

NAOO by-laws

By-Laws has been adopted to formulate objectives, rules, and organizational procedures of the Nepali American Organization of Ohio (NAOO)

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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 "Election Committee" will refer to a group elected by Executive Committee of NAOO.
- Unless explained otherwise "Vice Chair" will refer to the Registered Member who actively participate in NAOO's activities.
- Unless explained otherwise "Registered Members" will refer to the members of NAOO who have paid membership dues and maintained a good standing membership.
- Unless explained otherwise "Student Members" will refer to the members of NAOO who have paid student 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 "Non-members" will refer to a Nepali or friends of Nepal who have not paid membership dues but are interested in Nepali culture, communities, and want to become a part of Nepali community.

ARTICLES

1.0 ARTICLE I NAME & PURPOSE

The name of this Organization shall be Nepali American Organization of Ohio abbreviated as 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 is an independent, non-profit 501C social organization registered in the State of Ohio in August 2013.

2.0 ARTICLE II OBJECTIVES

The objectives of NAOO are:

- To promote, coordinate, and facilitate close cooperation among its members and friends of Nepal.
- To preserve and foster Nepali identity and cultural heritage.
- To provide help and services to Nepali, people of Nepali origin, and friends of Nepal who live primarily in Northeast Ohio.
- To organize social and cultural activities among its members and friends.
- To raise fund for charitable events.

3.0 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 be approved by NAOO.
- Pay the membership dues.
- Except Life Membership, all other memberships need to be renewed every year before the notified expiry date.
- All members in good standing, who have maintained their registered membership, shall share all the privileges and rights of the Organization.

4.0 ARTICLE IV ORGANIZATION

- The organization shall consist of the Executive Committee, Members, and the Advisory Board. The Election Committee is formed only during election time.
- The Executive Committee shall consist of a chairperson, vice chair, and five officers assuming the roles of Marketing and Membership, Finance, Website, Communication, and Events. Other officers may be added (not exceeding five additional members) if desired by two-thirds majority of the Executive Committee.
- The Members shall consist of Registered Members and Student Members.
- The Advisory Board shall consist of past Chairpersons of the organization or any member appointed by two-thirds majority of the Executive Committee.
- The Advisory Board shall elect the chairperson from among the members of the Executive Committee.
- The Election Committee shall consist of Registered Members not currently holding any office.
- The organization shall have its official website (<http://www.naoo.org>), official seal, official logo, and letterhead in consistent with the by-law of NAOO.

5.0 ARTICLE V GOVERNMENT

The government of the organization shall be vested in the Executive Committee (EC). The EC will report to the Advisory Board at least once in a year.

6.0 ARTICLE VI

6.1 ELECTIONS

- The Executive committee shall constitute an election committee by appointing an election chair from the NAOO's Registered Members at least one month prior to the election date. The election chair, then can appoint as many members as required to hold the election in time.
- Registered members can nominate themselves or other registered members for an executive position. The list of nominees/candidates shall be finalized two weeks before the Election Day, and all Registered members shall be provided with the list of nominees/candidates and positions.
- Any qualified (see ARTICLE VI (6.2)) NAOO member may run for the office. A written nomination filing is required. The election committee shall make the nomination form available on its official website.
- No individual shall be holding more than one office/committee.
- In the event that there are multiple candidates for any position, the election committee shall make ballots with names of the candidates available in one of announced NAOO events for the registered members. The ballots shall be counted at the end of the Election Day 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 shall be held in the years ending in odd numbers. 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 Chairperson for more than two consecutive two-year terms.

6.2 QUALIFICATIONS

- Membership of the organization shall be granted to anyone with Nepali origin and friends of Nepal residing in or outside the United States of America. Each individual should be responsible for maintaining a non-criminal record while applying for membership or during their tenure complying with the laws.
- Student Membership is granted upon the procurement of valid document as a proof of student status.
- To run the position of Executive Member, person must be a valid member of NAOO and currently residing in Northeast Ohio.
- To run for position of the Chairperson, person must have served in the Executive Committee for at least one term, and has been a valid member of NAOO.
- To be elected in Election Committee, a person must be a valid member of NAOO and shall not currently be serving in the executive position of NAOO.

7.0 ARTICLE VII VACANCIES

- Vice Chairman assumes the duties of the Chairperson in his/her absence.

- Vacancies in any elected position, due to resignation, death or other causes shall be filled by current executive committee member upon the approval of the simple majority of the executive committee.

8.0 ARTICLE VIII DUTIES

The Executive Committee shall:

- Designate a bank or banks in which NAOO funds shall be deposited and maintained.
- When necessary, seek the services of an independent auditor to audit the books and accounts of the Finance Officer.
- Designate the official mailing address of the Organization.
- Be empowered to publish an official newspaper, create a web site, or any other actions for the purpose of disseminating information and news regarding the activities of the Organization.
- Be empowered to appoint special committee(s) in need.
- Create and publish the Annual Financial Statements and Reports of the organization to the executive committee and to the general members.
- Designate a place and date of the annual gathering.

The Advisory 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 two third of both the current officers and 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. The power of the executive committee shall be restored after the election.

The Chairman of the executive committee shall:

- Be an ex-officio member of all committees.
- Presides at all meetings of the Board.
- Prepares an agenda and preside at all Executive meeting and perform all duties commonly associated with this office.
- Reports the activities of the Executive to the Board.
- Be the custodian of official charter documents, seals, and other such materials.

