

**RESTATED ARTICLES OF INCORPORATION**

**FOR**

**HINDU TEMPLE ASSOCIATION OF EASTERN IOWA**

Pursuant to Chapter 504, Revised Iowa Nonprofit Corporation Act and Sections 504.1006 and 504.1003, the following are the Restated Articles of Incorporation for the Hindu Temple Association of Eastern Iowa.

**Article I: Name**

The name of the organization shall be "Hindu Temple Association of Eastern Iowa" and is hereinafter referred to as the "Temple."

**Article II: Place**

The place in this state where the principal office of the corporation is to be located is the city of Cedar Rapids, Linn County.

**Article III: Term**

The term for which the Temple is to exist is perpetuity.

**Article IV: Vision**

To provide identity of Hindu religious and cultural roots for the Eastern Iowa community.

**Article V: Nature and Status**

- The Temple shall be a not-for-profit organization under the laws of the State of Iowa and the United States Federal Government.
- The Temple shall be an ecclesiastical organization.
- All State of Iowa and United States Federal Government laws shall preempt provisions mentioned here in this document.

## **Article VI Mission**

- To establish a Hindu Temple and Cultural Center for religious, social and cultural activities for use of the community.
- To provide a facility and medium where the Hindu religion, philosophy and way of life benefit the society at large.
- To foster the teachings of Hindu scriptures and practices.
- To form a charitable and educational organization to promote social, cultural, religious, and spiritual understanding based upon Hindu religious principles and practices.
- To conduct educational programs for children and adults based on Hindu values and traditions.
- To promote friendship and goodwill among all people.
- To provide a platform for humanitarian services to the community.
- To provide spiritual and physical care on a not-for-profit basis
- To support any activity heretofore unlisted, but deemed appropriate for the benefit of the society, by the majority of members (Article 2 By-Laws) of the Temple.

## **Article VII: Temple Activities**

- All activities shall be in keeping with the dignity and respect for the sanctity of a holy place and according to Hindu traditions.
- The activities of the Temple shall be open to all.

## **Article VIII: Tax Exempt Status**

No part of the net earnings of the Temple shall inure to the benefit of, or distribution to, its members, trustees, officers or other private persons, except that the Temple shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distribution in furtherance of the mission set forth in Article VI hereof. No substantial part of the activities of the Temple shall include engaging in propaganda or otherwise attempting to influence legislation and the Temple shall not participate in or intervene (including the publishing and distribution of statements) in any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles, the Temple shall not carry on any other activities not permitted to be carried on (a) by an Organization exempt from Federal Income Tax under Section 501 (c) (3) of the Internal Revenue Code (or corresponding provision of any future United States Internal Revenue Law), and (b) by an Organization, contribution to

which are deductible under Section 170 (c) (2) of the Internal Revenue Code (or corresponding provision of any future United States Federal Tax Code).

### **Article IX: Structure**

The Temple shall comprise of the following bodies: General Body, Board of Trustees, Executive Committee, and Standing Committees. The Executive Committee may appoint Ad-Hoc Committees or Sub-Committees and their chairpersons for special tasks as needed.

### **Article IX: General Body Membership**

1. Any person of legal age, irrespective of caste, color, creed, race or national origin, who agrees to support the mission of the Temple and abide by its Articles of Incorporation and the By-Laws can become a member by contributing to the enhancement of Temple activities.
2. Annual donation for the next fiscal year pledged by an individual or by the family shall be published annually by the Executive Committee by the first day of the last month of the current fiscal year. (This does not include fees for any service rendered).
3. After consent of the donor, donations given by an individual or by the family shall be posted by the Executive Committee and on the Temple plaque. The threshold for posting on the plaque shall be reviewed and decided by the Executive Committee as needed. The listing will be updated in the month of February and July of each year. (This does not include fees for any service rendered).
4. The criteria for General Body membership are as follows:
  1. Any person of legal age, irrespective of caste, color, creed, race or national origin, who agrees to support the mission of the Temple and abide by its Articles of Incorporation and the By-Laws.
  2. Must be a resident of Eastern Iowa, namely Cedar Rapids, Waterloo, Iowa City, Coralville, Marion, Dubuque and surrounding communities.

