



Nepalese Association of Houston Constitution and Bylaws

(Current as of Oct. 5, 2019)

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CONSTITUTION AND BYLAWS OF THE NEPALESE ASSOCIATION OF HOUSTON, HOUSTON, TEXAS, U.S.A.

Preamble

We the people of Nepalese origin residing in the Greater Houston Area of Texas, U.S.A., in order to come together in a congenial environment of friendship, mutual understanding, cooperation and respect, and help each other at the time of need, while promoting our rich cultural heritage as well as providing support to the people of Nepal, as and when possible, do ordain and establish this Constitution and Bylaws for the Nepalese Association of Houston.

Constitution

Article I.	Name
Article II.	Objectives
Article III.	Membership
Article IV.	Dues
Article V.	Executive Committee
Article V(a).	Founding Members
Article VI.	Board of Trustees
Article VII.	Election, Resignation, and Expulsion of Members
Article VIII.	Duties of Officers and Members
Article IX.	Salaries
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Article XI.	Contracts
Article XII.	Exempt Activities
Article XIII.	Duties of the Board of Trustees
Article XIV.	Amendment to the Constitution and Bylaws
Article XV.	Distribution of NAH Assets upon Dissolution

Article I. Name

SECTION 1. This non-profit organization shall be called "NEPALESE ASSOCIATION OF HOUSTON," hereinafter referred to as NAH.

SECTION 2. The headquarters shall be at 6776 Southwest Freeway, Suite 450, Houston, Texas 77074, U.S.A.

Article II. Objectives

SECTION 1. The objectives of this social organization shall be to bring together the community in Houston and surrounding areas interested in Nepalese culture, in order to preserve and promote cultural, educational, social, and humanitarian activities with the sole aim of "service to humanity."

Article III. Membership

SECTION 1. Any adult, 18 years and older, who subscribes to the ideals and objectives of NAH, is devoted to social service, is interested in Nepalese cultural activities, and is willing to contribute to the betterment of the Nepalese community, is eligible to become the member of NAH

SECTION 2. The membership of NAH shall consist of Individual Members, Family Members, and Life Members.

Article IV. Dues

SECTION 1. The fiscal year of NAH shall commence on the first day of January of each year and end on the thirty-first day of December the same year.

SECTION 2. The schedule of annual dues shall be set forth in the Bylaws.

Article V. Executive Committee

SECTION 1. The Executive Committee shall consist of the President, Immediate Past President, First Vice President, Second Vice President, Secretary, Assistant Secretary, Treasurer, Assistant Treasurer and nine (9) Members.

SECTION 2. All the officers of the Executive Committee shall serve for a term of two years. The officers must be members of NAH.

SECTION 3. The Executive Committee shall draw the annual budget and a list of activities for the fiscal year and present those to the members in the General Body Meeting.

SECTION 4. The Immediate Past President shall be the officer who had served as President in the Preceding term. The immediate Past President shall be a voting member of the executive committee.

Article V (a). Founding Members

Article V (a) has been repealed. The Founding Members shall be duly recognized on the NAH website.

Article VI. Board of Trustees

SECTION 1. The members of the Board of Trustees shall consist of the three Founding Members and Past Presidents.

SECTION 2. The term of the members of the Board of Trustee shall be for life as long as they live in the Greater Houston Area.

Article VII. Election, Resignation, and Expulsion of Members

SECTION 1. The method of election of the members of the Executive Committee shall be as set forth in the Bylaws.

SECTION 2. Any member in good standing may resign from NAH as set forth in the Bylaws.

SECTION 3. Any member may, for the good of NAH, be suspended or expelled from NAH at any time as set forth in the Bylaws.

Article VIII. Duties of Officers and Members

SECTION 1. The President shall be the presiding officer at all meetings of NAH, shall supervise the affairs of NAH, and shall perform such other duties as may be assigned to him by the Executive Committee. The President shall help foster cordial feelings among the members, and shall act for the growth of NAH. The President shall also be responsible for resolving any problem or settling any dispute related to NAH activities.

