



**MEMORANDUM AND BY-LAWS**  
**OF**  
**VEDANTA ASHRAM SOCIETY (V.A.S.)**  
**OF**

**NOVA SCOTIA, CANADA**

**6421 CORK STREET**

**HALIFAX, N.S. B3L 1Z5**

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**<http://www.hindutemple-halifax.org>**

**REVIEWED, REVISED AND AMENDED**

**YEAR 2007**

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### MEMORANDUM

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**MEMORANDUM AND BY-LAWS**  
**OF**  
**VEDANTA ASHRAM SOCIETY (V.A.S.)**

- I **The name of the Society:** VEDANTA ASHRAM SOCIETY.
- II **The address/the registered office of the Society:** 6421 Cork Street, Halifax, Nova Scotia, B3L 1Z5.
- III **Objectives of the Society:** On a volunteer and non-profit basis the society will seek to achieve these objects:
- a) to serve the Hindu community of Nova Scotia for its spiritual, religious and cultural needs.
  - b) to diffuse the knowledge of the ethical, spiritual, religious, philosophical, social and cultural foundations and practices of Hindu Dharma and Hindu way of life.
  - c) to promote and maintain the Hindu Mandir as a House of Worship, and cultural activities related to Hinduism located at the present address.
  - d) to organize and celebrate religious festivals embodied in the Hindu philosophy.
  - e) to work for the betterment of the members of the Society and to promote harmony, goodwill and better understanding among all other religious denominations.
  - f) to bring together and unite those who believe in the Hindu way of life.
  - g) solemnization and registration of Hindu marriages.
  - h) Encourage usage of Hindi/Sanskrit words as far as possible.
  - i) work for upholding the sanctity and decorum of the Mandir and religious congregations..
  - j) operate as a non-profit charitable organization.
  - k) acquire and take by purchase, donation, devise, bequest or otherwise real estate and personal property and hold, enjoy, sell, exchange, lease, lot,

improve and develop the same and erect and maintain buildings and structures.

- l) ensure that the Society shall not under any circumstances be an affiliate of any other organizations with political aims or objectives.
- m) ensure that the Society shall not under any circumstances, participate in, sponsor, support or condone any violent activity or hate propaganda as a group or on an individual basis as a member in the name of the Society.
- n) encourage and promote the attendance of children and youth for participation in various religious, social and cultural activities of the Society to maintain the Hindu culture, heritage and Hindu way of life for our future generations.
- o) invite and receive donations, organize campaigns and activities for the purpose of raising funds to improve, extend, rebuild and maintain the Mandir, its grounds and facilities therein, in the best possible conditions, and,
- p) to do all such other acts and things as are incidental or conducive to or consequential upon the exercise of its powers or the attainment of its objective.

**MEMORANDUM AND BY-LAWS**  
**OF**  
**VEDANTA ASHRAM SOCIETY (V.A.S.)**

**Article 1. DEFINITIONS**

In the Memorandum and By-Laws of the Society, unless the context requires a different meaning:

**Hindu** – means a person who believes in, subscribes and professes faith in Hindu Dharma, Hindu philosophy and Hindu way of life and culture.

**Society** – means the Vedanta Ashram Society of Nova Scotia.

**Hindu Mandir** – means the House of Worship located at 6421 Cork Street, Halifax, Nova Scotia, Canada.

**Mandir Patrika** - means Mandir Newsletter

**Puja** - Hindi/Sanskrit word for prayers

**Samiti** - Hindi/Sanskrit word for committee

**Prasad** - Hindi/Sanskrit word for offering to God

**Pundit**- A person well-versed in Hindu philosophy and religious practices

**Member** – means a person who subscribes to and abides by the Memorandum and By-Laws of the Society and maintains his/her membership of the Society by payment of membership dues.

**Member in Good Standing** – means a person who maintains his or her membership of the Society uninterrupted by payment of dues within the period as specified in the By-Laws.

**Board** – means the elected Board of Directors of the Vedanta Ashram Society.

**General Body** – means a general body of all members of the Vedanta Ashram Society.

**Charitable Organization** - A registered charity is designated as a “charitable organization” if it devotes its resources mainly to charitable activities carried on by itself

**Gift**: - A gift is defined as a voluntary transfer of property without valuable consideration. The donor is transferring the property, in the form of gift-in-kind, to a registered charity without expecting anything in return. A gift-in-kind-involves

property, other than cash, such as equipment, shares or land. Tax receipts for gifts-in-kind will be reviewed in accordance with the Charities Act

**Donation:** A donor who donates a sum of money in cash or by check to a Registered Charity, or buys its membership, qualifies for donation receipt from the Charity for Tax purposes. For more details refer to Registered Charities, Income Tax Act.

