



---

CONSTITUTION OF THE VEERASHAIVA SAMAJA OF  
PENNSYLVANIA EAST

---

INCORPORATED April 2019



**SEPTEMBER 17, 2019**  
VSPE  
4298 Rexford Drive Bethlehem PA



---

## Table of Contents

<b>Revision:</b> .....	<b>4</b>
<b>Amendments:</b> .....	<b>5</b>
<b>Bylaws of the Veerashaiva Samaja of Pennsylvania East:</b> .....	<b>6</b>
<b>ARTICLE I – Name, Place of Worship, Office and Emblem</b> .....	<b>6</b>
Section 1: Name: .....	6
Section 2: Principle Place of Worship: .....	6
Section 3: Other Places of Worship: .....	6
Section 4: Office: .....	6
<b>ARTICLE II – Goals, Objectives, Mission and Emblem</b> .....	<b>6</b>
Section 1: Goals and Objectives: .....	6
Section 2: VSPE Mission: .....	6
Section 3: Non-compensatory Obligation: .....	6
Section 4: Non-Political Policy: .....	6
Section 5: Emblem of the Corporation: .....	7
<b>ARTICLE III – Corporate Membership</b> .....	<b>7</b>
Section 1: Requisite for the Membership: .....	7
Section 2: Membership fees:.....	7
Section 3: Termination of Membership: .....	8
Section 4: Resignation of Members:.....	8
Section 5: Reinstatement: .....	8
Section 6: Transfer of Membership: .....	8
Section 7: Elections: .....	8
Section 8: Meeting Notice: .....	8
Section 9: VSPE Announcements: .....	8
<b>Article IV - Corporate Members Meeting</b> .....	<b>8</b>
Section 1: Special Meetings: .....	8
Section 2: Place and Notice of the Meetings: .....	8
Section 3: Quorum: .....	8
Section 4: Conduct of Meetings: .....	9
<b>Article V - Board of Directors</b> .....	<b>9</b>
Section 1: General Powers: .....	9
Section 2: Board of Director Categories: .....	9
Section 3: Elected Directors:.....	9
Section 4: Appointed Directors: .....	10
Section 5: Filling the Vacancies: .....	10
Section 6: Resignations of officers.....	10
Section 7: Vacancy of all Elected Directors or all Officers: .....	10
Section 8: Removal:.....	10
Section 9: BOD Meetings:.....	11
Section 10: Special BOD Meetings: .....	11
Section 11: Voting: .....	11



---

Section 13: Attendance and participation .....	11
Section 14: The proxy-holding i .....	11
Section 15: Written Notice: .....	12
Section 16: Quorum:.....	12
Section 17: Required Vote:.....	12
Section 18:.....	12
Section 18: Action by Unanimous Consent:.....	12
Section 19: Committees: .....	12
Section 20: Compensation of Directors and Officers: .....	12
Section 21: Election Committee: .....	12
Section 22: VSPE Youth Committee:.....	12
<b>Article VI Officers.....</b>	<b>12</b>
Section 1: Designations:.....	12
Section 2: Election and Term of Office: .....	13
Section 3: Vacancies: .....	13
Section 4: Removal:.....	13
Section 5: President: .....	13
Section 6: Vice-President:.....	13
Section 7: Secretary: .....	13
Section 8: Treasurer:.....	14
<b>Article VII – Fiscal Year and Finance.....</b>	<b>14</b>
Section 1: Fiscal Year: .....	14
Section 2: Financial Responsibility:.....	14
Section 3: Auditing: .....	14
Section 4: Expenses: .....	14
Section 5: Approval:.....	14
Section 6: Spending Limit: .....	14
<b>Article VIII – General Body Meeting .....</b>	<b>14</b>
Section 1: Notice: .....	14
Section 2: Decision:.....	14
Section 3: Quorum: .....	14
<b>Article IX – Parliamentary Procedures .....</b>	<b>15</b>
Section 1: Procedure:.....	15
<b>Article X – Amendments to Bylaws.....</b>	<b>15</b>
Section 1: Process: .....	15
<b>Article XI – Dissolution .....</b>	<b>15</b>
Section 1: Procedure:.....	15
<b>Article XII Indemnification .....</b>	<b>15</b>
Section 1: Definitions: .....	15
Section 2: Indemnification of Directors and Officers:.....	15
Section 3: Indemnification of Employees and Agents: .....	15
<b>Article XIII Enabling Provision .....</b>	<b>16</b>
Section 1: Transfer of Assets/Assumption of Liabilities.....	16



