

BYLAWS
OF
HINDU CULTURAL CENTER OF CONNECTICUT, INC.
(HCC)

ARTICLE I
ORGANIZATION

Section 1. **NAME AND LEGAL STATUS:** The name of the corporation shall be Hindu Cultural Center of Connecticut, Inc. (hereafter referred to as the "**HCC**"). It is a non-stock and non-profit religious and cultural organization. The HCC is a nonstock corporation organized and incorporated under the laws of Connecticut and shall have all the powers of such an organization provided the activities of the HCC are consistent with Section 501(C) (3), and Sections 509 (a) (1), and 170 (b) (1) (A) (i) of the Internal Revenue Code of 1954, as amended.

Section 2. **OFFICE:** The HCC shall maintain a registered office and a registered agent in the State of Connecticut, and may have such other offices within the State of Connecticut as the Board may determine from time to time.

Section 3. **THE ORGANS:** The organs of the HCC shall consist of: a) The Board of Directors (Board); b) The Executive Committee (EC); c) The Nomination and Election Certification Committee (NECC); d) A Body consisting of all voting members of HCC called General Body Membership (GBM).

The Board (Board), elected in accordance with the provisions of these Bylaws, shall be the highest policy making organ of the HCC. The Board shall have as its arm an Executive Committee (EC), elected in accordance with the provisions of these Bylaws, to be entrusted with the task of proper functioning of the cultural center and with the other duties specified in these Bylaws. The Executive Committee may establish open ended subcommittees as appropriate and necessary in order to carry out said functions. The HCC shall have members, as provided in these Bylaws. The EC shall present prior year HCC performance and the budget & plan for the next year at the annual general Meeting for GBM's review and approval.

The Nomination and Election Certification Committee (NECC) shall nominate members for all elections and mid-term appointments as prescribed in the Bylaws.

Section 4. **COMPENSATION:** HCC is a voluntary organization. No member or office bearer shall receive any remuneration for his/her services.

ARTICLE II

PURPOSES

Section 1. **SPECIFIC PURPOSES:**

SHORT/MEDIUM TERM (1-3 YEARS):

1. To promote, organize & conduct Hindu/Vedic religious services and ceremonies of interest to the members of the organization regardless of their belief or mode of worship.
2. To acquire and maintain a complex in the Southern Connecticut region, serving as a common place of worship and cultural activities for those who subscribe to the Hindu/Vedic philosophy and culture.
3. To facilitate social & cultural activities and special events of general interest to the members.

LONG TERM: (beyond 3 Years.)

1. EXPAND the organization to include activities targeted at promoting an understanding of India's philosophy, culture and values among those people who are interested in the same.
2. Promote participation by the Indian youth living in the States to encourage development of their understanding of Indian heritage and philosophy.
3. Actively seek and encourage local participation, as a good community citizen, based on the principle of inclusion and tolerance.
4. To engage in charitable and other activities consistent with above objectives.
5. Provide facilities for the community as well as private functions.
6. Provide a forum to discuss and to invite speakers on the subjects of interest to the community.
7. Network with other similar organizations in the tri-state area to promote cooperation in the activities of mutual interest.

Section 2. **FUNDS:** The HCC may own assets, raise funds through donations, membership dues, cultural events, raffles, borrowings, or other means to implement the objectives stated above. The Treasurer shall immediately deposit in the organization's Bank Account all funds received by the HCC from any source(s).

Section 3. **GIFTS:** The Directors and the members of the Executive Committee may accept on behalf of the HCC any contributions, gifts, bequests, endowments or devices for the general or special purposes of the HCC. The receiving individuals, immediately upon receipt of a gift, must pass on that gift to the treasurer for official recording and issuing of the official receipt(s) to the donors.

ARTICLE III

MEMBERSHIP

Section 1. **QUALIFICATIONS:** Only adult persons of good moral character who subscribe to the objectives and basic policies of the HCC and pay the dues affixed for membership by the Executive Committee shall be eligible for membership of the HCC.

Section 2. **CLASSES OF MEMBERSHIPS:**

- Life Members
- Supporting Members
- Patron Members
- Institutional Members.