**Loan Back:** Charities seek advice from their legal or accounting expert

**Robert's Rules of Order and The Standard Code of Parliamentary Procedure:** All meetings of the Board of Directors & General Body shall be conducted in accordance with 'ROBERT'S RULES OF ORDER', the Classic Manual of Parliamentary Procedure, and 'THE STANDARD CODE OF PARLIAMENTARY PROCEDURE'.

**Vote-** shall mean a show of hand/voice vote unless otherwise stated.

**Majority vote-**means 50% plus one of the members present.

**By-Laws** - means the By-Laws of the V.A.S. made pursuant to the Societies Act of the Province of Nova Scotia.

**Special Resolution** – means a resolution passed by not less than three-fourths (3/4) of such members entitled to vote as are present in person at a meeting of which notice specifying the intention to propose the resolution as a special resolution has been given.

**Article 2. MEMBERSHIP**

- i. Membership of the Vedanta ashram Society is open to all those who believe in, subscribe to and profess faith in Hindu Dharma, Hindu philosophy and Hindu way of life and culture.

To be eligible for membership of the Society, a person must be nineteen (19) years of age and over, and must uphold and abide by the Memorandum and By-Laws of the Society

- ii. **Membership Category:** The Society shall offer membership in the following two (2) categories:

1. **Life Member** – Any person(s) who subscribes to the Society a minimum sum of money in one (1) calendar year shall be classified as a life member.

Life Membership includes husband and wife and both are entitled to participate in person at all General Body Meetings of the Society. Payment of membership dues for life members are waived for life.

2. **General Membership** – General membership has two categories:

- i. Family membership: consists of husband and wife.  
ii. Single membership: for any person over 19 years of age.

Members in both categories are required to pay membership dues on a yearly basis and entitled to participate in person at all General Body meetings of the Society.

- iii. **Membership Dues:** membership in all categories should be issued for a fixed amount of donation by cash/check only. Any other kind of donation does not qualify for membership. For all categories of membership, the amount of donation shall be subject to review every four (4) years at the Annual General Body Meeting of the Society by a majority vote.

- iv. **Membership Year:** A membership year shall be 1st January to 31st of December.

- v. **Membership Renewal:** General Membership must be renewed each year not later than 30th of September by payment of membership dues to participate in the Annual General Body Meeting. However, to participate in any other General Body Meetings one should renew the membership prior to the meeting.

- vi. **Member in Good Standing:** Any member who pays the membership dues on or before 31st March of each year for two consecutive years is considered as a Member in Good Standing. To maintain the status of Member in Good Standing one should renew his or her membership each year on or before 31st March.

**vii. Privileges of Members in Good Standing:**

- i. to contest in the election as a member of the Board of Directors,
- ii. to be selected as a member of any special committee appointed by the Board or by The General Body
- iii. to nominate/second a contestant in the election as a member of the Board of Directors
- iv. to nominate or endorse any amendment to the By-Laws
- v. A life member is considered a Members in Good Standing, unless, he or she has withdrawn the membership from the society.

**viii. Membership Cancellation:** Any member may cancel or withdraw his or her membership from the Society at any time by giving a written notice to the Board of Directors. There shall be no refund of membership dues.

**ix. Members' Right:** Membership of the Society is not a right but a privilege. All members have equal privileges and are entitled to full participation in the affairs, activities and functions of the Society.

Notwithstanding the above, only members in Good Standing shall have the privilege to be elected as members of the Board of Directors in addition to privileges stated in Article (2) section (vii).

**x. Membership Refusal:** The Board of the Society has the right to refuse membership to any person if the Board considers that the admission of a person as a member to the Society is not in the best interest of the Society. However, the Board of Directors must give a just cause in writing to the person for the membership refusal.

Any person who has been refused membership to the Society would have the right to appeal to The General Body for review and final decision. Such a member can make a request to the Board in writing to call a special meeting of The General Body and the Board must call the meeting of The General Body within thirty (30) days upon receiving such a request.