---

Section 2: Members of the Corporation.....	16
Section 3: Initial Board of Directors.....	16
Section 4: Approval of Amendment to the Articles of Incorporation.....	16
<b>Article XIV - VSPE and other Centers .....</b>	<b>16</b>
Section 1: The VSPE may encourage.....	16
Section 2: The goal of associating VSPE.....	16
Section 3: Neither the VSPE Officers, .....	16
<b>EXHIBIT 1 .....</b>	<b>17</b>
<b>Executive Committee Application.....</b>	<b>17</b>



## Revision:

Revision	Date	Resource	Description of Updates
Version 0.1	03/22/2019	<ul style="list-style-type: none"><li>Siddaramanna Tumkur</li><li>Annappa Metgud</li></ul>	Original document based on Bylaws of VSPE and VSNJ/NY
Version 0.2	04/06/2019	<ul style="list-style-type: none"><li>Siddaramanna Tumkur</li></ul>	<ul style="list-style-type: none"><li>Updated Revision Section</li><li>Removed Reviewer Section – By Law needs to be reviewed and approved by all current participant of the community</li><li>Removed Board of Regent Section – As a small organization we may not need it now and could be added as we grow</li><li>Removed Provision of Chapters of VSPE – any new chapters open up with in Pennsylvania East would be part of the central VSNA and they could run as independent themselves. But such chapters should be approved by both VSNA and VSPE</li></ul>
Version 0.3	04/202019	<ul style="list-style-type: none"><li>Ashok Patil</li><li>Siddaramanna Tumkur</li></ul>	<ul style="list-style-type: none"><li>Ashok made changes to various references of VSNA / VSPE and other details.</li><li>Siddaramanna Reviewed it for acceptance and updated</li><li>Remaining things has to be discussed with the executive committee to make changes based on the comments from Ashok</li></ul>
Version 0.4	04/28/2019	<ul style="list-style-type: none"><li>Ashok Patil</li><li>Siddaramanna Tumkur</li><li>Annappa Metgud</li><li>Shiva Veera</li></ul>	<ul style="list-style-type: none"><li>Changes by the Executive Committee</li></ul>
Version 0.5	06/23/2019	<ul style="list-style-type: none"><li>Ashok Patil</li><li>Siddaramanna Tumkur</li></ul>	<ul style="list-style-type: none"><li>Reviewed Ashok’s comments and updated the document accordingly</li></ul>
Version 0.6	09/17/2019	<ul style="list-style-type: none"><li>Ashok Patil</li><li>Siddaramanna Tumkur</li></ul>	<ul style="list-style-type: none"><li>Reviewed BOD Members comments and Updated accordingly</li></ul>
Version 1.0	01/23/2023	<ul style="list-style-type: none"><li>Ashok Patil</li><li>Siddaramanna Tumkur</li></ul>	<ul style="list-style-type: none"><li>Revised Exhibit 1 Eligibility and Term Limits per BOD suggestions</li></ul>



---

## Amendments:

---

Revision	Date	Resource	Description
Original			

---



---

## Bylaws of the Veerashaiva Samaja of Pennsylvania East:

### ARTICLE I – Name, Place of Worship, Office and Emblem

**Section 1: Name:** The name of the religious corporation shall be Veerashaiva Samaja of Pennsylvania East as provided in the Articles of Incorporation. The religious corporation shall hereafter be referred as the “VSPE”

**Section 2: Principle Place of Worship:** The principal place of worship of the Religious Corporation shall be the residence of the president of VSPE until such time that an alternate site shall be established by the Corporation. (See Article VI for composition of Executive Committee)

**Section 3: Other Places of Worship:** The Religious Corporation shall have other place(s) of worship as approved from time to time by the Corporation's Board of Directors (BOD).

**Section 4: Office:** The business office of the Religious Corporation shall be the residence of the president of the VSPE until such time that an alternate location shall be established.

### ARTICLE II – Goals, Objectives, Mission and Emblem

**Section 1: Goals and Objectives:** The goals and objectives of the VSPE shall be preservation, promotion, and propagation of the Veerashaiva way of life and philosophy and also to incorporate and inculcate the Veerashaiva values of life and living in the day-to-day life of its members.

**Section 2: VSPE Mission:** The stated mission of the VSPE shall be to preserve, to protect and to propagate for the present and posterity and to instill, to imbibe and to impart the Lingayat (Veerashaiva) heritage, legacy and way of living and its universal values as exemplified in the pronouncements (Vachanas) of the Sharanas and to popularize, to practice the exalted principles of Dasoha and Kayaka through service to humanity at large.

