ASC ARTICLES OF INCORPORATION and BYLAWS

Final approved and Adopted By-Laws as October 7, 2017
ARTICLE I. NAME

The name of the organization shall be American Sikh Council. Hereinafter it will be referred to as ‘The Council’.

ARTICLE II. OFFICES

The Office of the Council shall be located within the United States of America.

ARTICLE III. AIMS AND OBJECTS

A. To be the representative voice of all Sikhs in the United States of America.

B. To represent the Sikh community of United States of America globally.

C. To facilitate access to the teachings of Sri Guru Grant Sahib.

D. To serve the interest of Sikhs of United States of America and the member organizations in every possible way.

ARTICLE IV. MEMBERSHIP

The organization will have members as defined in the By-laws.

ARTICLE V. GENERAL BODY

The General Body will consist of the representatives of the member organizations as per By-laws.

ARTICLE VI. ORGANIZATIONAL STATUS

1. American Sikh Council is organized and operated exclusively for charitable, religious, and educational purposes including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

2. The American Sikh Council is not a social club. No part of the net earnings of the organization shall inure to the benefit of or be distributable to its trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay approved reasonable compensation for services rendered, and to make payments and distributions in furtherance of the purposes set forth in the aims and objects clause hereof.
3. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on:

(a); by an organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code or the corresponding section of any future federal tax code, or (b); by any organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code. Upon the dissolution of the organization, 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 any future federal tax code, or 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 principle 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 VII. MANAGEMENT OF THE COUNCIL

1. The Council shall have a fifteen (15) Board of Directors. The ASC Board selection is by the yearly voting process provided in the By-Laws from the list of qualified volunteers proposed/nominated by the General Body (membership). Board Members wishing to serve must accept, follow, and believe in the following:

a). Sri Guru Granth Sahib as his/her only Guru.

b). Panth Pravanit Rehat Maryada as the only Rehat Maryada.

c). Accept and follow only the Sikh Faith and no other religion. ASC member cannot be member of another cult/religion.

d). Must obey the following prohibitions as defined in the Panth PravanitRehat Maryada:

1. Must not cut hair.

2. Must not commit Adultery.

3. Must not consume or use any Tobacco or similar type product.

4. Must not consume Halal meat.
2. The Board shall select five (5) board members as an Executive Committee (EC), by voting process by the fifteen (15) Board members. The EC will then distribute their duties among themselves as per ASC BYLAWS (ARTICLE IV Executive Committee).

3. The Board shall strive to form appropriate task forces as needed. Refer to By-Laws ARTICLE III-J (The Responsibilities and Authority of the Board).

4. The Board members are authorized to replace or remove any member at any time from the ASC Board or any Task Force by a vote of 2/3 of the populated Board (per By-Laws). Moreover 2/3 of the populated Board is authorized to overrule any decision made by the EC. The removal of any member is at Board’s discretion by a vote of 2/3 of the populated Board, or under ARTICLE III (H).

**ARTICLE VIII. ADOPTION AND REVISION OF THE ARTICLES**

A. These Articles come into force when accepted by the General Body as per current Articles of Incorporation.

B. These Articles may only be amended by a simple majority of the General Body present and voting at a duly called General Body meeting. Quorum for such a General Body shall be the average of the percentage attendance at the last two General Body meetings. In case a General Body meeting fails to have a quorum, then proxies will be acceptable. The decisions taken at the General Body meeting shall be communicated, in writing, to the GB members. If there are not enough proxies to fulfill the quorum, then members shall be notified about the decision taken at the meeting. Members not responding within specified time, maximum of two weeks, shall be considered to be in agreement with the decisions.