**Article 3. GENERAL BODY**

- i. **Composition of The General Body:** The General Body shall constitute of all the members of the Society. The General Body shall have supreme control over the Board, Committees, Sub-committees and any Special Committee of the Society.
- ii. **Powers of The General Body:** The powers to control and govern all the affairs and the activities of the Society are vested in The General Body. All those powers shall include but may not be limited to the following:
  - a) to elect the members of the Board of the Society.
  - b) to ensure that the Board is functioning and conducting the affairs of the Society in accordance with the Memorandum and By-Laws of the Society.
  - c) Subject to approval by the Registrar, to amend and approve the Memorandum of By-Laws from time to time if and when necessary.
  - d) to remove and replace any elected member and/or members, officials of the Board or the whole Board if it is evident that the majority of the members of the Society have lost confidence in any or all the elected members of the Board.
  - e) to dissolve any or all Committees, Sub-committees and other Special Committees formed by the Board if they are not functioning and serving the purposes for which they were created.
  - f) to determine and approve membership dues from time to time on the recommendation of the Board.
  - g) to review and approve all the reports, statements, financial reports, etc as submitted by the Board at the end of each fiscal period..
  - h) to approve the appointment of the auditors each year on the recommendation of the Board.
  - i) to resolve and settle disputes which may arise between the Board of Directors, it's Committees, Sub-committees or any other Special Committee from time to time.
  - j) to hear and resolve matters related to the refusal of membership of any person or persons at the request of the affected person or persons, and.
  - k) deal with any other business or matters related to the Society which may have not been covered by the Memorandum and By-Laws but are considered in the best interest of the Society.

**iii. General Body Meetings:** The General Body of the Vedanta Ashram Society shall meet at least once a year in the following manner:

- a) **Annual General Body Meeting:** The Annual General Body Meeting of the Vedanta Ashram Society shall be held on or before the last Sunday in November every year. If, for any unforeseen situation the meeting is not held on scheduled date, it will be postponed to the following Sunday.

The Agenda of the Annual General Body Meeting shall include the following:

- i. review and approve the minutes of preceding General Body Meeting;
  - ii. review and approve annual reports of the Board;
  - iii. review and approve the Financial Statements, audited by certified practitioner in the field of accounting, of the Society for previous fiscal period ending October 31.
  - iv. Election of new Board of Directors every two (2) years
  - v. appointment of auditors.
  - vi. approval of membership dues if it is in the Agenda.
  - vii. any other matters or items which require the consideration of the General Body.
- b) **Special General Body Meetings:** A Special General Body Meeting of the Society may be called at any time to deal with the matters considered important and requires immediate consideration and approval of The General Body.

A special meeting of The General Body may be called at the request of the Board or by a petition signed by at least 20% of the total members in Good Standing of the Society currently residing in Nova Scotia. The matters which are of special nature and require the attention of The General Body may include but are not limited to the following:

- i. no-confidence in the Board or in a member
- ii. a dispute within the Board.
- iii. an appeal by a person(s) who has been refused membership by the Board, and

- iv. to consider, review and approve any amendment to the Memorandum and By-Laws of the Society
- c) **Quorum:** No business shall be transacted at The General Body Meetings if a quorum is not present. At any General Body Meeting a minimum of 25% of members currently residing in Nova Scotia must be present in person to form a quorum. If a quorum is not present, the meeting shall be re-scheduled for a later date within three (3) weeks. The Board shall give a written notice to all members informing the re-scheduled date and at that time no quorum is required to conduct the meeting.
- d) **Notice:** The Board shall give a written notice to all members for the call of a General Body Meeting at least two (2) weeks in advance. The notice shall include the date, time and place of the meeting, accompanied by an Agenda:
  - i. Date, place and time of the meeting.
  - ii. Agenda for the meeting.
  - iii. A copy of the notice must be posted on the bulletin board at the Mandir.

Disclaimer: “Any other items or matters which require the consideration of The General Body must be received by the Chairperson of the Board of Directors at least 72 hours prior to the meeting. It will be added to the Agenda with a simple majority vote of the members present. It shall not be applicable in Special General Body Meeting called for a specific purpose. The purpose, for which the Special General Body Meeting is called, shall be the only item on the Agenda.

#### **Article 4. Board of Directors**

The religious, spiritual, cultural and financial affairs and activities of the society shall be managed and administered by a seven (7) member Board of Directors duly elected by The General Body of the Society. These seven (7) elected members shall be referred to as the Board of Directors of the Vedanta Ashram Society.

- a) The Board of Directors shall be responsible and accountable to The General Body of the Society.
- b) The structure of the Board of Directors shall be as follows:
  - 1. Chairperson
  - 2. Vice-Chairperson (Administration)
  - 3. Vice-Chairperson (Religious Affairs)

4. Vice-Chairperson (Prasad)
  5. General Secretary
  6. Financial Secretary
  7. Youth Coordinator
- c) The term in office of the Board of Directors shall be for two (2) years effective December 1 of the election year to November 30 of the subsequent election year .
  - d) No member of the Board of Directors shall serve or remain a member of the Board for more than two (2) consecutive years.
  - e) To be eligible as a member of the Board of Directors, a member must be a Member in Good Standing.

