

Bylaws

of

Gujarati Samaj of Sacramento

A California NON-PROFIT 501(c)(3) CORPORATION

****** DRAFT ******

BYLAWS

OF

GUJARATI SAMAJ OF SACRAMENTO

A CALIFORNIA NON-PROFIT 501(C)(3) CORPORATION

ARTICLE 1

OFFICES

SECTION 1. PRINCIPAL OFFICE

The principal office of the corporation hereinafter referred to as the "Gujarati Samaj of Sacramento" or "GSS" for the transaction of its business is located in and encompasses Sacramento and surrounding counties of Northern California.

SECTION 2. CHANGE OF ADDRESS

The County of GSS principal office can be changed by amendment of these Bylaws except the Executive Committee can change the Principal office from one location to another within the named county by noting the changed address and effective date below; and such changes of address shall not be deemed as amendment of these Bylaws:

2160 Auburn Blvd, Sacramento, CA 95821

Dated: June 1st, 2019

SECTION 3. OTHER OFFICES

GSS may also have offices at such other places, within or outside the State of California, where it is qualified to do business, as its business may require and as the Executive Committee may, from time to time, designate.

SECTION 4. SCHEDULES

GSS Fiscal / Office Year: 1st January to 31st December.

Election of the Executive Committee: No later than end of 1st quarter of following year. The current officers of EC will continue to serve during interim time.

ARTICLE 2

VISION, MISSION, CORE VALUES AND OBJECTIVES OF GSS

Vision

Preserve Gujarati cultural and linguistic heritage through diversity and sense of belonging for the upcoming and future generations of the members.

Mission

Preserve and promote Gujarati heritage by providing exposure and opportunity to the community.

Core Values

Member driven- Membership defines what is needed. Strive to fulfill membership needs by creating a sense of belonging, counseling and networking to membership.

Diversity

Promote and maintain diversity in organization management of various committees, Executive Committee (EC) and Benefactor Committee (BC). Include various age groups and gender, to create a diverse representation of membership.

Integrity

Responsibility, accountability, honesty, openness, self-respect, and mutual dignity in dealing with one another. EC and BC must strive to meet and exceed the expectation of the membership.

Excel in what we do

Leadership strives for the best to serve membership thru teamwork, education and the recruitment of dedicated volunteers with a deep commitment to the mission. Leadership will reflect quality and excellence in performing all tasks.

Cultural and Education a priority

Major economic and noneconomic resources will be allocated for these activities in order to strive for preservation of our heritage for community.

Voluntary Services

Recognize and encourage volunteerism. Become a benchmark for Progressive and Volunteer driven organizations.

OBJECTIVES

The primary objectives of Gujarati Samaj of Sacramento (GSS) shall be as follows:

1. To foster friendship and understanding among its members and to develop common loyalties interests thru literary, social, educational, religious and cultural activities without getting involved in political activities;
2. To work toward the goal to build cultural community hall/Temple of GSS.

A. Ethics Statement

GSS' success depends on creating a culture of respect, civility and diversity. The GSS is an organization where all community members are respected, interaction and engagement is civil, and diversity is valued. All of the GSS Members and guests should be free from unlawful discrimination, sexual harassment and all other forms of unlawful harassment, and inappropriate conduct toward others.

All Members are required to conduct themselves in accordance with this Policy as well as all applicable Local, State, and Federal laws. Failure by any Member to follow this policy may result in disciplinary action up to, and including termination of his/her Membership.

B. Executive Committee

As Executive Committee (EC) members, every member shall have broad duties and obligations to each other and to the organization. As the committee members interact with each other, they shall be positive, supportive, cooperative and understanding. A positive attitude reduces stress, enhances relationships and improves GSS's perspective. Human problems should be handled with compassion and sympathy. Cultural diversity should be appreciated as an asset and an opportunity.