Section 3. **LIFE MEMBERS:** Any individual over the age of 18 or a family may become a Life Member upon payment of a Life Membership fee. Unmarried children over the age of eighteen years and parents of a couple with family of life membership may become members with a lesser fee regardless of where they live.

Section 4. **SUPPORTING MEMBERS:** Any individual or a family who is interested in the advancement of the HCC and who wishes to contribute materially and financially to the HCC may become a supporting Member of the HCC upon donation to the HCC of a Sum not less than \$1,000. A SUPPORTING MEMBER will be automatically a Life Member unless he/she specifically requests to remain anonymous. The Board may revise this donation amount from time to time.

Section 5. **PATRON MEMBERS:** Any individual or a family who is interested in the advancement of the HCC and who wishes to contribute materially and financially to the HCC may become a Patron Member of the HCC upon donation to the HCC of a Sum not less than \$25,000. A PATRON MEMBER will be automatically a Life Member unless he/she specifically requests to remain anonymous. The Board may revise this donation amount from time to time.

Section 6. **INSTITUTIONAL AFFILIATES:** The Board may approve and designate any nonprofit organization, which subscribes to the objectives and basic policies of the HCC, as an Institutional Affiliate of the HCC upon recommendation of the Executive Committee. The HCC may collaborate its activities with the activities of the Institutional Affiliate in furtherance of the HCC's objectives.

Section 7. **VOTING MEMBERS:** Only Life Members of at least six months standing shall have the right to vote. In order to hold an elected office, one should have been an HCC member of good standing for at least one year. Individuals who have made a donation of at least \$25,000 may be excused from the one-year restriction. Only one family member per family may hold the elected office in the Board or EC at the same time (No spouses, no parent-child, no siblings). A current office bearer seeking election to another position in the middle of their term must resign first. Each individual voting member shall be entitled to one vote. A family membership shall be entitled to two votes consisting of husband and wife as individual members. Members can vote by proxy only in a manner specified by the NECC in the notice for the meeting.

Section 8. **NOTICE**: Written notice of all regular and special GBM meetings shall be e-mailed, faxed or mailed to each Member not less than 14 days prior to the date for such meeting. The notice will also contain the agenda, specific items to be voted on, and the procedure for proxy vote.

Section 9. **GBM MEETINGS**: The annual meeting shall be held in April/May of each year for electing members of the Board and the Executive Committee, reviewing the prior year's performance, approving plans for next year, and to transact such other business as may properly come before the General Body. The Board Chairperson or two-thirds of the Board or the EC President or two-thirds of the Executive Committee Members or at least one-third of the GBM may call special meetings of the GBM at any time. All meetings shall be held in Connecticut at a place determined by the Executive Committee.

Section 10. **QUORUM**: One-third of the first 60 voting Members and 20% of the voting members over 60 shall constitute a quorum for the transaction of business at any GBM meeting. Proxy votes received as per the procedure laid down in the NOTICE of the meeting (Section 9 above) will be counted in the quorum.

Notice: In lieu of inability to meet Quorum requirements the GBM has passed an amendment: Any new resolution will be sent electronically to members and members can either send their reply electronically at least 1 (ONE) day prior to GBM or Attend GBM in person. The electronic vote or in person vote will be counted and total votes will constitute the attendance for quorum.

However the electronic voting will not apply to passing the yearly budget which will be passed by majority attending GBM in person.

Section 11. **UNANIMOUS CONSENT**: In lieu of any regular or special meeting and GBM vote, the written consent of three-fourths of all voting Members may be filed with the Secretary with respect to any action taken or to be taken by the Members and said consent shall, when filed, have the same force and effect as a unanimous vote of all of the Members.

Section 12. **TERMINATION/DENIAL OF MEMBERSHIP**: Any Member may resign at any time by filing a written resignation with the Secretary. However, a resigning member will not be entitled to a refund of any donations or payments for which the HCC will have issued tax-deductible receipts.