**ARTICLE IX. OFFICIAL LANGUAGE**

The Council shall have two main official languages: Punjabi in Gurmukhi script and English in Roman script. The Articles of Incorporation and By-laws shall be in English. A Punjabi translation of these documents shall also be available upon request. The form of numerals to be used shall be the international form.
BYLAWS:

ARTICLE I.  MEMBERSHIP

A. Membership shall be open to all Sikh Organizations in the United States of America (US) that:

i. Believe in ten Guru Sahibs, from Guru Nanak Sahib to Guru Gobind Singh Ji and the Sri Guru Granth Sahib as only eternal Guru and accept the Panthic Pravanit Rehat Maryada only including prohibitions. The organizations accepting any other person or book as a Guru or accepting any other baba / cult and/ or any other Rehat Maryada will not be eligible.

ii. Are approved by the Board of Directors.

B. The organization desirous of becoming a member is requested to complete the Membership Application included at the end of the By-laws and submits it to the Secretary of the Executive Committee for processing.

C. An annual membership fee of $250.00 shall be requested from every member organization

ARTICLE II.  THE GENERAL BODY

Shall consist of one qualified individual representative (each), nominated by the member Organizations during the current year. Anybody who wishes to be a representative of the member organization, must be qualified, and accept a). Sri Guru Granth Sahib as his only Guru; b). Panth Pravanit Rehat Maryada as the only Rehat Maryada; c). Believes in and is not a member of any other religion and cult; d). Must not have conviction of a crime, shall not commit any kind of unethical violations including moral turpitude; e) Preventions defined in Rehat Maryada (ARTICLE VII -1-d; f) And cannot be a member of any other Faith/Cult/Sect/Denomination. g) Must agree to submit a yearly background check if requested.

A. General Body Meetings:

i. Annual Meeting; There shall be at least one General Body meeting held each year during the month of October. Additional meetings may be scheduled by request of the Board, the Executive Committee, or 20% of the General Body members. General Body meetings shall be called by Executive Committee with notice to be sent out by the Secretary of the Executive Committee giving at least one month Notice with Agenda included. Such additional meeting may be held in person or as a conference call.

ii. For all other General Body (GB) meetings the quorum will be one third of the member representatives. In case a General Body meeting fails to have a quorum, then proxies will be acceptable. The decisions taken at the General Body meeting shall be communicated, in writing, to the GB members. If there are not enough proxies to fulfill the quorum, then members shall be notified about the decision taken at the meeting.
Members not responding within specified time, maximum of two weeks, shall be considered to be in agreement with the decisions.

B. **Responsibilities and authority of the General Body (GB):**

1. Shall provide direction in setting up short term, one (1) to three (3) year and long term four (4) to six (6) year objectives and goals, and provide needed resources (identifying passionate promoters and funds). ii. Provide general guidelines and resources for areas/categories of ad hoc projects. iii. All decisions will be by consensus. In the absence of a consensus by the General Body, the decision may be mailed out to GB members for their approval and members not responding within two weeks with their disagreement shall be considered in agreement with the decisions.

2. Shall authorize the running of the affairs of the Council via a Board of Directors duly selected yearly by voting from a list of qualified volunteers proposed /nominated by the General Body for the ASC Board of Directors.

3. Shall have the authority to recall anybody affiliated with the ASC in any capacity that are unsupportive of the ASC aims and objectives and/or have committed any unethical conduct. This action shall take place at any general body meeting or any additional meeting called with request of 20% of the GB members.

**ARTICLE III. THE BOARD OF DIRECTORS (BOD):**

A. The Board of Directors, hereafter referred to as the Board, shall consist of no more than fifteen (15) representatives duly selected by the yearly voting by the General Body to the ASC Board from the list of qualified volunteers proposed/nominated by the General Body (membership). Or Board Members may propose a qualified candidate to be selected as a Board Member for acceptance vote by the Board Members mid-term due to vacancy, from a list of qualified candidates already available at last voting process, if none exist a new list of qualified candidates may be requested from the membership.

B. Term of the Board members shall be three years. A Board member may serve up to four terms but no more than two consecutive terms. The members who served for two consecutive terms may only be reelected after a break of three years.

