



**Non-Resident Nepali Association**

**NRN NATIONAL COORDINATION COUNCIL OF USA (NRN NCC OF USA)**

**BYLAWS**

Ninth Amendment Approved and Adopted on March 22, 2015

Filed with secretary of the state of TENNESSEE On

## ARTICLE I: NAME

1. The name of this organization shall be the NRN National Coordination Council of USA (NRN USA) hereinafter called NRN America. It shall be an inclusive, autonomous, independent, non-profit organization, which shall be registered as an exempt organization under Section 501(c) 3 of the Internal Revenue Code of the United States of America.

## ARTICLE: II: DEFINITIONS

2. The “Board” means the NRN National Coordination Council of USA (NRN USA) (NRN America).
3. “Non-Resident-Nepali” means (a) a Nepali, who is a citizen of Nepal, and has been living in the USA for at least one year other than Lawful Permanent resident status or (b) Nepali Citizen who is Lawful Permanent Resident of the United States or (c) United States America’s Citizen who is person of origin of Nepal.
4. “Person of Nepali Origin” or “PNO” means a person of Nepali ancestry who is a citizen of the United States.
5. “NRN” collectively means a “Non-Resident Nepali” and “Person of Nepali Origin”.
6. “Board of Directors and Officers” or “Board” or National Board means the executive body of this organization.
7. “NRN State Chapter Means any State chapter which is formed according to authority granted by this by-laws and organized under the respective State law of the United States of America.
8. “Individual Member or Life Member” means a Non-Resident Nepali or Person of Nepali Origin who is a dues paying member of the NRN America. Such Members shall be automatically be Individual Member of State Chapter of his/her State where his/her permanent resident.
9. “Institutional or Organizational Member or Affiliation means a Nepali or Nepal-related association in the USA with which the NRN America has given such Membership or affiliation to those Institution or Organization for the purpose of collaboration and supportive relationship for promoting common NRN issues and with the NRN America.
10. Honorary Member: National Board may award Honorary NRN Member to any person who is nationally or internationally received recognition in his/her field

of work and agrees to follow this by laws and charter of this organization at that condition National Board may award honorary membership of this organization.

11. Minor Member: Any person who is under the age of 18 years and Non Resident Nepali as described in paragraphs 2 shall be eligible for Minor Member.
12. Student member: Any non-resident Nepali who is a full time student in undergraduate college or University shall be eligible for Student Member of NRN America.
13. General Meetings means meeting of all member of this organization.

### ARTICLE III: GOALS AND OBJECTIVES

14. The primary goal of the NRN America shall be as follows:
  - a. To function as national Board of NRN
  - b. To represent and promote the interest, rights, privileges and immunities of NRN, in the United States
  - c. To represent and promote the interest rights, privileges and immunities of NRN in Nepal
  - d. To coordinate the National Board's activities with the NRN and NRN State Chapters
  - e. To coordinates with other Not-for profit organization to promote and protect NRN's interest rights, privileges and immunities.
15. The objectives of the NRN shall be:
  - a. To encourage and facilitate the mobilization of NRN and American resources for supporting NRN as defined in this bylaws;
  - b. To coordinate, facilitate, and conduct activities to mobilize NRN resources and know- how, maintain and foster Nepali identity and cultural heritage, further academic and professional advancements, and contribute towards NRN as set forth in this bylaws;
  - c. To represent and promote the interests of Nepali in the USA;
  - d. To facilitate towards the overall development of Nepal;
  - e. To raise, receive and manage funds, charities and donations to carry out the worthy humanitarian causes directly or in cooperation with other organizations or individuals for achieving the objectives of NRN America;
  - f. To encourage and facilitate NRN and American investments to support development efforts in Nepal;
  - g. To organize national and international conventions and conferences and publish newsletters with a view to accomplishing the objectives of the NRN America;
  - h. To foster friendship and understanding between NRNs, Nepali Americans and friends of Nepal the USA;
  - i. To improve the relationship between the people of Nepal and the USA; and

- j. To formulate the policies and rules governing the NRN America, and to define the function, duties and the decision-making process of the NRN America.
- k. To achieve for dual citizenship of American Citizen who is PNO (Person of Nepalese Origin).
- l. To represent and promote the interests of NRN in the Nepal.