By a vote of three-fourths, the EC may recommend termination of any member to the Board and the Board by majority vote is empowered to remove such person from the HCC membership. Also the Board by a majority of two-third of its membership can terminate any member from the membership but such decisions must be ratified by a joint council of Board and EC by majority vote to reconfirm such action. The Board and EC must act in the best interest of HCC in such actions. A report of all such actions must be presented to the GBM in the next available meeting.

By a combined majority vote of the Executive Committee and the Board, HCC may deny membership to a candidate (individual or family) if the EC and the Board deem it in the best interest of HCC.

Section 13. **GRIEVANCE PROCEDURE:** Any life member dissatisfied with any elected official or mode of functioning may file a written grievance with the secretary who will present it to the EC and Board to respond. The decision of the majority of the joint council of Board and EC shall be final and binding upon the member.

ARTICLE IV

THE BOARD OF DIRECTORS (BOARD)

Section 1. **GENERAL POWERS:** The Board shall be the highest policy making body and shall be vested with the assets and liabilities of the HCC. The Board shall oversee the affairs and business of the HCC as managed by the Executive Committee.

Section 2. **CONSTITUTION:** The Board shall consist of not more than nine voting members and not less than five voting members. GBM shall elect Board members as per Bylaws in this document. The elected President of the HCC will automatically be a voting member of the Board during his/her term as the President. The Secretary of the EC will serve as a non-voting member of the Board and act as the Secretary of the Board.

Section 3. **QUALIFICATIONS:** The Board must be voting Members of the HCC. Each nominee to the board must have been an HCC member of good standing for at least one year. Individuals who have made a donation of at least \$25,000 may be excused from the one-year restriction. Only one family member per family may hold the elected office in the Board and EC at the same time (No spouses, no parent-child, no siblings). A current office bearer seeking election to another position in the middle of their term must resign from the current position first. All candidates must declare their affiliations to other non profit organizations.

1. Article IV, Section 3, QUALIFICATIONS is hereby amended to add the following sentence:

for the position of President of EC only Furthermore, nominee for the position of President of Executive committee must have demonstrated previous interest in the advancement and promotion of the HCC, either through prior membership on the EC, prior service on an EC sub-committee or through six months of volunteerism in support of the HCC. March 9th 2014.

Section 4. **ELECTION AND TENURE:** GBM shall elect the Board members for the period of three years. At least two-third of the persons serving on the Board at any one time shall be residents of Connecticut. All members of the Board shall be eligible for reelection. No member may serve in the Board for more than two full terms. The same person may not hold more than one elected office concurrently.

Section 5. **CHAIRPERSON:** The Board shall elect Chairperson and Vice-chairperson for a period of two years from its voting members. In the event that a person elected as a Chairperson or Vice-chairperson has less than two years remaining in his or her term as a Director or serves as a Director for less than two years from the date of such election, said person shall serve as Chairperson or Vice-Chairperson for such shorter time.

Section 6. **VACANCIES:** NECC shall present qualified nominated members for election by GBM and for filling the mid-term vacancies based on the nominees' past and present contributions and potential to achieve the goals and objectives of the HCC. The Board may appoint the interim Directors to fulfill mid-term vacancies based on the NECC recommendations. These will be for the period till the next elections where the members

will be elected for a term of three years. This interim period will not be counted towards their entitlement of two terms.

Each nominee to the Board must have been an HCC member of good standing for at least one year. Individuals who have made a donation of at least \$25,000 may be excused from the one-year restriction. Only one family member per family may hold the elected office in the Board and EC at the same time (No spouses, no parent-child, no siblings). A current office bearer seeking election to another position in the middle of their term must resign from the current position first. All candidates must declare their affiliations to other non-profit organizations.

Section 7. **VOTING:** Each voting member of the Board shall have one vote. It shall require the majority of the Board to pass a resolution except as otherwise provided for in the Bylaws. In case some Directors cannot attend a meeting, the Chairperson may choose to seek written proxy votes on specific critical issues prior to a Board meeting. This option for the proxy vote must accompany the notice for the Board meeting. The proxy votes thus obtained will be counted towards the quorum only for the specific issues.

Section 8. **NOTICE:** The Secretary shall send, by email, fax or mail, notice of all regular and special meetings of the Board to each member of the Board not less than seven days prior to the date for such meeting. In the absence of the Secretary, the Board Chairperson may designate any member of the Board to send notice of the meeting.

