

Ridgewood Nepalese Society Inc.
Durga Temple and Nepali Cultural Center (DTNCC) Bylaws-2019
(1st Amendment incorporating the DTNCC Project)

Date of Adoption: 7th September 2019

1. Name

The name of the organization is Ridgewood Nepalese Society (RNS), also known as the Durga Temple & Nepali Cultural Center (DTNCC). Here-after, the acronyms DTNCC refers to the whole name of this organization. RNS, a not-for-profit organization registered in New York state, is doing business as (DBA) DTNCC. The logo of DTNCC shall reflect the mission of this organization.

DTNCC is a not for-profit community organization registered in the State of New York, with a Certification of Incorporation date of April 2003. The Internal Revenue Service has determined that RNS/DTNCC is an Tax-exempt organization from Federal Income Tax under section 501 (a) of the Internal Revenue Service code as organization described in section 501(c)(3) per the IRS approval effective dated April 7th, 2003. The IRS Tax-exempt or Employer Identification Number (EIN) of RNS/DTNCC is 20-1238129.

DTNCC shall maintain a registered office in the State of New York and may have such other offices within the State of New York as the Executive Board (EB) may determine from time to time. The principal office address of DTNCC shall be:

Durga Temple & Nepali Cultural Center (DTNCC)
(Ridgewood Nepalese Society)
1647 Hancock St,
Ridgewood, NY 11385

The temporary office for RNS/DTNCC shall be:

789 Wyckoff Ave
Ridgewood, NY 11385

These bylaws will be effective from the moment adopted by General Assembly of members of RNS/DTNCC. This Bylaws supersedes any prior RNS Bylaws.

2. Mission and Goals

The mission of DTNCC is to develop, promote and preserve Nepali socio-cultural and spiritual values by establishing and strengthening communities through the engagement in the Hindu and Buddhist spiritual, cultural and religious traditions, practices, values, philosophies; and there by promoting better spiritual and cultural understandings, friendship, fellowship, and harmony among different people in the society.

The goals of DTNCC is are:

- 1) to provide a common place for all Nepali and other nationalities to congregate and fulfill their spiritual, cultural and religious needs,
- 2) to pray and do activities in accordance with Yogic and Vedic Sanatan including Hinduism, Buddhism and similar faiths practiced in Himalayan regions of South Asia including Nepal,
- 3) to promote and preserve Nepali cultural heritage,
- 4) to strengthen social, cultural, spiritual and religious harmony between people and communities of different faiths, and

5) to practice and promote Nepali cultural heritages and values in New York and beyond.

3. Objectives

The main purposes of DTNCC are:

- to establish a Yogic and Vedic Sanatan worship center.
- to operate a place of worship (spiritual) place and organize Nepali cultural and spiritual activities on a regular basis for the benefit of the community.
- to establish and maintain a community center for the purpose of conducting spiritual, social, educational, cultural, recreational, literary, and performing arts activities consistent with the mission as stated above.
- to encourage sponsoring and/or supporting community service and charitable activities for the benefit of local communities and beyond.
- to work with other community organizations on areas of common interest.

4. Membership

4.1. Any person who is 18 years or older and who agrees to with the mission, goals and objectives of DTNCC and pledges to abide by its bylaws can be a member by paying the specified membership fees (stated in Article 4.8). The categories of membership shall be governed by the DTNCC Bylaws.

4.2. Payment of any dues, if any, is mandatory and only members with voting rights and in good standing shall be eligible to run for office and vote in the affairs of DTNCC.

4.3. For all purposes of governance and operations of DTNCC, General Members (with periodic renewal), Special Members, Trustee Members and Patron Members shall be treated as the member for perpetuity.

4.4. Honorary membership may be bestowed upon by the BOT on any person for his/her long service or substantial support to DTNCC; however, such honorary membership, which may not require payment of membership dues, shall be advisory in nature, with no voting rights or privileges to run for elected office of the DTNCC.

4.5. A member is in good standing when his or her membership fees and assessments, if any, are fully paid and no disciplinary actions were taken against him or her by DTNCC.

4.6. All Trustee, Special and General Members in good standing shall constitute the General Assembly (GA). The Member shall participate and use their voting rights understanding their membership category and points as explained in Article 4.8.A-D.

4.7. DTNCC shall not refuse an application for membership on the grounds of race, sex, religion or political views. However, it may expel any member for behavior likely to bring the DTNCC into disrepute.