**Section 3: Non-compensatory Obligation:** No member, officer, director shall receive any financial compensation or derive any financial benefit from such person's association with or work on behalf of the Religious Corporation. No part of the net earnings of the organization shall benefit any member, trustee, director, officer of the organization, or any private individual (except that reasonable compensation may be paid for services rendered to or for the organization), and no member, trustee or officer of the organization or any private individual shall be entitled to share in the distribution of any of the organization's assets on the dissolution of the organization.

**Section 4: Non-Political Policy:** The VSPE shall not involve or be made to involve itself in any political activities, whether in North America or abroad. No part of the activities of the organization shall be carrying on propaganda, or otherwise attempting to influence legislation, or participating in, or intervening in (including the publication or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office in North America or abroad.



**Section 5: Emblem of the Corporation:** The emblem (*as illustrated below*) of the Religious Corporation shall be composed of two concentric circles resulting into two rings; the space within the inner most circle shall display the Sri Jagathjyothi Basaveshwara in a blessing pose. The outer most ring shall carry the inscription "VEERASHAIVA SAMAJA OF PENNSYLVANIA EAST." The emblem of the VSPE shall be displayed prominently on all official documents and publications of the Religious Corporation; however, the absence of the emblem shall not affect the legality of the document provided such an act has been duly authorized by the Corporation. No change(s) shall be made in or to the emblem without the approval of Corporation's general membership.



## ARTICLE III – Corporate Membership

**Section 1: Requisite for the Membership:** All persons seeking membership in the VSPE shall embrace the goals and objectives of the Religious Corporation, the way of life and philosophy of the Veerashaiva religion. All persons shall be eligible for membership of the VSPE irrespective of their caste, creed, color, ethnicity and national origin. A person shall be considered a Member, after the full payment of the membership dues, and after approval by the BOD. The membership fee is determined by the BOD. The membership categories shall be: Life Membership, Annual Family Membership, Annual Individual Membership, and Annual Youth Membership.

- 1.1 Annual family membership:** includes parents and unmarried children younger than 29 years. This membership is entitled to one vote.
- 1.2 Youth membership:** Any individual between the age of 18 and 29 years can be eligible for this membership. This membership is entitled to 1 vote. Youth in a family need to register as youth members. All youths, shall be entitled to all the rights and privileges appertaining unto individual adult members provided they shall have paid their membership dues.
- 1.3 Individual membership:** Any person above the age of 29 years can be eligible for this membership. This membership is entitled to 1 vote.
- 1.4 Term of annual membership** is for 1 year from January 1 to December 31 of the calendar year. Voting rights continues as long as the membership is current.
- 1.5 Eligibility to Vote:** A bonafide member whose name is listed in the VSPE membership roster, annual or life-membership shall have one vote per membership. To be eligible to vote, a member shall have paid the stipulated membership dues at least three (3) months prior to the scheduled election voting date.
- 1.6 Life membership fee** is subject to change periodically as approved by BOD. Members making significant donations to the Samaja may be given life-membership status, at the discretion of BOD.

**Section 2: Membership fees:** All membership fees shall be determined by the Executive Committee.



---

**Section 3: Termination of Membership:** The membership of the Corporation shall be subject to revocation and/ or suspension by the Corporation for conduct unbecoming and detrimental to the goals and objectives of the Religious Corporation. Such action shall be duly approved by the affirmative vote of no less than a majority of the entire BOD. A person, whose membership has thus been revoked or suspended, shall not be entitled to receive a refund of her/his regular or life-membership dues paid to the Corporation. A disqualified member shall not be eligible to participate in the elections of the VSPE.

**Section 4: Resignation of Members:** A member shall have the option to resign, if he/she so chooses, by filing a written signed statement of resignation with VSPE's Secretary, However, the resignation shall not relieve the member of any and all previous financial obligations to the Corporation. The resignation shall not become effective unless and until such a member shall have fulfilled her/his financial obligations and responsibility to the Corporation. Only the BOD shall have the authority to grant a waiver of this financial obligation. A member, who has resigned from the Corporation, shall not be entitled to receive any refund of regular or life-membership dues paid to the Corporation.

**Section 5: Reinstatement:** Upon filing a written signed request for reinstatement by a former member with the Secretary, the BOD, by an affirmative majority vote, shall have the authority to reinstate the said member to full membership on the same terms as required of a new member. A reinstated member shall be eligible to participate in the elections of the VNSA and its chapters.

**Section 6: Transfer of Membership:** Corporation's membership shall neither be transferred nor assigned to another individual. Annual Member, however, shall have the privilege of becoming a Life member on the fulfillment of the eligibility requirements and financial obligations.

