

JAI UMIYA MATAJI
BY LAWS
LALCHUDA KADVA PATIDAR SAMAJ OF NORTH AMERICA

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(LKPS By-Laws are drafted by Raj Patel, with much assistance from Ranchhodbhai, Sitarambhai, Subhasbhai, Natavarbhai and many other members of our community. This is a first draft and we would very much appreciate your comments, suggestions. Please mail your comments to Raj Patel, 1330 Lucy Drive, Blue Bell, PA, 19422 or e-mail them at . Thank you)

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ARTICLE I
NAME

The name of this corporation shall be: _____
(hereafter known as LKPS).

ARTICLE II
NOT-FOR-PROFIT CORPORATION

The corporation is a corporation as defined in Chapter ___ of the Law of the State of _____
(Members representative will decide which state to register).

ARTICLE III
PURPOSES

- 1) The purposes of the corporation as formed are:
 - a. To bring together the persons interested in preserving and promoting the culture, customs and heritage of Shree Lal Chuda Kadava Patidar Samaj (Originally from Gujarat State but some members have migrated to various parts of India and other parts of world including North America).
 - b. To organize events, meetings, conventions, and develop charitable, cultural, religious and educational activities for the interest of its members.
 - c. To foster friendship and understanding among its members and those of other ethnic, religious and national origin.
 - d. To provide and secure means from members and other resources for educational and medical needs of needy and deserving members of the community in North America and India.
 - e. To educate its members particularly the youth about the Kadava patidar's traditions, culture.
 - f. Promote harmony and continued cultural exchanges between Kadava patidar generations in North America, India and other parts of world.
 - g. Keep members up to date with the latest social events in the community via Internet.
 - h. To address members concerns via the work groups, task forces and advisory committees.

- 2) No part of the net earnings of this corporation shall inure to the benefit of any office holder, director or member. The property of this organization is irrevocably dedicated to charitable purposes and upon dedication, dissolution or abandonment of this organization, after

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providing for the debts and obligations thereof, the remaining assets will not inure to the benefit of any office holder, director or member, but will be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes and which will establish its tax-exempt status under section 501(c) (3) of the Internal Revenue Code of 1954.

ARTICLE IV
DURATION

The period during which this corporation is to continue as a corporation is perpetual.

ARTICLE V
ADDRESS

As Designated by the Member's representatives

As required by the State in which this organization will be eventually registered.

ARTICLE VI
MEMBERSHIP

1. Membership shall be open to all persons over the age of **18 Years** and who has a family background from Shree Lal Chuda Kadava Patidar Community from South Gujarat, India.
2. Annual dues for membership in LKPS will be ten U.S. Dollar and will be adjusted annually by the board of directors depending on the expenses of the organization. Membership fee will be due and payable on the 30th day of the first month of each year. Under 18, children of the a member will not be charged membership dues.
3. Only paid members are eligible for voting rights in the election for Board of Directors.
4. Life Membership will be awarded to those individual(s) who meet the criteria defined in this article and will contribute at minimum of \$1,500 for a single person or \$2,500 for husband and wife. Life members will be exempted from the annual membership fees.
5. Each paid member shall be entitled to one vote.
6. Membership or any rights arising from it are non-transferable.

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7. A member may resign at any time. The resignation of a member does not relieve the member from any obligations he/she may have to The Society for dues, assessments or fees. No member may avoid liability for dues assessments or dues if the member owes them as a condition of or by reason of the membership. Any member who has resigned must reapply for membership in future at any time.
8. There shall be no charter members.
9. **SUSPENSION, EXPULSION OF MEMBERSHIP.** (This does not apply to termination due to nonpayment of dues.) : A member may not be expelled or suspended except pursuant to a procedure that is fair and reasonable and carried out in good faith. Only all board members voting in favor of it can do this. No exceptions. A procedure is fair and reasonable when it is taking into consideration all of the relevant facts and circumstances.
10. **TERMINATION OF MEMBERSHIP:** Members shall be in default if dues are unpaid for 120 days or more. Reinstatement of membership will be accepted upon payment of all back dues without reapplying. Member will not be eligible to either vote or bear an office during this "default" period.