The Vice Chair Shall:

- Chair the local and short-term committees.
- Chair the executive meeting in absence of the Chairperson.
- Assume the responsibilities of Chair person in his/her absence

The Chair of Election Committee Shall:

- Appoint the members in the committee consulting with Execution Committee
- Conduct the election fairly in a timely manner.
- Chair the Election Committee meeting.

The Communication Officer shall:

- Carry out the communication related instructions of the executive committee.
- Record all meeting-minutes for 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.

The Finance Officer shall:

- Carry out the finance related 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 two financial officers.
- Present a detailed financial report at the executive meeting.

The Marketing and Membership Officer shall:

- Carry out the marketing related instructions of the executive committee.
- Maintain up to date Membership records.
- Promote NAOO.
- Increase memberships.
- Involve in donation and fundraising activities.
- Present a detailed fundraising report at the executive meeting.

The Website Officer shall:

- Carry out the website related instructions of the executive committee.
- Be the custodian of all website activities.
- Assign web access roles to executive members, and monitor their posts
- Post news, announcements, and activities in a timely manner.
- Add new features to ease the task of Executive Members.
- Present a detailed website report at the executive meeting.

The Event Officer shall:

- Carry out the event related instructions of the executive committee.
- Be the custodian of all Events organized by the organization.
- Plan events well ahead of time.
- Propose a detailed plan for the events and present it to the Executive Members
- Involve other Executive Members to carry out the operations.
- Present a detailed event report at the executive meeting.

9.0 ARTICLE IX AMENDMENTS

- By-Laws shall be amended in a timely manner to incorporate necessary changes to

reflect the current need of the organization. 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-third (2/3) majority of votes cast by the members or by three-fourth (3/4) of majority votes of the executive committee.

- All amendments made to the by-laws by the advisory board in the absence of the Executive Committee shall be voted upon by the newly formed Executive Committee once it has been elected.

10.0 ARTICLE X PARLIAMENTARY PROCEDURE/MEETINGS

- The chairperson of the executive committee shall call and preside over the meetings of the Executive Committee.
- All proposals/resolutions supported by at least two executive committee members shall be put forth for vote.
- For any proposal/resolution to pass, it has to be supported by at least a simple majority.
- The presiding officer may limit the time of any speaker(s).
- There shall be at least one advisory board meeting in a year as decided by executive committee.
- There shall be at least two executive meeting via conference calls and one in person meeting.
- Chairperson is mandated and executive members are recommended to attend board meetings.
- Chairperson, vice chair, and executive members are mandated to attend executive meetings.
- Action can be taken by the executive committee in case of frequent non-participation.
- Members are encouraged to attend the board meetings during which they are free to express their opinions and cast their votes.
- There shall be at least one general meeting with executive committee and members during one of the NAOO events.

11.0 ARTICLE XI QUORUM

- A majority of the executive committee shall consist of a quorum at a meeting of the executive. The Chairperson or Vice Chair has to be present for the quorum to be met.
- A majority of the advisory board shall consist of a quorum at any board meetings. The Chairperson or Vice Chair has to be present for the quorum to be met.
- A majority of the committee shall consist of a quorum at any committee meetings. Majority of the general membership and the executive committee must be present to meet the quorum for the general body meeting.

12.0 ARTICLE XII REMOVAL FROM OFFICE OR ORGANIZATION

Any officer, member or advisor may be removed from his/her position after documented determination of at least three fourth (3/4) of the executive committee with the approval of the advisory board or at a simple majority of the Registered Members. The reason(s) of such action has to be clearly stated in writing.

13.0 ARTICLE XIII 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 an election for the executive, and in any organization meeting(s) which is open to all members to participate in.

14.0 ARTICLE XIV MEMBERSHIP DUES

The executive committee shall set the annual dues. All who have paid the dues shall be considered as a valid member of NAOO.

15.0 ARTICLE XV OTHER ORGANIZATIONS

- NAOO executive committee has rights to associate and partner with other non-profit, non political and non-religious organizations to promote social activities.
- NAOO can have its umbrella organizations anywhere in the world. The chapters can also be established based on the need.

16.0 ARTICLE XVI ADMINISTRATIVE PROVISIONS

16.1 DISSOLUTION & LIQUIDATION OF THE ORGANIZATION

- Each and every member of the organization shall be informed well ahead of time (at least a month ahead) about the need of dissolution/liquidation of the organization. The members should decide by voting with 2/3rd majority.
- In the event of the dissolution, funds of the organization shall be used to pay fees or other expenses. Any of the remaining funds, assets, and property of the organization then be distributed for exempt purposes within the criteria of 501c3 of the Internal Revenue code or future federal tax code. Chairman, Executive Members, Board or any Member of the society shall not benefit from it.

16.2 POLITICAL OR RELIGIOUS ACTIVITIES

The organization shall not carry out any political or religious activities including propaganda, political campaign, and influence to the legislation.

16.3 LEGAL RESTRICTIONS

The policies and activities of the society shall be in accordance with federal, state and local laws.

16.4 FINANCIAL LIMITATIONS

Without the approval of Executive Board, nobody has any right, power, and authority to spend money, incur liability, and make commitments.