4.8. Types of membership and fees:

DTNCC shall have four major categories of founding membership as described below:

A. **Founding General Member:** FGM (Fees \$100-\$2,499):

General Membership defines three type of members: 1) FGM-*Durga* (Fees \$100-\$499), FGM-*Laxmi* (Fees \$500-\$1,499), FGM-*Saraswati* (Fees \$1,500-\$2,499). The members in the General Membership category shall have all the general privileges such as participate in any activities organized by DTNCC, participate in GA process, exercise voting rights (1-point value) in electing Executive Board (EB) and other issues, daily-activities, inclusions in the e-mailing list, qualify for a sub-committee member, and any other

general privileges that are determined by the Executive Board (EB). This membership category limits eligibility to become an EB member until the DTNCC building is constructed. A General Member shall renew his or her membership paying \$100 fee every term of EB. EB deserves rights to change the renewal fee amount at any time. Honorary membership also falls under the General Membership and practices the same privileges except voting rights. The EB shall determine the category of honorary membership within General Membership.

B. Founding Special Member: FSM (Fees \$2,500-\$4,999):

The Founding Special Member category shall have all the rights and privileges, and participate in any activities organized by DTNCC, participate in GA, one-person voting rights (5-point value) in electing EB and other issues, inclusions in the mailing list, qualify for a sub-committee member, any other general privileges that are determined by the EB. However, this membership category limits eligibility to become member in EB until the DTNCC building is constructed.

C. Founding Trustee Member: FTM (Fees \$5,000 and above):

The Trustee Membership includes three categories: 1) Silver Trustee (Fees \$5,000-\$9,999), 2) Golden Trustee (Fees \$10,000-\$19,999), and 3) Diamond Trustee (Fee \$20,000-\$29,999). Founding Trustee Members category shall have all the general privileges, participate in any activities organized by DTNCC, participate in GA, two-person (legal couple) voting rights (10-point value of each person) in electing EB and other issues, inclusions in the mailing list, qualify for a sub-committee member, any other general privileges that are determined by the EB, and rights to run or be nominated for any positions of EB. All members should pay-off the total amount of given categories by December 31st, 2020 but the member shall pay at least 50% of their committed fees by December 31st, 2019. The membership benefits of a deceased or incapacitated (DI) Trustee shall be transferred according to the written Will of the DI Trustee, or to the immediate family member of DI Trustee. The name of the DI Trustee shall not be changed as noted in 4.10 (e). The Trustee Membership fees for any new Trustee categories joining after December 31st, 2020, shall be increased by \$3,000 in each category and those Trustees will only be known as Silver, Golden and Diamond Trustee (*no Founding title is assigned*)), respectively.

D. Founding Patron Member: FPM (Fees \$30,000 and above):

The Patron members shall have all the rights and privileges of Trustee given in Article 4.8.A-C. All members should pay-off the total committed or offered amount no later than December 31st, 2020 but the member shall pay at least 50% of their committed fees by December 31st, 2019. A Patron member, who has paid more than \$50,001, has also rights and privileges to nominate one Member in Executive Board if they are not holding any position in EB. This privilege is granted only if the Patron Member has fully paid the committed donation amount by June 30th, 2020. The nominee must come from the list of Trustees with good moral character and he or she is the subject of EB approval. In case of the representative coming from Patron-Organization, the representative may or may not be from the list of Trustees, but the person is subject of EB approval. Such nominee cannot be office bearer but a Member in EB. The membership benefits of a deceased or

incapacitated (DI) Trustee shall be transferred according to the written Will of the DI Trustee, or to the immediate family member of DI Trustee. The name of the DI Trustee shall not be changed as noted in 4.10 (e). A Patron shall have special privileges in the BOT meetings or GA and in all the activities organized by DTNCC. The EB shall determine such special privileges that will be provided to a Patron Member. However, Patron Member shall be honored as a special guest in all the functions organized by DTNCC. The EB shall determine the deadline of assigning the title of Founding Patron Trustee (FTM) to those members who will join this membership after December 31st, 2020.