ARTICLE VII
BOARD OF DIRECTORS

1. The affairs of this corporation shall be under the control of a Board of Directors consisting of at least **eleven (11)** and not to exceed **fifteen (15)** persons, all of who will be the current members of this organization and will continue to be such during the term as board of director.
2. Board members will be all volunteers and non-paid personnel of this organization.
3. To be eligible as board of directors, individual must be a good standing member of this organization.
4. **Board of directors must include at minimum three female and three male members between the ages of 18 to 30 years.**
5. Members shall elect the directors for 2-year terms. No member can serve more than one term.
6. Members of the Board of Directors shall be representative of the Shree Lal Chuda Kadava Patidar community of South Gujarat or their relatives.
7. The duties of the Board of Directors shall be to establish the general policies of the corporation and to manage the business and affairs of the corporation.

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8. Meetings of the members and directors of the organization may be held within or without this state. The directors may designate any place or places where the members' or directors' meetings may be held.

ARTICLE VIII
MEETINGS OF THE BOARD

1. Meetings of the Board of Directors of this corporation shall be held once per year and additional meetings may be held on the call of the president or, if he/she is absent or unable to attend, by any officer, or by any five (5) of the directors.
2. Notice of any meetings of the directors, regular or special stating the time, date and place it is to be held shall be served either personally, or by mail or email or telephone, upon each director not less than 2 weeks before the meeting. The notice of any special meeting shall state the purpose or purposes of the proposed meeting. Business transacted at all special meetings shall be confined to the subjects stated in the call and related matters.
3. The presence in person of not less than seven directors is requisite to hold a meeting and shall constitute a quorum for official action by the directors of this corporation.
4. Members of the Board of Directors or any committee designated by the board may participate in a meeting by means of a telephone conference or similar method of communication by which all persons participating in the meeting can hear each other. Participating in a meeting pursuant to this subsection constitutes presence in person at the meeting.
5. Minutes of the board meeting will be posted on website when technically possible.

ARTICLE IX
OFFICERS

1. The Board of Directors shall elect the charter officers of this organization with simple majority (over 50 percent). Candidate for the officer must be a board member before being eligible for an officer. Officers will consist of a president, vice president, secretary and treasurer. All officers shall hold office for a maximum of 2 years or until their term as board member expires.
2. To keep the continuity of the organization, current officers will continue until the successors are elected and qualify.
3. The president, or in his/her absence, the vice president, shall preside at all meetings of members and of the Board of Directors and shall perform the duties usually devolving upon a presiding officer.
4. Secretary shall attend all meetings of the Board of Directors and all annual and special meetings of members and shall act as clerk of each meeting, recording all votes and the

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minutes of all proceedings and shall perform like duties for any committee of members if so required by resolution at any annual or special meeting of members. The secretary shall give notice of all meetings of members, shall give notice of meetings of committees and of all Board of Director meetings. The President shall have custody of the original copy of the bylaws and all amendments thereof. Secretary will be responsible to look after day-to-day activities and be responsible to act on the decision made by the board of directors.

5. Treasurer shall have custody of all the funds and securities of the corporation and shall keep full accurate accounts of receipts and disbursements in books belonging to the corporation and shall deposit all money and other valuables in the name and to the credit of the organization in such depositories as may be designated by the Board of Directors. The treasurer shall disburse the funds of the corporation as may be ordered by the Board of Directors at the regular meetings of the board, or whenever they may require it, an account of all transactions and all financial holdings of the corporation.
6. One board member, other than officers will be designated "Slate-Holder" by other board members and will organize elections and count ballots. Nominations will be solicited from the general membership for membership to the Board of Directors and officers. Nominations must have the prior approval of the nominee.

ARTICLE X
MEETINGS, NOTICES, QUORUM

1. The bi-annual meeting of the general members of this corporation shall be held at a location and such day and hour as the board of directors determine with majority votes.
2. No special meetings of the general members for any purpose or purposes may be called.
3. Notice of any meeting of the members, annual or special, stating the time, date and place where it is to be held can be served by e-mail, facsimile or general announcements on website.
4. The presence in person of half of the registered members shall constitute a quorum at all meetings of members for the election of directors or for the transaction of other business except as otherwise provide by law or by these bylaws.
5. Any action by a majority of members where a quorum is present shall be the action of the membership of this corporation.
6. Any action, which may be taken by the vote of members at a meeting, may be taken without a meeting if authorized by the written consent of members holding at least a majority of the voting power.
7. Members' proxies: No member will be allowed to designate another person to act as a proxy.