Executive Committee Members must conscientiously manage the expenditure of community funds in a cost effective manner. Special care should be taken in establishing and maintaining our relationships with those who provides financial help and other services. Executive Committee Members must design and use internal control and procedures that safeguard against general accounting practice and misuse of GSS funds for individual and/or collective gains.

ARTICLE 3 MEMBERS

Membership Rules/Criteria

1. Any interested individual of age 18 or over can be a member of GSS.
2. In addition to general membership, any member in good standing can become lifetime member by paying \$1000 one time. These fees may be changed in the future by the approval of 2/3 votes of Executive and Benefactors Committees.
3. Memberships allows unmarried student less than 25 years of age and parents as a dependent member as long as they live under the same roof. This dependent member can speak on any issue but shall not have voting privileges.
4. Married children must acquire separate membership.
5. The membership of GSS shall be unlimited. Non-Gujarati heritage persons cannot become lifetime GSS member unless married to Gujarati heritage individual.
6. A member may withdraw from the organization by rendering his or her resignation in writing to the Secretary subject to the approval of the executive committee. Such member shall not be entitled to any refunds or property of GSS.
7. The membership fee for annual members shall be due by April 15 for each calendar year for the active members. The annual membership after April 15th may increase.
8. The membership fee may be changed by 2/3 votes at the joint meeting of Executive and Benefactors Committees.
9. No GSS member shall bring any kind of legal action on any committee member or the GSS in any way shape or form which would result in the GSS having to intervene on the litigation.
10. Every person in any capacity who joins or is a member of GSS; or family of a member; implicitly and explicitly pledges to uphold the bylaws to work in the greater good of GSS without bringing any harm or disrespect to GSS.

General Meeting

A general meeting of the GSS shall be held by President at the beginning of each year but no later than end of 1st quarter of each calendar year, and it will be known as "General Meeting". The President shall notify the GSS membership in writing through the GSS Newsletter transmitted electronically to all the GSS members at least two weeks advance notice of "General Meeting".

Quorum

A quorum for the transaction of business at any meeting of voting by lifetime members shall consist of at least one-quarter of current active lifetime members present in person. At the time of the meeting, if a quorum is not formed, another meeting with the same agenda shall be arranged after two hours or as soon as possible.

Finance Requirement

1. Operating Account must be under name of "Gujarati Samaj of Sacramento" and must be operated by the president and treasurer with two required signatures option for any amount over \$5,000. All financial and operational records should be accurate and presentable. At end of every year, Benefactors Committee (BC) Chairman and a designated member of BC shall transfer funds in excess of \$20,000 in GSS Operating account to the donations account.
2. A separate account shall be established for all donations received and shall be maintained by the Benefactors committee (BC) Chairman and a designated member of BC.

3. Any withdrawal of over \$5,000 up to \$10,000 from GSS Operating account shall be approved by majority vote of EC and BC must be informed of such action. Any withdrawal of over \$10,000 from the Donations account shall be approved by two third of joint meeting of Benefactor Committee and Executive Committee.
4. Misleading, incomplete, improper, or fraudulent accounting or financial reporting is not permitted and may be violation of applicable laws, rules, and regulation.
5. After each special event organized using GSS funds, the President/Treasurer shall provide financial statement of the event to both EC and BC.

Youth Members

1. A Youth Group under the umbrella of the GSS shall be formed with its own set of rules and regulations, with the approval of both EC and BC.
2. Any youth between ages 6 and 24 are encouraged to join.
3. The mission of the Youth Group will be to preserve, promote, and practice cultural values in our society.
4. These goals shall be achieved by learning more about our culture and by actively participating in all GSS activities.
5. The Youth Group shall organize and perform functions and activities of it's own and build a strong sense of unity amongst it's members.
6. The members shall practice equality by providing members with an opportunity, to voice their opinions.
7. They shall provide services and social programs of the highest quality so the community will be proud.
8. As youth of today, they shall strive to be leaders of tomorrow and ensure a strong foundation for generations to come.
9. The parent body - the Gujarati Samaj of Sacramento, shall sanction all major activities/events by the Youth Group.
10. The Youth Group shall have a separate account that will be joint to that of the GSS account and BC chair shall have access to the account.
11. The Youth Group will have the authority to utilize funds, as they deem necessary. Ultimately, the Youth Group will approve any and all of its own expenditures.