**Section 7: Elections:** All VSPE elections, shall be held pursuant to article V section 3, article VI section 2 and article VII section 1 respectively so that the newly elected individuals shall be able to attend the orientation course, on the proper governance and conduct of the VSPE administration, conducted after the election for the benefit of the incoming officers.

**Section 8: Meeting Notice:** A two-week e-mail notice of the impending meeting of the BOD instead of the 4-week postal notice shall be considered adequate, legal and proper.

**Section 9: VSPE Announcements:** All VSPE announcements including the elections published on the VSPE web-page and/ or included in the VSPE Newsletter shall be deemed as official communications.

## Article IV - Corporate Members Meeting

**Section 1: Special Meetings:** Special meetings of the members shall be called at any time for any specified purpose by a majority of the BOD. Such a request shall state the purpose or purposes of the requested meeting and the special meeting shall discuss only the specified item(s).

**Section 2: Place and Notice of the Meetings:** All members meetings of the corporation shall be held either at an agreed place in Pennsylvania or via conference calls as designated by the BOD.

**Section 3: Quorum:** The presence in person or by proxy of a majority of the members of the religious corporation shall constitute a quorum at all meetings of the members except as otherwise provided by



---

law, by the Articles of Incorporation, or by these Bylaws. If less than a quorum shall be in attendance at the time of the meeting, the meeting shall be adjourned by a majority vote of the members present or represented, without any notice other than the announcement being postponed for lack of the quorum.

**Section 4: Conduct of Meetings:** Meetings of the members shall be presided over by the president, or by the vice-president. In the absence of the president and vice-president, a person shall be elected to preside the meeting by the majority of the directors. The person presiding shall act as the chairperson of the meeting. If the Secretary is not present or is unwilling or unable to act, he/she shall appoint a person as secretary of the meeting to record all proceedings in the Record Book.

## Article V - Board of Directors

**Section 1: General Powers:** The *day-to-day* business and affairs of the Religious Corporation shall be managed by the BOD of the Religious Corporation, who shall exercise all powers permitted under the Pennsylvania Nonprofit Corporation Act. The BOD shall, from time to time, appoint or employ such persons in such capacities, as the Board shall consider necessary to assist in the proper conduct of the activities and management of the Religious Corporation. The terms and conditions of any such appointment shall be at the discretion of the Board.

**Section 2: Board of Director Categories:** The BOD shall be comprised of two categories of Directors: (1) Elected Directors and (2) Appointed Directors.

**Section 3: Elected Directors:** The number of Elected Directors shall be eleven and shall consist of four (4) elected to the offices of the president, vice-president, secretary and treasurer of the religious corporation and six (6) other eligible members and one (1) youth representative of the corporation. Elected Directors shall hold office for a term of two years until his or her successor shall have been elected and duly qualified. The term of the elected director's office commences on the first day of January following their election. No elected directors shall serve in the same position more than two consecutive terms for a total of four years as the members of the BOD.

**3.1 Eligibility:** In order to serve as an Elected Director, the candidate: (i) shall be at least twenty-one (21) years of age except for the youth representative. (ii) Shall be a Member of the Corporation in good standing for not less than one year (iii) Shall have demonstrated active interest and participation in the activities of the VSPE; and (iv) shall not concurrently hold the position as an Appointed Director (v) Shall not hold elected office position in other organizations that have similar mission or objective as VSPE.

**3.2 Nomination:** A member may self-nominate and communicate in writing to the Election Committee as prescribed by the committee. The Election Committee shall certify and confirm that the candidates have satisfactorily fulfilled and met the eligibility requirements to serve as members of the BOD. The election committee shall send the final list of elected candidates to VSPE Officers and BOD.

**3.3 Portfolio for Elected Directors:** VSPE President in consultation with the BOD member shall assign a specific task for each elected director to perform during his/her term as a BOD. In this capacity, each of the elected members shall actively share the responsibilities of furthering the goals and projects of the Samaja with VSPE officers.



---

**Section 4: Appointed Directors:** The immediate and past presidents of the VSPE, shall serve as the Appointed Director for one more term.

**Section 5: Filling the Vacancies:** Should a vacancy occur in the number of Elected Directors due to death, resignation, disqualification, removal, or any other cause, the BOD (all remaining Elected and Appointed Directors) shall fill the vacancy by the affirmative vote of two-thirds of the remaining directors.

**Section 6: Resignations of officers and BOD members**

**6.1** A formal written or e-mail dually signed letter of resignation from the sitting VSPE President shall be submitted to the BOD shall be deemed as an official communication.