**Article 5. ELECTION OF THE BOARD OF DIRECTORS**

- a) The members of the Board of Directors shall be elected by a majority vote at the Annual General Body Meeting of the Society every two (2) years. The procedure for the election shall be as follows:
- b) Every election year during the first week of October, the existing Board shall appoint an Election Committee consisting of three (3) members in Good Standing. A member of the existing Board cannot be a member of the Election Committee.
- c) The Election Committee shall receive nominations from the membership of the Society for the election of the new Board of Directors. The nominated member must be a member in Good Standing.
- d) Such nominations must be received by the Election Committee at least three days in advance prior to the date of the election, not later than 9 pm on the previous Wednesday. All nominations must have the signatures of the proponent member, seconded by a member and the acceptance of the nominee.
  - i. Election committee recommends conducting the election to the Board if four (4) or more nominations are received.
  - ii. If less than four (4) nominations are received, the election committee should recommend to the board to re-schedule The General Body Meeting within three weeks.
  - iii. If it is short of more than one nomination the new Board should call for an election with in three weeks to fill the positions.

- iv. If it is short of one nomination the chairperson, with the approval of the majority of the Board members may appoint any member in Good Standing.
- v. Nominations from the floor shall not be entertained under any circumstances
- e) Election committee, after the nominations are closed, should inform the names of the contestants to the chairperson of the VAS Board, which is required to post the list of contestants on the Bulletin Board at the Mandir, as well as, on the web site of the Mandir.
- f) The Election Committee shall conduct and supervise the elections.
- g) All voting shall be done by a secret ballot. No proxy vote is allowed.
- h) If there is a tie in the elected members, chairperson of the Election Committee will decide by toss.
- i) To participate in and to exercise the right to vote at The Annual general Body Meeting, membership must be renewed by September 30th of the current year.
- j) To verify a member's status, the General Secretary shall have a list of all members available at The Annual General Body Meeting.

**Article 6. ASSIGNMENT OF THE PORTFOLIOS**

Within one (1) week after the election of the Board of Directors by The General Body, the new Board members shall meet to assign the portfolios. This meeting shall be chaired by the Chairperson of the existing Board. The composition of the Directors shall be as follows:

- (1) Chairperson
- (2) Vice-Chairperson (Administration)
- (3) Vice-Chairperson (Religious Affairs)
- (4) Vice-Chairperson (Prasad)
- (5) General Secretary, and
- (6) Financial Secretary
- (7) Youth Coordinator

At this meeting, all newly elected Board of Directors should be present. The election shall be by a majority vote. The Chairperson shall have no vote unless there is a tie. The old Board should hand over the charge to the new Board during the first week of December.

**Article 7. RESPONSIBILITIES OF THE BOARD OF DIRECTORS**

**1. Chairperson:**

- i. be the Chief Officer of the Society.
- ii. chair all the meetings of the Board and The General Body.
- iii. nominate non-elected members to various Committees of the Society with the approval of the Board Members, and
- iv. prepare an annual report on the activities of the Society for the submission to The General Body at the annual meeting.

**2. Vice-Chairperson (Administration):**

- i. perform all the functions of Chairperson in the absence of the Chairperson,
- ii. shall represent the Board of Directors on Public Relations Committee, and coordinate its activities
- iii. shall represent the Board of Directors on the Building Committee, and coordinate its activities
- iv. automatically becomes Chairperson if the Chairperson retires, resigns or is removed by no-confidence.

**3. Vice-Chairperson (Religious Affairs):**

- i. to be in charge of the religious Affairs of the Society.
- ii. chair all the meetings of the Religious Affairs committee, and
- iii. organize all religious activities of the Society, including Sunday prayers, festivals, kirtans and pujas.

In the absence of the Vice-Chairperson (Religious Affairs) another member of the religious affairs committee shall perform the above duties.

#### **4. Vice-Chairperson (Prasad):**

- i. to be in charge of the planning and coordinating the Sunday prasad.
- ii. Maintain the supplies and kitchen facilities in orderly manner
- iii. Shall represent the Board of Directors on the Prasad Committee, and coordinate its activities
- iv. Help and guide the prasad sponsors
- v. In-cooperation with Vice-Chairperson (Religious Affairs) organize the prasad for major festivals

