



Missouri Ganesha Temple

Registered: **Missouri Hindu Temple MO TAX ID 82-2903068**

(A NON-PROFIT CORPORATION IN THE STATE OF MISSOURI)

CONTENTS OF INITIAL BYLAWS

Article

ARTICLE ONE – CORPORATE CHARTER AND OFFICES

CORPORATE CHARTER PROVISIONS

The activities of Missouri Hindu Temple shall be performed per the directions of the Founder & Chairman of the Board and the President of the Board.

Manjula Hemmanur is the Founder & Chairman of the Board.
Sivasankar Hemmanur is the President of the Board.

Each provision of the Corporation's charter shall be observed until amended by restated Articles or Articles of Amendment duly filed with the Missouri Secretary of State.

1.02 REGISTERED OFFICE AND AGENT – REQUIREMENT OF FILING CHANGES WITH SECRETARY OF STATE

The address of the registered office provided in the articles of Incorporation, as duly filed with the Missouri Secretary of State, is:
813 Sulphur Spring Ct,
Manchester,
Missouri 63021

The name of the registered agent of the Corporation at such address, as set Forth in its Articles of Incorporation, is:

Sivasankar Hemmanur

The registered agent or office may be changed by filing a statement of Change of Registered Agent or office or Both with the Missouri Secretary of State, and not otherwise. Such filing shall be made promptly with each change. Arrangements for each change in registered agent or office shall ensure that the Corporation is not exposed to the possibility of a default judgment. Each successive registered agent shall be of reliable character and well informed of the necessity of immediately furnishing the papers of any lawsuit against the Corporation to its attorneys.

1.03 INITIAL BUSINESS OFFICE

The address of the initial principal office of the Corporation is hereby established as:

813 Sulphur Spring Ct,
Manchester,
Missouri 63021

The Corporation may have additional business offices within the State of Missouri or Outside of Missouri, as the Board of Directors may designate of the business of the Corporation may require.

1.04 AMENDMENT OF BYLAWS

The Board of Directors may alter, amend, or repeal these Bylaws, and adopt new Bylaws. All such Bylaw changes shall take effect upon authorization and approval by both the founder and the chairman of the Board of Directors.

ARTICLE TWO – CORPORATE CHARTER AND OFFICES

2.01 POWERS

The business and affairs of the Corporation and all corporate powers shall be exercised by or under authority of the Founder and the Chairman of the Board of Directors, subject to the limitations imposed by law, the Articles of Incorporation, and these Bylaws.

2.02 VACANCIES

Vacancies on the Board of Directors shall exist upon:

(a) a declaration of vacancy under Section 2.02(a) of these Bylaws (b) an increase in the authorized number of Directors, or (c) the death, resignation, or removal of any Director.

2.02(a) DECLARATION OF A VACANCY

Founder & Chairman of the Board and/or the President may declare the office of a Director vacant if the Director is adjudged incompetent by a court; is convicted of a crime involving moral turpitude; or fails to accept the office of Director, either by a letter of acceptance of by attending a meeting of the Board of Directors within thirty (30) days of notice of election.

2.02(b) FILLING VACANCIES

The Founder & Chairman and/or the President of the Board of Directors shall fill all Vacancies. Vacancies reducing the number of Directors to less than three shall be filled before the transaction of any other business.

2.03 REMOVAL OF DIRECTORS

The Founder & Chairman and/or the President of the Board of Directors may remove any individual Director.

2.04 ACTION BY CONSENT OF BOARD WITHOUT MEETING

Any action required or permitted to be taken by the Board of Directors may be taken without a meeting & approved by Founder & Chairman of the Board and shall have the same force and

effect as a unanimous vote of Directors if all the Directors consent to the action in writing. Such consent may be given individually or collectively.

2.05 PLACE OF MEETINGS

Meetings of the Board of Directors shall be held at any place within or without the State of Missouri as may be designated by the Board.

2.06 REGULAR MEETING

Regular meetings of the Board of Directors shall be held at any repeating times as the Directors may designate.

2.07 CONDUCT OF MEETING

The Founder & chairman of Board of Directors shall chair all meetings of the Board of Directors. In the Chairman's absence, his or her appointee shall preside.