#### ARTICLE IV: MEMBERSHIP

16. The NRN America shall have class of members as provided by this bylaws.

17. INDIVIDUAL MEMBER:

a. To be an Individual Member, one must be at least 18 years old, a NRN, other than Lawful Permanent resident of USA, living in the USA for more than one year, submit an application and pay membership dues as determined by the Board.

b. Nepali Citizen who is United States Lawful Permanent Resident or United States Citizen who is person of origin of Nepal shall be eligible to be member of NRN America immediately.

c. An individual seeking membership as an Individual Member can submit his/her membership application and dues in one of the following ways:

I. An individual seeking membership as an Individual Member through the individual's affiliation with a State Chapter may submit his/her membership application and dues to NRN America through the respective State Chapter; or

II. An individual may apply its membership through online or any other remote means by using Universal resource Locator (URL) or any other technology directly with NRN America or Chapter.

III. Applicant for Membership shall apply their Membership with proof of that applicant has been living in the United States Continuously at least one year. Proof of residence may be proved by utilities bill, any identification card, or verification from current member that he/she knows applicant and applicant has been living in the United States at least one year or any other proof that shows applicant is in the United States at least two year.

IV. NRN America, its Board Members, Its Employee, Committee shall maintain its Member and/or applicant's personal information confidential and shall follow United States Federal Law that protects personal information and privacy rights of applicant or Members. If personal information or confidential information of Member and/or applicant was disclosed by any board Member, employee without board's decision to third party at that condition such Board Member, or any other employee, committee members shall be personally liable. However, this paragraph shall not prohibit to use applicant and/or members personal and confidential information to determine about that Member or applicant's verification purpose.

18. Individual Members and/or Life Members of this organization shall have following rights and obligations:

a. Individual and/or Life members shall have right to vote for Board of Director and/or officers of NRN National Coordination Council of USA, Board of Director of its own State Chapter and any other General Election which is conducted by National or State General Meetings. Individual member and Life Member shall have right to vote Annual General Meeting and Special Meeting for the purpose of any other matters which is proposed in such meeting.

b. Individual and/or life members shall have right to be candidate of any position of National and/or State Chapter and contest such election. Provided that such member who is candidate for National or State Chapter must be either United States Citizen who is person of origin of Nepal or Lawful permanent resident of the United States from Nepal and eligible under the provision of this bylaws.

c. Members' obligation to update its contact information: Individual, life member shall have obligation to update their present mailing address, email address, phone number. However National Board and/or State Board shall provide on its URL (website) facility where member can change their information.

d. Last Known address Notice: If Member did not change their personal contact information at that condition National Board and/or State Chapter may send notice to last known address and if notice is send to last known address at that condition it shall be presumed that member has received notice unless the member proves that he/she provided change of address and Board failed to update such address or send old address.

19. LIFE MEMBER: To be a Life Member, an Individual Member must pay \$ 150.00 (one hundred fifty) life membership. The dues paid by Life Members shall be maintained in a separate account and not treated as the NRN America's general fund.

20. (a) Life Member shall have all rights, privileges which are provided to individual members. (b) In addition to that Life member shall have additional right to be a representative to International Coordination Council (ICC) by election of all members. Life member shall have first right to refusal to be candidate and/or to be a representative of NRN American to the ICC, appear ICC meeting. If there are not adequate life member at that condition general member shall have right, privilege and power for remaining position or representation. However, all member shall have right to vote for ICC member or any other position if that election is being conducted by NRN America.

21. Life Member shall have obligation to update their contact or personal information as set forth in the above paragraphs c, and d.

22. Life membership fee fund: National Board shall collect and deposit life membership fee in separate account which will be called as Life Membership Fund account. NRN America shall not spend Life membership fee more than 10% of each member's membership fee for every two year.

23. Minor members shall not have right to vote any election or decision making process. Minor member shall be awarded without membership fee if any minor applies Minor Member according to this Bylaws.
24. NRN American shall award Student Member according to this Bylaws if any NRN Student applies membership according to this Bylaws and he/she is eligible for Student Membership.
  - a. NRN Student shall be eligible to apply as long as he/she is full time student of undergraduate education in the United States.
  - b. Student member shall be valid for the time period of the full time student with his/her school. However Student Members shall require to provide a letter from its University or college that he/she is full time student for the period of time or valid identification card which shows full time student and time period.
  - c. Student Member shall have right to vote election and Annual General Meeting and Special General Meeting.
  - d. Student Member shall have right to be a candidates if he/she is eligible according to this By-laws.

