



**CONSTITUTION
AND
BY-LAWS
of the**

GURU NANAK FOUNDATION OF AMERICA, INC.

EFFECTIVE JANUARY 1, 2017

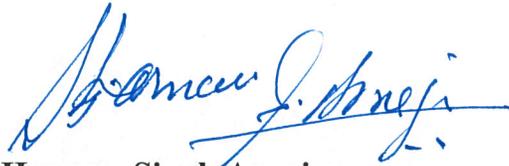
Constitution and By-Laws of Guru Nanak Foundation of America, Inc., as amended and approved at the General Body meeting held on November 13, 2016 at the Gurdwara Sahib.

This charter replaces the original Constitution and By-Laws adopted on February 23, 1974, and amended on February 27, 1977, March 30, 1986, October 23, 1994, and June 1, 2011.

The amended Constitution and By-Laws are effective January 1, 2017.



**Paramvir Singh Soni
Chairman**



**Harnam Singh Arneja
Coordinator By-Laws Committee**

CONSTITUTION

ARTICLE I: NAME

This organization shall be known as Guru Nanak Foundation of America, Inc. (GNFA).

ARTICLE II: OBJECTIVES

- (1) The objective of the GNFA shall be to:
 - (A) Propagate the teachings of the Guru Granth Sahib;
 - (B) Promote religious, educational, social and cultural aspects of Sikhism;
 - (C) Regularly hold congregations and to partake in celebrating Gurburabs and other specific occasions related to the teachings of Guru Nanak in a befitting manner;
 - (D) Establish and maintain Sikh Centers (Gurdwaras) in Washington Metropolitan area and in other areas in the United States; and
 - (E) Interface activities with other institutions with similar objectives.
- (2) The GNFA is organized exclusively for charitable, religious, scientific, and educational purposes, including for such purposes as the making of contributions to organizations that qualify as tax exempt organizations under section 501(c)(3) of the Internal Revenue code (or corresponding provision of any future United States law).

ARTICLE III: DECISION

- (1) A resolution or decision of the Board of Trustees and/or the General Body, within their respective jurisdictions and within the limitations of the Constitution and By-Laws, shall be final and binding.
- (2) If a Trustee believes that a resolution or decision of the Board violates the GNFA Constitution or Bylaws, he or she, shall file a written, signed Notice of Petition for Review (the "Notice"), with the Coordinator of the Constitution and Bylaws Committee, (hereinafter referred to as the "Bylaws Committee"), and simultaneously provide copies of this Notice to the Chairperson and the Recording Secretary of GNFA. Such Notice shall be filed in person or postmarked no later than ten (10) days of the date of mailing of the minutes of the Board meeting containing such resolution or decision. A stay of a resolution or decision may be requested, if desired.

Unless a stay of a resolution or decision is requested, the resolution or decision shall not be stayed. The Constitution and Bylaws Committee may in its discretion grant or deny a stay of the resolution or decision. Further, the Petition for Review shall be perfected in writing within thirty (30) days from the date of filing the Notice by one fourth (1/4) of the total Trustees of the Board, by stating the violations of specific provision(s) of the Constitution and/or By-Laws along with the reasons in support thereof. In the event the Petition is not perfected, it shall be dismissed and the challenged resolution or decision of the Board shall become final.

- (3) If a GNFA member believes that the resolution or decision of the General Body violates the GNFA Constitution or Bylaws, he or she shall file a written, signed Notice of Petition for Review (the "Notice"), with the Coordinator of the Bylaws Committee, and simultaneously provide copies of this Notice to the Chairperson and Recording Secretary of GNFA. Such Notice shall be filed in person or postmarked no later than twenty-one (21) days of the date of mailing of the minutes of the General Body meeting containing such resolution or decision, notwithstanding the pendency of approval of the General Body Minutes. The Petition for Review shall be perfected within thirty (30) days from the date of Notice of Petition by one fifth (1/5) of the General Body members in good standing, stating the violations of a specific provision of the Constitution and/or By-Laws along with the reasons in support thereof. In the event the Petition is not perfected as aforementioned, it shall be dismissed and the resolution or decision of the General Body shall become final.
- (4) The Bylaws Committee shall have jurisdiction strictly for interpretation of the provisions of the Constitution and Bylaws and shall render its decision in writing within thirty (30) days from the date of receipt of the Perfected Petition for Review.
- (5) The decision of the Bylaws Committee shall be final and binding on the Board or General Body as the case may be. In the event, the Board or General Body refuses to abide by the decision of the Committee, the Bylaws Committee may enforce its final decision on the Board or the General Body by seeking an injunctive relief, or any other appropriate relief, from the Circuit Court of Montgomery County, Maryland, or any other appropriate court, by filing a petition on behalf of GNFA naming those individual Trustees or members of the General Body as defendants who have refused to comply with the decision of the Bylaws Committee. In

addition, such Trustees or members of the General Body shall be liable for reimbursement to the GNFA, attorney's fees, court costs and any other expenses incurred by GNFA for obtaining the injunction and/or for enforcement of its decision.

- (6) In addition to the provisions of ARTICLE III(5) above, the Bylaws Committee shall refer to the Board the names of non complying Trustees of the Board or members of the General Body, recommending for a disciplinary action to be taken by the Ethics and Discipline Committee against those persons.
- (7) The Board shall be obligated to grant, and direct the Treasurer to disburse, necessary amounts requested by the Bylaws Committee for incurring the expenses and attorneys fees in connection with or relating to obtaining an injunction or enforcement of the decision of the Bylaws Committee from a court of law. In the event, any person or persons spend any personal funds or amount for the foregoing litigation in a court of law on behalf of the By-Laws committee, he/she/they shall have a right of reimbursement against GNFA for the personal amount spent.
- (8) Upon filing of the complaint and request for an injunction by the Committee, the Circuit Court for Montgomery County or any other appropriate court of Maryland, shall have exclusive jurisdiction for issuing an injunction or for an enforcement of the Bylaws Committee's decision without the necessity of adjudicating the merits of the underlying dispute.
- (9) Any member(s) aggrieved with any resolution or decision of the Board of Trustees or General Body for any reason shall not have a standing to institute a legal action in any court of law or an arbitration body unless he/she has exhausted the remedies specified herein.
- (10) Any aggrieved GNFA Member or Trustee is entitled solely to the administrative relief specified herein, for his or her complaint regarding violation of any provision of the Bylaws and or the Constitution, before resorting to any court of law.
- (11) No Trustee or Committee Member shall be held personally liable for his or her actions during the course of his/her duties as officinal of GNFA except for criminal and or intentional or gross negligent acts.
- (12) A Trust may be formed for the sole benefit of GNFA. Such trust shall be

formed by two thirds (2/3) of the Entire Board in good standing by open ballot, and shall be ratified by a majority of a quorum of the general body via secret ballot.

ARTICLE IV: DISSOLUTION

- (1) Upon dissolution of GNFA, the Board of Trustees shall, after paying or making provision for payment of all liabilities of GNFA, dispose of all of the assets of the GNFA exclusively for the purpose of GNFA in such manner, or to such an organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes; and at the same time shall qualify as an exempt organization or organizations under section 501(c)(3) of the Internal Revenue code of 1954 (or the corresponding provision of any future United States Internal Revenue law) as the Board of Trustees shall determine.
- (2) Neither the Board of Trustees (the "Board"), nor the General Body of GNFA may dissolve Guru Nanak Foundation of America, Inc. ("GNFA"), unless and until GNFA's financial unsustainability is certified by a Certified Public Accountant (CPA). In the event GNFA becomes financially unsustainable as certified by a CPA, two-thirds (2/3) of the members of the Entire Board in good standing may dissolve the GNFA.

ARTICLE V: SALE OF PROPERTY

Neither the Board of Trustees nor the General Body shall have the power to sell any GNFA real estate or personal property having a fair market value of Five Thousand Dollars (\$5,000) or more, unless approved by two-thirds (2/3^d) majority of entire GNFA Board in good standing and approved by a simple majority of the General Body.

BY LAWS

ARTICLE I: MEMBERSHIP IN CORPORATION.

- (1) General members shall constitute the "General Body" of the "GNFA".
- (2) Any person eighteen (18) years of age or above, irrespective of caste, creed, color, race, sex or national origin, who submits an application for membership on a prescribed form to be supplied by GNFA, to the Membership Committee is eligible to become a member, if he/she shall state that he/she:
 - (A) Subscribes to the objectives of the GNFA;
 - (B) Has faith in the teachings of the Guru Granth Sahib; and
 - (C) Is a resident of the State of Maryland, District of Columbia, or the Commonwealth of Virginia; and

furthermore he/she personally submits his/her application along with a valid picture identification, and signs a statement under oath or affirmation, without reservation, that he/she shall abide by the GNFA Constitution and Bylaws, as amended from time to time.