4.9. Membership Elevation: Membership can be elevated to a higher level by paying the difference between current level membership and higher-level membership. The current life member of Ridgewood Nepalese Society (before September 1st, 2019) must elevate their membership status to minimum of “Founder Special Membership” to exercise privileges of perpetual membership. The current General Member (who has paid less than \$100) and Life Member (who has paid less than \$2,500) (before Sep 1st, 2019) shall remain as a ‘General Member’ and can exercise all the privileges as “Founding General Member” until the end of the current EB term. These members shall have options to renew their general membership to exercise the rights and privileges of Founding General Member category by paying \$100 for each EB term or elevate themselves to “Founding Special Members” or Trustee level for perpetuity of membership. Those members who have donated between \$500.00 and \$2,499.00 and do not want to renew membership as Founding General Member or higher level shall be recognized as “Founding Contributor” of DTNCC. The EB shall determine the title of elevated membership and newly joined membership, if any. No new “Founding” Trustee Membership shall be added after December 31st, 2020. However, EB deserves rights to alter or extend this date with specified genuine reason for next 6 months or maximum of one year while applying the strategies of constructing the DTNCC building. The opportunity to become a General/Special Member, Trustee or Patron shall remain open. The EB deserves full authority to determine the deadline of becoming “Founding” type of Trustee membership. Those members joining after the construction of DTNCC building shall not be considered “Founding” members. The “Founding” type of membership category shall be permanently closed after construction of DTNCC building.

4.10. Rights and privileges of a Trustee, Special and General Member:

- a.** Attend general meetings called by the Executive Board (EB) and vote for any matter brought properly before the assembly.
- b.** Right to file candidacy for EB and to hold office if duly elected.
- c.** All members, except honorary members, shall have voting rights in General Assembly. A member who falls under the category explained in Article 4.8.A-D of this Bylaws shall be considered for his or her life and such member shall use all the privileges.
- d.** All Trustees and Patrons shall be considered as members of Board of Trustee (BOT).
- e.** DTNCC shall post all names of Trustee and Patron (including spouse) in its main building. The size and the metal type of the name plate will depend upon the membership categories which shall be determined by EB.
- f.** A Trustee and in a defined case by EB, the “Founding General Member” and Founding Special Member” will be able to use the conference or recreational space of DTNCC for

personal events in discounted rate than the general public. The EB shall determine the discount rate.

4.11. EB may create additional class of membership, which must be ratified by regular or special General Assembly.

5. Finances

5.1. DTNCC shall finance the activities it engages in by the following means:

- a. Membership dues and donations.
- b. Other fundraising activities, as authorized by the EB.
- c. Rent or other income generated from its property.
- d. Gifts: The EB may accept, on behalf of DTNCC, any contributions, gifts, bequests, endowments or devices for the general or special purposes of DTNCC. Such gifts shall strictly be used for the purpose as specified by the donor.
- e. All the restricted funds shall be deposited into a separate bank account and shall be used only for the purposed specified by the Donor of the Funds.
- f. Public and charitable foundation grants

5.2. DTNCC shall have its own bank account where all the funds shall be deposited and disbursed from.

5.3. DTNCC shall prepare its annual budget. Treasurer and Assistant Treasurer of the EB shall coordinate the entire budget preparation process and activities.

5.4. No part of the earnings or other property received by DTNCC from any source shall be used to the benefit of or be distributed to any of its Members, EB, or other private persons. The earnings and the property of DTNCC shall only be used for the benefit of the DTNCC.

6. General Assembly (GA)

6.1. General Assembly (GA), which is the highest authority of the DTNCC, consists of all categories of members. EB shall call the General Assembly meeting of members with minimum of 30 days advance notice stating the date, time and place of assembly. EB shall invite all the members through written notice, social media and/or any other possible means of communication. Every member, except Honorary Members, have rights to cast their votes on any matter, motion or petition duly brought before the assembly. General Assembly shall appoint the auditors of the DTNCC, if needed. The annual meeting of the General Assembly shall be held at least once each year at a place decided by the EB. The meeting shall be open to all designed members.

6.2. Quorum: At all general meetings or special meetings of General Assembly, fifty-one percent (51%) of the Board of Trustee (BOT) and all other members shall constitute a quorum for GA proceedings. If unable to meet the quorum, a second meeting shall be called within two weeks. There is no quorum requirement in the second meeting. But decisions shall be made by majority of the attendants.

6.3. Special GA meetings can be called at the written request of 25% of the BOT and other members. Within 15 days of receipt of such request, EB Secretary should send notice to members for the GA meeting.