#### Admission and Revocation of Membership

25. The Board shall have power and discretion to issue procedure for filing an application for a membership. The application for membership shall be reviewed and approved as long as such individual applicant is qualified under Charter and Bylaws of NRN America, by State Chapter or Board. Such decision shall be made within 30 days from the date applicant provides all necessary documents, pays fees. If Board denies any person's individual membership at that condition Board Shall give written reasons of denial.
26. Board May process revocation proceeding before Judicial Committee. Annual General Meeting shall formed judicial committee to hear board's membership proceedings. The Member who is charged for violation of NRN America's Bylaws, Charter and acted against purpose and objective of this bylaws and NRN America's Charter shall have right to be hear before Judicial committee. Judicial committee shall held hearing for such charges and shall have power to make findings and issued decision based on evidence presented before hearing. Judicial Committee shall have power to give warnings, suspend membership for certain period, or revoke membership if Judicial Committer finds that such members has violated or acted against the objective or by-laws of the NRN America.

#### Individual Membership fee:

27. Individual Membership fee shall be US\$ 10.00 (ten Dollars) for every two years.
28. Student Membership fee shall be \$1.00 (one dollars) for every two year.

29. Member shall have right to renew their membership any time. However, if member want to cast their voting rights in the election applicant for NRN member shall pay membership due at least before the sixty days from the date of election.
30. Other than election purpose applicant for NRN membership who want to voting rights shall pay its membership due before 30 days form such voting date.
31. The State Chapter or Board may send one or more reminders to the member if dues are not received within the due date. Failure to pay dues according to this bylaws member's rights and privileges shall be suspended until such membership due is fully paid.

#### ARTICLE VI: INSTITUTIONAL AFFILIATION

32. In order to promote common NRN issues and achieve mutual goals and objectives of the NRN America, the Board shall develop and maintain a co-operational, collaborative and supportive relationships with all Nepali and Nepal-related associations in the USA and Nepal (hereby called "Institutional affiliation") that generally satisfy all of the following requirements:
  - a. subscribes to the vision and purpose of the NRN America's by-laws;
  - b. is a registered non-profit organization in any State within the USA;
  - c. with respect to the organization outside of the United States the following additional requirement must meet:
    - I. Associations' must agree the jurisdiction of State of New York if there is any dispute between association
    - II. Associations' purpose, goal, act, mission, rules shall not be inconsistent with the United States' Federal Law and State Law of the respective state.
    - III. Association's purpose, goal act, mission and rules shall not be inconsistent with NRN America's certificate of incorporation and this bylaws.

#### ARTICLE VIII: NATIONAL BOARD OF DIRECTORS AND OFFICERS

33. There shall be a Board of Directors and Officers (hereinafter called "the Board") to formulate and implement programs and activities to achieve the objectives of the NRN.
34. The Board shall make policy suggestions to the Annual General Meeting or Special Meeting of Members.
35. The Board shall have power to form committees and task forces as may be deemed necessary and shall determine the functions and terms of their existence.

36. The Board shall take any action or decision required to be taken at the meeting of the Board through any means including email, fax, internet, and conference calls.
37. The Board shall have the power to hire an administrative staff as deemed necessary and compensate for the person's services.
38. The Board shall hold its Annual General Meetings to transact the organization's work, including but not be limited to review the past year's program activities and accounts, recommend policy changes, and consider any other business of the agenda that is allowed by the presiding officer at his or her sole discretion.
39. The National Board shall coordinate and communicates with US Embassy of Nepal and obtain necessary help from US Embassy for NRN Members while NRN Members are in Nepal.
40. The officers of the Board shall consist following Positon and numbers:
- a. President positon for one
  - b. Senior Vice president one
  - c. North East Regional Vice President one
  - d. Midwest regional vice president one
  - e. South Regional Vice President one
  - f. West Region Vice President one
  - g. General Secretary one
  - h. Secretary one
  - i. Joint Secretary one
  - j. Treasurer one
  - k. Joint Treasurer one
  - l. Media coordinator one
  - m. Spokesperson one
  - n. Youth Coordinator one
  - o. Women Coordinator one
  - p. Other Directors/Officers six.
  - q. All of above said position shall be elected from United States of America as described in this bylaws.
  - r. North East Regional Vice President, shall be elected for the area of the North East regions which include State of: Maine, New Hampshire, Vermont, Massachusetts, Rode Island and Connecticut, New York Pennsylvania and New Jersey.
  - s. Midwest regional vice president, shall be elected for the area of the Midwest region which includes state of Wisconsin, Michigan, Illinois, Indian, Ohio, North Dakota, South Dakota, Nebraska, Kansas, Minnesota, and Iowa
  - t. South Regional Vice President shall be elected for the area of the south region which includes State of Delaware, Maryland, District of Columbia, Virginia West Virginia, North Carolina, South Carolina, Georgia, Florida, Kentucky, Tennessee, Mississippi and Alabama, Oklahoma, Texas, Arkansas, and Louisiana