3. Should be registered with the Temple at least two (2) months prior to the General Body Meeting in order to be eligible to vote in the meeting. This process will register the individual, family and their children.  
Registration can be done by one of the following ways-
  - By donating five dollars (\$5) or more by check to the Temple.
  - On line through The Hindu Temple web site at [www.iowahindutemple.org](http://www.iowahindutemple.org).
  - By entering name and address in the Temple guest book.
5. An individual member in good standing and age eighteen (18) years and over shall have one vote.

#### **Article XI: General Body and Amendments**

- A. Only the General Body, as the primary organ of the Temple, shall be empowered to make or amend the Articles of Incorporation and the By-Laws governing the management of the Temple.
- B. This Articles of Incorporation and the By-Laws may be amended by a motion adopted vote of the members presented and voting at the General Body meeting.
  1. All the meetings of the General Body shall be presided over by the Chairperson and in His / Her absence by the Vice-Chairperson of the Executive Committee. At least fifteen (15) days advance notice shall be given to members intimating date, time, place and agenda of the meeting of the General Body (other than the annual General Body Meeting).
  2. If 25% members or more send a written request to the Secretary of the Executive Committee to convene a special meeting of the General Body, specifying the issue to be discussed, the Secretary shall comply with their request within a period of fifteen (15) days.
  3. In special cases the Secretary of the Executive Committee in consultation with the Chairperson of the Executive Committee and

the BOT Chair may call a short notice meeting of the General Body to discuss important issues.

4. The proposal(s) for inclusion of additional items on the agenda of the General Body meeting, proposed by the General Body after the agenda is published , shall require written endorsement of at least five (5) members. However, the decisions on these new items will be made only during a subsequent General Body meeting.
5. Decisions made at the General Body meetings shall by simple majority of members present and voting.

#### **Article XII: Remunerations**

All services performed by members to the Temple shall be done on a voluntary basis. Any exception to this shall be only with prior approval of the Executive Committee.

#### **Article XIII: Executive Committee**

The Executive Committee shall consist of twelve (12) elected members from the General Body and at least three (3) members from the Board of Trustees desirous of serving in the executive committee and elected by the General Body. The members elected to the executive committee from the Board of Trustees shall serve for a term of two (2) years. The total number of members serving the executive committee shall not exceed fifteen (15). The Executive Committee shall make all the basic policies of the Temple in accordance with the Articles of Incorporation and the By-Laws of the Temple.

All members in good standing are eligible for serving in the Executive Committee. All members of the Executive Committee are eligible for reelection and the term of each member shall be as described in Article 3 of the By-Laws.

The Executive Committee may fill any vacancy that arises in the committee for the remainder of the term by appointment.

#### **Article XIV: Board of Trustees**

##### **ELIGIBILITY**

The eligibility to become a member of the Board of Trustees shall include all of the following:

1. Any person of legal age, irrespective of caste, color, creed, race or national origin who agrees to support the mission of the Temple and abide by its Articles of Incorporation and By-Laws.
2. Must be a resident of Eastern Iowa, namely Cedar Rapids, Waterloo, Iowa City, Coralville, Marion, Dubuque and surrounding communities.
3. Should be registered with the Temple at least three (3) months prior to becoming a member of the Board of Trustees as defined in Article 2, Item 3.
4. Should have contributed an amount of five thousand dollars (\$5,000) or more to the Temple, in no more than two (2) consecutive years and are desirous of serving on the Board of Trustees. Any amount contributed towards services (pooja, archana, utsavam, festival, celebrations, special events etc.) will not be considered to qualify for this eligibility contribution unless it is one thousand dollars (\$1,000) or more in a single payment towards a public event organized by the Temple.
5. Eligible members to the Board of Trustees shall express in writing their willingness to serve on the Board of Trustees by submitting an application to the Chair Person of the Board of Trustees.
6. If a member of the Board of Trustees does not want to continue being a part of the Board of Trustees, then he/she should submit in writing his/her intention to the Chairperson of the Board of Trustees.
7. BOT membership can be transferred only to the spouse if the BOT is deceased or disabled.

#### Voting Eligibility

- The member of the Board of Trustees is eligible to vote only if they are residents as defined above in Article 6, Section 2.