6.4 Only the GA shall be empowered to make or amend the Constitution governing DTNCC.

7. Governance Structure

The overall governance of DTNCC shall be vested in the voting members of DTNCC. The DTNCC includes two structural committees: 1) Executive Board (EB) and Advisory Committee (AC). The EB exercises the front-line supreme power of DTNCC including operating daily activities, programs of DTNCC, its bank account, and Real Estate. After its full formation of EB, the President recommends the members in the Advisory Committee. The EB shall decide and nominate each member of AC after the President's recommendation. The AC plays an advisory role in EB and DTNCC programs.

8. Election Process of Executive Board (EB)

The existing EB shall nominate a three- or five-member Election Committee (EC) at least four months prior to the end of the term of the EB officers. The EB shall nominate the EC officers under the general guidelines of this bylaws. The Election Committee shall have the absolute power and shall prepare necessary standard rules and regulations that are needed to form the EB. This Committee shall prepare its operating guidelines, election or nomination process without contradicting the main intent and mission of this bylaws. In case of election and voting in any issues including EB formation, the Election Committee shall develop three type of ballots reflecting 1-point value, 5-point value and 10-point value as explained different point-value of membership in Article 4.8.A-D and apply those ballots to the default members. The voting shall not necessarily be anonymous. Once the Election Committee is formatted, the EB automatically becomes Ad Hoc or Exiting Committee. The Exiting Committee shall not make major decisions including selling and buying of assets and exchanges of significant-high amount from the bank. The Election Committee should consider representing at least one spiritual practitioner in EB that comes from Yogic or Vedic Sanatan or Hinduism activities in everyday life, and at least one female member in nominating or electing the members in EB. The election committee shall develop a nominating form and nomination fees accordingly to accommodate for meeting these requirements. EB shall assist to develop election guidelines duly adopted by the Trustee and General Members and EC shall carry out any functions accordingly.

9. Advisory Committee (AC)

The EB shall nominate 5-11 members Advisory Committee (AC) after its formation. The AC shall include at least one Vedic or Yogic or Hindu Sanatan faith-based practitioner and at least one female member. In special case, the EB can nominate Special/Technical Advisors which may extend the number of Advisors up to 15 members. The AC shall serve as a legal advisory body to the EB and shall engage in the activities that have long-term impact and sustainability of DTNCC.

10. Executive Board (EB)

The Executive Board, also known as Board of Directors, contains a total 15 members including 7 office bearing Officers and 8 Members with a term of three years. In leadership of Election Committee, the DTNCC Members shall elect/nominate a total of 9-member Executive Board including 7 officers and 2 members. Newly elected body of EB shall nominate remaining 6 eligible members of EB in the recommendation of new President and Patrons (who have paid more than \$50,001 and fully paid the committed amount by June 30th, 2020). The EB must approve the nominee recommended by a Patron unless and until the recommended member conflicts with mission and objectives of DTNCC. If the situation arises that number of Patrons

(who have paid more than \$50,001 and fully paid the total committed amount by June 30th, 2020) exceeds 6, the EB has rights to expand up to the 21-member Executive Board. All of these EB members shall be elected or nominated from the good standing Trustee members (or General/Special Members of DTNCC after constructing the DTNCC building). The good standing status of EB candidate includes a good moral character, and fully paid any dues or committed membership amount to DTNCC/RNS by June 30th, 2020. The full payment due date for the candidate who has joined BOT of DTNCC after June 30th, 2020 shall be the date of EB candidacy nomination. The EB members shall serve as the highest legally constituted body to manage the regular business of DTNCC. Every effort shall be applied to form the EB without conducting the formal election. In case the situation of a formal election arises, the Election Committee shall develop an election process applying the points system explained in Article 4.8.A-D. of this Bylaws. The EB shall be responsible for the overall control of the assets and Bank Accounts of DTNCC. All the activities related to investment and utilization of property of DTNCC shall be under the direct control of the EB.

The Executive Board (EB) of RNS/DTNCC, also known as a Board of Directors, shall consist a total of 15 eligible individuals. The EB includes 7 office bearers and 8 members as given below:

- President - 1
- First Vice-President – OM (Operation and Management) - 1
- Second Vice-President – PC (Planning and Compliance) - 1
- General Secretary - 1
- Secretary - 1
- Treasurer - 1
- Joint-Treasurer - 1
- Members - 8

For the first term of EB, the existing RNS Board shall act as EB for about the next three years. Starting from the second term, any Trustees who have completed one term as an officer of the EB or RNS executive Board in earlier term shall qualify as candidates for the President. One person can hold the EB President position only for two terms on a consecutive basis.