C. The Board shall select the Executive Committee as defined in Article 1V. The Chief Executive Officer (CEO) of the ASC Inc. and President of the EC is same person who the highest-ranking volunteer executive. The CEO will be acting as the main point of communication between the Board of Directors, chair board meetings, EC and ASC operations including carrying out the decisions with input, managing the overall operations and resources of ASC

D. Selection of the new Board members, each year, shall take place per the following.

i. For the purpose of filling vacancies on the Board, the US shall be divided into five Regions. Each region to include approximately equal number of member organizations in contiguous states. The Board shall define the specific states in each Region and with changing membership may redefine the Region boundaries.
ii. The Secretary will prepare a list of members due to retire at the end of the year. The list shall indicate for each retiring member whether he/she is eligible for nomination for another term and the Region they represent.

iii. The Secretary shall also update the list of the member organizations along with the names of the respective representatives renewed during the current year. This list will be circulated to the Board so that everyone is aware of the status.

iv. During the first week of October each year, the Secretary shall forward the lists prepared in steps (ii) and (iii) above to all the voting members of the Council with a request to nominate up to five members, preferably one from each region, to the Board for the next term. The deadline for nominations to be received by the secretary of the board should be no later than October 15, of the year. The Secretary shall share all nominations received with the CEO of ASC Inc and verify the qualified nominations.

v. During the third week of October, the list of all the nominees, by region is to be communicated to the Membership with a request for each member to select up to five nominees, preferably one from each region and the deadline for selections to reach the Secretary of the Board to be October 31, each year.

vi. Secretary and the CEO of ASC Inc. shall review the selections received and tally the numbers for each Region. In case of a tie, the Board shall select one of the nominees from the list with qualified proposed/nominated names. This process to be completed by November 15 and the results announced.

vii. The new board shall select Executive Committee during second half of November each year. The same process as for the selection of Board shall be followed for the selection of the incoming Executive Committee by the Board except the deadline to complete the process is November 30.

viii. The Planning of activities for the coming year should be completed during the month of December. The transition from outgoing Board to the incoming Board shall take place during the month of December.

ix. The new Board shall take over functioning on first of the next year.

x. The outgoing Secretary and CEO shall disclose and share the nominees list with the incoming Secretary, CEO/President and Board of Directors.

(Note: Some Board members- who were elected and are serving – may be, should be removed from the list, as well as candidates who turned down to serve the Board)

xi. The Secretary in consultation with the President/CEO shall prepare agenda for monthly Board meetings. The agenda may also contain input/items from all Board Members. However, the Board agenda is usually sent out, and can be modified before the meeting by Board member input.
E. Any midterm vacancy will be filled in consultation with Board, by the selecting the next in line individuals from the last selection process. Or if no qualified candidate exists, a qualified list of candidates can be requested from the membership, or any Board member may propose a qualified name to be selected as a Board member for vote by ⅔ of the Board members.

F. The board shall meet at least once a month. 30% of the members shall constitute a quorum.

G. Board shall accept Board member(s) proxy “for a cause with notice” and Secretary may wish to confirm the proxy with a phone call wherever a vote of 2/3 majority of the populated Board is required.

H. With the exception of GB approved resolution and projects, all other decisions by the Board will be by consensus (at least 2/3 majority vote), otherwise table the resolution till such a majority is achieved.

I. Any Board member is allowed to invite outside guest to attend Board/EC meetings. Any member absent from three consecutive meetings without a valid reason and four consecutive meeting regardless, will be considered to have resigned with no other action required.

J. Responsibilities and Authority of the Board:

1. The Board shall select five (5) board members as an Executive Committee (EC) by voting amongst the fifteen (15) Board members. The EC will choose to distribute their duties among themselves as per ASC Bylaws (ARTICLE IV- Executive Committee).

2. Solicit, Collect & contribute funds to support ASC projects approved by General Body and approved by the Board.

3. Board shall have the authority to remove/replace any member any time from the Board and or Task Force with ⅔ majority of the populated board. Similarly, Board with ⅔ majority of the populated Board shall have the authority to overrule any EC action taken and or decision made by the EC.

4. Board and EC shall insure amicable and complete transfer of responsibility by first of New Year including passwords, domain names from outgoing Executive Committee (EC) and any Task Force (including on Global Sikh Council (GSC) to the incoming Executive Committee and new Task Force members including GSC.