- (3) In the event, a member subsequently moves outside the jurisdiction prescribed in sub section (2) (C) above, upon either member's own admission, or upon proof satisfactory to the Board, his/her membership shall be revoked by the Board, by a simple majority at any of its regular meetings.
- (4) Upon a court conviction of a felony, the Membership Committee shall neither grant membership application; nor shall it renew the membership of any such member. In addition, at any time before the date of renewal, the Membership Committee shall, upon the aforementioned basis, revoke the membership of such member. The decision of the Committee shall be final and cannot be appealed to either the Board or the General Body.
- (5) All GNFA employees, regular contractors, and their immediate family members shall not be eligible for membership to GNFA.
- (6) The GNFA is a membership organization with different classes of membership with different rights and responsibilities as described below:

- (A) Senior Members: Any person of age sixty five (65) or above may apply to become a senior member.
- (B) Life Members: Any person of age eighteen (18) years or above may apply to become a life member.
- (C) Patron:
 - (i) Any Member of GNFA may apply to become a Patron; or
 - (ii) The Board may approve any individual to be an Honorary Patron, by two-thirds (2/3) majority of the Entire Board; or
 - (iii) The General Body may approve any individual to be an Honorary Patron, by two-thirds (2/3) majority of the General Body.
- (D) Youth Members: Any person, between the ages of 12 and below 18 years, irrespective of caste, creed, color, race, sex or national origin, who subscribes to the objectives of GNFA may apply for Youth membership.

- (7) Donations to the Gurdwara shall not be automatically counted toward membership dues unless specifically requested at the time of making the payment.

Explanation: If a person makes a monetary contribution to the GNFA and wants this particular contribution to be applied to his/her membership dues, then he/she should specifically so state in writing at the time the payment is made.

- (8) Membership in GNFA commences on May 1 and ends on April 30 of the following year.
- (9) Any eligible person may apply for membership in GNFA at any time during regular diwan hours. However he/she shall be personally present for application validation during the periods specified herein (para. 11 below). To apply for new membership of the GNFA, a prescribed completed membership Application Form (attached as Appendix I), along with the membership dues, shall be submitted in person with a valid and current government issued picture identification (such as driver's license, passport, etc.), to the Membership Committee for approval. If the applicant's picture identification does not include the

applicant's current address then proof of the applicant's current address shall also be submitted along with the application. The proof of current address may be in the form of lease, rent receipt, bank statements, vehicle registration, utility bill, or a similar document.

- (10) In order to vote at a General Body Meeting, or Election, a person must be a member for at least 180 days prior to the General Body Meeting or Election as the case may be.
- (11) Validation of New Membership Application
 - (A) Validation of new membership applications shall be done on any Sunday between 10 am to 2 pm or any Friday between 7 pm to 9 pm in the months of March and April of every year. Existing members may also personally renew their memberships on these dates and times.
 - (B) The Membership Committee shall serve as validator.
- (12) The Membership Committee shall accept or deny any application by May 15 of each year.
- (13) In the event, the Membership Committee denies any application; it shall communicate its decision to the applicant in writing within two (2) weeks of such decision by certified mail at the last known address on GNFA records.
- (14) The applicant (with the exception of felons) may appeal to the Board within fifteen (15) days from the date of such denial.
- (15) The Board shall render its decision in writing within sixty (60) days of receipt of the appeal. If the Board grants the appeal, such applicant will become a member retroactively from the date the membership list is approved. If the Board denies the appeal, the applicant shall wait for at least (1) year from the date of the decision of the Board before reapplying. In either case, the Board shall communicate its decision to the applicant in writing by certified mail at the last known address on GNFA records.
- (16) Renewal of membership shall be done in person by paying the prescribed renewal fee in the months of April or May on any of the first two Sundays between 9 AM to 3 PM.
- (17) Elected Trustees, Contributing Trustees, and Patrons shall pay their dues for the

following year in advance by September 30, each year, otherwise a vacancy is created effective the following January, 1.

(18) Membership Dues for various categories of members are as follows:

(A) General Membership

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|--|---------|
| i) General Member (initially) | \$65 |
| ii) Continuous Renewals (annually) | \$65 |
| Explanation: If a general member fails to renew his/her membership before the prescribed date, he/she must pay initial fee again and join as a new member. | |
| iii) Senior (65 and over, initial & renewal) | \$28 |
| iv) Youth (between 12 and 18, initial & renewal) | \$28 |
| v) Life Members (lump sum) | \$1,250 |

(B) Other Dues

- | | |
|--|---------|
| i) Contributing Trustee (initially) | \$2,100 |
| (of which, \$500 is a non-refundable application fee if not elected) | |
| ii) Continuing Contributing Trustee (annually) | \$1,100 |
| Replacement Trustee; in case a trustee is elected to complete the term of another trustee, the replacement trustee shall pay the fee of a Continuing Contributing Trustee. However, such Replacement Trustee shall not automatically become a life member of GNFA. | |
| iii) Lifetime Patron (lump sum) | \$5,100 |
| iv) Patron (in first year) | \$1,100 |
| v) Continuing Patron (each year) | \$751 |
| vi) Application Fee for Elected Trustee (non-refundable) | \$101 |

(C) A two-thirds (2/3rd) majority of the Entire Board, at a specially called meeting, may only increase, but shall not decrease, the applicable dues by no more than ten per cent (10%) of the existing dues during any calendar year without following the procedure specified for amendment of the Bylaws.

(19) Privileges for various categories of members are as follows:

(A) General Members, Life Members, and Senior Members in good standing, shall have the right to vote in General Body Meetings, may participate in GNFA activities, join standing and Special committees,

and seek election to Trustee positions;

(B) Patrons and Lifetime Patrons shall have the right to vote in General Body Meetings, have the right to attend all meetings of the Board but shall not be eligible to vote in those meetings.

(C) Youth Members and Guests may, with the permission of the chairperson or committee coordinator, participate in discussions at meetings of the Gurdwara committee, the GNFA Board, General Body, and in meetings of other GNFA Committees and Sub-Committees but shall not have the right to vote at such meetings.

ARTICLE II: GENERAL BODY

The rights and powers of the General Body are limited to those provided in the CONSTITUTION and BY LAWS. (An organization chart is displayed in Appendix II).

- (1) One regularly scheduled meeting of the General Body shall be held each year on the first Sunday of November.
- (2) In the event, the regularly scheduled meeting cannot be held for any reason such as inclement weather or lack of quorum, it will automatically be held on the second Sunday of November without the necessity of mailing written notices to the general membership.
- (3) Whether or not the Annual General Body Meeting takes place, the election in any event shall be held on the third Sunday of November between the hours of 9:00 A.M. and 8:00 P.M. No quorum shall be required for the General Election purposes.
- (4) At least two (2) weeks written notice regarding the annual meeting of the General Body shall be given to the General Members advising them of the date, time, place and agenda of the meeting. A notice for General Body meetings shall be sent along with the GNFA Annual Audit Report by prepaid postage at the last known address. The Notice of the regularly scheduled annual General Body meeting shall also include a notice containing the date and time of the election along with the list of candidates.
- (5) A report on the activities of the GNFA and the GNFA Annual Audit Report

shall be discussed at the Annual General Body meeting.

- (6) All meetings of the General Body shall be presided over by the Chairperson. In his/her absence the Vice Chairperson shall preside. If the Vice Chairperson is also unable to preside, a trustee designated in writing by the Chairperson shall preside. Minutes of the General Body meeting shall be maintained by the Recording Secretary of the Board, and in his/her absence, by a member of the Board who may be elected by the Board to serve as Recording Secretary pro tem.
- (7) A member shall give written notice to the Recording Secretary for the inclusion of any item(s) on the agenda of the meeting(s) of the General Body, by September 30. All items received by the Recording Secretary shall be included in the agenda of the General Body Meeting in a sequence decided by the Gurdwara Committee.
- (8) The quorum for the General Body meetings shall be constituted by the presence of Twenty Five percent, (25%) of the voting general members or three hundred and fifty (350) general members whichever number is lower. Life members who are no longer residents of Maryland, D.C. or Virginia shall not be counted for the purposes of quorum.
- (9) Special meeting(s) of the General Body may be convened upon written request to the Chairperson by twenty-five per cent (25%) of the General Body Membership, or by a simple majority of the entire Board, specifying the issues to be discussed. The agenda of Special meeting shall be the only item(s) for which the meeting is convened. Such meeting shall be held within six weeks of the receipt of written request from twenty-five percent (25%) of the General Body Membership or within six weeks of such decision by a simple majority of the Entire Board. The General Body shall be given at least a two-week notice of the meeting along with the agenda to be discussed.

ARTICLE III: BOARD OF TRUSTEES

- (1) The Board shall consist of up to twenty one (21) members comprising of two classes of Trustees to be known as Elected Trustees and Contributing Trustees.
- (2) The Board shall consist of no more than Six (6) Elected Trustees and fifteen (15) Contributing Trustees.

- (3) Each year three (3) Elected Trustees and three (3) Contributing Trustees are scheduled to retire from the Board. Annual General Elections shall be held as described below.
- (4) Terms: The terms of each class of Trustee are as follows:
 - (A) Elected Trustees shall serve a term of two years starting from January 1, immediately following their election by the General Body, and ending on December 31 of the following year provided their membership is current during this period. At the end of one term an Elected Trustee may seek re-election for a second term. At the end of two consecutive terms he/she shall be ineligible to become an Elected Trustee for a period of one year.
 - (B) Contributing Trustees shall serve a term of five (5) years starting from January 1 following their election and ending on December 31 of the fifth year provided they continue to meet all the requirements of a "Contributing Trustee". At the end of the first five-year term a Contributing Trustee may seek election to a second five (5) year term by paying a non-refundable fee of Five Hundred Dollars (\$500) and the Continuing Contributing Trustee fee of Eleven Hundred Dollars (\$1,100). After two consecutive terms of five (5) years, he/she shall be ineligible for any Contributing Trustee vacancy for two (2) years.
 - (C) After serving one or more terms in one class of Trustee, a GNFA member may seek election in another class of Trustee. However, the maximum continuous period an individual may serve on the Board is fourteen (14) years, after which period the member shall wait for two years before seeking an election for trusteeship of the Board.
- (5) Candidates for Trustee Positions:
 - (A) Minimum qualifications for Trustee candidates are as follows, he/she must:
 - i) have been a General member in good standing for at least two (2) consecutive years immediately preceding the date of the application;
 - ii) have served on any GNFA committee for a period of at least one (1) year;

- iii) not be the immediate family member of a Trustee of GNFA; and
- iv) submit a written application (See Appendix III) to the Membership Committee, along with the applicable fee, prior to August 31 to become a candidate for the following November annual elections. In this application, the candidate must also pledge to abide by the Constitutions and By-Laws of GNFA.