11.1 Term of Executive Board Office

11.1.1 The EB shall have a three years term of office. The election or nomination process shall start four months prior to the ending term of existing EB. The election process shall be completed 15 days prior to the ending term of the EB. The EB shall take the oath and start resuming office responsibilities from August 1st of the designated year.

11.1.2 The first term of EB shall start from the moment of these Bylaws passed by General Assembly of Ridgewood Nepalese Society (RNS). The current Board of RNS shall convert into EB and serve until the formation of the second term of EB. However, all members of the current RNS Board must pay minimum the Trustee membership fees by June 30th, 2020 to remain in EB. Any EB/RNS current member who does not make required payment by June 30th, 2020 becomes ineligible to hold the position further. The position of such member automatically becomes vacant by July 1st, 2020 and the EB shall nominate new eligible member within a month. The second term of EB shall start from August 1st of 2022. Therefore, for the first term, the EB shall have plus or minus three years of the term including RNS term.

11.1.3 Any office bearers (President, Vice-Presidents, General Secretary, Secretary, Treasurer, and Joint-Treasurer) shall not assume the same position for more than two consecutive terms.

11.2 Specific Responsibilities of EB

All the rights, powers, duties, and responsibilities related to the regular management and control of DTNCC property, business, and spiritual activities are vested in the EB for the benefits of DTNCC. EB has a responsibility to ensure that its actions are consistent with the purpose of DTNCC as described in Article 2. EB shall exercise reasonable care and prudence in managing the affairs of DTNCC. Without limiting the general powers, EB shall have the following powers and responsibilities:

- EB shall arrange the time and place of all general assembly. The Secretary shall notify all members in good standing at least two weeks in advance of each of such meetings. This time limit does not apply for emergency meetings.
- EB shall appoint, supervise, and evaluate the performance of all DTNCC employees. This applies for the appointment of priests as well.
- EB shall comply with all Federal, State, and City Laws and Regulations in its operations.
- EB shall take proactive steps to increase DTNCC's revenues.
- EB shall set fees for spiritual services and ceremonies, rental charges for the use of DTNCC facilities, and any other services provided by DTNCC's resources.
- Authorize the regular expenditure of funds.
- Buy, sell or lease any equipment as needed for the regular operation of DTNCC.
- Borrow money and incur indebtedness, up to \$10,000, for the purpose of running DTNCC, without AC, GA or BOT's approval.
- Prepare yearly budget and financials for audit and tax purposes.
- EB is required to provide an accounting of all financial transactions as and when requested by the BOT. In addition, EB shall be required to provide annual financial reports to the BOT and to the General Assembly.

11.3. Sub-Committees:

EB has the right to form sub-committees as needed to assist in managing the business of DTNCC including daily Mandir Management Committee (MMC). The coordinator appointed to oversee a committee shall be the EB member and other members shall be a good standing member from General/Special Members or Trustees. EB deserves rights to dissolve or reformat such sub-committees as needed. All committee coordinators shall report the progress or the task completion report to EB.

11.4 Quorum:

A simple majority (51%) shall constitute a quorum for the meetings of EB.

11.5 Meetings:

EB shall hold virtual or physical meetings at least once in two months, or as frequent as needed.

11.6 Recognitions:

DTNCC relies heavily on donations and contributions of services. EB shall create appropriate incentive and award structure to recognize large donors and/or outstanding service providers/volunteers.

11.7 Record Keeping:

EB shall maintain a history of key records for a maximum period of seven years or as required by Internal Revenue Service or government authorities. EB General Secretary (or a designee) shall serve as a custodian of DTNCC records.

12. Duties and Responsibilities of EB Officers

The President:

- a. S/he shall preside over all the regular meetings of the EB.
- b. Manage and promote DTNCC's long term (over one year) programs and activities.
- c. S/he shall be responsible for the safekeeping of all DTNCCs fixed assets, investments bank accounts.
- d. The president shall provide guidance as an advisor in any short-term policy formation and execution to EB.