5. Board and/or Board members may nominate qualified Ambassadors of American Sikh Council who must be qualified and accept the same requirement as Article I; collect funds and contribute to support ASC projects, missions, and objectives. They must submit to a background check and pass as requested.

6. Board members will acknowledge with their acceptance to ASC Board that any ASC representative must seek prior permission from the Board; as a representative of the ASC/Task Force including GSC; that, knowingly attending a Sikh event against
Panth Pravanit Rehat Maryada (self-appointed Sikh leader/baba) shall be grounds for dismissal from the ASC Board. In case of emergency, especially when abroad, individual may use his/her judgment to attend/not attend such event and then notify the Board accordingly as soon as possible.

7. The Board and EC, as part of the old to new member role and responsibility transition, shall obtain all bank account information, passwords, domain name ownerships and security questions/answers from the outgoing Board and EC member, and share with the EC President/CEO, Secretary. During their terms in office, all ASC intellectual property and information should be freely accessible and under ownership of the President/CEO and Secretary who are responsible for its safekeeping and transfer. This includes office and hardcopy records information. This information should also be maintained either by the Secretary of the EC or President.

8. Any Task Force must provide all intellectual property and access to the ASC Board on every transition, including the GSC representatives from ASC, as founding members of Global Sikh Council, took initiatives to register and incorporate Global Sikh Council in the United States of America. They shall provide all information as part of the record and transfer responsibility (GSC domain name, GSC Certificate of Incorporation, FEIN and any other GSC documents) to ASC Board and EC President as well as share with the GSC incoming Task Force and ASC representatives.

9. Defining the policies, procedures, scope, constraints, budgets for the implementation of the General Body directives.

10. In case of some ad hoc project categories not considered by the General Body that come up during the year, define objectives, goals, scope, constraints, resources and budget for such projects, leaving the specifics for the Executive Committee, and informing the General Body membership in a timely manner.

11. Collect and Contribute funds to support aims and objectives and support projects approved by the Board. In no case the authorization for any expense will be more than the balance available for the project.

12. Board shall have the authority to initiate EC for the implementation of GB approved resolution(s) with funding identified / any projects or outside assistance without any additional approval of the 2/3 populated Board. The GB empowers the Board and EC to pay reasonable compensation for services rendered, up to the approved budgeted amount, and make payments and distributions in furtherance of the purposes set forth in the aims and objects.

13. The Board by a vote of two-thirds of the populated Board may vote on motion for a cause to dismiss remove, replace any member from the ASC Board, EC or any Taskforce. Similarly, Board shall have the authority to overrule any EC action taken for a cause and or decision made with ⅔ majority of the populated Board.

14. Deciding on all issues by a vote of two-thirds of the populated Board not specifically covered by the By-laws.
ARTICLE IV. THE EXECUTIVE COMMITTEE (EC)

A. The Executive Committee shall consist of five members: President, Vice President, Secretary, Treasurer and Member at Large.

B. The term of the Executive Committee shall be one year.

C. The Executive committee, from among its own members shall appoint each member to take on the role that best fits the overall requirements and skills of the team. A person named to be the President / President must have served on the Executive Committee for at least one year in a different designation.

D. No one may serve on the EC for more than two consecutive terms on the same position and no more than total of three terms.

E. Responsibilities and authority of the Executive Committee:

1. Implement the policies and procedures developed by the Board.

2. Shall decide on all implementation matters keeping the activities within guidelines, scope, constraints, time frame, and budget as specified by the Board at the start of the activity.

3. Shall seek approval of the board for any changes to the scope, constraints, time frame, and/or Budgets.

4. EC shall have the responsibility to implement GB approved resolution(s) and/or any projects without any additional approval of the 2/3 populated board. However they must inform the Board and Membership as soon as possible.

5. Executive committee members can shuffle their roles and responsibility among themselves anytime with consensuses if deem necessary during their term as long as no change in the total or members occurs.