(6) Election Procedures

(A) The following election procedures will be followed;

- i) The Board will announce the number of vacancies and the names of candidates for Contributing Trustee and Elected Trustees on the GNFA notice board and by any other appropriate means.
- ii) At the Annual General Election, the General Body shall, by secret ballot, elect no more than five (5) Contributing Trustees and no more than four (4) Elected Trustees. If there are more candidates than vacancies, a candidate receiving the most votes is elected to the first vacancy in the applicable category with the maximum term; the candidate receiving the next highest number of votes is elected to the second vacancy, and so forth. Nonetheless, to be elected, the number of votes a candidate must obtain is at least twenty five percent (25%) of the quorum required for a general body meeting. Any candidate who fails to obtain the minimum required votes shall not be deemed elected.
- iii) The Membership Committee and the Board Review of Trustee Candidates:
The Board and Membership Committee shall follow the following procedures for review of trustee applications:
 - 1. The Membership Committee shall review each application and shall certify the following to the Board by September 15 each year;
 - a. The Candidate's application is complete, and full dues have been received in cash, or funds for the check have been received in a GNFA Bank account;
 - b. The candidate has been in good standing for the required period

of two years, and will be at least 25 years of age when he/she assumes office;

- c. The candidate is not known to be the immediate family member of a Trustee of GNFA;
 - d. The candidate has served on a GNFA committee for at least one year; and
 - e. The candidate is not an office bearer of another organization such as another Gurdwara while holding an office at GNFA. The candidate can be a Trustee of another non-similar organization at the same time.
- (B) The Membership Committee's certification shall include copies of all documentation provided by the applicant and include copies of any other documentation considered pertinent to the certification.
- (C) In the event any application lacks unanimous committee certification, the committee shall send the reasons of the objecting member to the Board. The committee coordinator shall simultaneously, and no later than one week after notification to the Board, also inform the applicant of its decision in writing by certified mail to the last known address on GNFA records.
- (D) The Board shall consider and approve or reject each eligible trustee applications at its regularly scheduled meeting in October.
- (i) The Board may examine documentation submitted by the Membership Committee. In the event any application lacks unanimous committee certification, the Board shall examine documentation submitted by the Membership Committee for such application(s). If a candidate is not qualified, the Board may reject that candidate giving reasons therefor. The Recording Secretary shall record the Board's reasons in the minutes of the Board meeting and shall notify such candidate of the Board's decision along with a copy of the Board's minutes, and refund of application dues.
 - (ii) If a candidate's application has been rejected by the Membership Committee, the candidate may decline to accept the refund of application fees and appeal the decision to the Board, accompanied by any reasons and/or documentation in support of the appeal. The Board

shall issue a written decision as soon as possible giving details of the fact finding, either affirming or reversing the decision of the Membership Committee.

- (iii) If a candidates' application has been rejected by the Board, the candidate may decline to accept the refund of application fees, and request reconsideration of the Board's decision. The request for reconsideration shall be filed along with any new documentation in addition to the documents on record. Upon receipt of such request for re-consideration, the Chairperson, as soon as possible, shall convene a special meeting of the Board to evaluate the candidate's request for reconsideration. The Board may over turn its prior decision by a two-thirds (2/3) majority vote of the Entire Board. Should the Board maintain its prior decision, the applicant shall be informed in writing and shall be refunded the application fees. The decision of the Board shall be final.

- (E) If at any time, the number of Trustees on the Board falls below eleven (11) Trustees, the Chairperson shall call Special Elections immediately and shall instruct the Membership and Election Committees to have the Election conducted to fill the maximum vacancies allowed by the Bylaws. If the Chairperson does not call elections immediately, one-third of the remaining Board shall call elections immediately and shall instruct the Membership and Election Committees to have the Election conducted as required by the Bylaws.

- (F) Any candidate for trustee position whose applications is not certified by the Membership Committee or is rejected for any reason by the Board may apply in the following election year.

- (G) Any "Contributing Trustee" who completes one year of service on the Board automatically becomes a life member of GNFA.

(7) Duties:

- (A) The Board, comprising of contributing and elected Trustees who have taken an oath to serve GNFA, shall manage all the financial and policy matters of GNFA and through its various committees shall carry out day to day business of the GNFA. Powers to appoint members to committees shall vest with the Board. Decisions of the Board shall be binding on all committees other than the Constitution

and Bylaws Committee. All other committee members, individually and collectively are answerable to the Board for their action(s) as members of their respective committee(s).

- (B) The Board shall fill in the vacancies on-the following standing committees at its meeting in December of every year:
 - i) Gurdwara Committee
 - ii) Langar Committee
 - iii) Facilities Maintenance Committee
 - iv) Membership Committee
 - v) Youth Affairs Committee
 - vi) Education Committee
 - vii) Finance, Resource, and Budget Committee
 - viii) Dharmik Committee
 - ix) Sikh Affairs Committee
 - x) Newsletter and Website Committee
 - xi) Community and Cultural Affairs Committee
 - xii) Capital Projects Committee
 - xiii) Election Committee
 - xiv) Ethics and Discipline Committee
 - xv) Constitution and By-Laws Committee
- (C) The Board, by two-thirds majority vote may create additional standing committees and appoint members to these committees; such Board decision must be ratified by the General Body at its next meeting.
- (D) The Board, by simple majority, may appoint in-house Counsel and Deputy Counsel to obtain advice on legal matters. These persons shall be entitled to attend all Board meetings and committee meetings including executive sessions.
- (E) No Trustee shall directly be involved in any contract with GNFA, except on a voluntary basis. In such an event, such Trustee shall automatically disqualify himself/herself from voting on that particular case/issue.
- (F) The entire new Board (excluding members whose term is due to expire on December 31 of that year) at its meeting in December each year shall elect among themselves a Chairperson, a Recording Secretary, a Stage Secretary, a Treasurer, an Assistant Treasurer, a Public Relations Officer (“PRO”) and a Vice Chairperson. These

office bearers shall be members of the Gurdwara Committee for the following year. The outgoing Chairperson shall preside over this meeting and will have a vote only if he/she will continue as trustee in the following year. Further, the outgoing Recording Secretary shall attend this meeting to record minutes, and will have a vote only if he/she will continue as a trustee in the following year.

(G) Meetings of the Board:

- (i) The Board shall hold regularly scheduled meetings on the Second Sunday of February, March, May, July, September, October, and except the December meeting which shall be held on the first Sunday of December each year. A special meeting shall be held in January to discuss the budget presented by the Finance, Resource, and Budget Committee. At each Board meeting, every standing and special committee coordinator shall present a report on past and planned future activities. Each coordinator shall submit his/her committee's report to the Secretary at least three weeks prior to the Board Meeting. Board meetings shall be conducted in accordance with the parliamentary procedures attached herewith as Appendix IV.
- (ii) A ten (10) day notice stating the time, place of the meeting, along with the agenda, shall be mailed to each Trustee. Each Trustee is responsible for confirming his/her attendance at least 24 hours in advance of the meeting.
- (iii) Special meetings of the Board shall be held whenever called by the Chairperson. Special meetings of the Board shall also be held if one-third (1/3) of the Trustees of the Entire Board submit a written request along with the desired agenda to the Chairperson.
 - (1) The Chairperson shall direct the Recording Secretary to issue a notice for a Special Meeting within seven (7) days of receipt of Trustees' request. The meeting notice, postmarked at least ten (10) days before the meeting date, shall be mailed by the Recording Secretary to each Trustee. Such notice shall state the time and place of the meeting, and the agenda.
 - (2) In the event the Recording Secretary, for any reason, does not issue the notice as required, the Chairperson is obligated to issue said notice in lieu of the Recording Secretary within twenty four hours after the seven (7) day period available to the Recording

Secretary has expired and no notice has been issued.

- (3) If within fifteen (15) days of submission of a written request for a special meeting, a notice has not been received by the requesting Trustees, in that event, the requesting Trustees may jointly issue such notice by following the procedures applicable to the Recording Secretary.
- (iv) If a Chairperson and the Vice Chairperson are not present to chair a meeting, the Board shall elect one of the Trustees present to preside over the meeting. The sole authority of the presiding Trustee shall be to conduct the meeting.
- (v) The following specific business and any other necessary business shall be conducted by the Board in the indicated sequence, at the following scheduled meetings:
 - (1) First Sunday of December;
 - (a) Appointment of new members of Constitution and Bylaws' Committee;
 - (b) Appointment of New Gurdwara Committee;
 - (c) Appointment of new members of Standing Committees; and
 - (d) Formation of Special Committees by the entire Board that includes new elected and contributing Trustees but excludes Trustees due to retire on December 31 that year. For all other decisions to be taken at that meeting, the entire Board including Trustees due to retire on December 31 of that year, but excluding new Trustees shall be eligible to vote.
 - (2) In addition, on the second Sunday of December, there shall be a preparatory meeting of the "incoming" Board in which Committee Coordinators for the following year shall be appointed. The outgoing Trustees may attend but shall not vote. This meeting is to plan GNFA activities for the next year and may be attended by new and continuing Trustees. The new Board shall discuss the following year's proposed activities and budgets.
 - (3) Special Meeting in January: Discuss the annual budget presented by the Finance Committee.
 - (4) First Sunday of March: Discuss the Auditors' report.