Operational Specific Duties and Responsibilities of the President:

- a. Prepare and present the President's report in the General Assembly.
- b. S/he shall preside over all the regular meetings of the EB and general assembly meetings.
- c. Appraise the activities of DTNCC and present the status of the committee's activities if any.
- d. S/he shall be responsible for the day-to-day and over-all activities of DTNCC.
- e. Organize and promote DTNCC's programs and activities.
- f. In case of a tie vote at any of the meetings, the President shall cast the deciding vote.
- g. President shall be the Chief Executive Officer of DTNCC, and shall supervise all the officers, agents and employees, subject to the policies and guidelines of the BOT.

First Vice-President:

Organization and Management (OM):

- a. S/he shall carry-out the duties of the President in the President's absence or incapacity.
- b. S/he shall be responsible for managing and organizing all the regular spiritual activities organized by DTNCC.
- c. By approval of the EB and BOTs, Vice President-OM shall fill the remainder of the President's term of office in case of a vacancy.
- d. S/he will oversee the activities of the various committees formed by the EB and shall provide liaison between those committees.
- e. Vice President-OM shall work as a compliance officer (comply with all the federal, state, municipal and other laws and regulations) of DTNCC.
- f. S/he shall assume the full responsibilities of all communications with outside entities (all governmental and non-governmental authorities/organizations in maintaining legal compliance) on behalf of DTNCC.
- g. S/he shall be the in-charge of DTNCC newsletter or any publications of DTNCC.
- h. Any special events, not the regular activities of the DTNCC, shall be coordinated by VP-OM.

Second Vice-President:

Planning and Compliance (PC):

- a. Under the general supervision of the President, s/he shall formulate and execute plans that are related to fixed assets and investments of DTNCC.

- b. S/he shall review the financial reports received from the EB prior to presenting in the BOTs meetings or GA.
- c. VP (IPF) shall work as a liaison between the EB and the BOTs for each financial question raised by the BOTs on the financial reports provided by the EB.
- d. VP (IPF) shall monitor the financial activities of DTNCC and shall advise the EB of all governmental reporting and tax filings obligations.

General Secretary:

- a. Secretary shall keep accurate records/minutes of EB meetings.
- b. S/he shall issue notices as instructed by the President.
- c. S/he shall conduct all communications on behalf of EB and shall have custody of all books, papers, records, and documents of EB minutes, EB activities, DTNCC fixed assets, and investments.
- d. Secretary shall be the primary contact person of the EB
- e. S/he shall develop DTNCC calendar and also inform the president of activities to be performed at stated times or stated intervals.
- f. S/he shall issue notices as instructed by the President.
- g. S/he shall conduct all communications, other than those specifically noted in 12.b, of DTNCC and shall have custody of all books, papers, records, and documents.
- h. S/he shall maintain a complete record of current and past members for the purpose of establishing communication related to DTNCC activities.
- i. Secretary shall have the custody of the seal of DTNCC and shall use it under the direction of the EB.

Secretary:

In any absences of the General Secretary, the Secretary shall assume all the responsibilities of the General Secretary. In addition, the Assistant Secretary is responsible for any special tasks assigned by the General Secretary.

Treasurer:

- a. S/he shall be responsible for preparation of the operating annual budget.
- b. S/he shall report the current financial situation to the EB at regularly scheduled meetings and be responsible for determining ways and means of financing DTNCC's operations.
- c. The Treasurer shall maintain a set of books and records showing the receipts and disbursements of DTNCC.
- d. S/he shall prepare and provide a complete set of financial reports of DTNCC at each EB or GA meetings.
- e. S/he shall have custody of all funds of DTNCC and shall deposit the same, as directed by the EB.
- f. The Treasurer shall not draw any funds without the approval of the EB. EB President can authorize Treasurer to maintain petty cash of \$1,000 or less for the emergencies and small transactions.
- g. The Treasurer shall be responsible for all governmental reporting and tax filings on time.

Joint-Treasurer:

In any absences of the Treasurer, the Assistant Treasurer shall assume all the responsibilities of the Treasurer. In addition, Treasurer is responsible for any special tasks assigned by the Treasurer.

EB Members:

EB Members shall support any DTNCC activities and accomplish responsibilities that are assigned by the President or the EB for the benefit of the DTNCC. The members may coordinate the sub-committee created by EB for daily operation or any other program of DTNCC.

