



naoo by-laws

DEFINITIONS:

- Unless explained otherwise "NAOO" will refer to Nepali American Organization of Ohio.
- Unless explained otherwise "Organization" will refer to NAOO.
- Unless explained otherwise "Executive Committee" will refer to the elected Executive Committee of NAOO.
- Unless explained otherwise "Valid Members" will refer to the members of NAOO who have paid membership dues and maintained a good standing membership.
- Unless explained otherwise "Officers" will refer to the members of the Executive Committee of NAOO.
- Unless explained otherwise "Board" will refer to the Advisory Board of NAOO.
- Unless explained otherwise "ANMA" will refer to the parent organization Association of Nepalese in Midwest America.
- Unless explained otherwise "Friend" will refer to any person who is not a Nepali citizen or of Nepali origin but is interested in Nepali culture, communities, and wants to become a part of Nepali community in the State of Ohio.

ARTICLE I NAME & PURPOSE

The name of this Organization shall be Nepali American Organization of Ohio (NAOO). It shall be a non-profit organization without any affiliation to any political or religious institutions and/or parties in the State of Ohio. NAOO will operate as the Ohio chapter of Association of Nepalese in Midwest America (ANMA), an organization of Nepalese and friends of Nepal in North America founded in 1982 in Chicago, Illinois and subsequently incorporated as a non-profit tax exempt organization in Cincinnati, Ohio in 1989.

ARTICLE II OBJECTIVES

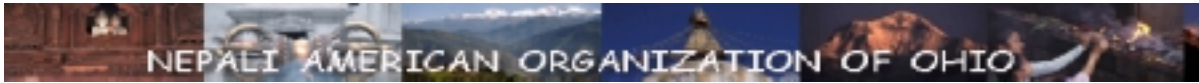
The objectives of NAOO are:

- To promote, coordinate, and facilitate close cooperation among its members and friends of Nepal of Ohio.
- To maintain and foster Nepali identity and cultural heritage.
- To provide help and services to Nepali living in the State of Ohio.
- To organize social activities among its members and friends; and to provide help to its members and friends.

ARTICLE III MEMBERSHIP

This organization will be open to all desiring to become Members who subscribe to the objectives of NAOO, regardless of race, creed, color, sex, sexual orientation, or physical disability. In order to obtain the membership the person must:

- submit an application to the Executive of the NAOO.
- pay the membership dues as set by the Executive Committee.
- Upon the payment of dues as set by the Executive Committee, a person may be granted membership.
- All memberships shall expire and will be eligible for renewal during Dashain Party, every year.



- All Members in good standing, defined as those that have paid or are paying the per-capita dues set by the Executive Committee, shall share all the privileges and rights of the Organization.

ARTICLE IV ORGANIZATION

- The organization shall consist of the Executive Committee, Members, and the Advisory Board.
- The Executive Committee shall consist of the President, Vice-Presidents (one for each region of Ohio), the General Secretary, Treasurer, and three executive members. Other officers may be added if desired by two-thirds majority of the Executive Committee.
- The Advisory Board shall consist of all past presidents of the organization and any member appointed by two-thirds majority of the Executive Committee. The President shall be an ex-officio member of the Board with voting rights. The Board shall elect a chairperson from among the members of the Board.

ARTICLE V GOVERNMENT

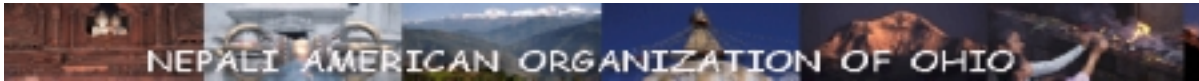
The government of the organization shall be vested in the Executive Committee. The Executive will report to the Members and/or the Board when and as required.