Section 9. **MEETINGS:** The Board shall meet at least once every three months to review the policies, functions, and activities of the HCC. The Board shall meet at least once with the EC before the annual GBM meeting to jointly review and approve the annual report for the prior year, and the HCC plans & budget for the next year for GBM's review and approval. The Board Chairperson shall call the Board meetings as and when required. The Board Chairperson shall also call a meeting upon the written request of a majority of the members of the Board. All meetings shall be held at a place to be determined by the Board in Connecticut.

Section 10. **QUORUM:** At any Board meeting, a majority of the members of the Directors shall constitute a quorum for the transaction of business. In the event a quorum is not present, a lesser number may adjourn and reconvene the meeting to some future date, not the same day or not more than fourteen days later. The members present at the second attempt of the meeting shall constitute the quorum and their unanimous decision shall be the act of the Board.

Section 11. **UNANIMOUS CONSENT:** In lieu of any regular or special meeting and vote of the Directors, the unanimous written consent of three-fourths of all Voting Directors shall have the same force and effect as a unanimous vote of the Directors.

Section 12. **BOARD'S REPRESENTATIVE ON THE EXECUTIVE COMMITTEE:** The Board shall designate one member of the Board to be a voting member on the Executive Committee (EC). This designated Board member on the Executive Committee will play the role of an Internal Auditor for the duration decided by the Board.

Section 13. **REMOVAL/RESIGNATION:** The Board, by a three-fourths vote, may remove any Director from the Board upon causal evidence satisfactory to the Board.

A Board member may submit his/her resignation in a personally signed letter to the Chairperson or the Secretary of the Board. The Board will then make a decision. The resignation will become effective on the date of acceptance.

A failure by a Board member to attend three consecutive board meetings without a specific cause may result in removal based on the discretion of other Board members.

ARTICLE V

THE EXECUTIVE COMMITTEE

Section 1. **GENERAL POWERS:** The Executive Committee shall be responsible for day-to-day management of HCC affairs and business under the policies laid down by the Board. The Board shall oversee HCC operation and take necessary action as and when required.

Section 2. **CONSTITUTION:** The Executive Committee shall consist of seven voting members, six elected by the GBM and one nominated by the Board. The elected members will be President, Vice-President, Treasurer, Secretary, Joint Treasurer and Joint Secretary. The nominated member will be the Internal Auditor.

Section 3. **QUALIFICATIONS:** The members of the Executive Committee must be voting Members of the HCC.

Each nominee to the EC must have been an HCC member of good standing for at least one year. Individuals who have made a donation of at least \$25,000 may be excused from the one-year restriction. Only one family member per family may hold the elected office in the Board and EC at the same time (No spouses, no parent-child, no siblings). A current office bearer seeking election to another position in the middle of their term must resign from the current position first. All candidates must declare their affiliations to other non profit organizations.

Section 4. **ELECTION AND TENURE:** GBM shall elect the eight EC members for a period of two years. The Board will nominate one member to the EC as a voting member serving as a link between the Board and the EC. The nominated member will also serve as an Internal Auditor for the HCC.

All members of the Executive Committee shall be eligible for reelection. No member may serve in the same position for more than two full terms. The same person may not hold more than one office concurrently.

If there are no new candidates coming forward for the election to any or all of the eight (8) Executive Committee office bearer positions, then the current office holder of that position may continue for another term overriding the two term restriction.

Section 5. **PRESIDENT AND VICE-PRESIDENT:** The President shall be the principal executive officer of the HCC. He/she shall in general supervise all of the functions and affairs of the HCC. The President shall also perform such other duties as may be assigned by the Board from time to time.

The Vice President shall assist the President in all EC functions, participate in EC activities as a member and perform any tasks assigned by EC. In the absence of the President, the Vice President shall preside over the EC meetings and represent HCC where needed. In the absence of President and vice President, the internal Auditor shall chair the meetings.