13. Other Duties of EB Officers

13.1. The EB shall meet at least four times a year physically, on a quarterly basis, or more if deemed necessary.

13.2. General Powers: All the rights, powers, duties, and responsibilities related to the management and control of DTNCC's property and investments are vested in the EB. General Powers should only be used for the benefit of DTNCC. These powers exist to the BOT as a whole and not to an individual BOT. The EB has a duty to exercise reasonable care and prudence in managing the affairs of DTNCC. The EB may make rules for the conduct of its meetings and other activities; however, any rules inconsistent with these bylaws shall be null and void. Without limiting the general powers, the EB shall have the following specific powers and responsibilities:

- To accept at its discretion all gifts, bequests, and donations, in cash or in-kind, provided that any such gifts, bequests or donations, which the donor makes, are unrestricted. In case of restrictions, the EB may reject the gift(s), if such restrictions are not in the best interests of DTNCC. Further, the wishes of any donor regarding the use of their donations shall, at the discretion of the BOT, be accepted and honored, to the extent possible as long as such wish does not conflict with the mission and the objectives of DTNCC.
- To approve capital construction projects and budgets with the careful consideration of EB President and the advice of the AC.
- To borrow money and incur indebtedness, if needed, for fulfilling the objectives of DTNCC and to execute instruments of hypothecation of assets.
- To sign any deeds, mortgages, bonds, contracts or other instruments with the secretary or any other officer of the Corporation authorized by the EB.
- To maintain a list of current voting members and their addresses on file. Such list shall be updated at least annually and shall be made available to any members, upon reasonable request by the member.
- To prepare and submit necessary financial and operational reports to the GA, at its annual meeting.

13.3. Every year EB shall work on conducting the general assembly. At least the following reports should be presented before the General Assembly:

- Executive Board's Report.
- Yearly Financial Statements and Audit Reports, which is certified by the AC.

13.4. The EB has the power to acquire and hold real estate and personal property as the EB deems necessary for carrying out the objectives of DTNCC. No real estate or personal property belonging to DTNCC shall be sold, unless specifically and previously approved by the EB, AC and the GA.

13.5. Special Power: The President of the EB can call a General Assembly (GA) meeting, with the written approval of the simple majority of EB, at any time of the year. The decision made by this GA meeting shall be binding to the DTNCC.

14. Removal of the Officer from EB

If found in violation of DTNCC's purpose or bylaws, or inappropriate character that portrays negative image of the EB member in the society shall resign or be removed from office by the following process:

- a. A written resignation with self-citing the questioned issue.
- b. A written request providing the details of violations by at least three members of the EB.
- c. Written notification by the EB to the alleged officer/member of the above request.
- d. EB shall call a special meeting where the officer/member in question will present and clarify the allegation against her/him.
- e. A simple majority vote of Trustees and General Members is necessary to remove the officer/member from EB.
- f. If the officer in question does not attend the three consecutive duly called special physical meetings (as detailed in c), s/he is assumed to have removed automatically.
- g. In case of successful removal from EB by violations of DTNCC bylaws or good moral character, the removed member still remains as a Trustee or membership status but loose the rights to become EB officer again.

15. Resignation

A Board of Trustee may resign from his or her position in EB after the proper hand-over of his or her responsibilities and accountabilities to any person designated by EB. EB shall fill the vacant position by nominating a new eligible member for the remaining tenure.

16. Amendments

The bylaws may be amended by an affirmative vote of two-thirds of the DTNCC Members in GA in first meeting. Such an amendment must be ratified by the simple majority of GA attendants in second call of GA meeting. The EB President shall lead the amendment process. Appropriate written notice shall be sent as required for all the Trustee and General Members to attend and make a decision on the Bylaws amendment. In special case, the EB has rights to amend some sections of this Bylaws which must be endorsed by the first General Assembly meeting after such amendments.

17. Grievance and Conflict Resolution

Efforts shall be made to resolve conflicts related to DTNCC affairs at the level of its origin first in a democratic, respective and professional manner. The guiding principle for conflict resolution shall be the interests of DTNCC. In general, a grievance shall be investigated by an ad-hoc committee so formed by the EB. If the case is that the EB Members or Officer includes in the conflict, the person shall cooperate being absent in the meeting of formatting ad-hoc committee or any such remedy process so that conflict of interest does not occur. The EB will then deliberate on the finding and try to get appropriate remedy. If that fails to satisfy either of the parties, the case will be forwarded with recommendations to the BOT or GA. The BOT, with a majority vote, will have the ultimate authority to decide on issues that are not resolved by the EB.

