention as listed below:

(1) For the office of President and First Vice President: A minimum of a total of 2 years in the Executive Committee of the Federation.

(2) For the office of Regional Vice President: A minimum cumulative period of two years in one or more of the following capacities: (1) Federation director, (2) chair or co-chair of a Federation committee, (3) President or equivalent office holder of the governing body of a Member Association.

(3) For the office of Secretary: A minimum cumulative period of two years in one or more of the following capacities: (1) Federation director, (2) chair or co-chair of a Federation committee, (3) President or Secretary or equivalent office holder of the governing body of a Member Association.

(4) For the office of Treasurer: A minimum cumulative period of two years in one or more of the following capacities: (1) Federation director, (2) chair or co-chair of a Federation committee, (3) President or Treasurer or equivalent office holder of the governing body of a Member Association.

- (iii) The number of years' service requirement for a nominee who is serving in any of the capacities listed above at the time of election shall be counted until the end of the tenure of his/her current position. Service during the period between two biennial JAINA conventions held in two consecutive odd years shall be counted as two years' service. In case the JAINA convention is not held in an odd calendar year, service of 355 days shall be counted as service of one year.
  - (iv) For the office of the Regional Vice President, the nominee shall belong to a Member Association located within the respective region and the nominee shall reside in that region. For the election of the Regional Vice President, only the directors representing the Member Associations in that region shall be eligible to vote for their Regional Vice President.
  - (v) The nomination shall be proposed by a director and be accompanied by an acceptance by the nominee. Nomination for Regional Vice Presidents, however, must be proposed by a director from the same region.
  - (vi) The Nomination shall also include a short biographical sketch of the nominee including the record of his/her service to a Member Association and/or to the Federation.
  - (vii) A person may contest for only one position.
- (c) The Member Associations shall submit nomination for their directors to the Executive Committee of the Federation by the third Tuesday of March of each odd calendar year along with nominee's home address and phone number. The Executive Committee shall submit to the Election Committee a list of the names and addresses of the current directors by the 15<sup>th</sup> of April of odd calendar year. This list shall be used by the Election Committee for sending out nomination forms, for verifying the validity of the nominations, and for sending out the ballots for voting by signed mail or by secure electronic ballots.
  - (d) The Election Committee shall send out nomination forms and election rules to the Board of Directors by the 25<sup>th</sup> of April of odd calendar year, and allow at least 3 week's time for receiving them back.
  - (e) Elections shall be held for those positions for which more than one valid nomination has been received.
  - (f) The Election Committee shall set dates for sending and receiving back ballots allowing at least 3 week's time for receiving ballots.
  - (g) Members of the Election Committee shall not canvass for any nominee seeking election.
  - (h) The ballots should be opened during the meeting of the Board of Directors held during the odd calendar year as specified under Article VII, paragraph 1; and the election results will be announced. In case of a tie for the position of President, the current President



shall have the tie-breaking vote. In case of a tie for any other position, the elected President shall have the tie-breaking vote.

- (i) In case no valid nomination has been received for any office of the Executive Committee, the vacancy for that position shall be filled by the newly elected Executive Committee.

### 3. REGIONS OF THE UNITED STATES OF AMERICA:

For the purpose of this Constitution and By-Laws, the regions of the United States of America referred to in Article V of this constitution, shall comprise of the following states:

- (a) West U.S.: Alaska, California, Hawaii, Idaho, Montana, Nevada, Oregon, Washington, and Wyoming.
- (b) South West U.S.: Arizona, Colorado, New Mexico, Oklahoma, Texas, and Utah.
- (c) South East U.S.: Alabama, Arkansas, Florida, Georgia, Kentucky, Louisiana, Mississippi, North Carolina, South Carolina, and Tennessee. ~~West Virginia.~~
- (d) Mid West U.S.: Illinois, Indiana, Iowa, Kansas, Michigan, Minnesota, Missouri, Nebraska, North Dakota, Ohio, South Dakota, and Wisconsin.
- (e) Mid East U.S.: Delaware, District of Columbia, Maryland, New Jersey, Pennsylvania, Virginia, and West Virginia.
- (f) North East U.S.: Connecticut, Maine, Massachusetts, New Hampshire, New York, Rhode Island, and Vermont.