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8. A member must be present at the meeting to vote on any resolution unless solicited explicitly via by the majority of board members via Internet, email or facsimile.

ARTICLE XI
COMMITTEES

1. In addition to electing the officers (executive committee) of the corporation, The Board of Directors by a resolutions approved by the majority of the Board in attendance at the meeting, may appoint from among the Directors or general members one or more standing committees, task forces, and other work groups. At least one member of each committee, task force, workgroup, or other groups shall be a Board of Directors. The term of all these committees will expire with the term of board of directors. Any act of any of these committees or work group which has members who are not Directors shall be Advisory, and not bind the Board or the Corporation and shall be subject to Board approval. Any committee, task force, workgroup or other group, to the extent provided in the resolution shall have and may exercise the authority of the Board, except that no committee, task force, workgroup or other groups shall:
- a. Amend the certificate of Incorporation;
 - b. Make, alter or repeal any bylaw of the Corporation;
 - c. Elect or appoint any officer or Directors, or remove any officer or Directors; or
 - d. Amend or repeal any resolution previously adopted by the Board; or
 - e. Submitted to the members of the committee any action that requires a Board approval.
2. The Board, by a resolution adopted by simple majority of the Board of Directors in attendance at the meeting, may:
- a. Fill any vacancy in such committee, task force, work group, or other group;
 - b. Appoint one or more persons to serve as alternate members of any such committee, task force, work group or other group to act in the absence of disability of members with all the powers of such absent or disabled members of a committee, task force, workgroup or other group.
 - c. Aabolish any such committee task force, workgroup, or other group at its pleasure; or
 - d. Remove any member of such committee, task force, workgroup or any other group at any time, without cause.
3. A majority of each committee and other such groups shall constitute a quorum for the transaction of business and the actor of the majority of the committee members present at the meeting in which the quorum is present shall be the act of such committee. Each committee or other groups shall appoint from among its members a chairperson, in which case in the event of a vacancy in the chairperson, the Board shall fill the vacancy.
4. Action taken at a meeting of any such committee and other groups shall be kept in a record of its proceedings with shall be reported to the Board at its next meeting following such committee meeting.

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ARTICLE XII
FISCAL YEAR

The **fiscal year** of the Corporation shall be July 1 to June 30 [or the calendar year, January 1 to December 31 or any other twelve (12) month period.

ARTICLE XIII
AMENDMENTS TO THE BY-LAWS

These by-laws may be altered, amended or repealed by a vote of two thirds of the members of the entire Board. Written notice of any such bylaw change to be voted upon by the Board shall be given not less than fourteen days prior to the meeting in writing at which such change shall be proposed.

ARTICLE XIV
CONFLICTS OF INTEREST

1. Members of the board or committees shall not vote on any matter in which they have an actual or perceived, disclosed or determine the conflict of interest in the result of or are otherwise prohibited from voting by law. The abstaining person or persons shall be counted towards a quorum for meetings and may participate in discussions. No contract or other transaction between the Corporation and one or more of its Directors or Officers, or between the Corporation and any other Corporation, firm, association or other entity in which one or more of its Directors or Officers, are director or Officers, or have a substantial personal, professional, political or financial interest, shall be approved by a vote of the Board or any committee thereof if such Directors or Directors or officer or Officers, (hereinafter interested "Directors" or "officer") are present at the meeting of the Board, or of a committee thereof, which authorizes such contacts or transaction, or his or her votes are counted for such purpose, Unless the material facts as to such Trustee's or officer's Interest in such contract or transaction and as to any such common Directorship, Officership or personal, Professional, political or financial interests are disclosed in a good faith or are known to the Board or committee, and the board or committee authorizes such contract or transaction by unanimous written consent, provided at least one Directors so consenting is disinterested, or by a majority vote without Counting the vote or votes of such interested Directors or officer even though then disinterested Directors is less than a quorum.
2. Compensation: No member of the Board or non Directors member of committees shall receive any fee, salary or remuneration of any kind for their services in such capacities, provided, however, that Directors and Officers may be reimbursed for reasonable expenses incurred with the approval of the Board upon presentation of vouchers.