SECTION 2. The First Vice president shall assist the President in carrying out the affairs of NAH. To the extent authorized by law, the First Vice President shall have such other powers as the Executive Committee may determine and shall perform such other duties as may be assigned to him by the Executive Committee. In the event of the President's absence or disability, the First Vice President shall perform the duties and possess and exercise all the powers of the President.

SECTION 3. The Second Vice President shall assist the First Vice President in executing the affairs of NAH. In the event of the First Vice President's absence or disability, the Second Vice President shall perform the duties and possess and exercise all the powers of the First Vice President.

SECTION 4. The Secretary shall have charge of books, documents, and papers as the Executive Committee may determine and shall have the custody of NAH seal. The Secretary shall attend all meetings and keep the minutes of the meetings of the Executive Committee and members of NAH. The Secretary shall keep a record of the names and addresses of all NAH members, and such book shall be opened for inspection, as prescribed by law. The Secretary shall keep in touch with all the members of NAH and call the General Body Meeting annually. The Secretary shall perform such additional duties as may be directed by the Executive Committee.

SECTION 5. The Assistant Secretary shall assist the Secretary in executing the affairs of NAH. In the event of the Secretary's absence or disability, the Assistant Secretary shall perform the duties and possess and exercise all the powers of the Secretary.

SECTION 6. The Treasurer, under the direction of the Executive Committee, shall oversee the financial affairs of NAH, and shall have the custody of all funds, property, and securities of NAH, subject to such regulations as may be imposed by the Executive Committee. The Treasurer shall keep record of the receipt and disbursement of all NAH funds according to the Internal Revenue Service (IRS) Guidelines, and shall prepare and submit a report covering the fiscal year to the Executive Committee. The Treasurer shall perform such additional duties as may be directed by the Executive Committee.

SECTION 7. The Assistant Treasurer shall assist the Treasurer in executing the affairs of NAH. In the event of the Treasurer's absence or disability, the Assistant Treasurer shall perform the duties and possess and exercise all the powers of the Treasurer.

SECTION 8. The nine (9) Members of the Executive Committee shall perform duties as assigned to them by the Executive Committee. The Executive Committee may form sub-committees to conduct the affairs of NAH in which case the Members shall take charge of such sub-committees.

Article IX. Salaries

SECTION 1. All the officers of the Executive Committee shall be honorary officers, receiving no salary or compensation for their service to NAH.

Article X. Meetings

SECTION 1. NAH shall hold at least one meeting of the members each year, this meeting to be known as the General Body Meeting.

SECTION 2. The General Body Meeting shall be held at a time and place designated by the Executive Committee.

SECTION 3. Election of the Executive Committee shall be held in the General Body Meeting.

SECTION 4. The Board of Trustees may call additional meetings of NAH, as necessary.

SECTION 5. All Officers and Members of the Executive Committee are expected to attend at least 50 percent of the officially scheduled meetings. In the event an officer or a member of the Executive Committee fails to attend these meetings more than three (3) consecutive times without excuse, the president may take appropriate action as per the decision taken in consultation with the Board of Trustees.

Article XI. Contracts

SECTION 1. Except as otherwise provided herein, the Executive Committee may authorize any officer or agent to enter into any contract or execute and deliver any instrument on behalf of NAH and such authority may be general or confined to a specific instance; and unless so authorized by the Executive Committee, no officer, agent, or employee shall have any power or authority to bind NAH by any contract or engagement or to pledge its credit or render its liable pecuniary for any purpose or any amount.

Article XII. Exempt Activities

SECTION 1. Notwithstanding any other provision herein, no member, director, officer, employee, or representative of NAH shall take any action or carry on any activity by or on behalf of NAH not permitted to be taken or carried on by an organization exempt under SECTION 501(c) (3) of the Internal Revenue Code and its Regulations as they now exist, or as they may hereafter be amended, or an organization contributions to which are deductible under SECTION 170 (c) (2) of such Code and Regulations as they now exist or as they may be hereafter amended.