### 4. OMBUDSMAN COUNCIL

- (a) The Ombudsman Council shall keep an eye on the functioning of the Federation. It shall periodically request financial report from the Treasurer to ensure that none of the members of the Executive Committees, entities or committees of the Federation are exceeding their authority as delegated in the Constitution and By-Laws.
- (b) The Ombudsman Council shall be provided with a list of all members of the Board of Directors. The council shall be authorized to send out its findings and recommendations to the Board of Directors in case any violation of Constitution or By-Laws is found by the council.
- (c) The Ombudsman Council shall offer a one day training seminar for the new EC. The seminar shall include items such as Federation Constitution and By-Laws, sharing of past experience, and dos & don'ts.

### 5. COMMITTEES

- (a) Each committee shall be headed by a chairperson. The chairperson of a committee shall preferably be a member of the Board of Directors; the committee members need not be members of the Board. All standing committees will have an executive council

consisting of a minimum of 3 members. This executive council will be responsible for the operation of the committee.

- (b) The chairperson of every committee and the executive council of a standing committee shall be appointed by the Executive Committee. No chairperson can be reappointed after serving for 6 consecutive years. This time limit will be enforced after the ratification of these By-Laws.
- (c) The term of the committee chair or its executive council will automatically terminate at the end of October after the election of the new Executive Committee. The Executive Committee must appoint or renew the appointment of the chairpersons of the standing committees before its term expires as provided in this paragraph.
- (d) Only one person from a family living in the same household shall be a member of the same committee.
- (e) The Executive Committee shall have authority to establish, restructure or dissolve committees as deemed necessary. Dissolution of a standing committee shall require an approval of the majority of Board of Directors by mail-in or secure on-line ballot. An operational committee can be dissolved by a majority of the Executive Committee or its work can be outsourced. An ad-hoc committee dissolves automatically upon expiry of its term but can be dissolved earlier by a two-thirds majority of the Executive Committee.
- (f) Committees may use the Federation tax identification for collecting donations for their operation.
- (g) All committees shall follow a standard operating procedures established by the Executive Committee. The committee members must hold meetings on a periodic basis and publish the minutes of the meetings.
- (h) All decisions of the committee require a majority vote of the committee members.
- (i) A committee can not spend or accrue liability that exceeds the fund balance in its account at any time. Any exception to this must be approved by a majority of the Executive Committee.
- (j) All financial transactions made by the committee must abide by the rules laid out in paragraph 8 “Financial Transactions” of these By-Laws.
- (k) Each committee will develop detailed guidelines to implement the Conflict of Interest Policy defined in section 8 of these By-Laws.
- (l) Following Federation committees will be classified as Standing, Operational or Ad Hoc committees as below:

Award Committee	Standing
Election Committee	Standing
Fund Raising Committee	Standing

Interfaith Activities Committee	Standing
Jiv Daya Committee	Standing
Long Term Planning Committee	Standing
Publications Committee	Standing
Tirthoddhar Committee	Standing
Veerchand Raghavji Gandhi Scholarship Fund Committee	Standing
World Community Service Committee	Standing
Book Store Committee	Operational
Calendar Committee	Operational
Education Committee	Operational
Governmental & International Relations Committee	Operational
Jain Digest Membership Committee	Operational
Jain Networking Forum (JNF)	Operational
Marriage Information Services Committee	Operational
Membership Committee	Operational
Library Committee	Operational
Legal Advisory Committee	Operational
Media/Public Relations Committee	Operational
Media Production Committee	Operational
Patron Program Committee	Operational
Pilgrimage Committee	Operational
Public Affairs Council	Operational
Scholar Visitation Committee	Operational
Technology Committee	Operational
Web Site Committee	Operational
Academic Liaison Committee	Ad Hoc
Adhyatmic Committee	Ad Hoc
Assistance Program Committee	Ad Hoc
Constitution Review Committee	Ad Hoc
Exhibition Committee	Ad Hoc
Jain Centers Resources Committee	Ad Hoc
Jain Milan Committee	Ad Hoc
Jain Rituals Committee	Ad Hoc
North American Jain Families Assistance Program Committee	Ad Hoc
North American Jains History Committee	Ad Hoc
Senior Housing Committee	Ad Hoc

- (m) The operational committees required for the administrative functions of the Federation (e.g., Legal Advisory Committee, Media Production Committee, Book Stores Committee) shall report to the Secretary. The operational committees involved in fund raising for the general operation of the Federation (e.g., Patron Program Committee) shall report to the Treasurer for financial functions. Other committees shall report to the President.