- (5) First Sunday of October: Discuss the appointment of auditor, and review the list of Trustee candidates provided by the Membership Committee, and review the Treasurer's report on the payment of dues by trustees.
- (vi) An Emergency Meeting of the Board may be called only if a matter cannot wait for a special meeting. An emergency meeting may be called either by the Chairperson or by the Gurdwara Committee. The Emergency Meeting notice may be issued by email, fax, or phone call as necessary. The Emergency meeting shall be held at such a place or places within or without the State of Maryland as designated by the Chairperson.
- (vii) All regular or special meetings of the Board shall be held at such a place or places within or without the State of Maryland as may from time to time be designated by the Board.
- (viii) At all the meetings of the Board a majority of Trustees must be present to constitute a quorum for the transaction of any business. Each and every resolution or decision can only be passed if quorum requirements are met. If a quorum is not present, or if quorum breaks during the progress of a meeting, the only business the Board can conduct thereafter is to adjourn the meeting.
- (ix) Minutes of all Board meetings shall be recorded by the Recording Secretary. If the Recording Secretary is unable to personally record minutes at any meeting he shall designate another Trustee to do so on his/her behalf.
- (x) For every motion voted upon, the minutes shall include a count of the names of members voting for, against, and abstaining as provided in Appendix V.
- (H) A Trustee shall attend at least four regularly scheduled meetings per year. In the event a Trustee fails to do so, his/her Trusteeship shall be terminated by the Board in the following manner: The Recording Secretary shall certify the Trustee's absence to the Chairperson. The Chairperson shall place the issue before the Board at its next regularly scheduled meeting with due notice to the concerned Trustee. The Recording Secretary shall place this matter as item No. 1 on the Agenda for the Board meeting. The concerned Trustee shall be permitted to state the circumstances of his/her absence at the duly called Board meeting. If the Board is convinced of the reasons given by the Trustee, the Board by two-third majority of the Entire Board

may waive the attendance requirement and allow the Trustee to continue for the remaining term. Otherwise the Trustee's term terminates with immediate effect. This agenda item shall not be postponed for any reason whatsoever.

- (I) All resolutions and decisions of the Board shall not be implemented for a period of twenty (20) days from the date of the Board's resolution or decision except such resolutions or decisions that are certified by the Board to be urgent.
- (J) Any resolutions or decisions passed by the Board at one meeting can be modified or rescinded at a later meeting only by two-thirds (2/3) majority vote of the entire Board in good standing. A written notice of the intent to modify or rescind a resolution or decision of a prior meeting shall be given to Trustees in the agenda for that meeting. Any resolution or decision that requires 2/3 majority cannot be introduced from the floor.
- (K) The Chairperson, Gurdwara Committee, or Board by a resolution of simple majority may invite special guests to address its meetings. Such invitees shall provide suggestions but shall not vote at the Board Meeting. The Chairperson may permit agenda items concerning such guests to be discussed out of sequence of the scheduled agenda.
- (L) The Board may approve from time to time special committees on behalf of GNFA. The number of members, term, and the exact role of these committees shall be clearly defined by the Board. If the term is not defined it shall automatically expire one year (365 days) after its formation.
- (M) The Board may appoint delegate(s) to any regional, national or international organization. The role and term of such delegate(s) shall be clearly defined by the Board. The delegate may be a Board member or a member of the General Body in good standing for at least two (2) years. Such delegate must be familiar with the Constitution, By-Laws and workings of GNFA.
- (N) The Chairperson, or the Board by simple majority, shall have the privilege to hold executive sessions, limited to the Board Members, in-house Counsel, in-house Deputy Counsel, and Patrons only.

ARTICLE IV: COMMITTEES OF THE BOARD (1)

Structure of Committees:

- A) Each Standing Committee shall comprise of members serving staggered terms and shall be re-constituted on the second Sunday in December each year for terms starting on January 1 of the following year, to the extent that only outgoing members shall be replaced. An individual may serve on no more than two standing committees at the same time. Further, in order to be appointed to a committee and to continue to serve on such committee an individual shall keep his/her membership current.
- B) Each standing and special committee shall be headed by a coordinator for the year, who shall be nominated by the Chairperson and approved by the Board. If the Board does not approve a member nominated by the Chairperson, the Chairperson shall make alternative nominations until a Coordinator is approved by the Board.
- C) Each committee Coordinator shall be responsible for coordinating his or her committee's activities with the, Chairperson, PRO, and with other Committees, by sending them a timely written copy of the schedule of their proposed events.
- D) Each committee Coordinator shall schedule at least one meeting each calendar quarter and report to the Board any member who does not attend three of four regularly scheduled quarterly meetings of the committee, and request the Board to replace the member. Upon receipt of notification from a Coordinator regarding three consecutive absences by a committee member the Chairperson shall place the matter before the Board. The Board shall refer such committee member's lack of participation to the Membership Committee. The Membership Committee shall disallow the person from seeking election in the forthcoming General Body Elections of Trustees.
- E) Each Committee Coordinator shall maintain a quorum sheet and summary of key decisions made by the committee. Each Coordinator shall present a report of planned and completed activities along with income, expenses, and progress in relation to the Board approved budget at each regularly scheduled Board meeting. A copy of this record shall be provided to the Chairperson and Recording Secretary for their information.

- F) The Chairperson, and Coordinators of various committees shall have the privilege to hold executive sessions of the Gurdwara Committee or their committee as the case may be, limited to the respective committee members, in-house Counsel, and in-house Deputy Counsel, only.
- G) If any committee desires to invite any Ragi or religious worker from overseas, that committee coordinator shall request the Board in writing, with detailed information about the person to be invited and the need for such invitation. The Board may approve such committee coordinators' request for issuance of non-immigrant Visa sponsorship letter to the appropriate person by a two-thirds (2/3) majority of the Entire Board. Upon issuance of Board approval, such letters shall be issued by the Recording Secretary and Chairperson. The letter shall be accompanied by the Board resolution or decision, and minutes of the meeting.
- H) All records and registers for the GNFA, shall be kept up to date on a monthly basis. The Treasurer, Recording Secretary, Stage Secretary, PRO, Vice Chairperson, and Chairperson shall keep all records at GNFA premises. Likewise, Committee Coordinators shall maintain records for their committees at GNFA premises. At the end of each month, these records shall be turned over to the Records Keeper.
- I) In the event any of the above mentioned Gurdwara committee members or committee coordinator fails to submit the pertinent records to the record keeper within reasonable period not to exceed twenty one (21) days of the end of each month, the Records keeper shall inform the Board in writing of non receipt of such records for the Board's action.
- J) Any member of GNFA in good standing may request in writing to examine and make copies of specific current records which have not been delivered to the Record Keeper and are in the possession of any Gurdwara Committee member.
- K) Within fifteen (15) days of receipt of such request the concerned Gurdwara Committee member shall allow inspection and shall provide a single copy of up to ten pages at no cost to the requestor. If a member requests additional copies he/she shall donate to GNFA fifty (50) cents per page in advance along with written request for specific records.
- L) Upon receipt of a written complaint from a requesting member, the Chairperson shall issue fifteen (15) day notice to the violating Gurdwara

Committee member to provide the requested documents. If the Gurdwara Committee member continues to violate this provision for fifteen (15) days after receipt of the Chairperson's notice, the Chairperson shall remove the concerned Gurdwara Committee member from the Gurdwara Committee, but not from the Board. The Board shall not elect such Trustee to the Gurdwara Committee for a period of two years from the date of removal.

- M) Any member of GNFA in good standing may request the Records Keeper in writing to examine and make copies of documents in his/her possession.
- N) Within fifteen (15) days of receipt of such request the Record Keeper shall allow inspection and shall provide a single copy of up to ten pages at no cost to the requestor. If a member requests additional copies he/she shall donate to GNFA fifty (50) cents per page in advance along with written request for specific records.
- O) Upon receipt of credible complaint from a requesting member, the Chairperson shall issue a thirty (30) day warning notice to the Record Keeper to comply with the member's request. If the Record Keeper continues to ignore the Chairperson's warning for fifteen (15), days the Chairperson shall place the violation(s) of the Record Keeper before the Board for appropriate action.
- P) Each Standing Committee's duties and responsibilities are described below.

(2) *The Gurdwara Committee:*

- A) The Gurdwara Committee shall be responsible for the general management of the Gurdwara and its regular functions including weekly prayer meetings, Gurpurabs, Langar, and community affairs.
- B) The Gurdwara Committee shall consist of Seven (7) Trustees who are appointed each year.
- C) The Gurdwara Committee shall not plan activities and Diwans, beyond Vaisakhi immediately following completion of its term.
- D) The Gurdwara Committee shall consist of Chairperson, Stage Secretary, Recording Secretary, Treasurer, Assistant Treasurer, Public Relations Officer

and Vice Chairperson. The duties of the members of the Gurdwara Committee shall be as follows.

