

Minutes of the General Body Meeting: June 7, 2008

Jain Society of Greater Cleveland (JSGC) held a General Body Meeting (GBM) of its members on June 7, 2008, at the Brecksville Community Center. Ashwin Turakhia (President) called the General Body Meeting to order at 2 PM. Eighty-four members were present and per the JSGC Code of Regulations the GBM started.

- All nine Board of Trustees namely – Ashwin Turakhia (President), Ravi Jain (Vice President), Mayuri Dalia (Treasurer), Kamna Jain (Secretary), Anil Jain, Parul Jain, Sunit Jain, Mayurika Shah and Minesh Shah - were present.
- The minutes of the previous General Body Meeting held on 12/2/07, which had been available on the JSGC website, were unanimously approved by members by voice vote.
- Ashwin Turakhia reviewed the Shilanyas function. A slide show was presented of the festivities.
- Ashwin Turakhia invited Shri Ashwini Pragya to speak. The visiting scholar spoke about the temple and encouraged members to maintain their devotion and motivation to keep the temple progress strong.
- Ashwin Turakhia said that there was one piece of business that was outstanding that needed the general body's approval. After the election of the new Board of Trustees at the last GBM in December, Deepak Pokharna resigned from the Board of Trustees. Therefore, a new member was needed. Minesh Shah was offered the position by the remaining Board members; he accepted and has served on the Board since that time. However, per the code of regulations this change needs the GB's approval. All members present approved Minesh Shah's appointment by voice vote.
- Ashwin Turakhia then invited Kushal Baid to present on update on Jain Center activities. Kushal Baid's update presentation is available on the JSGC website in its entirety.
 - a. Briefly, Kushal Baid covered the progress on the project since the last update in December 2007, reviewed the Shilanyas celebration, pointed out that we have had significant net gain (after expenses) in both the Bhoomi Poojan (42K+) and Shilanyas (100K+) functions and covered the current financial status of the project. As of June 3, 2008 the direct commitments to the Jain center project, the funds available from Dev Dravya and the remaining pledges from the Shilanyas function totaled \$1,727,440.47 Total pledges for maintenance reserve were \$32,558.00. He thanked the community for their generous support. All the details are available in his presentation on the website.

- b. He pointed out that as the MCC is chartered to conduct the Jain center project in its entirety and the code of regulations requires the Board of Trustees to seek General Body approval each time they spend more than \$10,000 for a single event, the MCC and the BoT had agreed in a joint meeting that Jain Center related functions such as Bhoomi Poojan, shilanyas and Pratishta would be financially handled by the MCC. He said that at the end of the presentation he will present a resolution seeking formal approval of this decision by the General Body.
- c. He then discussed the cost of the project. The two companies that bid on the project had submitted very high bids – the lowest being \$1.825 MM from East West Construction. This when combined with funds needed for additional items (e.g. Marble items for Gabhara, shikhar and domes etc) estimated at \$300K - \$400K, amount already spent ~\$92K and contingency of \$100-\$125 K, the total cost would be in the \$2.3MM - \$2.6 MM range. It was much higher than originally planned (\$1.6MM) and, in MCC and FC's judgment, higher than we could reasonably expect to raise. Various potential deletions were discussed but the numbers were still too high.
- d. He reported that two members of the community, Mohan Jain and Jignesh Shah had offered to do the job on a non profit basis and with no remuneration for themselves. Jignesh Shah and Mohan Jain would create a limited liability company (J&M construction) that would operate as a general contractor. They offered to do the construction portion of the job (the part that was bid) at a cost not to exceed \$1.625 MM. This would offer JSGC \$200K in savings on apples to apples basis versus the lowest bid from the outside contractors. The total project cost using this bid was estimated at \$2.16MM.
- e. The above proposal by had been reviewed in detail by the MCC and the ECC and the consensus was this bid offers us the best chance to finish the project in a timely manner at the "current best" cost.
- f. Kushal Baid commented that the project cost is higher than the \$1.6MM previously estimated due to of several reasons: 1) Wetlands issue, 2) Shikhar and domes, 3) and error in estimating. At the time of original estimate we did not quite know what we needed. Now the estimate is based on actual plans and drawings.
- g. At this new estimate, we need an additional \$433,000 to complete the project. He said the MCC and FC estimate that we will be able to raise \$200K before the Pratishta and we estimate that the net proceeds from the Pratishta will be about \$250,000.
- h. Kushal Baid explained that due to this increase in cost of the project, we need the General Body to authorize the expenditure of \$2.16 MM for the project.

He indicated that before the resolutions are submitted for a vote, he would open the floor for questions so that the community can discuss any questions they might have.