6. The EC shall hold at least one meeting a month and additional meetings may be scheduled as needed. Presence of three members shall constitute a quorum. All decisions of the Executive Committee shall be by consensus (2/3 in favor). If consensus is not achieved at first, the parties with strongly opposing views will be given a set time to develop a consensus and present it to the EC. In case a consensus is still not possible, at least three in favor will carry the decision.

7. Any EC member absent from two consecutive Executive meetings without a valid reason shall be assumed to have resigned and replacement appointed by the rest of the Executive Committee members with approval of the Board.

8. Form any Special function Committees, Subcommittees, Task forces, or any other sub groups to accomplish ongoing activities/tasks not included in Executive Committee responsibility and
beyond the ability of the Executive to handle within itself. All such Committees, Task Forces or any other subgroups shall be directly responsible to the Executive Committee.

9. All individual activities/sub activities, their scope, constraints, and budget must be approved by the Executive Committee prior to action being taken by any of the EC Members, Committees/Task Forces or any other Subgroups. Individuals, Committees, Task Forces or any other subgroups carrying out the activity shall report the progress on a regular basis as defined at the time of assignment.

10. Overall income and expense must be in accordance with the budget approved by the Board.

11. All the Executive Committee members are assumed to be representing this organization at all times when they are at any public event. In case they must represent another organization at some public event, permission must first be obtained from the Executive Committee.

12. Provide progress update to the Board via minutes of the EC meetings.

F - The responsibilities of the EC members are follows:

1. President

   A. Shall serve as Chief Executive Officer (CEO) of the ASC Inc and the Board, who is the highest-ranking volunteer executive in ASC, and their primary responsibilities include making decisions, managing the overall operations and resources of ASC, and acting as the main point of communication between the Board of Directors, ASC EC operations and General Body membership.

   B. Preside over all Executive /Board / General Body meetings.

   C. Perform all duties as normally assigned to this position. Work with the Secretary to develop agendas for Board meeting.

   D. Serve as Ex-officio member of the all the Committees /Subcommittees, Task Forces and other groups.

2. Vice President:

   A. Take over the responsibilities of the President in case of inability or absence of the later.

   B. Perform activities as assigned by the Executive Committee.

3. SECRETARY:

   A. Hold at least monthly meetings of the Board and EC or others more frequently, as may be required.
B. Ensure minutes are recorded properly.

C. Keep Minutes of the Executive Committee and General Body meetings and provide copies of the same to the EC and Board regularly (at least every month, or more frequently if required).

D. Ensure monthly and yearly reminders of internal activities are sent out to the Board and EC in a timely manner.

E. Handle all communications on behalf of the Board and Executive Committee, and General Body.

F. May seek help from “Member at Large”, “Vice President”, “Board Member” or outside help from a contractor/employee position (as approved in the budget) to perform other duties assigned by the Executive Committee along with duties defined under “Member at Large”.

4. MEMBER AT LARGE

A. Proactively observe and follow-up, on any important event affecting the Sikh collective in and outside the US, and react to it by informing the EC and Board for further action.

B. Stay in touch with media regarding organizations activities.

C. Draft press releases, flyers and letters on any event directed by the EC in a timely manner with the input from EC and other Board members if required.

D. Make sure that all events be covered as a news item and be drafted with pictures where possible; and placed on ASC website, ASC Facebook and other social media site if needed to propagate ASC activities.

E. Be responsible to stay in touch with member organizations via E-news, telephone and all other means, request news items to be crafted and placed on the ASC sites regularly.

F. Ensure that all news items and press releases are incorporated and ready by the end of every month or early and crafted into a newsletter for dissemination via ‘iContact’ to ASC bulk email.

G. Help special function Task Forces and committees implement Council Programs.

H. Must share all passwords and Security questions/answers with EC President and Secretary.

I. Make sure that all activities are done with the full disclosure and approval of the EC and within Board guidelines.

J. Keep the records of all items on the media.
5. TREASURER:

A. Keep all financial accounts of the Corporation.

B. Set up and follow up on the endowment (with Vice – President), Solicit, Collect, and distribute funds on behalf of the corporation as authorized by the Executive Committee.