ARTICLE 4 BENEFACTOR(S)

SECTION 1. TERM AND MAKEUP OF BENEFACTORS COMMITTEE

1. Benefactors Committee (BC) shall have minimum of nine (9) and maximum thirteen (13) members.
2. The term of the current longest serving BC members will be determined by a lottery system in a batch of two (unless two current BC members resigning/retiring) to be replaced every two years by new BC members, which remainder of the BC members will select. If more than two current BC members resigns/retires, then equal number of new BC members be selected to maintain minimum BC membership.
3. Any major decision of the GSS that shall result in affecting the functioning of the GSS including the proposal to purchase or sell the GSS assets will require 2/3 majority of the entire BC. Any purchase/

sell of GSS asset must be approved by 2/3 majorities of the GSS members who are present to vote in the general/special meeting.

SECTION 2. QUALIFICATION

BC in consultation with President and Vice President may nominate a lifetime GSS member in good standing and has served minimum two terms of two years in EC to become a BC member. The nomination must be approved by two third votes of BC.

SECTION 3. PURPOSE(S) / DUTIES

BENEFACTORS will:

1. Plan, develop, and implement the long-range plans related to acquiring permanent home for the GSS, procuring finances and providing sustainability for such activities.
2. Help raise funds to build a Cultural Community Center and maintain a separate bank account for the said purpose. The funds from the said bank account cannot be commingled with other funds of Gujarati Samaj except by two-thirds majority vote by the General Membership body. Securely invest Samaj funds/assets for better investment return without jeopardizing principal with 2/3 majority of whole Benefactor Committee.
3. Acquire, accept, solicit or receive by purchase, lease, contract, donation, gift, grant, request or otherwise any kind of real or personal property whether or not the same may be in form of investments in which BC is authorized to invest funds or to enter into and carry out agreements, contracts and undertakings thereto with two-third (2/3) majority of entire Benefactors Committee and approval from the majority of life members of GSS.
4. Hold, manage, buy and sell or convert any real property from time to time owned by the GSS and securely invest or reinvest any principal or income of the GSS in investments authorized by law for investment of trust funds with two-third (2/3) majority of entire Benefactors Committee and approval from the majority of life members of GSS.
5. Future succession planning: will take active role in guiding and mentoring of Executive Committee (EC Team), and youth group. Create an environment for cultivating exemplary volunteering service among members. Provide general guidelines to the Executive Committee in strategic policies.
6. Meet at least twice in a calendar year to review and administer the GSS future plans, events and to ascertain that GSS is functioning within the regulatory guidelines established for non-profit organizations and its objectives are fully met.
7. Appoint a Chairperson every other year on a rotating basis until each benefactor holds the position.
8. Call for a special election of Executive Committee Officers in a General Meeting in the event of gross mismanagement, negligence or inaction by any of the EC officers.

SECTION 4. VOTING RIGHTS

There will be one vote per each life membership.

SECTION 5. ISSUES/ CONFLICTS RESOLUTION

In case an issue or conflict arises in GSS that is beyond the scope of normal powers of, or any resolutions provided by, the EC of GSS; the BC of GSS shall intervene and provide resolutions. Examples of such situations could be a faux-passe disagreement within the EC of GSS, resignation by the GSS President, legal matter involving the assets and properties of GSS requiring arbitration or strategic direction setting, etc. In the EC, for any vacancy arising out of any resignations, conflicts or otherwise, an interim relief will be provided by the BC by appointing one of the BC member till vacancy is duly filled.