#### **5. General Secretary:**

- i. keep minutes of all meetings of the Society, Board and General Body.
- ii. A register to record minutes of all The General Body meetings and VAS board meetings shall be maintained by the secretary. The register shall be transferred to the incoming Board of Directors.
- iii. keep and maintain an up-to-date list of members of the Society in conjunction with the Financial Secretary.
- iv. keep records of all documents issued by the Society, Board and other Committees.
- v. have the custody of the Corporate Seal of the Society.
- vi. maintain registration status of the Society with the Registrar of Joint Stock Companies of the Province of Nova Scotia and with the Federal Department of Revenues and taxation at all times.
- vii. submit at the end of each year a list of the Directors of the Society and any changes therein to the Registrar of joint Stock Companies of the Province of Nova Scotia and the Department of Revenues and Taxation as required by Law.
- viii. submit to the Registrar of Joint Stock Companies, changes and amendments or changes to the Memorandum and By-Laws of the Society.
- ix. be responsible for sending and mailing of all notices, correspondence, documents and newsletters, to all members of the Society as and when required and/or directed by the Chairperson of the Board, and
- x. ensure that all books, reports, certificates and any other documents and records are kept and maintained in order and filed as required by Law.

## **6. Financial Secretary**

- i. have charge and custody of and be responsible for all funds, securities, books, vouchers and papers of the Society, except such are under the control of the General Secretary and deposit all such funds and securities in the name of the Society in such banks, trust companies or other depositories as may be selected by the Board..
- ii. submit at the request of the Board a cash statement showing receipts and disbursements and such information relative to the financial position of the Society as the Board may decide from time to time.
- iii. receive and give receipts for monies due and payable to the Society from any source whatsoever.
- iv. in general, perform all the duties incidental to the office of Treasurer and such related duties as may be assigned from time to time by the Board;
- v. count and maintain all records of cash offering, donations and gifts received at the congregations, duly witnessed by Vice-Chairperson (Religious Affairs) or one (1) other member of the Financial Committee
- vi. prepare a duly audited Financial statement/Balance Sheet at the end of each fiscal period listing all assets, liabilities, incomes and expenditures to be submitted for the review and approval of The General Body at the Annual Meeting, and
- vii. submit the copies of the approved and duly audited Financial Statement of the Society to the Registrar of the Joint Stock Companies of the Province of Nova Scotia, and the federal Department of Revenue and Taxation each year, as required by Law.

## **7. Youth Coordinator**

- i. be in charge of all the youth activities of the Society
- ii. encourage and train young children to participate in cultural and religious activities
- iii. conduct classes in Indian languages such as Hindi, Sanskrit etc.

**Article 8. Panel of Pundits:**

The panel consists of not more than five (5) and not less than two (2) Pundits, well versed in Hindu religion and practices. On equal footing, the Pundits serve the Vedanta Ashram Community for all its religious requirements.

**i. Duties of Pundits:**

The Pundits, on a rotation basis, are required to conduct:

- a. All religious activities of the Vedanta Ashram Society, including Sunday prayers, festivals, Kirtans and Pujas in consultation with the Vice-Chairperson (Religious Affairs).
- b. Perform and certify Hindu marriages, and perform such other services including last rites pertinent to religion and philosophy as per guidelines laid by the Board.
- c. Pundits should be consulted well in advance regarding the format and highlights for major festivals and other religious matters.
- d. Panel of Pundits should encourage youth (19 plus) volunteers to learn religious rituals. Pundits shall be requested to train volunteer youths in the puja vidhi and make them participate in the Sunday Prayers and major Hindu festivals under their supervision.
- e. Their involvement should be limited to the religious activities and they should not be members any other administrative committees of the VAS.

**ii. Future appointment of Pundits:**

When there is a vacancy for a Pundit, The Board is vested with the authority to appoint a Pundit, consistent with the recommendation by a majority of the panel of pundits. Such appointment of Pundits shall be for a term not exceeding Two (2) years at a time. Thirty (30) days prior to the expiry of the two year term for newly appointed Pundits, the VAS Board shall send a letter of thanks, appreciating their voluntary services. This letter shall also clearly indicate status of their renewal.

**Article 9. MEETINGS OF THE BOARD:**

- a) The Board shall meet at least six (6) times each year. A majority of the Board Members shall constitute a quorum
- b) The first meeting of the Board shall be held during the first two (2) weeks of December. The main Agenda of this meeting shall be to form and create various Committees as called for in these By-Laws and to assign and delegate responsibilities to the Committees

- c) Any member of the Board, including Directors who is absent from three (3) consecutive meetings of the Board, without satisfactory reason, shall cease to be a member of the Board.
- d) All matters at the Board shall be decided by a majority vote. The Chairperson shall have no vote unless there is a tie vote
- e) Any member of the Board may resign from the Board by giving notice in writing to the Chairperson

#### **Article 10. COMMITTEES**

Board shall form various committees for the delegation and assignments of various responsibilities. The chairperson, with the approval of the majority of the Board Members nominates the members to these committees. Each Committee shall have no less than three (3) members and no more than five (5) members. Creation of the following Committees is mandatory. However, the Board may create additional Committees from time to time, if deemed necessary.