18. Legal Action

Responsibilities of protecting the assets of DTNCC shall be with the Trustee Members (TM). However, no Directors, EB members shall be personally responsible for any liabilities of DTNCC. If DTNCC, any Directors of DTNCC or Members of EB be sued, either alone or with others, in any proceeding, DTNCC shall use an attorney and shall cover all costs involved in settling the case. For this purpose, DTNCC shall purchase Liability Insurance.

19. Miscellaneous

16.1 Specific Restrictions: The DTNCC main building shall be open to all for the purpose of conducting cultural, spiritual, social, recreational and educational activities, subject to restrictions approved by the EB.

16.2 Subject to the approval, EB may allow other Nepali community organizations or individuals to use its facility by charging a reasonable fee. Party Hall, which is located in the same premises, can be rented out to any individuals or organizations for any legal purposes. The individual or the community organization, using the facility, shall be solely responsible for all the cleanings and maintenance, if needed, that occurred because of the use of the property.

16.3 The EB shall do its best in keeping the premises clean. Subject to special approval by the EB, no signs, pictures, plates, or any kind of displays are allowed in the main hall of the building, as this hall will be utilized for different purposes by many different community organizations and individuals.

16.4 If any other community organizations share the DTNCC Building space, then their communication shall include the “DTNCC Building” on their address line.

Example in the present scenario:

ABC Office
DTNCC Building
1647 Hancock St
Ridgewood, NY 11385

16.5 All out going email communications from DTNCC should have the sender’s name, who must assume the responsibility of the content of the email. Email communication that is not endorsed by the sender should not be released to the receiver.

16.6 The DTNCC Priests perform rituals and conduct spiritual ceremonies and events. The priests shall be compensated based on the service performed (as a subcontractor). The EB shall appoint Priests, as needed, based on the advice of the ACs, or TMs. The responsibilities and work areas of the Priests are determined by the EB.

16.7 Conflict-of-Interest: DTNCC shall adopt and periodically review a conflict-of-interest standard policy to protect the organization’s image in the society. The interests of DTNCC shall be considered in priority in situation of such conflict, if any. The officers and any members of DTNCC shall consider the conflict-of-interest standard policy while designing the programs and performing or executing the tasks assigned.

20. Dissolution

17.1 Dissolution of DTNCC shall occur only for due cause and can be initiated only for reasons of financial exigency, financial viability, or other legal proceedings. Dissolution shall be initiated by a motion supported in writing by a one-third of special members of DTNCC (BOTs), and with the approval of at least 51% of the voting members of the DTNCC. New membership shall not be issued once the dissolution is initiated.

17.2 Upon dissolution of DTNCC, its remaining assets, after paying or making provisions for the payment of all the liabilities, if any, shall be distributed to any other not for profit organization as determined by the BOTs with the advice of the EB.

The Bylaws Committee and Contributors:

DTNCC Bylaws Committee-2019

- Bylaws Committee Formed on July 2019 with the following members:

Mr. Deepak Raj Kafle, RNS Board Secretary - Coordinator
Mr. Rajesh Bhatta, RNS Board President – Member
Mr. Tulsi Ram Acharya, RNS Board Member - Member
Mr. Bhubaneshor Adhikari, RNS Board V-President - Member
Dr. Tara Niraula, Researcher & Policy Analyst - Member
Mr. Uddab Humagain, Community worker & activist – Member
Mr. Kumar Timalisina, Community worker & activist - Member

Input on this Bylaws also was provided by:

Mr. Baburam Devkota – Attorney (www.attorneybhurtel.com), NYC
Mr. Binay Aryal – Board of Trustee: President: Nepali Cultural & Spiritual Center (www.ncsc.org), Dallas, Texas
Dr. Murali Adhikari, Board of Trustee, Nepali Cultural & Spiritual Center (www.ncsc.org), Dallas, Texas
Mr. Bishnumani Acharya, President, Pashupati Buddha Foundation of New England (www.pabfone.org), Massachusetts
Mr. Rameshor Bhandari, Shree Pashupatinath Foundation (www.pashupatinathfoundation.org), California, USA

In addition, all the other members of current RNS Board-2019-2022, advisors and members of earlier RNS Board have contributed to bring the Bylaws in the final shape.