**6.2** On resigning from her/his position as the president, he/she shall lose all rights and privileges appertaining unto the said office including the membership and ex-officio- membership of the BOD.

**6.3** A formal written or e-mail duly signed letter of resignation from the BOD member shall be submitted to the VSPE President shall be deemed as an official communication.

**6.4** All written or e-mail resignations from the officers of the VSPE, shall be submitted to their respective VSPE Board.

**6.5** Reinstatement of the Resigned VSPE-Officers, who have submitted their resignations shall be permitted to request the BOD to consider their reinstatement provided they provide a written rational explanation supporting their request and such a request shall obtain the approval from two-third (2/3) of the BOD membership.

**Section 7: Vacancy of all Elected Directors or all Officers:** In the event that all of the Elected Directors or all of the officers of the Corporation resign, or the positions otherwise shall become vacated, the local members shall create an 'Interim Committee' to act in the capacity of the BOD and shall act in the capacity as President of the Corporation for a period not to exceed ninety (90) days, during which period the 'Interim Committee' members shall institute procedures for the election of a new slate of Elected Directors. In such circumstance, the 'Interim Committee' members shall have the right to shorten the period for the return of the ballots to a period of no less than ten (10) days. The 'Interim Committee' shall deem such persons immediately elected and qualified upon certification of the election results. The 'Interim Committee' shall serve only in a care-taker capacity and shall not have the authority to make any and all commitment(s) that shall be construed and considered as binding on the BOD and shall be limiting the BOD's independence and authority.

**Section 8: Removal:** The director and/ or the officer shall be subject to removal by the affirmative vote of two-thirds of the members eligible to vote in the election of directors, provided that a written notice (and an appropriate ballot if the determination is to be made by mail ballot) describing the purpose thereof for the removal of such a person shall be delivered to all eligible members no less than fifteen ( 15) days prior to the meeting called for this purpose or the due date for the return of mail ballots. Only the director(s) or officer/director(s) named in the previously mentioned notice shall be removed upon a vote on the said matter. The removal of directors or officers shall be at the discretion of the general membership. However, the failure of a director to attend at least one BOD's



---

meetings in a given calendar year shall constitute grounds for disciplinary action leading to her/his removal.

**Section 9: BOD Meetings:** The BOD members shall have their periodical meeting as decided by the majority of the BOD Members. However, there must be at least one meeting every quarter.

*Place of Meetings:* The BOD shall hold their meetings at one or more places, and shall maintain the books of the Religious Corporation, either within or outside the State of Pennsylvania, at such place or places as they shall from time to time determine by passing a resolution or via a written consent of the majority of the directors. The BOD shall hold their meetings by tele-conference or other similar electronic communication equipment in accordance Article IV, Corporate Members Meeting.

VSPE President shall be deemed as a communication official with the provisions of the Pennsylvania Nonprofit Corporation Act. At least a one-week e-mail notice of the impending meeting of the BOD shall be considered adequate, legal and proper.

**Section 10: Special BOD Meetings:** Special Meetings of the BOD shall be held whenever called by eight (8) or more Directors. The Secretary shall give notice of each meeting by e-mail at least a week prior to the scheduled date of such special meetings. The Directors shall have to waive the requirement for such a notice. Unless otherwise indicated in the notice thereof, any and all business shall be transacted at the special meeting.

**Section 11: Voting:** Every BOD member shall have one (1) vote. Such a vote shall either be in person or by proxy appointed by an instrument in writing by such a member prior to the scheduled meeting. Such a proxy shall be dated, signed and acknowledged. All elections shall be held and all questions shall be decided by a majority of the votes cast at a duly constituted meeting, except as otherwise described in the Articles of Incorporation or by these Bylaws. Notwithstanding the foregoing, the election of the BOD, and any proposed action to amend the Articles of Incorporation or the Bylaws of the Corporation shall be conducted by mail ballots or by electronic media or VSPE function. Ballots shall be mailed to the members no less than twenty days prior to the scheduled date for receipt of the ballots. Such elections shall occur annually, if and when required, to elect directors, officers and regents to succeed whose terms are scheduled to expire. Upon approval of the BOD, any other action as deemed necessary shall be submitted to the membership via by mail or electronic balloting. Mail ballot voting shall be in the form of sealed mail ballots. All other procedures for the issuance of mail ballots, receipt of such ballots and all questions concerning the qualification of voters and the validity of proxies and the acceptance or rejection of votes, shall be decided by the Election Committee in accordance with accepted norms and practices. The BOD, the administrative body of the VSPE, shall be responsible for scheduling and arranging all elections and shall be responsible for approving the expenses connected with conducting the VSPE's elections.