- (i) The Chairperson is the lead spokesperson of GNFA and shall preside over all meetings of the Gurdwara Committee, Board, and General Body. In his/her absence the Vice Chairperson shall preside over any meetings of the Gurdwara Committee, the Board, or the General Body meeting. In case of a Chairperson's absence exceeding seven (7) days, all of the Chairperson's duties shall be assumed, with formal transfer of authority, by the Vice Chairperson, until the Chairperson's return. The Chairperson shall:
 - (1) Countersign minutes of all Board meetings, and reports of all committees;
 - (2) Sign any agreements or contracts approved by the Board, or requested in writing by a Coordinator of a GNFA committee, on behalf of GNFA;
 - (3) The Golak has separate locks. The keys to one lock shall stay with the Chairperson or his designee from the Gurdwara Committee, and the keys to the other lock shall stay with the Treasurer or at his discretion the Assistant Treasurer. Every Sunday, after the Diwan, the Chairperson, or his/her designee, shall open one lock of the Golak and the Treasurer, or the Assistant Treasurer at his/her discretion, shall open the other lock of the Golak in the presence of at least two other persons who verify in writing the accuracy of the donations received in the Golak;
 - (4) Sign all checks of the amount \$1,500 (fifteen hundred Dollars) or more, this amount is subject to change by a two-thirds (2/3) majority of the entire board;
 - (5) Sign certificates issued by GNFA along with the Coordinator of the requesting committee or the recommending Gurdwara Committee member as the case may be;
 - (6) Hold quarterly planning meetings with committee coordinators; and
 - (7) Perform, in general, all duties incidental to the office of Chairperson.

(ii) The Vice Chairperson shall:

- (1) Assume the role of the Chairperson when he/she states in writing that he/she is not available;
- (2) Serve as one of four alternate signatories for signing checks;
- (3) Serve as Board representative to the Youth Committee;
- (4) Serve as Coordinator of the Membership Committee; and
- (5) Discharge responsibilities as assigned by the Gurdwara Committee.

(iii) The Recording Secretary shall:

- (1) Keep quorum sheets, and minutes of all meetings of the Board, the Gurdwara Committee, and the General Body. Separate attendance records shall be maintained for regularly scheduled, Special, and Emergency, Board meetings. If any trustee misses three regularly scheduled Board meetings, the Recording Secretary shall send a notice by certified mail informing the trustee that further absences will result in action in keeping with the Constitution and Bylaws;
- (2) If the Recording Secretary is unable to personally record minutes at any meeting he/she shall designate another Trustee to do so on his/her behalf;
- (3) Send copies of minutes to all Trustees and Patrons within ten days of the conclusion of each meeting whether or not such meeting is continued;
- (4) When minutes have been approved by the Board, display a copy on the notice board for 30 (thirty) days;
- (5) Serve all notices to the Gurdwara Committee, General Body and Board;
- (6) Prepare agenda for all meetings of Gurdwara Committee;
- (7) In consultation with the Gurdwara Committee, prepare the agenda for meetings of the Board, and of the General Body;
- (8) Whenever required, affix the seal of the GNFA, to all bonds, contracts

and other obligations as authorized by the Board;

(9) In the event of a planned absence of more than two weeks, hand over responsibilities to the Stage Secretary in writing specifying the period for which he/she shall be absent; and

(10) In general, perform all duties incidental to the office of Recording Secretary;

(iv) The Stage Secretary shall:

(1) Make announcements from the stage and at his/her discretion may permit any other persons to address the congregation;

(2) Facilitate the Chairperson, or make arrangements for a guest identified by the Chairperson to address the congregation when so informed by the Chairperson;

(3) Make all arrangements for visiting Ragi Jathas (priests) after obtaining approval from the Gurdwara Committee;

(4) Maintain records of identification documents including passport numbers or drivers license as appropriate for all visiting Ragis;

(5) Be responsible for ensuring that GNFA employees and visiting Jathas perform their roles and responsibilities as defined by the Board;

(6) In the event of a planned absence of more than two weeks, hand over responsibilities to the Recording Secretary in writing, specifying the period for which he/she shall be absent; and

(7) Coordinate day to day programs and functions with all committees.

(v) The Treasurer shall:

(1) Have the custody of all funds and securities of the GNFA;

(2) When necessary and proper, endorse on behalf of the GNFA, checks, notes, and other financial obligations in such bank or banks or depository as the Board may designate from time to time;

- (3) The Treasurer shall collect all dues, and keep account of all receipts and expenses;
- (4) Sign all receipts and vouchers for payments made to GNFA whenever required by the Board;
- (5) Keep full and accurate accounts of cash and non-cash expenditures;
- (6) At the October Board meeting each year verify and certify to the Board, Trustees whose dues have been received and deposited in GNFA bank accounts;
- (7) The Golak has separate locks. The keys to one lock shall stay with the Chairperson or his designee from the Gurdwara Committee, and the keys to the other lock shall stay with the Treasurer or at his discretion the Assistant Treasurer. Every Sunday, after the Diwan, the Chairperson, or his/her designee, shall open one lock of the Golak and the Treasurer, or the Assistant Treasurer at his/her discretion, shall open the other lock of the Golak in the presence of at least two other persons who verify in writing the accuracy of the donations received in the Golak;
- (8) Issue receipts for and maintain records of all donations received including donations made anonymously;
- (9) Issue individual receipts for multiple new membership applications or multiple renewals, even if one check, or one lump sum cash amount pertaining to the same immediate family is received;
- (10) Ensure that expenses are made in accordance with the annual budget approved by the Board. If an annual budget is not approved by the Board, shall only make payments for employees, utilities, mortgages, or emergency bills;
- (11) Maintain full names of contributors in a ledger book and on deposit slips, excepting for anonymous donations;
- (12) Provide all books and documents requested by auditors within a reasonable time not to exceed three weeks from the date of receipt of such request;
- (13) Not cash any checks issued by GNFA under any circumstances;

- (14) Not return any cash back against checks issued to GNFA;
- (15) Display monthly income and expense statements on the GNFA notice board for previous months within twenty-five days of the end of the month and simultaneously e-mail the same statements to all Trustees;
- (16) Maintain petty cash of no more than \$1,000 (one thousand dollars), for making change for devotees, and shall make all payments by check;
- (17) Render statement of accounts whenever called upon to do so by Trustees in a duly called Board meeting;
- (18) Have financial statements and accounting books readily available for inspection by any GNFA General Member after a reasonable written notice and a mutually agreed to time and place within a period not to exceed thirty days of the request;
- (19) Keep accounts of assets and liabilities of the GNFA;
- (20) In the event of a planned absence, shall hand over responsibilities to the Assistant Treasurer in writing, providing copies of the letter to the Chairperson and Recording Secretary, and specifying the period for which he/she shall be absent; and
- (21) In general, perform all duties incidental to the office of the Treasurer.
- (22) The Treasurer may nominate a GNFA member in good standing as Treasurer's Associate to provide support in day to day functions excluding signing of checks, or disbursement of funds. The Treasurer may request the Board to approve one such Treasurer's Associate. If the Board does not approve a member so nominated, the Treasurer may make alternative nominations until approved by the Board. The Treasurer's Associate shall serve under the overall supervision of the Treasurer.
- (vi) The Assistant Treasurer shall be a Trustee nominated by the Treasurer and approved by the Board. If the board does not approve the Trustee nominated by the Treasurer, the Treasurer shall make alternative nominations until approved by the Board. The Assistant Treasurer shall serve under the overall supervision of the Treasurer.
- (vii) The Public Relations Officer shall:
 - (1) With the approval of the Chairperson, act as the liaison officer of GNFA.

Further, he/she shall carry out activities to collect information from all committees, assimilate the same, and publicize functions and activities of the GNFA including General Body Meetings, elections, etc., through special communications, i.e., newsletters, etc., so as to reach the maximum number of members of GNFA;

- (2) Coordinate with Newsletter and Website committees to disseminate information on GNFA activities through these committees; and
- (3) Conduct additional public relations activities that are conducive to the welfare of GNFA.
- E) All contracts or obligations entered into on behalf of GNFA, shall be signed by the Chairperson and the Recording Secretary; obligations of greater than Two thousand five hundred Dollars (\$2,500) shall be signed only after receiving Board approval.
- F) The Chairperson, Vice Chairperson, Stage Secretary, and Treasurer shall maintain and operate joint accounts of GNFA.
- G) Checks and drafts drawn on behalf of GNFA shall be signed by any two of the following Gurdwara Committee members: Chairperson, Vice Chairperson, Stage Secretary, and Treasurer; it being understood that any check (fifteen hundred Dollars) \$1,500 and over shall also be signed by the Chairperson. This amount may be increased by the Board no more than once a calendar year.
- H) Three members of the Gurdwara Committee may call a special meeting of Gurdwara Committee with at least one week written notice along with the agenda of the meeting. The Chairperson may call an emergency meeting of the Gurdwara committee, by providing notice by phone, or personally.
- I) The Gurdwara Committee shall be responsible for coordinating and collaborating with the Langar Committee and Maintenance Committee.
- J) GNFA may accept donations on behalf of other bona fide non profit or charitable organizations for charitable purposes and pass the said donations along as such as long as they are not in violation of Federal or State laws.