Article XIII. Duties of the Board of Trustees

SECTION 1. The Board of Trustees shall provide guidance and direction to the Executive Committee based on their experience, knowledge and skills accomplished while serving in the responsible positions of NAH in the past, as and when necessary.

SECTION 2. The Board of Trustees shall review the activities of NAH and recommend to the Executive Committee appropriate changes in programs and policies.

SECTION 3. The Board of Trustees shall constantly review the Constitution and Bylaws and recommend to the Executive Committee appropriate amendments to meet the changing needs of NAH.

SECTION 4. The Board of Trustees shall provide mediation as an impartial body to resolve conflicts and controversies within the Executive Committee, as and when necessary.

SECTION 5. The Board of Trustees shall approve any expenses exceeding Ten Thousand Dollars (\$10,000.00) after evaluation of the need and appropriateness of such expenses.

SECTION 6. The Board of Trustees shall provide consultation to the Executive Committee for expulsion of Officers and Members of the Executive Committee as well as ratify the expulsion following the Executive Committee securing a two third majority vote, as and when necessary.

Article XIV. Amendment to the Constitution and Bylaws

SECTION 1. Amendments to this Constitution and Bylaws may be proposed by the Executive Committee or by a petition containing signatures of at least ten percent of the members of NAH in good standing.

SECTION 2. At the annual General Body Meeting, all proposed amendments received since the previous General Body Meeting shall be considered. For the amendment to pass, it must be approved by at least two-third of the total membership in good standing, present in the General Body Meeting.

SECTION 3. Those amendments to the Constitution and Bylaws rejected in the General Body Meeting must be resubmitted under the provisions of this Article if they are to be further considered.

Article XV. Distribution of NAH Assets upon Dissolution

SECTION 1. No officer, member, employee or a member of a committee, or person connected with NAH, or any private individual, shall receive at any time any of the net earnings or profits from the operation of NAH, provided, however, that this shall not prevent payment to any such reasonable compensation for services rendered to or for NAH in effecting any of its purposes as shall be determined by the Executive Committee; and no such person or persons shall be entitled to share in the distribution of any of NAH upon the dissolution of NAH. All members of NAH shall be deemed to have expressly consented and agreed upon such dissolution or winding up of the affairs of NAH, whether voluntary or involuntary, the assets of NAH, after all debts have been satisfied, then remaining in the hands of the Executive Committee shall be distributed, transferred, conveyed, delivered, and paid over, in such amounts as the Executive Committee may determine or as may be determined by a court of competent jurisdiction upon application of the Executive Committee, exclusively to charitable, religious, scientific, literary, or educational organization which would then qualify under the provision of Section 501 (c) (3) of the Internal Revenue code and its Regulations as they now exist or as they may hereafter be amended.

Bylaws

- Article I. Election of Officers**
- Article II. Resignation of Members of Executive Committee**
- Article III. Expulsion of Members**
- Article IV. Membership Fee Schedule**
- Article V. Bank Accounts**
- Article VI. Revenues**
- Article VII. Eligibility Requirements for Executive Committee Candidacy**
- Article VIII. Invalidation by Court Order**

Article I. Election of Officers

SECTION 1. The Officers of the Executive Committee, except the Immediate Past President, shall be elected by the unanimous decision of the members of NAH at the General Body Meeting. In the event, a position(s) cannot be filled by unanimous decision; the Officer(s) shall be elected by secret ballot at the General Body Meeting by a simple majority of the votes cast. Each candidate for the office should be nominated by one member and seconded by another member of NAH. An individual shall not be nominated for more than one position.

SECTION 2. Each member voting, should be a member of NAH at least thirty (30) days prior to the Election Day, and can cast one vote for each position.

SECTION 3. The election results shall be final and binding on all parties.