C. Report the complete written status of the (Budget Actual Vs Budget) at every Executive Committee and Board meeting or as required, with immediate communication for any over budget spending.

D. Perform any other duties as assigned by the Executive Committee.

E. Share bank accounts, passwords and security questions / answers with EC President and Secretary.

ARTICLE V. SPECIAL FUNCTION COMMITTEES (STANDING COMMITTEES, TASK FORCES, OR ANY OTHER SUBGROUPS):

A. The Special function Committee, appointed by the Executive Committee, shall function at the direction of the Executive Committee.

B. The number of committee members, meeting frequency, and other operational rules may be defined by the Executive Committee.

C. Each Special Function Committee shall select one member as the moderator of the committee for a period of a calendar year. Any reappointments for the committee members shall be based on their performance during their last term of service. Committees shall accomplish the assigned responsibility scope, within constraints, budget, and time frames.

D. Communicate the progress to the Executive Committee as defined by the EC.

E. The EC and the Board shall form a Global Sikh Council (GSC) task force as needed.

F. The EC and the Board shall insure that the term of the GSC task force voting representatives two (2) on GSC shall be three years. A member on the task force may serve up to four terms but no more than two consecutive terms. The members who served for two consecutive terms may only be re-elected after a break of three years similar to the By-Laws Article III B.

G. The EC and the Board shall also nominate two (2) members or designate President and Secretary, or another Board member, to be ASC representatives who shall be working towards being on the Board of the Parliament of World Religion only if possible.
ARTICLE VI. ITEMS NOT COVERED IN THESE BYLAWS:
‘Roberts Rules of Order’ shall apply to all items not covered in these By-laws.

ARTICLE VII. ADOPTION OF REVISED BYLAWS AND FUTURE AMMENDMENTS

A. These Bylaws may be adopted as per requirements of the current American Sikh Council Bylaws.

B. These Bylaws may only be amended by a simple majority of the General Body present and voting at a duly called General Body meeting. Quorum for such a General Body shall be the average of the percentage attendance at the last two General Body meetings. In case a General Body meeting fails to have a quorum, the decisions taken at the General Body meeting shall be communicated, in writing, to the members absent at the meeting for their consideration. Members not responding within specified time, minimum of two weeks, shall be considered to be in agreement with the decisions.
AMERICAN SIKH COUNCIL

Membership Form

No. Date

1. Name of Gurdwara/organization/institution/Trust/Society/Association

2. Incorporated/un-incorporated

3. Tax Identification No.

4. Mailing address

5. Phone/Fax/email

6. Current President/CEO/Chairperson

The Management of this Gurdwara/organization/institution/Trust/Society/Association, in the interest of Chardi Kala of the Sikh faith and welfare of all humanity, and seeking support from Siri Guru Granth Sahib, is engaged in promotion and propagation of the Sikh faith. We request that this Gurdwara/organization/institution/Trust/Society/Association be accepted as a member of the American Sikh Council. We promise that we shall work with body, mind and other resources for the fulfillment of the objectives of this Council and for the benefit of the US Sikh Community.

The membership fee of $ is attached herewith/ have been submitted via other means.

For office use only

Receipt No Date

Treasurer

President
AMERICAN SIKH COUNCIL

Membership Update

Annual information
AND
Annual Contribution

1. Name of Gurdwara/organization/institution/Trust/Society/Association

2. Mailing address

3. Phone/Fax No. E-mail

4. Current Chairperson/President/ Mukh Sevadar (Name, address, phone, email) _______

5. Representative (Name, address, phone, email) if other than above

The Management of this Gurdwara/organization/institution/Trust/Society/Association, in the interest of Chardi Kala of the Sikh faith and welfare of all humanity, and seeking support from Siri Guru Granth Sahib, is engaged in promotion and propagation of the Sikh faith. This Gurdwara/organization/institution/Trust/ Society/Association is a member of the American Sikh Council.

6. Annual contribution of $250.00 for Support of organizations functioning is included here with.

________________________________________________________________________

For office use only

______________________________________ Signsutres
Receipt No. Date

Treasurer

President

________________________________________________________________________

________________________________________________________________________