- K) The Gurdwara Committee shall be empowered to sanction expenditures of up to five hundred dollars (\$500) at one time for each non budgeted item for a total not to exceed two thousand five hundred dollars (\$2,500) in one calendar year. The said amount may be changed by the Board no more than once a year.
- L) The Board, the Gurdwara Committee, any other committee, or their authorized representatives are empowered to accept monetary contributions, donations, gifts, and aids on behalf of GNFA. Any real or non-cash personal property donations to GNFA must be approved by the Gurdwara Committee. Receipts issued by the Treasurer for all donations so received, shall comply with IRS regulations.
- M) The Board, the Gurdwara Committee, or any other committee or their authorized representatives are empowered to accept, grants from Government agencies on behalf of the GNFA. Applications for such grants shall be approved by the Board before submission. Receipts shall be issued by the Treasurer for all contributions so received.
- N) Any committee may form subcommittees within itself and assign specific tasks and may invite any person to attend its meeting(s) and offer suggestions. Such a person shall not vote in the committee proceedings.

(3) The Langar Committee

- A) This Committee shall be responsible for coordinating Langar schedules with members of the GNFA community and the Gurdwara Committee, and for ensuring adequate availability of Langar supplies and provisions.
- B) This Committee shall consist of nine (9) members each with a three (3) year term.

(4) The Facilities Maintenance Committee

- A) This Committee shall be responsible for conducting day to day maintenance of GNFA buildings, movable assets, land, facilities, fixtures, and equipment in coordination with the Gurdwara Committee.
- B) This Committee shall consist of nine (9) members each with a three (3) year term.

(S) The Membership Committee

- A) This Committee shall be responsible for receiving and processing all new membership applications and renewing membership. To this end, this Committee shall be responsible for examining residential credentials for all applicants;
- B) This Committee shall be responsible for maintaining current separate lists of youth members, general members, senior members, patrons, honorary patrons, and life members. Such lists shall contain the full name as it appears in the identification document (no initials are permitted e.g. Kartar Singh Khalsa and not K.S. Khalsa or Kartar S. Khalsa), address, phone number and other necessary information on each member;
- C) This Committee shall be responsible for evaluation of credentials of applicants to various categories of membership and shall submit a complete list of all new members to the Board for approval by June 20 each year;
- D) This Committee shall, by October 1 each year, display on the notice board and make available copies of the Board approved membership list to Board Members;
- E) This Committee shall process each trustee application and submit the same to the Board for further action. In the event, the application is denied by the Membership Committee, the applicant may appeal to the Board within two weeks of the date of denial by the Membership Committee. If the Board denies the appeal, the applicant will be informed in writing of same. If the appeal is denied, he/she may apply in the following year;
- F) This Committee shall certify to the Chairperson that dues for new Trustee applications and for renewing Trustees are duly paid; and
- G) This Committee shall consist of three (3) members including the Vice Chairperson. Each member shall have a three (3) year term. The Vice Chairperson shall serve as the Coordinator of this committee.

(6) *The Youth Affairs Committee*

A) This Committee shall be responsible for planning, coordinating, and carrying out activities pertaining to the Youth Group, especially as they interact with the general activities of the GNFA. Members of the GNFA Youth Group shall elect their own representatives to the following committees at a duly called Youth Group meeting to be held on the Third Sunday of November each year:

- | | | |
|--------|------------------------------|------------------|
| (i) | Youth Coordinator | 1 Youth |
| (ii) | Education Committee | 1 Youth |
| (iii) | Dharmik Committee | 1 Youth |
| (iv) | Sikh Affairs Committee | 1 Youth |
| (v) | Finance and Budget Committee | 1 Youth |
| (vi) | Community Affairs Committee | 1 Youth |
| (vii) | Treasurer's Aide | 1 Youth |
| (viii) | Stage Secretary's Aide | 1 Youth |
| (ix) | Recording Secretary's Aide | 1 Youth |
| (x) | Board Representative: | Vice Chairperson |

B) Members of the Youth Affairs Committee may, with the permission of the chairperson or committee coordinator, participate in discussions at meetings of the Gurdwara committee, the GNFA Board, in General Body Meetings, and in meetings of other GNFA committees and sub-committees but shall not have the right to vote in these meetings. The GNFA Youth Group member voting rights are limited to electing their representatives to specified GNFA committees and positions;

C) The Vice Chairperson of the Gurdwara Committee is the Board Representative to the Youth Committee and shall have no voting power at committee meetings; and

D) Youth committee members are eligible to receive credit hours for their community service to GNFA, and may request a certificate to that effect. Such certificate shall be signed by the Chairperson and a committee coordinator making the recommendation or the Chairperson and a member of the Gurdwara Committee.

(7) *The Education Committee*

A) This Committee shall be responsible for planning, developing, and

carrying out activities pertaining to education in the Sikh religion and Gurumukhi, with the ultimate purpose of developing a regular full time Sikh School to be called the GNFA Khalsa School, up to high school level; and

- B) This Committee shall recommend to the Board for its approval, a list of qualified candidates, if any, eligible to receive scholarships. The criteria for such scholarships shall be prepared by the Education Committee and approved by the Board.
- C) This Committee shall consist of five (5) members each with a five-year term. At least one (1) member of this committee shall be a Board Member.

(8) The Finance, Resource, and Budget Committee

- A) This Committee shall be responsible for working with other standing committees and special committees to prepare and present an annual budget for approval by the Board. This Committee shall plan short term and long term financial goals, and fundraising goals. This Committee shall prepare the year's budget and present to the Board for its approval at a Special Board meeting in January. At each regularly scheduled Board meeting the Coordinator of this committee shall inform the Board of the extent to which fundraising, income, and expenses are in compliance with the budget approved by the Board.
- B) This Committee shall consist of five (5) members, each with a five year term, at least one of whom shall be a Board member. At least one member shall have credentials or a background in financial management or accounting.

(9) The Dharmik Committee

- A) This Committee shall be responsible for conducting special programs and Diwans that may include kirtan competitions, paath competitions, religious seminars, and national and international events pertaining to Sikh religion.
- B) This Committee shall consist of five (5) members; each with a five (5) year term; at least one member shall be a Board Member.

(10) The Sikh Affairs Committee

- A) This Committee shall be responsible for conducting special programs that may include seminars, meetings, inter-faith activities, national and international events pertaining to Sikh history, arts, and cultural affairs.
- B) This Committee shall consist of five (5) members; each with a five (5) year term; at least one member shall be a Board Member.

(11) The Newsletter and Website Committee:

- A) This Committee shall be responsible for dissemination of news and information on GNFA's proposed activities, and recent events. To this end, this Committee shall be responsible for publishing periodical newsletters and for all electronic communications to members and to the general public.
- B) This Committee shall consist of eight (8) members, each with a two (2) year term and the PRO (for a total of nine (9) members). The PRO shall be the coordinator of this committee.

(12) The Community and Cultural Affairs Committee

- A) This Committee shall be responsible for conducting community activities such as picnics, melas, cultural programs, and other social, cultural, and outreach activities.
- B) This Committee shall consist of nine (9) members each with a three (3) year term.

(13) The Capital Projects Committee

- A) This Committee shall be responsible for planning and executing GNFA's capital projects. This Committee shall be responsible for planning for additional construction, maintaining land and all physical assets, shall keep a list of physical assets, including buildings, and personal property. All activities shall be performed with prior Board approval.
- B) This Committee shall consist of Seven (7) members each of whom shall have a seven (7) year term. At least two (2) members of this

committee shall be technically qualified in the fields of finance, construction, architecture, civil engineering or other similar professions. Three (3) members of this committee shall be Board members. To the extent possible, the Chairperson shall recommend a technically qualified person as the coordinator of this committee to the Board.

(14) The Election Committee

- A) This Committee shall be responsible for conducting the Annual General Body elections except as provided herein in sub-paragraph C of this Section.
- B) Should a trustee applicant be a member of the Election Committee, such member shall no longer serve on this committee effective as soon as he/she submits his/her application. In case any member so resigns, the Board shall fill the vacancy for that election.
- C) The committee may request the Board to appoint additional members for assistance to the committee. Such additional members, shall assist, but shall not be entitled to vote in committee deliberations.
- D) This Committee shall consist of four (4) non Board members and one Board Member, for a total of five (5) members. Each non board member of this committee shall have a five-year term.

(15) The Ethics and Discipline Committee

- A) This Committee shall be responsible for adjudicating complaints referred to the Board, and maintaining proper decorum and code of behavior at GNFA.
- B) Each GNFA member shall abide by the Constitution and By-Laws and maintain a proper decorum at GNFA.
- C) Each GNFA Committee shall abide by the Constitution and By-Laws of GNFA, and shall follow and implement all GNFA Board resolutions and decisions.
- D) If any activity occurs that violates any provision of the GNFA Constitution or Bylaws; or is considered to be against the interests of

GNFA, and such activity is brought to the attention of the Board in writing by any member in good standing, the Board shall refer the complaint to the Ethics and Discipline Committee for its further action within five days of the Board's resolution or decision, notwithstanding the approval of minutes by the Board.

- E) This Committee shall report all criminal activity to the appropriate law enforcement agencies.
- F) The Committee shall consist of Five (5) members, each member having a Five (5) Year Term. Only former Chairpersons, Recording Secretaries, Stage Secretaries, or members of the Bylaws Committee of GNFA shall be appointed to this Committee. Any aforementioned person who has served on the GNFA Board in the preceding five years is automatically ineligible to serve on this committee. Any Ethics and Discipline Committee Member who has a conflict of interest shall recuse himself/herself from its deliberation and voting. If a member of this committee seeks election to become a trustee, he/she shall first resign from this committee.
- G) The Committee shall conduct its investigation to the extent possible applying the following procedures: upon receipt of a complaint, the Committee shall send a written notice along with the complaint to the accused person, requesting a response in writing within three weeks of issue of notice. The response should contain his/her defenses, names of witnesses, documents, objective evidence, other relevant materials, etc. If the committee is not satisfied with the written explanation, it shall schedule a hearing where the complaining party and the accused person shall have the right to testify on their behalf and to produce witnesses and other evidence. To establish guilt, at least two-thirds (2/3) majority of the Entire Ethics and Discipline Committee is necessary. If fewer than five (5) members of the committee vote, no fewer than three (3) Committee Members must be in favor of the decision. This finding shall be binding on the Board.
- H) To punish the guilty as per paragraph J below, at least two-thirds (2/3) majority of the Entire Ethics and Discipline Committee is necessary. If fewer than five (5) members of the committee vote, no fewer than three (3) Committee Members must be in favor of the decision. The punishment shall be binding on the Board.