- Kushal Baid then opened the floor for questions:
 - Mahendra Shah asked if the project could really be completed in \$2.16 million. Also he wanted to know if J&M have a list of expenses for the subcontractors. Jitu Shah answered that they have a breakdown for the various trades.
 - Mahendra Shah then asked with construction things can go wrong, has that been taken into consideration? Jitu Shah said that we have tried our best to come up with the best numbers, it is impossible to account for all the possibilities. And contingencies had been allowed for both in the J&M estimate and in the JSGC project estimate.
 - In response to a question from Sunit Jain, Jitu Shah explained that contingencies and allowances are separate items. Allowances are for known items where the contractor allocates certain fixed amounts for certain items (such as marble construction) and we may spend more or less. Contingencies are for unanticipated expenses.
 - Dilip Maniar read a prepared statement. He indicated that it was the history of the project. He suggested that we should only build what we can afford. He further suggested that we should reduce the size of the project and go back to East West Construction and request them to accept the project.
 - Kushal Baid asked the audience for any follow up questions or comments on Dilip Maniar's statement. There were none.
 - Mahendra Shah said that if something goes wrong, people will blame Jignesh Shah and Mohan Jain and that will divide the community. Jitu Shah then answered that both individuals have evaluated the risks and are completely aware of what is involved. He invited both of them to come and answer any questions.
 - Mohan Jain said that they are not General Contractors and had not anticipated bidding on the project. But when the bids came in much higher than anticipated and we began to delete many items to reduce cost, it appeared that this would just be a building and not a temple. The people had faithfully and generously donated for a temple and they would be disappointed that many things would not be there. Mohan Jain said that his vision is to provide a temple.

- Jignesh Shah added that they thought about this independently, and for the last 4-6 weeks have invested a lot of time. He then stated they are 110% comfortable with \$1.625 million with the contingencies. He said they will do this project on a non-profit basis. He concluded by saying that if the project runs over (except for any change orders), that will be the responsibility of Jignesh Shah and Mohan Jain. They will not ask JSGC to cover the overage.
 - Mohan Jain said a superintendent will be hired and assured the members that they feel confident to complete the project.
 - Shanti Jain said that all the bills will go to the ECC and all the work will be inspected and checked at the same level for quality and workmanship as for the outside contractors.
 - Jitu Gandhi said that East West will be making a profit. He said the Mohan Jain has a lot of experience and will find the same contractors as East West Construction.
- Kushal Baid then presented the following resolutions for consideration:
 1. “It is resolved that the Jain Center Main Committee (MCC) and its sub-committees are authorized to disburse up to \$2.16 MM to build the JSGC Jain Center”. Sunit Jain made a motion to propose and Meena Jain seconded. A voice vote was taken and the resolution was passed unanimously.
 2. “It is resolved that the maintenance Reserve will be collected and disbursed separately and will be in addition to the \$2.16 MM authorization for the construction of the Jain Center”. Dipika Shah made a motion to propose and Jitu Shah seconded. A voice vote was taken and the resolution was approved unanimously.
 3. “It is resolved that the Jain Center Main Committee is authorized to conduct all events and celebrations related to the Jain Center – such as Pratishtha etc., in co-operation with the Board of Trustees and raise and disburse funds as appropriate. Any single event requiring expenses of over \$300 K would require General Body approval. These expenses would not count against the \$2.16 MM authorization for construction of the Jain Center”. Mayuri Dalia made a motion to propose and Anil Jain seconded. A voice vote was taken and the resolution was approved unanimously.
 - This completed Kushal Baid’s presentation. He turned the meeting back over to Ashwin Turakhia. Ashwin Turakhia thanked Kushal Baid for his presentation.

- Dilip Maniar asked at how short of a notice a GBM can be called. Ashwin Turakhia read the Code of Regulations and said that a minimum of 15 days is required.
- Pravin Shah then announced that the Finance committee has prepared brochures (hard and soft copies) to send to other organizations to send to their members. We will contact other businesses and organization to contact their members who have not contributed. He then added that we congratulate all those who have donated so generously and people should consider donating more.
- Ashwin Turakhia announced that today's programs expenses approximated at \$1500 and we need additional sponsorships.
- Ashok Shah asked as to target date for completion of the construction. Jignesh Shah said that if the drawings are approved by 15th of July, they expect to finish by March 9th. Ashok Shah then announced that for every week the project is completed before the March 9th projected date, he will donate \$1000.
- Ashwin Turakhia thanked everyone for attending this meeting.
- The General Body Meeting was adjourned at about 4:00 PM