The Board shall have the power to dissolve any or all Committees at any time, if, in the opinion of the Board, the Committee or Committees are not serving their purpose for which they are created.

All Committees formed by the previous Board shall dissolve at the end of October.

- a) **Religious Affairs Committee:** The Vice-Chairperson (Religious Affairs) shall be the Chairperson of this Committee. Up to four (4) members shall be nominated by the Board. This Committee, under the supervision of the Vice-Chairperson (Religious Affairs) shall be responsible for the religious and spiritual activities of the Society.
- b) **Finance Committee:** The Financial Secretary will be the Chairperson of this Committee which will be composed of three (3) members: two (2) to be nominated by the Board. The function of this Committee is to act as an advisory group to the Financial Secretary and would deal primarily with matters of financial nature raising funds and donations.
- c) **Mandir Patrika Committee:** The General Secretary shall be the Chairperson of this Committee; two (2) members shall be nominated by the Board. The primary function of this committee will be to assist the General Secretary in preparing notices, general correspondence and publication of a newsletter on the activities of the Society every three (3) months.
- d) **Prasad Committee:** The Vice Chairperson (Prasad) shall be the Chairperson of this Committee. Up to four (4) members shall be nominated by the Board. The

primary function of this Committee will be to ensure that the kitchen facilities are maintained and operated in an orderly and effective manner.

- e) **Youth Committee:** This Committee will be chaired by Youth Coordinator. Four (4) youth members shall be nominated by the Board. The primary function of this Committee shall be to encourage the involvement and participation of the younger generation in the activities of the Society.
- f) **Public Relations Committee:** The Vice-Chairperson (Administration) of the Board shall be the Chairperson of this Committee; four (4) members shall be nominated by the Board. The primary function of this Committee would be to maintain liaison, cooperation and goodwill among the members of the Society and other religious groups and to advise the Board on such matters of good public relations. Invite suggestions and ideas from members to enhance and improve the image of the Society.
- g) **Building Maintenance Committee:** The Vice-Chairperson (Administration) of the Board shall be the Chairperson of this Committee; four (4) members will be nominated by the Chairperson of the Board. The primary function of this Committee is to ensure that the Mandir and the premises are maintained in good condition. Maintenance functions shall include, but not limited to interior painting, cleaning and repairs when required. Outside maintenance such as snow removal, grass cutting, etc.

All Committees shall be responsible and accountable to the Board.

#### **Article 11. MAINTENANCE OF FUNDS**

- a) The Board shall maintain funds to adequately meet the requirements of annual operation and maintenance costs of the Society's activities, its assets, its buildings and equipment.
- b) Such funds shall be kept in a general account with a financial institution such as a chartered bank or trust company, selected by the Board.
- c) The general account shall be jointly operated by the Chairperson of the Board and the Financial Secretary.
- d) The payment of bills, invoices, withdrawal of funds for operating and maintenance purposes shall require two (2) authorized signatures. The Chairperson of the Board, Financial Secretary and the General Secretary shall have the signing authority.
- e) Surplus funds may be invested into any guaranteed investment certificates, bonds or debentures issued by banks or trust companies and must be covered by the Canada Deposit Insurance Corporation.

- f) All property transactions, deeds of transfers, expenditures and contracts involving a sum of more than Eight (8) thousand dollars, in any one transaction, and if the total amount of expenditure exceeds twenty five thousand ( \$25000.00) dollars for that year, need the approval of The General Body. The annual amount is indexed to cost of living.
- g) The Board will not sell, purchase, mortgage, borrow money on the Mandir building and shall not rent all or any part of the Mandir.

**Article 12. VACANCY IN BOARD**

- a) In the case of a vacancy in the office of the Chairperson, the Vice-Chairperson (Administration) shall automatically become Chairperson of the Board.
- b) The vacancy of the Vice-Chairperson (Administration) shall be filled by an election within the Board by a simple majority vote of the remainder of the Board members.
- c) Any other vacancy must be filled by nomination by the Chairperson which must meet the approval of the majority of the remainder of the Board members.
- d) In the case of vacancy of three (3) or more members of the Board, such vacancies must be filled by election through The General Body meeting within thirty (30) days from the date of vacancy.