- D) The decision of the Committee shall be sent to the Board within fifteen (15) days of such decision. The Board shall implement this decision immediately.
- J) The Committee may prescribe one or more of the following actions to the Board:
 - (i) issue a warning.
 - (ii) impose a monetary fine which shall not be more than the initial fee paid by a contributing trustee applicant;
 - (iii) suspend member's privileges for a prescribed time but not to exceed three (3) years;
 - (iv) impose any other punishment consistent with the usual Sikh Tenets;
 - (v) decide on any other action, which may be necessary, especially for repeat violators; or
 - (vi) refer the matter to the police and/or other law enforcement agencies in case of a serious offence.
- K) Any statements by a Board member or Committee member during deliberations at respective meetings are privileged unless they are criminal, vulgar, or belligerent. In case of the latter, the matter may be referred to the Ethics committee or police authorities as the case may be.

(16) The Constitution and Bylaws Committee:

- A) This Committee shall have jurisdiction strictly for interpretation of the provisions of the Constitution and Bylaws as per ARTICLE III of the GNFA Constitution, and is responsible for compiling and evaluation member's suggestions for future changes to the Constitution and By-Laws and for subsequently drafting proposed amendments to the Constitution and By-Laws.
- B) At or before the new Board's first meeting in December each year, the Committee Coordinator shall conduct an Oath Taking Ceremony in the presence of Sri Guru Granth Sahib, and conduct orientation to educate newly Elected and Contributing Trustees regarding the functions of the Board, Committees, and parliamentary procedures.
- C) Procedure of complaint to this committee and investigation by this

Committee, are as described in the GNFA Constitution ARTICLE III.

- D) This Committee shall consist of five (5) members each having a five-year term. These members shall not be current Trustees. A member of this Committee must have been a GNFA member for at least five consecutive years; or must have served on the GNFA Board for at least two years. However, preference shall be given to persons with past or present legal experience, such as persons who have been admitted to a Bar Association of any country. The GNFA Board shall appoint committee members by a two-thirds (2/3) majority of the entire Board in good standing. If a member of this committee seeks election to become a trustee, he/she must first resign from this committee.

ARTICLE V: AUDITS

GNFA, fiscal year shall be from January 1 to December 31. The Board shall appoint an external professional auditor, at their regular October meeting. The auditor shall present its report to Chairman by the first Sunday in February. The Board shall approve the Audit report no later than its March meeting and immediately mail the same to General Body members; the approved report shall be presented to the General Body at its annual meeting in November. The Board shall not appoint or permit any Auditor to serve for more than three (3) consecutive years.

ARTICLE VI: ASSETS, LIABILITIES, AND RECORDS

- 1) The Board shall administer assets and liabilities of the GNFA.
- 2) The Board, through its "Records Keeper" shall maintain original documents such as land records, legal documents, deeds of title, inventories, construction permits, financial records, accounting records, minutes of meetings of the Board and General Body, membership lists from prior years and minutes of all Committees including their electronic copies. The Board shall identify which records shall be maintained indefinitely and which ones for specified periods.
- 3) The "Records Keeper" may be an independent contractor, or an employee of

GNFA.

- 4) No member of the Board shall, however, be personally held responsible for any liability of the GNFA, except for his or her intentional acts. No part of net earnings of GNFA shall inure to the benefit of, or be distributable to its members, Trustees, officers to other private person(s) except that the GNFA shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in ARTICLE II of the Constitution thereof. No substantial part of the activities of GNFA shall be carrying on propaganda, or otherwise attempting to influence legislation, and that GNFA shall not participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision for these articles, the GNFA 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 of 1954 (or the corresponding provision of any future United States Internal Revenue law), or (b) by organization contributions which are deductible under Section 170(C)(2) of the Internal Revenue Code of 1954 (or corresponding provision of any future United States Internal Revenue law).

ARTICLE VII: VOTING

- 1) All business, whether it be by the Board, various committees or General Body, shall be adopted by a majority vote of members present and voting, unless otherwise provided by the By-Laws.
- 2) All elections shall be by secret ballot unless they are unanimous or uncontested.
- 3) Applicants for Patrons shall be recommended by the Board through a secret ballot.
- 4) Approval in GNFA General Body of Patrons shall be by secret ballot, unless unanimous or uncontested.
- 5) No proxy shall be allowed under any circumstances.
- 6) No mail ballot shall be allowed for election.

- 7) Photo ID is required to vote at annual General Body election, without any exceptions.

ARTICLE VIII: NO CONFIDENCE MOTION

- 1) No Confidence Against Trustee: No confidence resolution(s) can be moved against any member(s) of the Board, with written endorsement of at least twenty-five percent (25%) of the voting General members. Such a resolution shall require for its passage the approval of two-thirds (2/3) majority of the members of the General Body present and voting.
- 2) No Confidence Against Office Bearer: A member of the Board can move a no-confidence motion against any office bearer with signatures of one-third (1/3) members of the entire Board on a petition. Such a resolution shall need a two-thirds (2/3) majority of the entire Board for its passage. Notwithstanding the passage of a resolution by the Board, such officer removed shall remain a member of the Board.
- 3) No Confidence Against Committee Member: A member of the Board can move a no-confidence motion against any Committee Member. Such a no confidence motion requires the signature of one-third (1/3) members of the entire Board on a petition. Such a resolution shall need a two-thirds (2/3) majority of the entire Board for its passage.

ARTICLE IX: AMENDMENT(S)

- 1) These Constitution and By-Laws can only be amended on the recommendations of the Board, by a two-thirds (2/3) majority of the General Body present and voting at a duly called meeting after written notice of two weeks embodying such amendment(s) has been given to all members stating the date, time and place of the meeting.
- 2) All proposed amendments shall be submitted in writing to Constitution and By-Laws committee with a copy to the Board. The Constitution and By-Laws Committee shall assemble the amendments and study the impact of various amendments and shall submit its recommendations along with the original proposed amendment to the Board for necessary action.

ARTICLE X: EFFECTIVE DATE

- 1) This Constitution and the Bylaws shall be effective January 1, 2017.

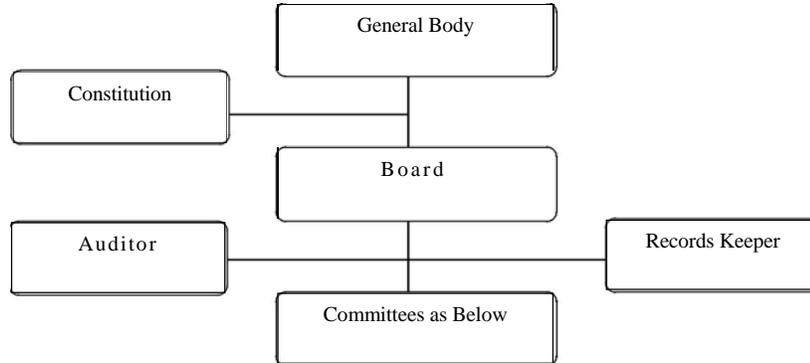
ARTICLE XI: ADMINISTRATIVE PROCEDURES

Two-thirds (2/3) of the Entire Board in good standing may approve administrative procedures within the jurisdiction of these bylaws, and change them from time to time at a duly called meeting.

Appendix II GNFA Organization Chart



Guru Nanak Foundation of America, Inc.
(A Non-Profit Tax Exempt Religious Organization)
12917 Old Columbia Pike, Silver Spring, MD 20904
Phone: 301-384-2133 www.gnfa.org



Committees:

- (1) Gurdwara Committee; seven Board member each for a one year term; Employees, and Visiting Jathas managed by Stage Secretary
- (2) Langar Committee coordinates and collaborates with the Gurdwara Committee; Nine members each for a three year term
- (3) Building Maintenance Committee coordinates and collaborates with Gurdwara Committee; Nine members each for a three year term
- (4) Membership Committee; Three members each for a three year term; Coordinator is Vice Chairperson

- (5) Youth Affairs Committee; Nine Youth members, for a one year term; Board representative is Vice Chairperson
- (6) Education Committee; Five members each for a Five year term; one member is a Board member
- (7) Finance, Resource, and Budget Committee; Five members each for a five year term; one of whom is a Board member, and one is trained in the financial field
- (8) Dharmik Committee; Five members each for a five year term, one of whom is a Board member
- (9) Sikh Affairs Committee; Five members each for a five year term; one of whom is a Board member
- (10) Newsletter and Website Committee; Six members each for a three year term; seventh member and Coordinator is PRO
- (11) Community and Cultural Affairs Committee; Nine members each for a three year term
- (12) Capital Projects Committee; Seven members each for a seven year term; of these, three are Board members, and two are technically qualified
- (13) Election Committee; One Board member and four non-Board members; each non-Board Member for a five year term.
- (14) Ethics and Discipline Committee; Five former Chairpersons each for a five year term
- (15) Constitution and Bylaws Committee; Five members, no current Board members, preference to be given to those admitted to a Bar association

Appendix III
Trustee Application Form



Guru Nanak Foundation of America, Inc.
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I am a member of GNFA, for more than two immediately preceding consecutive years; I have read the Constitution and By-Laws of GNFA; If elected, I will pledge in the presence of Sri Guru Granth Sahib, to abide by the same; I have served on the following committees during the periods indicated against each.