**Section 13: Attendance and participation** in the proceedings of the BOD meetings with written authorization or proxy shall be limited to two consecutive appearances by the BOD member. Proxies are restricted to two appearances only in order to encourage BOD members to attend the BOD meeting.

**Section 14: The proxy-holding** individual who attends and participates in the proceedings of the BOD shall have fulfilled the requirements and stipulations as demanded of the duly qualified members attending the said meetings.



---

**Section 15: Written Notice:** All persons or parties considered and deemed as liable and subject to disciplinary action shall be given a written notice of the impending action by the VSPE's Secretary at least thirty days in advance.

**Section 16: Quorum:** Attendance by no less than 51% of the total elected and appointed directors shall constitute a quorum for the transaction of business at all meetings of the BOD.

**Section 17: Required Vote:** An affirmative vote of a majority of those present at all meetings of the BOD shall be necessary for the passage of any resolution.

**Section 18: Majority Vote:** Vote by 51% of the elected and appointed directors present at the BOD meeting.

**Section 18: Action by Unanimous Consent:**

**18.1** All Directors shall collectively consent in writing to all actions taken by the Corporation, such action shall be as valid a corporate action as though authorized at the meeting of the BOD.

**18.2** Petition Rejection by the BOD: In the event, the BOD rejects a genuine written grievance either by a member or by committee, the BOD shall keep the members informed of the said action.

**Section 19: Committees:** The BOD shall by a majority designate one or more committees, which, to the extent provided in the resolution, shall have power as stipulated. Such committee(s) shall have such name(s) and duties as determined from time to time by resolution adopted by the BOD. No such committee shall have the authority of the BOD in reference to amending, altering or repealing Bylaws. And also, such committee shall neither appoint nor remove any member or act in any manner contrary to the Bylaws.

**Section 20: Compensation of Directors and Officers:** Directors and Officers may be reimbursed for expenses incurred by them at the discretion and pursuant to written authorization from the BOD.

**Section 21: Election Committee:** The BOD shall appoint a three-member Election Committee to conduct all VSPE elections. To ensure fairness, the Election Committee members shall be either Regular or Life Members in good standing and shall not be members of the BOD. The term of election committee shall be effective until the end of two-year term of the BOD. Election Committee members shall be subject to removal by the BOD upon the affirmative majority of the directors.

**Section 22: VSPE Youth Committee:** Eligibility: All youth ages 14-29 seeking membership in the VSPE shall embrace the goals and objectives of the Religious Corporation, the way of life and philosophy of the Veerashaiva religion. All persons shall be eligible for membership of the VSPE irrespective of their caste, creed, color, ethnicity and national origin.

## Article VI Officers

**Section 1: Designations:** The officers of the Corporation shall be a President, a Vice-president, a Secretary and a Treasurer. They shall be elected according to these Bylaws. The officers shall have



---

authority to perform duties and transact the Corporation's business as prescribed by the Bylaws and as determined by the BOD. An individual member of the Corporation shall not hold more than one office at any given time. And the same member shall not be elected to the same office for more than two consecutive terms. During the term of office, an elected officer shall not concurrently hold another position as an elected officer of VSPE. However, an elected member shall have the option to serve as a member of an ad hoc committee appointed by the BOD.

**Section 2: Election and Term of Office:** Only due paying members of VSPE shall be eligible to serve as an officer. He/she should be a member of VSPE at least for one (1) year. The members shall elect to the said office and as the director(s) the President, the Vice-President, the Secretary and the Treasurer for a term of two years. Such election shall occur concurrently with the election of Elective Directors. The term of elected office shall be for two years commencing on the first day of January following the election. Each officer shall hold office until his or her successor shall be duly elected and qualified. VSPE Officers shall not concurrently hold the office as an Appointed Director (local Chapter President). Also, officers shall not hold office position in any elected capacity in other organizations that have missions similar to VSPE.

**Section 3: Vacancies:** A vacancy in an office, other than president, because of death, resignation, disqualification or otherwise shall be filled by the BOD for the unexpired portion of the term. In the case of a resignation or other departure from office by the president, the vice-president shall perform all presidential duties and powers until the members shall vote to fill the vacancy.

**Section 4: Removal:** Officers of the Corporation shall be subject to removal from office in accordance with Article V Section 7.