**Article 13. REMOVAL OF BOARD OF DIRECTORS**

- a) The Board shall have no power to remove or terminate a member of the Board.
- b) The Board shall have the power to remove or replace any or all nominated members of any Committee or Committees, if in the opinion of the Board, nominated member or members are not performing their responsibilities for which they were nominated.
  - I. If in the opinion of the majority of the Board members, a member is not performing his/her responsibilities in a satisfactory manner, the Board may recommend the removal of such member to The General Body.
  - II. The General Body shall have the power to remove the member of the Board with a two thirds majority vote at a special meeting of The General Body specifically called for such purpose.

**Article 14. REMOVAL OF THE BOARD:**

- a) The whole Board can only be removed from office by a two third (2/3) majority of the members of the Society currently residing in Nova Scotia at a special meeting of The General Body called for such purpose.

- b) Notwithstanding Article 13, section (b), (II), a no-confidence motion against the Board of Directors can only be considered if at least thirty percent (30%) of members of the Society currently residing in Nova Scotia submit a written petition to the Chairperson of the Board of Directors. The written petition must be delivered by registered mail and a copy of such petition must be posted on the bulletin board at the Mandir.
- c) **The General Secretary** is legally obliged to call a special meeting of The General Body upon receipt of the petition within fifteen (15) days by giving a written notice to all members. A copy of the notice must be posted on the bulletin board at the Mandir.
- d) To consider a motion of no-confidence, a quorum must be present at the Special General Body Meeting. If a quorum is not present, the motion shall be considered defeated.
- e) If the motion is approved by a two-third (2/3) majority, the Board of Directors shall be considered dissolved effective immediately. At the same meeting, The General Body shall elect a Chairperson to continue the meeting. The General Body shall elect an Interim Committee of five (5) members in good standing. This Interim Committee so elected shall take charge of the Society's administration and management affairs. All committees and sub-committees shall be considered dissolved.
- f) The Interim Committee within forty-five (45) days shall call a special meeting of The General Body to elect a new Board of Directors. The election procedure shall be the same as outlined in Section 5. of the By-Laws of the Society.

**Article 15. OFFICE OF THE SOCIETY**

An office of the Society shall be maintained at the Hindu Mandir, 6421 Cork St.  
Halifax, NS, B3L 1Z5

All records, books and documents, including the corporate seal shall be kept in the office of the Society.

**Article 16. RENUMERATION**

The services rendered to the Society, by any member, a group of members, Board of Directors and the Committees are considered to be provided on a voluntary basis. No-one shall be entitled to or receive any remuneration from the Society. However, a director or officer may be paid reasonable expenses incurred in the performance of his/her duties.

**Article 17. LIABILITY**

No member, Committee members, Board of Directors individually or collectively shall be liable for any costs, loss of funds, charges and expenses whatsoever the Society sustains and incurs in or about in relation to the affairs and activities of the Society thereof, except such costs, charges and expenses and losses that are occasioned by the willful neglect, default or to the personal gain of any member of The General Body and any member of the Board of Directors.

**Article 18. INSPECTION OF ACCOUNTS**

No member individually shall have the right to inspect the accounts and the books of the Society. However, a group of members consisting of no less than twenty percent (20%) of the total membership currently residing in Nova Scotia can make a request in writing in the form of a petition to the Chairperson of the Board of Directors to inspect the accounts and the books of the Society. The Board of Directors, within thirty (30) days shall comply with the request and facilitate the petitioners to inspect the accounts and books of the Society at a time and place determined by the Board of Directors.

**Article 19. FISCAL PERIOD**

The fiscal period of the Society shall be from November 1<sup>st</sup> to the 31<sup>st</sup> of October each year.

**Article 20. AUDITORS**

Auditors/Auditor shall be appointed at the Annual General Body Meeting of the Society. The auditors shall be certified practitioner in the field of accounting and capable of auditing books and accounts of non-profit associations and societies.

**Article 21. AUDIT OF ACCOUNTS**

The Society shall make a written report to the members as to the financial position of the Society and the report shall contain a balance sheet and operating account. The auditors shall make a written report to the members upon the balance sheet and operating account, and in every such report, he shall state whether, in his opinion, the balance sheet is a full and fair balance sheet containing the particulars required by the Society and properly drawn up so as to exhibit a true and correct view of the Society's affairs, and such report shall be read at the annual meeting. A copy of the balance sheet, showing the general particulars of its liabilities and assets and a statement of its income and expenditure in the preceding year, audited by the auditor, shall be filed with the Registrar within fourteen days after the annual meeting in each year as required by law.

**Article 22. CELEBRATION OF RELIGIOUS FESTIVALS**

The Religious Festivals shall be organized and celebrated on the same day and date as they fall, unless there are extraordinary circumstances which cannot be avoided, then the Society shall celebrate the Festival on an alternate date.