2.08 NUMBER OF DIRECTORS

The number of Directors of this Corporation shall be Nine (9), none of whom need be residents of Missouri. The number of Directors may be increased or decreased as deemed essential by the Chairman of the Board of Directors from time to time by amendment of these Bylaws. Any decrease in the total number of Directors shall not have the effect of reducing the total number of Directors Below Two, nor of shortening the tenure, which any incumbent Director would otherwise enjoy. Three of the directors would be members of the Core Voluntary Committee (defined below) selected on a rotational basis for a 1 year term.

2.09 TERM OF OFFICE

Directors shall be entitled to hold office until removed or their successors are selected and qualified.

2.10 COMPENSATION

Directors as such shall not receive salaries for their services, but by resolution of the Board of Directors a fixed sum plus expenses of attendance, if any, may be paid to Directors for attendance at each meeting of the Board. This policy does not preclude any Director from serving the Corporation in any other capacity and receiving compensation for such additional service.

2.11 INDEMNIFICATION OF DIRECTORS AND OFFICERS

The Corporation shall indemnify all officers, Directors, employees, and agents to the extent required by law. The Board of Directors may, by separate resolution, provide for additional indemnification as allowed by law.

2.12 INSURING DIRECTORS, OFFICERS AND EMPLOYEES

The Corporation may purchase and maintain insurance, or make any other arrangement, on behalf of any person as permitted by the Missouri Non-Profit Corporation Act, whether or not the Corporation has the power to indemnify that person against liability for any acts.

2.13 PROXIES

A Director may vote in person or by proxy executed in writing. No proxy shall be valid after three months from the date of its execution. Each proxy shall be revocable unless expressly provided therein to be irrevocable and otherwise irrevocable by law.

2.14 INITIAL OFFICERS

Following individuals are the initial Directors of the Board.

- 1) Mrs. Manjula Hemmanur is the Founder & Chairman of the Board.
- 2) Mr. Sivasankar Hemmanur is the President of the Board.
- 3) Ms. Dhaatri Sangaraju
- 4) Mr. Vinay Nethi
- 5) Mr. HH Shastry
- 6) Mr. Bhaskaran Janardhan (in addition to being a compensated employee of MGT)
- 7) Ms. Sukanya Chidhambaram, Core Volunteer
- 8) Mr Kesavaraj Annadorai, Core Volunteer
- 9) Ms Anupama Vijayaraghavan, Core Volunteer

ARTICLE THREE – EXECUTIVE COMMITTEES

Founder & Chairman or the President of Board will appoint an executive committee, also called Core Voluntary Committee. The Core Voluntary Committee will run the day-to-day business & activities of Missouri Hindu Temple, Inc. Those activities and the powers will be further defined once the new committee is formed and approved by Chairman of the Board. Three members of the Committee will be selected to be part of the Board of Directors for a term of 1 year term. New members of the Core Voluntary Committee are appointed by the President on the basis of the support they provide for the activities of the temple on the advice of the existing Core Voluntary Committee.

ARTICLE FOUR – AUTHORITY TO EXECUTE INSTRUMENTS

4.01 NO AUTHORITY ABSENT SPECIFIC AUTHORIZATION

These Bylaws provide certain authority for the execution of instruments. The Board of Directors, except as otherwise provided in these Bylaws, may additionally authorize any officer(s) or agent(s), to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation. Such authority may be general or confined to specific instances. Unless expressly authorized by these Bylaws or the Board of Directors, no officer, agent, or employee shall have any power or authority to bind the Corporation by any contract or engagement nor to pledge its credit nor to render it liable pecuniarily for any purpose or in any amount.

4.02 EXECUTION OF CERTAIN INSTRUMENTS

Formal contracts, promissory notes, deeds, deeds of trust, mortgages, pledges, and other evidence of indebtedness of the Corporation, other corporate documents, and certificates of ownership of liquid assets held by the Corporation shall be signed or endorsed by the President and by the Secretary or the Treasurer, unless otherwise specifically determined by the Board of Directors or otherwise required by law.