ARTICLE 5 EXECUTIVE COMMITTEE

SECTION 1. STRUCTURE OF THE EXECUTIVE COMMITTEE

Executive Committee of GSS shall consist of four OFFICERS namely: President, Vice President, Secretary, and Treasurer. The Executive Committee members shall be of Gujarati heritage only. Officers of the EC shall be GSS life members. President of GSS shall have served at least once in the capacity of EC member for a minimum of two years. Any officer of EC may decide to get elected to another position (if vacant) in the middle of his/her term and may continue current position until elected.

SECTION 2. TERM OF EXECUTIVE COMMITTEE

Each Officer of the Executive Committee shall be elected for a continuous period of maximum two years. However, every year beginning with end of SECOND year, two of the Officers of the Executive Committee from the team of four, shall retire and be replaced immediately by two new persons. This means, every odd year (eg.2001), President and Treasurer shall retire to be replaced by two new persons; and every even year (eg.2002), Secretary and Vice President shall retire to be replaced by two new persons. President and Secretary, both cannot retire in the same year. And similarly, Treasurer and Vice President, both cannot retire in the same year. The president shall appoint minimum five up to maximum of ten current GSS members to the EC for a continuous period of two years.

SECTION 3. PURPOSE(S) / DUTIES OF THE EXECUTIVE COMMITTEE

The activities and affairs of GSS shall be conducted and all of its responsibilities shall be exercised by or under the direction of the Executive Committee, subject to the provisions of the California Nonprofit Corporation law and any limitations in the Articles of Incorporation and Bylaws relating to the action required or permitted to be taken or approved by the Benefactors of the GSS.

Executive Committee of GSS shall assist with the following:

1. Undertaking solicitation of contributions and donations for social and religious purposes;
2. Entering into, performing or canceling and rescinding any contract for specific annual event/s not exceeding \$5,000 per event. If the amount exceeds over \$5000, BC must be consulted for approval.
3. Supporting Benefactor Committee in borrowing or raising money for GSS purposes as permitted by the applicable Federal and State laws and within the framework of the goals and objectives of GSS;
4. Performing any and all duties imposed on them collectively or individually by law, by the Articles of Incorporation of GSS, or by these Bylaws;
5. Handling the day to day operations and running of GSS, organize all of the GSS's events and activities, invite Scholars, draft the annual Corporate budget, hold elections for the offices of the Executive Committee and complete the transition process with the newly elected officers of the Executive Committee within 30 days of election results.
6. The treasurer at a general body meeting shall present a calendar year financial report. The President and Treasurer shall sign the foregoing report.

Any member of the executive committee or family member attending a paid event, shall purchase ticket as required by any other attendees.

The foregoing enumeration of responsibilities is not to limit or exclude any other responsibility Executive Committee of GSS has under the applicable laws. Nothing herein contained shall be deemed to authorize or permit the Executive Committee of GSS to carry on or to exercise any activities that exempt GSS may not do under the applicable State or Federal law or rules or regulations in effect.

SECTION 4. DUTIES OF THE PRESIDENT

1. The President shall be the chief executive officer of GSS and shall, subject to the guidance of Benefactors of GSS, supervise and control the affairs of GSS and the activities of the Officers.
2. He or she shall perform all duties incident to his or her office and such other duties as may be required by law, by the Articles of Incorporation of GSS, or by these Bylaws, or which may be prescribed from time to time by the Benefactors of GSS through resolution.
3. Unless another person is specifically appointed as Chairperson, the President shall preside at all meetings of GSS.
4. BC may authorize the President to sign documents such as checks or contracts for events.
5. President, in consultation with other members of the EC and BC will provide resolution/s to all conflicts and issues arising in the normal course of GSS operation.
6. President shall perform all duties of the Vice President in the absence of Vice President.