SECTION 4. The term of all Officers of the Executive Committee shall be two (2) years except the Immediate Past President. The position of Immediate Past President shall be transferred only to new Immediate Past President.

SECTION 5. The newly elected Officers shall begin their term one month after the election date to allow time to transfer power in this transition period from incumbent to newly-elected Officers.

SECTION 6. No officer shall serve in the same position more than two (2) consecutive terms.

Article II. Resignation of Members of Executive Committee

SECTION 1. Any Officer or Member of the Executive Committee may resign at any time. Such resignations shall be submitted in writing to the President, and if the resigning officer is the President, the resignation should be submitted to the Board of Trustees.

Article III. Expulsion of Members

SECTION 1. Any officer or member of the Executive Committee may be expelled by the Executive Committee upon ratification by the Board of Trustees for the reason of nonfeasance, malfeasance, conduct detrimental to the interests of NAH, lack of adherence with its objectives and ideals, or refusal to render reasonable assistance in carrying out its purposes. If such situation arises, the Executive Committee shall first consult with the Board of Trustees and obtain their concurrence, and then propose and secure the vote of a two-third majority of the Executive Committee at a regular meeting to expel the officer or member from NAH.

SECTION 2. The officer or member proposed to be expelled shall be entitled to at least five days' notice in writing from the Executive Committee giving time, date, and place of the meeting. At such meeting, that officer or member shall be entitled to appear before and heard by the Board of Trustees and the Executive Committee.

Article IV. Membership Fee Schedule

SECTION 1. Any adult, 18 year and older, who is qualified under Section 1 of the Article III of the Constitution shall pay annual membership dues as follows: Individual Membership \$10.00 and Family Membership \$20.00. The annual Individual Life Membership dues is \$200.00 and the Family Life Membership, \$300. The Family Membership includes the husband, wife and children below the age of 18 years.

SECTION 2. The annual membership fee, except the Life Membership, shall be due in January every year.

SECTION 3. In no case shall any donation or membership fee from any member be refused in part or in whole.

Article V. Bank Accounts

SECTION 1. The joint signatures of the Treasurer and any of the President, the First Vice President, or the Secretary, shall operate the bank account.

SECTION 2. The Treasurer will be in charge of the bank pass book, check books, etc., and shall maintain proper receipts and cancelled checks for all expenses.

SECTION 3. The bank account shall be operated under the name "NEPALESE ASSOCIATION OF HOUSTON." The revenues may be placed either in the interest-bearing accounts or checking accounts, or in both, as deemed advisable by the Treasurer.

Article VI. Revenues

SECTION 1. The source of revenue of NAH will be as follows: membership fee, revenues from cultural activities, and donations from individuals and/or organizations.

Article VII. Eligibility Requirements for Executive Committee Candidacy

SECTION 1. Any NAH member, 21 year and older, shall be eligible to contest in the election for the position of a member, or Assistant Secretary, or Assistant Treasurer in the NAH Executive Committee.

SECTION 2. The candidate for the position of President is required to have served for at least two terms in the NAH Executive Committee. In addition, the candidate for the President position must have served in the current Executive Committee of the NAH, and must have completed the tenure.

SECTION 3. The candidate for the Vice-president, or Secretary, or Treasurer position is required to have served for at least one term in the NAH Executive Committee.

SECTION 4. All newly elected officers and members of the Executive Committee are required to obtain NAH Life Membership within 90 days of election.

SECTION 5. All candidates for the position of President and Treasurer are required to have the U.S. Citizen or U.S. Permanent Resident Status and must invariably present the proof of Permanent Residency or Citizenship to the Election Committee along with the application for candidacy.

Article VIII. Invalidation by Court Order

SECTION 1. In the event, any section or article of this Constitution and Bylaws is invalidated by any State law or court action, the entire Constitution and Bylaws shall not be invalidated; only the related section or article shall be removed or amended to be consistent with the law.