**Section 5: President:** No member shall serve as President unless he or she is concurrently elected as a director, and the president shall remain a member of the BOD while occupying the said office. The president shall be the Chief Executive Officer of the Corporation. He or she shall preside over all meetings of the BOD and of members. The president shall have the authority to administer and to run the affairs of the Corporation and execute resolutions approved by the Board. In the discharge of her/his duties and responsibilities, the President shall have the authority to delegate powers to the Secretary or to any other elected-member of the BOD. He or she shall have the general powers and duties of supervision and management usually vested in the office of President of a legally incorporated Corporation.

**Section 6: Vice-President:** No member shall serve as the Vice-president unless he or she shall have been concurrently elected a director, and the vice-president shall remain a director while occupying the said office. In the absence of the President or in the event of his or her inability to act due to disability, resignation or death the Vice-President shall perform the duties and exercise the powers of the president.

**Section 7: Secretary:** No member shall serve as the Secretary unless he or she shall be concurrently elected a director, and the secretary shall remain a director while in office. The secretary shall attend all meetings of members and of the BOD, joint meetings of the BOD. The Secretary shall maintain all approved minutes and documents of the proceedings of all meetings in the Corporation's books and on the VSPE website He or she shall give the notices as required by statute(s), bylaw(s) or resolution(s). The Secretary shall maintain the updated directory of members, contact information of the BOD members, and send email invitations for monthly meetings/conference calls with the agenda and



---

appropriate documents on need basis. The Secretary shall perform other duties delegated to him or her by the President and/ or the BOD.

**Section 8: Treasurer:** No member shall serve as the Treasurer unless he or she shall concurrently elected as a director, and the treasurer shall remain a director while in office. The treasurer shall have custody of all the corporate funds and securities and shall maintain an accurate and up- to-date account of all receipts and disbursements. He or she shall forthwith deposit all corporate funds and other valuable assets of the Corporation in the name of the Corporation in a duly authorized and FDIC insured financial institution as approved by the BOD. The treasurer shall make prompt disbursement as and when directed by the BOD. He or she shall present an account of all transactions at the regular meetings of the Board, and in the general membership meeting. The Treasurer shall undertake to have the Corporation's financial statements audited by a Certified Public Accountant annually, and such report of the Certified Statement of Accountants, including the summary statement of the annual financial statements shall be published in the VSPE newsletter. The treasurer shall hand over the updated annual member's record to the succeeding treasurer along with the financial statements.

## Article VII – Fiscal Year and Finance

**Section 1: Fiscal Year:** The fiscal year of the Samaja shall be the calendar year.

**Section 2: Financial Responsibility:** The President and Treasurer shall be jointly responsible for the finances of the Samaja.

**Section 3: Auditing:** If needed, the fiscal accounts of the Samaja shall be audited by the auditors appointed by the Executive Committee.

**Section 4: Expenses:** Any expenditure of the funds on behalf of the Samaja shall be incurred within the general guidelines set forth by the Executive Committee.

**Section 5: Approval:** All expenditures made on behalf of the Samaja shall have the final approval of the BOD.

**Section 6: Spending Limit:** Under no circumstances expenses over \$500 can be expended without prior approval of the BOD.

## Article VIII – General Body Meeting

**Section 1: Notice:** The notice of the annual meeting shall be sent by e-mail at least four weeks prior to proposed date. The annual general body meeting shall be held with the annual celebration of Shivarathri.

**Section 2: Decision:** A general body meeting of the Samaja may be called by the decision of the Executive Committee or by a petition signed by at least thirty members.

**Section 3: Quorum:** The required quorum for a general body meeting shall be 30% of the paid membership.



---

## Article IX – Parliamentary Procedures

**Section 1: Procedure:** The newly revised Robert’s Rules of the Order shall govern all the procedures in the conduct of the meetings of the Samaja. BYLAWS OF THE VEERASAIVA SAMAJA OF NORTH EAST PENNSYLVANIA

## Article X – Amendments to Bylaws

**Section 1: Process:** The Bylaws, with the exception of Article II, Section 3, shall be subject to amendments approved by a two-thirds of the votes at the general body meeting with the proviso that: The proposed amendment shall have been submitted in writing by member(s) or appointed subcommittee to the Executive Committee, at least, eight weeks prior to the general body meeting, and members shall receive it, at least, four weeks in advance of the scheduled general body meeting.

## Article XI – Dissolution

**Section 1: Procedure:** Upon dissolution of the Samaja, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of the future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

## Article XII Indemnification

**Section 1: Definitions:** As used in this Article XI, any word or words that are defined in the Pennsylvania Nonprofit Corporation Act, as amended from time to time, (the "Indemnification Section") shall have the same meaning as provided in the Indemnification Section.