Section 6. **TREASURER:** The Treasurer shall be the custodian of all funds and securities of the HCC. His/her responsibilities shall be as following:

- a. Develop and maintain transparent and auditable HCC financial records. These records shall be available to the Internal Auditor and the President at all times.
- b. Receive all funds and securities on behalf of HCC, deposit them in the HCC accounts, and issue official receipts on a timely basis.
- c. Maintain a current list of paid HCC membership. This list will constitute the General Body Membership (GBM).
- d. Provide a quarterly and an annual financial report for the use of the EC and the Board.
- e. Prepare a budget for the next financial year in consultation with EC.
- f. Perform all duties incident to the offices of Treasurer and the Financial Officer
- g. Participate in EC activities as an EC member and perform any task assigned by the EC.

Section 7. **JOINT TREASURER:** The Joint-Treasurer shall assist the Treasurer in all functions and shall assume the function of the Treasurer in his/her absence. He/she will participate in EC activities as an EC member and perform any tasks assigned by the EC.

Section 8. **SECRETARY:** The secretary shall be the custodian of all HCC corporate and official records and the HCC official seal. His/Her responsibilities shall be as following:

- a. Work with the President in scheduling all HCC meetings and issuing necessary notices in accordance with the provisions of these bylaws.
- b. Prepare and distribute minutes of the GBM and EC meetings.
- c. Maintain a list of the e-mail and mail addresses of all voting and non-voting members and perform all duties incident to the office of Secretary.
- d. Help prepare and maintain all official records such as elections and contracts.
- e. Participate in EC activities as an EC member and perform any task assigned by the EC.

Section 9. **JOINT SECRETARY:** The Joint-Secretary shall assist the Secretary of the EC in all functions and shall assume the function of the Secretary in his/her absence. He/she will participate in EC activities as an EC member and perform any tasks assigned by the EC.

Section 10. **IT COORDINATOR:** IT Coordinator shall manage HCC group email accounts to enable all members of EC/Board to be notified of emails addressed to HCC Management. Manage google drive shared files access to all EC/Board members and

take care of streaming meetings, events virtually as needed. Also, taking responsibility for any IT related tasks to assist with or escalate accordingly. Act as a liaison between devotees and HCC making sure website information is up to date.

Section 11. **CULTURAL ACTIVITIES COORDINATOR:** Cultural Activities Coordinator shall organize, lead cultural activities, and participate in any events held by HCC

Section 12. **INTERNAL AUDITOR:** The Internal Auditor shall have the following responsibilities:

- a. Review financial records and the Treasurer's monthly report at least once every month and whenever requested by the Board and provide a report to the Board.
- b. Audit the financial records and the annual financial report prepared by the Treasurer and submit his/her report to the Board before the annual report's presentation to the GBM.
- c. Participate in EC meetings and in EC activities.

Section 13. **VACANCIES:** NECC shall present qualified nominated members for all vacancies and the majority vote of the EC shall confirm the nomination for the period till next election. This interim period will not be counted towards their entitlement of two terms. Each nominee must have been an HCC member of good standing for at least one year. Individuals who have donated at least \$25,000 may be excused from the one-year restriction. Only one family member per family may hold the elected office in the Board and EC at the same time (No spouses, no parent-child, no siblings). A current office bearer seeking election to another position in the middle of their term must resign from the current position first. All candidates must declare their affiliations to other non-profit organizations.

Section 14. **VOTING:** Each voting member of the Executive Committee shall have one vote in the Executive Committee. A majority vote is required to pass all resolutions with the exceptions specified elsewhere in these by-laws. The President or in his/her absence VP must be part of the majority vote.

Section 15. **NOTICE:** Secretary shall e-mail, fax, or mail notice of all regular and special meetings of the Executive Committee to each Committee member not less than seven days prior to the date for such meeting.

Section 16. **MEETINGS:** The Executive Committee shall hold regular meetings at least nine times a year at the place and time as determined by the EC. The President or any two EC members may call a special EC meeting if the notice is sent as per Section 11.

Section 17. **QUORUM:** At any EC meeting, a majority of the members shall constitute a quorum for the transaction of business. In the event a quorum is not present, a lesser number may adjourn and reconvene the meeting to some future date, not the same day or not more than fourteen days later. The members present at the second attempt of the meeting shall constitute the quorum and their unanimous decision shall be the act of the EC provided the President or in his/her absence VP is present.