- The vote will be counted only if the member of the Board of Trustees is physically present in the meeting or communicates in writing prior to the requested deadline for the decision making process.
- Those who abstain from voting will NOT be considered in the decision making process.
- A two third (2/3) percentage of all responses received either in writing, or voted physically during the meeting, shall be required in order to approve any motion by the Board of Trustees.

## Responsibilities

The responsibilities of the Board of Trustees include the following:

1. Provide overall guidance and a three to five year mission and vision for the Temple.
2. Review and approve the annual budget with a two thirds (2/3) majority.
3. Identify major donors and solicit donations to cover the cost of construction, maintenance of Temple facilities and other Temple related activities.
4. Resolve any conflict between the General Body and the Executive Committee, and among Executive Committee.
5. Review and approve any expenses of ten thousand dollars (\$10,000) or more.
6. Each year, nominate two (2) members from within the Board of Trustees to be the Chair and Vice-Chair. The Board of Trustees Chair and Vice-Chair should not be a part of the Executive Committee and they shall be nominated prior to the annual General Body Meeting.
7. The Chair and Vice-Chair will act as a Temple liaison at large and coordinate all activities related to the Board of Trustees.
8. The Chair and Vice-Chair shall formulate proper leadership and Committees/Groups as necessary from within the Board of Trustees in order to better conduct and execute the affairs of the Board of Trustees.
9. The Board of Trustees shall meet as a group at least three (3) times per year.

10. In the event the Executive Committee is unable to discharge its duties or if there are irreconcilable conflicts amongst the Executive Committee, the Board of Trustees reserve the right to suspend the current Executive Committee with two thirds (2/3) majority approval of the Board of Trustees and may undertake a care taker role administering Temple activities for a period of sixty (60) days within which a new Executive Committee should be formed by calling an emergency General Body Meeting.
11. In case of Dissolution of the Temple, the Board of Trustees shall proceed with the dissolution as described in Article 13 of the By-Laws.

### **Article XV: Funding and Activities**

The funds and activities are for the following purposes:

- For religious and cultural activities and community services through annual contributions, large and small donations, and other legal contributions.
- To own, lease, and operate property and equipment and other facilities necessary for accomplishing the Mission of the Temple.
- To solicit contributions in the form of grants, donations, gifts and endowments for the use of the Temple and affiliated tax exempt organizations.
- To establish as a non-profit organization under the general not-for-profit corporation act.

### **Article XVI: Dissolution**

In the event of dissolution of the Temple Association, the Board of Trustees, after paying or making provisions for payment of all of the known liabilities of the Temple shall dispose of all its assets exclusively for the purpose of the Temple in such manner, or to such Organization(s) organized and operated exclusively for Hindu religion, educational, and charitable purposes as shall at the time qualify as a tax exempt Organization(s), under Section 501 (c) (3) of the Internal Revenue Code (or corresponding provision of any future United States Internal Revenue Law) as the Board of Trustees shall determine.



**Article XVII: Address**

The address of the registered office of the Corporation is P.O. Box 10573, Cedar Rapids, Iowa 52410-0573.

The Temple Address is 1700 Naoma Dr. SW, Cedar Rapids, Iowa 52404.

The Registered Agent is Gangadhar Rao Vemuganti, 1700 Naoma Dr. SW, Cedar Rapids, Iowa 52404.

The Restated Articles of Incorporation are in effect as of May 12, 2011 as voted by general body.

IN WITNESS WHEREOF, we have hereunto subscribed our names this \_\_\_\_\_ day of \_\_\_\_\_, 2011.

Chairperson: \_\_\_\_\_  
Chandrasekhar Mahadevan

Vice Chair: \_\_\_\_\_  
Sitaram Reddi Kambam

STATE OF IOWA; COUNTY OF LINN ) ss:

On this \_\_\_\_\_ day of \_\_\_\_\_, 2011, before me, the undersigned, a Notary Public in and for said State, personally appeared Chandrasekhar Mahadevan and Sitaram Reddi Kambam, to me known to be the identical persons named in and who executed the foregoing instrument and acknowledged that they executed the same as their voluntary act and deed.

\_\_\_\_\_  
Notary Public, State of Iowa