## 6. ENTITIES

- (a) Entities may use the Federation tax identification for collecting donations.
- (b) If an entity is permitted to establish a separate bank account for their funds, the Treasurer shall have full access and check writing privilege to such bank accounts. The committee chairperson must get an approval in writing before opening a separate bank account.
- (c) Each Entity will develop detailed guidelines to implement the Conflict of Interest Policy defined in section 8 of these By-Laws.

## 7. FINANCIAL TRANSACTIONS

- (a) All financial transactions of the Federation over \$ 500 shall need approval by the President. Financial transactions below \$ 500 may be approved by the Treasurer or the First Vice President.
- (b) All financial transactions of the Federation over \$2500.00 must be approved by the Executive Committee prior to dispersal. The President must inform the Executive Committee of any transactions over \$1000.00 at least 3 days prior to requesting the Treasurer to issue a check. President shall have an authority of dispersing up to \$2500.00 no more than three times a year.
- (c) Three percent of all funds (including fees, revenue and donations) received by the Federation committees and entities shall be transferred to the general fund established for administrative expenses of the Federation. This 3 percent deduction may be waived in very special circumstances by a majority voting of the Executive Committee.
- (d) The President must initiate fund raising program to fund the Federation operations for his/her term and beyond, and shall spend the Federation funds prudently. The President shall ensure that he/she leaves a higher balance than what he/she received from his/her predecessor in the Federation general funds; in no case should the President deplete the Federation general funds left over by his/her predecessor by more than 15 percent. Any time the general funds deplete by more than 15 percent below the total funds received at the beginning of the term, the Treasurer shall inform the Executive Committee within 15 days.
- (e) All accounts at any financial institution shall be opened only by the Treasurer after a resolution has been adopted by the Executive Committee for opening such account. The Treasurer shall manage access to these accounts including online access. The Treasurer has the authority to close any bank account and move the funds to the Federation central accounts at his/her sole discretion without the approval of the Committee/Entity chair.

- (f) The Treasurer shall publish a semi-annual financial report and send the report to the members of the Executive Committee, committee chairs, the Ombudsman Council and the Board of Directors.
- (g) If the Treasurer feels that the funds are being abused by any member of the Executive Committee or any Federation Committee, he/she shall bring the matter to the attention of the Ombudsman Council and the Executive Committee, and hold back on check issuance on controversial items until a final decision is reached on that matter by the Executive Committee.
- (h) When requested by any member of the Ombudsman Council and the Board of Directors, or the committee chairs, the Treasurer shall provide the requested financial details in writing within 20 days.
- (i) All contracts, agreements, or instruments shall be signed by the President or the First Vice President. The President with the approval of Executive Committee may delegate such authority for a period not exceeding the term of the President
- (j) A separate bank account for any committee must be opened by the Treasurer who will grant signatory authority to the Chair of the committee. No committee can open bank account on its own.
- (k) Any financial decision of a committee exceeding \$ 1000 must be approved by the majority of that Committee. Any financial decision exceeding \$ 10,000 must be approved by the President or the Executive Committee. The committee chairperson shall approve all reimbursement and dispersing of any funds from the fund balance maintained for that committee.
- (l) Executive Committee may accept donations as referred in Article VIII, Clause No.7. Three percent of the amount of such donations to other organizations or \$75.00, whichever is higher, shall be retained by the Federation. The recipient organization must meet the following guidelines before the funds are distributed by the Treasurer.
  1. Recipient organization shall provide its constitution, non-profit organization status certificate, audited financial report of last two years, and a report of its activities of last five years.
  2. Recipient organization must be registered with the Charity Commissioner of appropriate jurisdiction and provide a proof of such registration.
  3. Recipient organization must be registered with its government to receive foreign donation if the amount is larger than US\$ 5,000. It should provide a copy of such approval to the Treasurer.
  4. Recipient organization must provide names of the Trustees and their relationship with any member of Federation community.