SECTION 5. DUTIES OF THE SECRETARY

The Secretary shall:

1. Certify and keep at the principal office of GSS the original, or a copy of these Bylaws as amended or otherwise altered to date.
2. Be a custodian of the records and of the seal of GSS and see that the seal is affixed to all duly executed documents, the execution of which on behalf of GSS under its seal is authorized by Law or these Bylaws.
3. Be responsible for maintaining an updated roster and timely communication with GSS members, which shall include, but not limited to keeping minutes of the meetings, maintain records of all correspondence and presenting a report of activities at the general body meeting.
4. Take and keep at the Principal Office of GSS or at such other place as the Executive Committee may determine, a book of minutes of all meetings of the Executive committee (EC) of GSS Members, recording therein the time and place of holding, whether regular or special, how called, how notice thereof was given, the names of those present or represented at the meeting, and the proceedings thereof.
5. See that all notices are duly given in accordance with the provisions of these Bylaws or as required by the Law;
6. In general, perform all duties incident to the office of the Secretary and such duties as may be required by Law, by the Articles of Incorporation of GSS, or by these Bylaws, or which may be assigned to him or her from time to time by the Executive Committee or the Benefactors of GSS.
7. Perform the duties of the Treasurer in Treasurer's absence.

SECTION 6. DUTIES OF THE TREASURER

Subject to the provisions of these Bylaws relating to the "Execution of Instruments, Deposits and Funds", the Treasurer shall:

1. Have charge and custody of, and be responsible for, all funds and securities of GSS, and deposit all such funds in the name of Gujarati Samaj of Sacramento (GSS) in such banks, trust companies, or other depositories as shall be selected by the EC and BC;
2. Receive, and give receipt for monies due and payable to GSS from any source whatsoever;
3. Disburse, or cause to be disbursed, the funds of GSS as may be directed by the Executive Committee within EC authority, taking proper receipts for such disbursements;
4. Keep and maintain adequate, correct and up-to-date accounts of GSS's properties and business transactions, including accounts of GSS's assets, liabilities, receipts, disbursements, gains and losses;
5. Exhibit books of account and financial records to the BC and EC at least once a quarter;

6. Render to any Officer of the EC, any BC member of GSS, or any Member, or his/her agent or attorney, whenever requested in written, an up-to-date account of any or all of his or her transactions as Treasurer and of the financial condition of GSS within 30 days of the request;
7. Prepare, or cause to be prepared, and attest, or cause to be attested, the financial statements to be included in any required reports;
8. Keep and maintain a roster of GSS members and EC members as well as achieve into permanent database.
9. In general, perform all duties incident to the office of Treasurer and such duties as may be required by Law, by the Articles of Incorporation of GSS, or by these Bylaws, or which may be assigned to him or her from time to time by the Executive Committee or the Benefactors of GSS;
10. File the income tax and all other tax returns as required, in time, with the appropriate Federal/ State Government authorities;
11. Perform the duties of Secretary in Secretary's absence.

SECTION 7. DUTIES OF THE VICE PRESIDENT

Subject to the provisions of these Bylaws, the Vice President shall:

1. Initiate, co-ordinate and monitor the Election Process, and keep minutes of the election process and all election associated meetings;
2. Tabulate and certify ballots along with assigned voting power when general assembly voting is enacted. Plan, execute and implement motivational schemes to attract contributions and resources from within and outside GSS;
3. Co-ordinate, arbitrate, and facilitate resolution of any conflicts arising amongst Officers of the Executive Committee, Benefactors, Members or others, following a two step process:
 - Step 1. Amicable arbitration between the conflicting parties; and
 - Step 2. Escalate the issue to the Benefactor Body and call a meeting that will be chaired by the Vice President. Resolution will be based on a Democratic Vote;
4. Act as a liaison between BC and EC and also attend all BC and EC meetings.
5. Perform all duties of President in President's absence or unavailability.

SECTION 8. COMPENSATION

No compensation, salary or honorarium, in any form - cash or kind, shall be received by or rendered to any Life Member, annual member or Officer or member of the Executive Committee or Benefactor of GSS, for any service/s rendered to the cause of GSS.