The President, at his/her discretion to be used sparingly, may seek proxy votes on specific, important, and urgent issues that have been discussed in advance. Such proxies will be counted towards the quorum requirement but only for the specific issues for which proxies have been sought and obtained.

Section 18. **UNANIMOUS CONSENT:** In lieu of a vote of the executive Committee at a regular or special meeting, the EC President at his/her discretion, may seek a consent of three-fourths of all voting Committee Members to be filed with the Secretary with respect to any action taken or to be taken by the Executive Committee, and the said consent shall have the same force and effect as a unanimous vote of the executive Committee members.

Section 19. **COMMITTEES:** The Executive Committee by resolution may establish open-ended subcommittees as may be appropriate to concentrate on achieving specific HCC objectives. The chairperson of such a committee shall be a member of the Executive Committee or the Board.

This does not apply to the Election commission, which shall be nominated by the Board of Directors and not chaired by any current office holder.

Section 20. **REMOVAL/RESIGNATION:** On the recommendation of the majority of EC, the Board may remove any EC member by a two-third vote when it deems that the removal shall be in the best interests of the HCC.

Any EC member who has been absent for three consecutive meetings without an appropriate reason acceptable to the EC must resign from his/her EC membership.

Any EC member wanting to resign for any reason will submit his/her resignation in a personally signed letter to the President or the secretary who will then inform the Board. The decision will be made by the joint council of the EC and the Board. The resignation will be effective only after it has been accepted.

The President shall submit his/her own resignation to the chair of the Board.

ARTICLE VI

NOMINATION AND ELECTION CERTIFICATION COMMITTEE

Section 1. **CONSTITUTION:** The NECC will consist of three members and will be responsible for verifying the basic qualifications of nominees for the election to the BOARD and the EC. The NECC shall also prescribe the procedures for election by the GBM (secret ballot). It shall conduct and monitor the elections, and shall certify the results of each election. The Secretary shall maintain a permanent record of the certification of every election.

The NECC will be an autonomous body and would not be influenced by the Board, EC or the nominees.

The Board will provide the necessary logistic support requested by the chair of NECC.

Section 2. **ELECTION:** The Board shall appoint all three members of the NECC at least a month before each event or for a specific duration. Neither the members of NECC nor their families should be serving as elected members within the current Board or EC nor be candidates in the upcoming election. In the event they or their family members decide to run for election, the said member must resign ahead of time for the Board to nominate a new person.

ARTICLE VII

FISCAL YEAR

The fiscal year of the HCC shall be January 1 through December 31 of each year.

ARTICLE VIII

DUES

LIFE MEMBERSHIP DUES: The Board, in consultation with the Executive Committee may determine from time to time the amount of Life Membership Fee payable to the HCC by the Life Member.

ARTICLE IX

SEAL

The corporate seal shall be in the form of a circle with the words "Corporate Seal, Hindu Cultural Center of Connecticut, Inc." inscribed therein. This seal will be affixed on all official documents executed for legal purposes.

ARTICLE X

AUTHORITY TO SIGN CONTRACTUAL INSTRUMENTS AND INCUR EXPENDITURES

Section 1. **CONTRACTS:** The Board may authorize in writing any officer(s) or agent(s) of the HCC, to enter into and sign any contract or execute and deliver any instrument in the name and on behalf of the HCC, and such authority may be general or confined to specific instances. Upon the written authorization by the Board, the authorized officer(s) or agent(s) of the HCC may borrow, purchase, lease, sell, or mortgage real estate on behalf of the HCC.

Section 2. **EXPENDITURE AUTHORIZATION LIMITS:** All HCC projects or activities requiring an expenditure authorization must have prior approval of either the EC or the Board or both, as applicable and such approval shall be so recorded in the written minutes by the HCC Secretary, before exercising the following expenditure limits. The Treasurer must keep a written and signed record of all expenditure authorizations and checks issued in a proper form.