Committee	Duration
1	
2	
3	

I certify that I am capable of reading and writing English, and understanding minutes.

I shall attend any orientation course sponsored by the Board related to the procedures of the Board.

I agree to discharge my duties as a sworn trustee if elected.

Appendix IV Rules of Order



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These rules have been devised and appended to the By Laws to act as a guide in the proper and orderly conduct of meetings of the various components of the GNFA. Help has been taken from Robert's Rules of Order, originally, written by General Henry M. Robert and adopted by the British Parliament. In some form or another they have been adopted universally with some local changes. The Rules have also been adopted by the U.S. congress although some changes have been made. It is interesting to note there are differences in the Rules followed by the Senate and the House of Representatives. They are meant for democratic conduct of meetings so that all voices are heard and all members can participate in decision making process.

I. Primary Rule: Only one Principal or Main Motion at a Time;
All business is brought before a meeting by a motion or a resolution, a report of a committee or a communication. A written motion is made by a member and seconded by another member; the Chair reads the motion and asks, "Are there any remarks?" (At this point the motion becomes a question and from here on the terms "motion" and "question" are considered synonymous.) The maker of the motion speaks and gives arguments for the motion. Then it is open to discussion and every member speaks once only unless some member does not want to and gives his/her time to a member who has spoken already.

A "resolution" is similar to a motion and is treated as such. A "resolution" usually has a preamble or introduction and is much more descriptive with several paragraphs, starting with "Whereas" and ending with "Therefore, be it resolved". A resolution is presented in writing.

When a main motion is before the assembly it must be voted up or down or disposed off before going to the next business.

Any motion must conform to the By Laws of the GNFA. The Chairman should know the rules — when motions can be made, amended, debated, order of precedence, whether they require a majority or two-thirds vote, etc.

II. Classes Of Motions:

1. Main motion: This introduces the main subject to the assembly but is introduced only when no other motion is before the assembly. It also yields to a privileged, subsidiary or incidental motion.
2. Subsidiary Motion: Affects or changes the main motion. It can be made by any member. It needs a second and a simple majority to be accepted. A subsidiary motion supersedes the main motion for the time being and must be dealt with before action can be taken on the main motion. However, subsidiary motions must yield to Privileged and Incidental motions.
3. Privileged motion: Most urgent business not relating to the business at hand. Motion to adjourn is one of these.
4. Incidental Motion: This is a question of procedure arising out of other motions and must be considered and disposed of by a 2/3 majority of members present and voting before the main motion. One of the examples would be "I move to suspend the rules of order for the purpose of ----"

III. Order Of Business At A Meeting:

1. Call to order. Chair calls the meeting to order as the secretary informs that there is a quorum.
2. The minutes of the previous meeting(s) are discussed and approved with any modifications if necessary.
3. Old business. Any unfinished business from the previous meeting(s).
4. Officer's report, usually treasurer or any other.
5. Committee reports.
6. New Business. The Agenda is predetermined and circulated by the secretary in consultation with the Gurdwara committee. At the beginning of the meeting and before the discussion of the Minutes, the chair adds any other items and entertains additions to the agenda from the assembly. These items are placed on the agenda in the order they are presented.
7. Adjournment, by the chairman if the time of adjournment was predetermined either by the notice of the meeting or by a motion from the floor.

IV. How To Make A Motion:

1. Obtain the floor by being recognized by the chair.

2. State clearly and concisely your motion in preferably positive form and not in negativity i.e., "I move that we ----" and not "I move that we do not--".
3. The Chair restates the motion and says "It is moved and seconded that we ---". Technically the motion becomes a "question".
4. The motion is the property of the assembly and you cannot change it without the consent of the assembly.
5. Explain and expand on your motion as the Chair requires you to do.
6. The chair opens the motion for the assembly to discuss and debate.
7. Mover of the motion is the last speaker to answer any questions or present any clarifications necessary.
8. Putting the question. The Chair asks "Are you ready for the question?" If there are no more speakers, a vote is taken.
9. The voting is according to the By Laws of GNFA.
10. Motion to refer to a committee may be a main or subsidiary motion.
11. A motion to table a motion is a subsidiary motion that can be subsequently revised by a simple majority.
12. A motion to postpone indefinitely is a subsidiary motion that can be subsequently revised by a simple majority.

V. Suggestions:

1. Make motions that are in order.
2. Obtain the floor properly.
3. Speak clearly and concisely.
4. Obey the rules of debate.
5. Most of all, be courteous. That is always in ORDER.

VI. By Way Of Emphasis:

1. Motions that can interrupt a speaker are:
 A call for the orders of the day. A point_ of order.
 A question of privilege.
 A question of quorum.

2. For the following categories of motions, guidelines can be obtained from the book Robert's Rules of Order.
 - a) Motions that cannot interrupt a speaker without his/her consent but may interrupt the proceedings.
 - b) Motions that do not require a second i.e. point of order.
 - c) Motions that cannot be amended i.e. Adjourn.
 - d) Motion that cannot be debated i.e. Adjourn.
 - e) Motions requiring a two-thirds vote. These are defined in the By Laws of the GNFA. In instances where there is no clear definition in the By Laws then Robert's Rules can give a clear guideline.

VII. Voting Methods:

These are defined in the By Laws of the GNFA.

VIII. Know your Constitution and the By Laws. If any rules or order are not clear reference may be made to the latest available edition of the Roberts Rules of Order.

**Appendix V:
Voting Sheet**

To be used except for Board or Bylaws approved secret ballot.



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Date			
Motion:			
	For	Against	Abstain
Trustee 1 <Name>			
Trustee 2 <Name>			
Trustee 3 <Name>			
Trustee 21 <Name>			

Appendix VI: Motion Sheet



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<p><i>Motion By:</i> _____</p> <p><i>I move that:</i> _____</p> <p><i>Signature of Mover:</i> _____</p> <p><i>Amendment By:</i> _____</p> <p><i>Seconded By:</i> _____</p> <p><i>Amendment Vote: For: Against: Abstain:</i></p> <p><i>Main Motion Vote: For: Against: Abstain:</i></p> <p><i>Secretary's Signature:</i> _____</p> <p><i>Meeting Date:</i> _____</p>	<p><i>Seconded By:</i> _____</p> <p><i>Signature of Seconder:</i> _____</p> <p><i>Signature:</i> _____</p> <p><i>Signature:</i> _____</p> <p><i>Chairman's Signature:</i> _____</p> <p><i>Time:</i> _____</p>
--	---

**Appendix VII:
Oath**



Guru Nanak Foundation of America, Inc.
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O a t h

I, _____ do solemnly swear, in the presence of Guru Granth Sahib,
that I will support the Constitution and Bylaws of the Guru Nanak Foundation of
America, Inc., as amended from time to time, and that I will faithfully discharge the
duties of a Trustee to the best of my abilities.

Appendix VIII: DEFINITIONS



Guru Nanak Foundation of America, Inc.
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“ADJOURN” means ending the meeting. Business halts at the point when the meeting is adjourned.

“BOARD” means the Board of Trustees of the Guru Nanak Foundation of America, Inc.

“GENERAL MEMBER” includes senior members, life members, patrons, and honorary patrons.

“GURDWARA COMMITTEE” means the Management Committee of the Guru Nanak Foundation of America,

“QUORUM” means the minimum number of members of a Committee, Board, or General Body, that must be present to conduct business in accordance with specified Quorum requirements in the Constitution and Bylaws. .

“SIMPLE MAJORITY” means majority of those present and voting. For example, a meeting may have twenty (20) Board or Committee members in good standing present. If five (5) members abstain from voting a simple majority of the remaining fifteen (15) members present and voting required to pass a motion is eight (8) members.

“MAJORITY OF ENTIRE BOARD” or COMMITTEE means a simple majority of the membership in good standing, regardless of whether they are present or not. For example, a simple majority of the entire Board of Twenty One (21) members means eleven (11) members must vote for a motion to pass regardless of whether Twenty One (21) members in good standing are attending the meeting or not.

“TWO-THIRDS MAJORITY OF ENTIRE BODY” means two-thirds of the entire membership in good standing of the Board or Committee, regardless of whether they are present or not. For example, a two thirds majority of the entire Board of Twenty One (21) members means fourteen (14) members must vote for a motion to pass regardless of whether Twenty One (21) members in good standing are attending the meeting or not.

“IN GOOD STANDING”: means in compliance with GNFA CONSTITUTION and BY LAWS, enjoying good reputation in GNFA and in the community, and without any stigma.

“NOTICE DATE” is the postmark date of the notice which is required to be mailed, postage prepaid, by first class mail.

“NOTICE:” means a written or oral information or advice intended to apprise a person of some proceeding in which his/her interests are involved.

“CONTINUED” means a meeting will continue without the notice requirements except for absent persons, but subject to quorum requirements.

“IMMEDIATE FAMILY” is defined as parent, natural or adopted children, or siblings living in the same household

“ONE WEEK” is defined as seven calendar days, and not as five working days.