ARTICLE 6

SECTION 1. VACANCIES: REMOVAL AND RESIGNATION

Benefactor(s) and Executive Committee Officer(s) of GSS may leave, resign, or be removed from their position. Vacancies shall be said to exist on the death, resignation or removal of any Officer or on the declaration of an Officer who has been declared of unsound mind by a final order of court, or convicted of a felony, or has been removed from the office by order of the Superior Court for engaging in fraudulent acts pursuant to Section 9223 of the California Nonprofit 501(c)(3) Corporation Law.

Benefactor or Executive Committee member or Officer may resign effective immediately upon giving written notice to the President, unless the notice specifies a later time for the effectiveness of such resignation.

Any member, including Life Member, BC member or GSS Officer may be removed from his/her position, upon direct proof of the gross neglect in carrying out his/her duties, severe violation(s) and acts in derogation of GSS mission, principles, ethics, embezzlement of Corporate funds, and acts of self-dealing. Removal will take place upon a majority vote of the quorum of two-third (2/3) of Benefactors Committee.

SECTION 2. NON-LIABILITY OF BENEFACTORS, EXECUTIVE COMMITTEE AND LIFE MEMBERS

The Benefactors, Officers, members of the Executive Committee and any members of GSS shall not be individually or collectively be liable for any debts, liabilities, liens, or other obligations of GSS arising out of discharging individual duties for GSS.

SECTION 3. INDEMNIFICATION BY CORPORATION OF BENEFACTORS, OFFICERS, EMPLOYEES, ANY MEMBERS, AND OTHER AGENTS

To the extent that a person who is, or was, a Benefactor, Officer of the Executive Committee, employee, other agent, or Member of the GSS has been successful on the merits in defense of any civil, criminal, administrative, or investigative proceeding brought to procure a judgment against such person by reason of the fact that he or she is, or was, an agent of the GSS, or has been successful in defense of any claim, issue or matter, therein, such person shall be indemnified against expenses actually and reasonably incurred by the person in connection with such proceeding.

If such person either settles any such claim or sustains a judgment against him or her, then indemnification against expenses, judgments, fines, settlements, and other amounts reasonably incurred in connection with such proceedings shall be provided by the GSS but only to the extent allowed by, and in accordance with the requirements of, Section 9246 of the California Nonprofit 501(c)(3) Corporation Law.

SECTION 4. INSURANCE FOR CORPORATE AGENTS

The Executive Committee may adopt a resolution authorizing the purchase and maintenance of insurance on behalf of any agent of the GSS (including a Benefactor, Officer of the Executive committee, Any Member, employee or other agent of GSS) against any liability other than for violating provisions of law relating to self-dealing (Section 9243 of the California Nonprofit Corporation Law) asserted against or incurred by the agent in such capacity or arising out of the agent's status as such, whether or not the GSS would have the power to indemnify the agent against such liability under the provisions of Section 9246 of the California Nonprofit Corporation Law.

SECTION 5. OPERATIONAL COMMITTEES

GSS shall have such special purpose committees as may from time to time be designated upon request of the Executive Committee and by resolution of the Benefactors body for the operation and running of the special purpose activities of the GSS. Such committees may consist of person(s) who may or may not be the Benefactors of GSS. Those committees shall act only in an operational capacity.

ARTICLE 8

MANAGEMENT OF BANK ACCOUNTS, INSTRUMENTS, DEPOSITS AND FUNDS

1. Main checking account balance should not exceed \$20,000 (thirty thousand dollars), which will be managed and operated by EC.
2. The funds above \$20,000 in checking account should be transferred to an account managed by BC.
3. All checks necessary to conduct GSS operations will be drawn by EC as described in article three, finance requirement.
4. All checks must be deposited with in fifteen days after receipt.