The Vice-Chairperson (Religious Affairs) shall compile in January a list of all Religious Festivals and functions with the day and date noted. This list must be posted on the bulletin board at the Mandir.

**Article 23. USE OF MANDIR FACILITIES**

The primary use of the Mandir building and the facilities therein shall be for the purpose of holding religious, spiritual, festival and cultural activities for the Society members and the Hindu community at large in strict conformance to the objectives of the Society. However,

the use of the Mandir shall be permitted for the following private activities as per fee schedule posted at the Mandir

- a) solemnization of Hindu marriages and the social gathering associated with marriage,
- b) a Havan or puja or prayer for an individual who wants to use the Mandir facilities for happy occasions such as birth of a child, baptism or Namkaran Sanskar, or,
- c) a Havan, puja or prayer for an individual who wants to use the Mandir facilities in the memory of their lost loved ones.

The above activities should not conflict with the regular religious prayers, kirtans and festival activities held at the Mandir.

It shall be the responsibility of the private individuals to leave the place clean. The Board of Directors may decide to require a deposit for cleaning or any damage, which shall be refunded if the place is left clean and no damage to the property is evident.

- i) **Cultural Activities:** The use of the Mandir facilities shall be permitted for cultural activities such as teaching of Indian languages, dances, and any other activity of a cultural nature. Any member or a group of members should offer his service at no charge to the participants if the Mandir facilities are going to be used to conduct such activities.
- ii) Under no circumstances will storage or consumption of alcohol, tobacco products, illicit drugs and other intoxicating agents, non-vegetarian food products shall be permitted at the Mandir or on the premises.

#### **Article 24. GUEST PREACHERS**

No member, individually or as a group shall invite or bring to the Mandir to preach, to lecture or to give a talk, a guest preacher without prior approval of the Board of Directors.

#### **Article 25. DISTRIBUTION OF RELIGIOUS PAMPHLETS**

No member, individually or as a group shall distribute any papers, books, religious materials or literature during religious congregations. Although members are encouraged to contribute literature, books and other materials of religious nature to the Mandir, distribution and circulation of these materials is the responsibility of the Board of Directors.

#### **Article 26. ALTERATION OR AMENDMENT**

The Memorandum and By-Laws of the Society shall not be altered, added to or amended, except by a special resolution approved by members of the Society at a Special Meeting of The General Body called for that purpose and shall not take effect until after approved by the Registrar of Joint Stock Companies.

Special resolution shall mean a resolution approved by at least a three-fourths (3/4) majority of members present, at the Special General Body Meeting of which a proper notice specifying the intention of the proposed resolution has been given in writing to all members at least two (2)

weeks in advance. To consider the motion of the special resolution, a quorum must be present in person at the Special General Body Meeting of the Society.

**Article 27. DISSOLUTION OF THE SOCIETY**

If for any reason the operations of the Society are terminated, the Society becomes defunct or dissolved, and there remains, at that time, after satisfaction of all debts and liabilities, any assets and properties whatsoever, they be donated to a like minded.

**Article 28. INTERPRETATION**

In the event of a doubt or conflict arising in the interpretation of the Memorandum and By-Laws, the matter shall be referred to The General Body which has the final authority. The dispute or conflict pertaining to the interpretation shall be decided by a majority vote of all members present in person at The General Body Meeting, specially called for that purpose.

**Article 29. MISCELLANEOUS**

1. The Society shall file with the Registrar with its Annual Statement a list of its directors with their addresses, occupations, and dates of appointment or election, and within fourteen days of a change of directors, notify the Registrar of the change.
2. The Society shall file with the Registrar a copy in duplicate of every special resolution within fourteen days after the resolution is passed.
3. The seal of the Society shall be in the custody of the Secretary and may be affixed to any document upon resolution of the Board of Directors.
4. Preparation of minutes, custody of the books and records, and custody of the minutes of all the meetings of the Society and of the Board of Directors shall be the responsibility of the Secretary.
5. Contracts, deeds, bills of exchange and other instruments and documents may be executed on behalf of the Society by the Chairman or the Vice-Chairman and the Secretary, or otherwise as prescribed by resolution of the Board of Directors.
6. The borrowing powers of the Society may be exercised by special resolution of the members.
7. Directors who have, or could reasonably be seen to have, a conflict of interest have a duty to declare this interest. The declaration should be made to the members
  - i. upon nomination, and
  - ii. if serving as a director, when the possibility of a conflict is realized.
8. A conflict of interest does not prevent a member from serving as a director provided that he/she withdraws from the decision making on matters pertaining to that interest. The withdrawal should be recorded in the minutes.