The Treasurer at his/her sole discretion will decide if the recipient organization meets the objectives and goals of the Federation, and if the project for which the assistance is

provided is appropriate for funding. The decision of the Treasurer can be appealed to the Executive Committee

8. CONFLICT OF INTEREST POLICY:

All dealing with outside organizations, vendors, and grantees by any Federation personnel (Executive Committee members, Directors, Committee chairs or members, Convention Board members, Employees, Consultants, etc.) will be based on “arms length negotiations”. If any person has a conflict due to being a “related person”, then that person must excuse himself/herself from such dealings and inform the President and Treasurer of the conflict. All contracts with outside parties will include a clause in which the other party certifies that “there has been no ‘related person’ involved in the negotiations of the agreement. Each Federation committee, entity, convention Board and Executive Committee shall define a detailed guideline to meet this Conflict of Interest Policy.

9. JAINA CONVENTION

- (a) The Executive Committee shall appoint a Convention Board comprising of a convener, co-convener and chairpersons of convention committees for managing the convention. The Treasurer will be appointed as the chair of the “JAINA Convention Finance Committee”. The President will be an ex-officio member of the Convention Board.
- (b) The convener shall consult at least two past conveners and prepare a preliminary financial budget for the convention right at the outset. The budget must show a surplus even at low attendance level of only 2,500 people at the convention. The convener shall get a tacit approval from the Convention Board and the Executive Committee before signing any contract.
- (c) Each convention committee shall be assigned a budget and responsibility to stay within. Any deviation in the convention committee budget must be approved by the Convention Board, making sure that the overall budget numbers are not compromised. The Convention Finance committee will publish monthly the percentage of the revenue that has been realized (received and pledged). The convention committee chairs will be responsible to assure that the percentage of commitment (expense to-date plus amounts encumbered as a percentage of the budget) does not exceed realized revenue percentage. Any deviation must be approved by the Convention Board
- (d) Each convention committee chair shall get approval of the Convener or his/her designee for any expense over \$500.
- (e) The convener shall revise the budget every quarter or sooner as more information is available, and send the revised budget to the members of the Convention Board and the Executive Committee.

- (f) The convener must get an approval of the final budget by the Executive Committee at least 3 months prior to the convention. Any deviation from the expense or revenue projections must be brought to the attention of the Convention Board and the Executive Committee. The Convener must act fast to cut down on the expenses, or increase donation revenue to avoid a deficit.
- (g) The convener shall not seek a loan from any Federation committee or endowment fund.
- (h) Neither the convener nor the co-convener shall have the authority to make commitments exceeding what is in the approved budget.
- (i) Except for keynote speakers, chief guest and spiritual leaders (Sadhus and Sadhvijis), no other speaker shall be reimbursed for travel expenses from the convention budget.
- (j) All past presidents and their spouses shall be provided priority hotel registration (no financial reimbursement) at the main convention hotel and priority seating during convention.

## 10. AWARDS:

- (a) A standing award committee comprising of 5 members, preferably past presidents of the Federation, shall be formed to biennially recognize individuals for their outstanding contribution to the objectives of the Federation.
- (b) Following three types of recognition awards shall be issued to the maximum number of persons shown in parenthesis below for each category:
  - JAINA Ratna Award (maximum 1)
  - JAINA Adult Recognition Awards (maximum 10)
  - JAINA Youth Recognition Awards (maximum 5)
- (c) The committee shall follow the guidelines established for recognition awards.
- (d) The number of recognition awards to individuals shall be limited to the maximum number of awards mentioned in paragraph (b) above. Any additional individual awards to be given out must be approved by a 2/3<sup>rd</sup> majority of the Executive Committee.
- (e) The President may recognize, as Presidential Award, up to 2 institutions for their outstanding contribution to the objectives of the Federation, and up to two individual persons, no more than one from North America and one from outside of North America.

## 11. PUBLICATIONS

A news magazine entitled "Jain Digest" shall be published at regular intervals on behalf of the Federation. A web site will be maintained to provide and disseminate information about the Federation.