ARTICLE 9
CORPORATE RECORDS, REPORTS AND SEAL

SECTION 1. MAINTENANCE OF CORPORATE RECORDS

GSS shall keep its principal office in the State of California:

1. Minutes of all meetings of Benefactors, Officers and Committees, indicating the time and place of holding such meetings, whether regular or special, how called, the notice given, and the names of those present and the proceedings thereof;
2. Adequate and correct books and records of account, including accounts of its properties and business transactions and accounts of its assets, liabilities, receipts, disbursements, gains and losses;
3. A record of its Benefactors and Life members indicating their names and addresses and, if applicable, the class of membership held by each member and the termination date of any membership;
4. A copy of GSS's Articles of Incorporation and Bylaws as amended to date, which shall be open to inspection by the benefactor(s) of GSS at all reasonable times during office hours.

SECTION 2. CORPORATE SEAL

GSS Executive Committee may adopt, use, and at will alter, a corporate seal. Such seal shall be kept at the Principal office of GSS. Failure to affix the seal to corporate instruments, however, shall not affect the validity of any such instrument.

SECTION 3. BENEFACTORS' INSPECTION RIGHTS

Every Benefactor shall have the absolute right at any reasonable time with at least two weeks notice to inspect all books, records, and documents of every kind and to inspect the physical properties of the GSS.

SECTION 4. RIGHT TO COPY AND MAKE EXTRACTS

Any inspection under the provisions of this Article may be made in person or by agent or attorney and the right to inspection includes the right to copy and make extracts.

ARTICLE 10
AMENDMENT OF BYLAWS

SECTION 1. AMENDMENT

Subject to any provision of law applicable to the amendment of Bylaws of religious nonprofit corporations, these Bylaws, or any of them, may be altered, amended, or repealed and new Bylaws adopted subject to the power of members, if any, to change or repeal these Bylaws under Section 9150 of the Corporations Code, by two-thirds (2/3) voting of the entire life membership eligible to vote in a general/special meeting.

ARTICLE 11
AMENDMENT OF ARTICLES

SECTION 1. AMENDMENT OF ARTICLES

Any draft amendment of the Articles of Incorporation (by-laws) may be adopted only by approval of the majority of joint meeting of Executive committee (EC) and Benefactors Committee (BC) where upon at least two-thirds (2/3) of the members of EC and BC are present. Voting for final approval of new by-laws shall be as described in Article 10.

ARTICLE 12

PROHIBITION AGAINST SHARING CORPORATE PROFITS AND ASSETS

No Benefactor, officer, employee, member or any other person connected with GSS, or any private individual, shall receive at any time any of the net earnings or pecuniary profit from the operations of the GSS, provided, however, that this provision shall not prevent payment to any such person of reasonable compensation for services performed for the GSS effecting any of its purposes, provided that such compensation is otherwise permitted by these Bylaws and is fixed by joint resolution of the Executive Committee and Benefactor Committee; and no such person or persons shall be entitled to share in the distribution of, and shall not receive, any of the corporate assets on dissolution of the GSS.

ARTICLE 13

DISSOLUTION

GSS may be dissolved subject to guidelines provided by State of California Attorney General's office, Secretary of States office, and Corporation code section 9680.

WRITTEN CONSENT OF BY LAWS COMMITTEE ADOPTING BYLAWS

We, the undersigned, are all of the persons, members of the By Laws Committee, named as the Benefactors of GUJARATI SAMAJ OF SACRAMENTO, a California nonprofit corporation, and, pursuant to the authority granted to the Benefactors by these Bylaws to take action by unanimous written consent, consent to, and hereby do, adopt the foregoing Bylaws, consisting of 13 pages, as the Bylaws of this corporation, herein referred to as GSS.

Dated: _____, 2019

Roger Parmar

Himanshu Patel

Kaushal Shah

Arvind Patel

Piyush Amin

Jatin Shah

Pravin Dullabh

Bhavin Parikh

Samir Kothari

CERTIFICATE

This is to certify that the foregoing is true and correct copy of the Bylaws of the corporation named in the title thereto and that such Bylaws were duly adopted by the Members of said corporation on the date set forth below.

Dated: _____, 2019

GSS Secretary