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ARTICLE XV
ADDITIONAL PROVISIONS

- 1. Dissolution:** Upon decision after payment of all debts, no part of the remaining assets may be distributed to any Directors member of order other Officers of the Corporation but Shelby distributed in accordance with the law, provide dead, however that the distribution must be to another organization exempt under the provision of section 501 (C) (3) of the United States Internal Revenue Code or to the United States, or a state or local government, for public purpose. Any assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the augmentation is then located, exclusively for such purpose.
- 2. Indemnification of Officers and Directors:** The Corporation shall indemnify every corporate agent as defined in, and to the extent permitted by the States (State of incorporation) Nonprofit Corporation Act and to the full extent otherwise permitted by law.
- 3. Compensation:** There shall be no compensation for any of the officers, Board of Directors, Committee members or work group members.
- 4. Deposit of Funds:** All funds of the Corporation not otherwise employed shall be deposited in such banks, trust companies other reliable depositories and under such terms as the Board of Directors from time to time may determine.
- 5. Checks:** All checks, drafts, endorsements, notes and evidence of indebtedness of the Corporation shall be signed by such offices, agents or staff of the Corporation and in such manner as the Board of Directors from time to time may determine. Endorsements for deposits to the credit of the Corporation shall be made in such manner as the Board of Directors from time to time may determine.
- 6. Loans:** No loans or advances shall be contracted on behalf of the Corporation and no note or other evidence of indebtedness shall be issued in its name, unless and except has authorized by the Board of Directors. Any such authorization may include authorization to pledge, as security for loans or advances so authorized, any and all securities and other personal property at any time held by the Corporation subject to grant requirements. The Corporation shall make no loans to any Directors or officer. However the Corporation with significant funds may have continuing resolution of the Board for lines of credit for the Corporation to an amount certain to cover delays in grants.
- 7. Contracts:** The President or any other Officers specifically authorized by the Board of Directors may, in the name of and on behalf of the Corporation, enter into those contracts or execute and deliver those instruments to the extent authorized by the Board of Directors. Without the authorization of the Board of Directors, no officer, staff or other agent of the Corporation may enter into any contract or execute and deliver any instrument in the name and on behalf of the Corporation. The Executive Director is expressly authorized to enter in

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to and signed grants contracts wherein the Board approved the application for the grant and so inform the Board at the next meeting.

8. **Non-Discrimination:** The Directors, offices, committee and other group members, employees and persons served by this Corporation shall be selected entirely on a non-discriminatory basis with respect to age, race, sex, hit the city, religion and national origin.
9. **Force and Effect of By-laws:** These by-laws are subject to the provisions of the State of In corporation's Non-profit Corporation Act [The "Act"] and the Certificate of Incorporation as they may be amended from time to time. If any provision in these by-laws is inconsistent with a provision in the Act, Federal law or the certificate of Incorporation shall govern to the extent of such inconsistency.
10. **Lobbying:** The **LALCHUDA KADVA PATIDAR SAMAJ OF NORTH AMERICA LKPS - Inc.** Corporation shall not participate in or intervene in any political campaign on behalf of a candidate for public office.

I, _____ being Secretary of LKPS-Inc, Non-profit Corporation here by certify that the foregoing by-laws of the LKPS Corporation consisting of _____ pages as approved at the duely called a meeting on _____ at Greensboro, North Carolina.

Secretary, Board of Directors, LKPS

Date

(LKPS By-Laws are drafted by Raj Patel, with much assistance from Ranchhodbhai, Sitarambhai, Subhasbhai, Natavarbhai and many other members of our community. This is a first draft and we would very much appreciate your comments, suggestions. Please mail your comments to Raj Patel, 1330 Lucy Drive, Blue Bell, PA, 19422 or e-mail them at _____ . Thank you)