**Section 2: Indemnification of Directors and Officers:** The Corporation shall indemnify and advance expenses to a director, regent or officer of the Corporation in connection with a proceeding to the fullest extent permitted by and in accordance with the Indemnification Section.

**Section 3: Indemnification of Employees and Agents:** With respect to an employee or agent, other than a director, regent or officer, of the Corporation, the Corporation shall, as determined by the BOD, indemnify and advance expenses to such employee or agent in connection with a proceeding to the extent permitted by and in accordance with the Indemnification Section.



---

## Article XIII Enabling Provision

**Section 1: Transfer of Assets/Assumption of Liabilities.** The initial approval by the members of these Bylaws shall constitute the consent of all members of the Veerashaiva Samaja of Pennsylvania East an unincorporated association, and predecessor to this Corporation, to transfer all of its assets to the Corporation subject to the condition that the Corporation, acting through its BOD assumes all existing liabilities of the predecessor organization.

**Section 2: Members of the Corporation.** Upon approval of these Bylaws, all members of the organization shall follow the constitution of the Corporation.

**Section 3: Initial Board of Directors.** Approval of these Bylaws by the members shall constitute the election of the initial BOD and Officers of the Corporation, as follows: (i) the BOD shall be comprised of the members of the Executive Committee of the predecessor organization who shall hold office until their successor is duly elected and qualified; (ii) the officers of the Corporation shall consist of the same persons holding the same offices as in the predecessor organization or until their successor shall be duly elected and qualified.

**Section 4: Approval of Amendment to the Articles of Incorporation.** Approval of these By-laws shall constitute the approval by the members of the proposed Amendment to the Articles of Incorporation providing for the indemnification of officers and directors of the Corporation in accordance with the amendment as set forth in the pages following this section of the Bylaws.

## Article XIV - VSPE and other Centers

**Section 1: The VSPE may encourage** other non-profit charitable organizations or centers, such as Basava Centers whose stated mission is similar to VSPE, but with differentiator being ownership of real estate property, and/or establishing Basava statue in Pennsylvania. The BOD shall have approved such cooperation.

**Section 2: The goal of associating VSPE** with centers stated above is to encourage such initiative, without legal or financial commitment between the organizations. The acceptance and approval of the association with other centers stated above, shall not involve any legal and financial commitment to VSPE.

**Section 3: Neither the VSPE Officers,** BOD of VSPE, shall not concurrently hold offices or the BOD with these centers.



---

## EXHIBIT 1

### Executive Committee Application



## 20xx VSPE Executive Committee Application Form

Application to be e-mailed by January 1st of Election Year (even years); Completed Applications Due to Election Commissioner by February 1<sup>st</sup>

Name of the Applicant (please PRINT): \_\_\_\_\_

HOME ADDRESS Street: \_\_\_\_\_

City, State, Zip: \_\_\_\_\_

Telephone # Home: \_\_\_\_\_ Mobile: \_\_\_\_\_

E-mail Address: \_\_\_\_\_

Please circle one position for which you are applying:

1. President
2. Vice President
3. Secretary
4. Treasurer
5. Director \_\_\_\_ (X positions determined by expiring term limits and vacancies)

**Eligibility & Term Limits:**

- Eligibility for positions 1 through 4 (Officers) is one year of VSPE membership in good standing
- Eligibility for position 5 (Director's) is 1 year of VSPE membership in good standing
- Term Limit for Officer positions is one 2-year term
- Term Limit for Executive Committee Director is two 2-year terms (reapplication is required for second consecutive term; the 2<sup>nd</sup> consecutive term appointment is ratified by the current Executive Board rather than by election. Applicant seeking 2<sup>nd</sup> term is ineligible to vote for their own continuance)
- Exception to Term Limits: When a successor is not elected.

**Applicant Background:**

Number of years in VSPE \_\_\_\_\_

Prior Executive Committee Experience with dates \_\_\_\_\_

I am a member in good standing and wish to submit the application.

Signature: \_\_\_\_\_ Date: \_\_\_\_\_

For Official Use only:

**Election Commissioner's Statement:** (strike out the statement that is not applicable)

**Sole Applicant:** I certify that this is the sole applicant for this position. I further certify that this individual qualifies to be considered for the position by the VSPE General Body.

**Multiple Applicants:** I certify that there are multiple qualified applicants for this position and elections shall be held by secret ballot including e-ballot at the General Body meeting at the Deepawali event.

Signature of Election Commissioner: \_\_\_\_\_

Name of Election Commissioner: \_\_\_\_\_ e-mail: \_\_\_\_\_