ARTICLE VI ELECTIONS:

- The Executive committee shall appoint an election officer at least one month prior to the election date. The election officer, then can appoint as many members as required to the election committee. The election committee shall be formed at least one month prior to the Election Date.
- Any valid member of NAOO can nominate himself/herself or other valid member for any executive committee position. The list of nominees shall be finalized by two weeks before the Election Day, and all general members shall be provided with the list of nominees and positions.
- Any qualified (see Article VI, Section B) NAOO member may run for office. A written nomination is required for the filing. The election committee shall make the nomination form available online at <http://www.naoo.org>
- No member shall be a candidate for more than one office. Election committee members shall not be a candidate for any elected office.
- In the event that there are multiple candidates for any position, the election committee shall make ballots with names of the candidates available at the Dashain Party for the valid members. The ballots shall be counted at the end of the Dashain Party and names of winners shall be announced. All candidates have a right to be present and verify the results when such counting takes place.
- In the event of a tie, the decision will be made by the flip of a coin by the election committee chair.
- The election will be held in the years ending in odd numbers beginning 2005.

SPECIAL PROVISION: until the election is held in 2005, the founding president Anand R Tiwari will nominate members to fill in the Executive and Advisory Board Committees.

All elected officials shall take office one month after the Election Day and shall serve for two years. The same person cannot hold the office of the President for more than two consecutive two-year terms.



QUALIFICATIONS:

- To run for the position of the President the person must have served in the Executive Committee as Vice-President, Secretary or Treasurer for at least one term, and be a valid member of NAOO.
- To run for the position of the Vice-President the person must have served in the Executive Committee in any position for at least one term, and be a valid member of NAOO.
- To run for the position of the Secretary the person must have served in the Executive Committee in any position for at least one term, and be a valid member of NAOO.
- To run for the position of the Treasurer the person must have served in the Executive Committee in any position for at least one term, and be a valid member of NAOO.
- To run for the position of the Member the person must be a valid member of NAOO.

ARTICLE VII VACANCIES

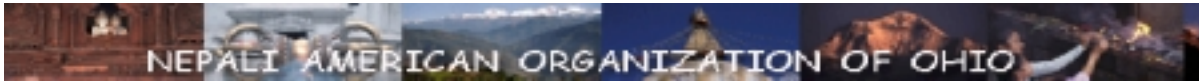
- The Board shall elect one of its members to assume the duties of the Chairperson if the current Chairperson is unable to fulfill his/her term/duties due to resignation, death or other causes.
- The Vice-President shall assume the duties of the President if the current President is unable to fulfill his/her term/duties due to resignation, death or other causes. In case a Vice-President is not available to fulfill or declines to accept the post of the President, by a simple majority vote of the Executive Committee, one of the Officers shall be elected to the post of the President. The candidate for the post may not vote. In case of a tie, the Chairman of the Board will cast the deciding vote.
- Vacancies in all elected positions, other than the President, due to resignation, death or other causes shall be filled by an Officer or a Member upon the approval of the simple majority of the executive committee.

ARTICLE VIII DUTIES

The Executive Committee shall:

- Prepare and adopt an Annual Budget
- Designate a Bank or Banks in which the funds of the Alliance shall be deposited and maintained
- When necessary, seek the services of an independent auditor to audit the books and accounts of the Treasurer
- Designate the official mailing address of the Organization
- Be empowered to publish an official newspaper, create a web site, or any other such actions for the purpose of disseminating information and news regarding the activities of the Organization
- Be empowered to appoint special committee(s)
- Submit to all Members a clear and accurate statement of the financial condition and a complete report of the activities of the organization.
- Designate a place and date of the annual gathering.
- Prepare and submit the Annual financial report to the Board and to the Executive Committee of Association of Nepalese in Midwest America.

The Board shall:



- Advise and guide the Executive Committee.
- Act to preserve the Organization when the Executive Committee has been incapacitated or the Organization faces grave danger.
- Dissolve the executive committee upon the explicit documented recommendation of at least sixty percent (60%) of the current officers and sixty-percent (60%) of the current members. Upon such action, all the powers of the Executive Committee as stated in this charter shall be transferred to the Board. Article VI shall be implemented immediately. With the election of a new Executive, all transferred powers shall revert to the new executive committee.

The Chairman of the Board shall:

- Be an ex-officio member of each committee
- Preside at all meetings of the Board

The President shall:

- Prepare and agenda and preside at all meetings of the Executive and perform all duties commonly associated with this office.
- Be and ex-officio member of each committee.
- Report the activities of the Executive to the Board.
- Be the custodian of official charter documents, seals, and other such materials.
- Assign the power and responsibilities to one of the Vice-President in case of absence or unavailability to preside over the executive committee meeting.