The Treasurer may authorize an out-of-pocket expenditure not to exceed \$100 in the name of the HCC. The President may authorize an expenditure not to exceed \$500 in the name of the HCC. Such transactions of more than \$500 but not exceeding \$1,000 shall require the joint approval of the President and Treasurer. Such transactions of more than \$1,000 but not exceeding \$5,000 shall require the approval by two-thirds majority of the members of the Executive Committee, and such transactions exceeding \$5,000 shall require the approval by two-thirds majority of the members of both the Executive Committee and the Board.

Minutes of the meeting endorsed by the appropriate approving authority (based on the amount) shall constitute as approval.

Section 3. **PAYMENTS:** All payments in excess of \$100 from the HCC account(s) shall be made **only** by a check. Checks can be signed either by the Treasurer or the President based on the previous agreement and appropriate pre recorded approvals described in section 2. The Vice President may sign the checks while performing duties of the President.

No special funds shall be set aside or any accounts opened to avoid the signatures of the President and the Treasurer of HCC.

ARTICLE XI

CONFORMANCE OF ACTIVITIES TO THE U.S. LAWS

Section 1. **INCOME TAX EXEMPTION:** As detailed in paragraphs (a) and (b) below, no part of the assets of the HCC and no part of any net earnings of the HCC shall be used for the personal benefit of any officer or director of the HCC or any private individual or be appropriated for any purposes other than the purposes of the HCC as herein set forth. HCC shall not engage in any activities, which are not permitted under the State and Federal Laws.

(a) No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, directors, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered to make payments and distributions in furtherance of Code Section 501(c)(3) purposes. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of, or in opposition to, any candidate for public office.

(b) Notwithstanding any other provision of the Certificate of Incorporation, the corporation shall not carry on any other activities not permitted to be carried on: (i) by a corporation exempt from Federal income tax under Code Section 501(c)(3); or (ii) by a corporation, contributions to which are deductible under Code Section 170(c)(2) or corresponding section of any future Federal tax code.

Article XII

AMENDMENT OF BYLAWS

The Bylaws may be altered or amended by an affirmative vote of two-thirds of the joint BOARD and the EC meeting. In addition, such an alteration or amendment must be ratified at a General Body meeting by two-thirds majority of qualified life members. The bylaws become effective after a formal ratification by the General Body. Appropriate written notice shall be sent as required for the BOARD meeting to discuss and take decision on the Bylaws alteration or amendment. Such notice shall state the proposed alterations or amendments to be made in the Bylaws.

Bylaws may also be altered or amended at a General Body meeting by a two-thirds vote on a proposal from the floor provided three fourths of qualified members are present and proper parliamentary procedures have been followed as determined by the Board Chairperson and the President.

ARTICLE XIII

LEGAL ACTION

Section 1. **LEGAL ACTION**

Responsibilities to protect the assets of the organization shall lie with the Board and EC. The assets shall vest in the Board and EC and be administered by the Board and EC. However, no Board members or EC members shall be personally responsible for any liability (ies) of the Organization.

Should the Organization (HCC) or any office bearer or a member be sued, either alone or with others, in any proceeding arising out of his/her alleged wrongdoing in the performance of his/her duties or out of any allegedly wrongful act against the Organization, HCC will use an attorney and will cover all costs involved in settling the case.

ARTICLE XIV

DISSOLUTION

GB will decide if and when the HCC organization is to be dissolved. The GB, currently at the time of dissolution, will also decide as to the disposition of HCC funds after meeting all its obligations and as permitted by law for disposition of assets of Tax Exempt Entities.

Upon dissolution of this corporation assets shall be distributed for one or more exempt purposes within the meaning of Code Section 501(c)(3) or corresponding section of any future Federal tax code, or shall be distributed to the Federal government, or to a state or local government, for a public purpose.

ADDENDUM

MEMBERSHIP DUES

(a) Family of 2 Life Member - \$500

(b) Single Life Member - \$250

(c) Additional Family Member - \$100
(Parent or unmarried children over 18)

(d) Senior citizens (65 and older) pay \$200 per single membership

The Board chair and the EC president may jointly decide to offer a special rate for exceptional circumstances.

In addition, Members are encouraged to donate as much as they wish.