ARTICLE FIVE – CORPORATE RECORDS AND ADMINISTRATION

5.01 MINUTES OF CORPORATE MEETINGS

The Corporation shall keep at the principal office, or such other place as the Board of Directors may order, a Corporate Record Book containing minutes of all meetings of the Corporation's Directors and committees. The minutes shall show the time and place of each meeting, whether the meeting was regular or special, a copy of the notice given or written waiver thereof, and, if it is a special meeting, how the meeting was authorized. The minutes of all meetings shall further show the proceedings and the names of those present.

5.02 BOOKS OF ACCOUNTS AND ANNUAL REPORTS

The Corporation shall maintain current true and accurate financial records with full and correct entries made with respect to all financial transactions, including all income and expenditures, in accordance with generally accepted accounting practices. Based on these records, the Board of Directors shall annually prepare or approve a report of the Corporation's financial activity for the preceding year. The report must conform to accounting standards as promulgated by the American Institute of Certified Public Accountants and must include a statement of support, revenue, expenses, and changes in fund balances, a statement of functional expenses, and balance sheet for all funds. All records, books, and annual reports of the financial activity of the Corporation shall be kept at its principal office for at least three years after the closing of each fiscal year and shall be available to the public for inspection and copying there during normal business hours. The Corporation may charge for the reasonable expense of preparing a copy of a record or report.

5.03 CORPORATE SEAL

The Board of Directors may at any time adopt, prescribe the use of, or discontinue the use of, such corporate seal as it deems desirable, and the appropriate officers shall cause such seal to be affixed to such documents as the Board of Directors may direct.

5.04 FISCAL YEAR

The fiscal year of the Corporation shall be as determined by the Board of Directors and approved by the Internal Revenue Service. The Treasurer shall forthwith arrange a consultation with the Corporation's tax advisers to determine whether the Corporation is to have a fiscal year other than the calendar year. If so, the Treasurer shall file an election with the Internal Revenue Service as early as possible, and all correspondence with the IRS, including the application for the Corporation's Employer Identification Number, shall reflect such non-calendar year election.

5.05 MANAGEMENT OF FUNDS

All institutional and endowment funds shall be handled pursuant to the Laws of the State of Missouri.

5.06 LOANS TO OFFICERS AND DIRECTORS

The Corporation shall not loan money to any of its Directors or Officers.

ARTICLE SIX – ADOPTION OF INITIAL BYLAWS

The foregoing bylaws were adopted by the Board of Directors on:

BOARD OF DIRECTORS

Sivasankar Hemmanur
President of the Board
[E-mail:hemmanurs@gmail.com](mailto:hemmanurs@gmail.com)
telephone:408-724-3577

BOARD OF DIRECTORS (CONTD)

Current List of Office Bearers

Board of Directors

- 1) Mrs. Manjula Hemmanur is the Founder & Chairman of the Board.
- 2) Mr. Sivasankar Hemmanur is the President of the Board.
- 3) Ms. Dhaatri Sangaraju
- 4) Mr. Vinay Nethi
- 5) Mr. HH Shastry
- 6) Mr. Bhaskaran Janardhan (in addition to being a compensated employee of MGT)
- 7) Ms. Sukanya Chidambaram, Core Volunteer
- 8) Mr Keshav Annadorai, Core Volunteer
- 9) Ms Anupama Vijayaraghavan, Core Volunteer

Core Volunteer Group

Finance and Inventory Management- Ms Sukanya Chidambaram and Ms anupama vijayaraghavan
Event Coordination and Operations- Ms anupama vijayaraghavan and Ms. Meera Saranathan

- 1) **Building and Maintenance Corodination-** Mr Keshavraj Annadorai and Ms Sukanya Chidambaram
- 2) **Prasadam and Kitchen Cordination-** Ms Nalini Narayanan, Ms. Harini Ganesh, Ms. Meera Saranathan
- 3) **Garland & Flowers coordination-** Ms. Mahitha N, Ms. Sukanya Chidambaram
- 4) **Youth group & Outreach-** Mr. Raghu Anantharaman, Ms. Nita Shah
- 5) **Temple Renovation & Fundrasing-** Ms. Meera Saranathan, Mr. Kesavaraj Annadorai, Ms. Anupama Vijayaraghavan