The Vice-President shall:

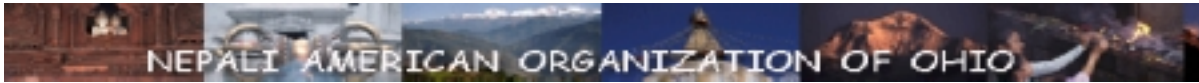
- Perform all the duties of the President in the absence of such officer, as defined in Article VII (2).
- Perform all duties of the General Secretary or the Treasurer in the absence of such officers unless otherwise determined as per Article VII (3).
- Be charged with the duty of soliciting new members, and collecting membership dues from the current members.
- Represent NAOO in different functions, and work as liaison between NAOO and other organizations.

The General Secretary shall:

- Carry out the instructions of the executive committee.
- Record the minutes of all meetings of the executive committee.
- Be the custodian of all the records and activities of the executive committee and the Organization.
- Present a detailed report at each meeting. This report shall include the minutes of the last meeting.
- Keep a complete and up-to-date record of all members.
- Maintain an index of all supplies and equipment of the organization.

The Treasurer shall:

- Carry out the instructions of the executive committee.
- Be the custodian of all funds of the organization.



- Receive all money due to the organization and keep a true record of all receipts and disbursements.
- Deposit all money to the credit of the organization in banking institution(s) approved by the executive committee.
- Receive and examine all bills against the organization, if found proper, shall make necessary payments. All checks shall be signed by following officers: General Secretary, and Treasurer.
- Present a detailed financial report at the executive meeting.

The Executive Members Shall:

- Chair the local and short-term committees.
- Present the reports to the executive committee.

ARTICLE IX AMENDMENTS

An amendment to the by-laws may be initiated by the one-third (1/3) of the executive committee or two-third (2/3) of the general members of NAOO. To amend or adopt a by-law it shall require two-thirds (2/3) majority of votes cast by the members or by three-fourths (3/4) of majority votes of the executive committee.

ARTICLE X PARLIAMENTARY PROCEDURE/MEETINGS

- The President shall call and preside over the meetings of the executive committee.
- The Chairperson of the Board shall call and preside over the meetings of the board.
- All proposals/resolutions that have the support of at least two of the committee members shall be put forth for vote by the presiding officer.
- For any proposal/resolution to pass it has to receive in its favor at least a simple majority of votes cast.
- The presiding officer may limit the time of any speaker(s).

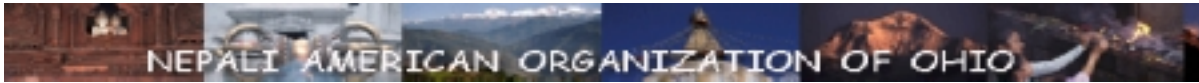
ARTICLE XI QUORUM

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- A majority of the executive committee shall consist of a quorum at a meeting of the executive. The President or his/her designee has to be present for the quorum to be met.
- A majority of the board shall consist of a quorum at any board meetings. The Chairperson or his/her designee has to be present for the quorum to be met.
- A majority of the committee shall consist of a quorum at any committee meetings.
- Two-third of the general membership and the executive committee must be present to meet the quorum for the general body meeting.

ARTICLE XII REMOVAL FROM OFFICE OR ORGANIZATION Upon the documented determination by at least three-fourth (3/4) of the executive committee or by at least two-third (2/3) of the Members, any officer, member or advisor may be removed from his/her respective office, position, and/or from the organization. The reason(s) of such action has to be clearly stated in writing.

ARTICLE XII VOTE

- All members of the executive committee shall be entitled to vote in an executive meeting.



- All members of the board shall be entitled to vote in the board meeting.
- All valid members of the organization shall be entitled to vote in the election for the executive, and also in any organization meeting(s) that which is open to all members to participate in.

ARTICLE XV MEMBERSHIP DUES The executive committee shall set the annual dues, and all persons who have paid the dues shall be considered as a valid member of NAOO.

ARTICLE XV

RELATIONSHIP WITH OTHER ORGANIZATIONS NAOO shall operate as a local chapter of ANMA, unless decided otherwise by the tow-third (2/3) of the advisory board, executive committee and the general body.

NAOO can, if deemed necessary, seek to establish and promote working relationship with other organizations.