- u. West Region Vice President shall be elected for the area of the West Region which includes states of Idaho, Montana, Wyoming, Nevada, Utah, Colorado, Arizona, New Mexico, Alaska, Washington, Oregon, California and Hawaii.
- v. Senior vice president position, joint secretary position, spokesperson position, and media coordinator's position shall be eliminated from May 2017.
- w. From May 2017 Board of directors shall be increased to eight position to six position.

41. The President, in consultation with Board, within the scope and limitations of the provisions State under this Bylaws may organize groups, task forces or committees to promote the NRN America's activities, which may include representatives from the Associations as well as individuals from the larger Nepali Diaspora within the USA and the respective Regions.

42. The election of the Directors and Officers of the Board shall be conducted as Stated in this Bylaws.

43. The term of the Directors and Officers of the Board shall be two years, beginning Final Monday of May, (also Known as Memorial Day) and ending Sunday which is immediate before the Final Monday of May of the calendar year. No Director/Officer of the Board shall hold the same office for more than two consecutive terms.

44. **PRESIDENT:** The duties and powers of the President are as follows:

- a. Preside at the meetings of the Board and run day-to-day operation of the Board including, but not be limited to, the growth of memberships, fund raising, recruiting student ambassadors, organizing town hall meetings, outreach, coordinating youth affairs, education, internet, press, publications, and conferences in the USA and Nepal.
- b. Serve as the spokesperson of the NRN America on matters concerning the NRN America or designate the Public Relations Officer to serve in that capacity.
- c. Perform such other duties of the NRN America as the Board may delegate to the President.
- d. Perform or supervise that all regulatory requirements (such as filing IRS Tax Forms, etc.) have been met on a timely fashion.
- e. Be the spokesperson for Nepali Diaspora in the USA on NRN issues concerning them.
- f. President should able to raise fund for this organization.
- g. Should able to find out problems faced by NRN members.
- h. Should able to propose execution plan to resolve NRN Members problems before the Boards.

45. **SENIOR VICE PRESIDENT:**

- a. One of the Regional vice president who receives more votes than other regional vice president shall be considered de-facto senior vice president. There shall be no separate election for senior vice president.
- b. The Senior Vice President shall assist the President and facilitate and oversee the growth of memberships, fund raising, recruiting student ambassadors, organizing town hall meetings, outreach, coordinating youth affairs, education, internet, press, publications, and conferences in the USA and Nepal.
- c. The Senior Vice President shall act as President in the event of the President's death, resignation, removal or temporary absence and shall have all the powers and duties of the President.

46. REGIONAL VICE PRESIDENT: Duties and powers are as follows:

- a. The regional Vice President shall assist the President and the President and facilitate and oversee the growth of memberships, fund raising, recruiting student ambassadors, organizing town hall meetings, outreach, coordinating youth affairs, education, internet, press, publications, and conferences in the USA and Nepal. Vice President should be able to raise fund for this organization.
- d. Regional Vice President shall have knowledge of resource of fund that can be collected for NRN.
- e. Regional Vice President should be able to identify the resource of such fund that can be collected for NRN.
- f. Regional Vice President should be able to raise fund for NRN.
- g. Regional Vice President should work with coordination of president, general secretary and treasurer to raise fund.
- h. Should be able to find out problems faced by NRN members
- i. Should be able to propose execution plan to resolve NRN Members problems before the Boards.
- j. Regional vice president shall coordinate NRN's America's program in his region.
- k. To be a candidate for North East Regional Vice President, member shall be resident of north east regions and meets other requirements under this bylaws.
- l. To be a candidate for South Regional Vice President, member shall be resident of south regions and meets other requirements under this bylaws.
- m. To be a candidate for Midwest Regional Vice President, member shall be resident of Midwest regions and meets other requirements under this bylaws.
- n. To be a candidate for West Regional Vice President, member shall be resident of west regions and meets other requirements under this bylaws.
- o. All NRN Americas member who has right to vote under this bylaws shall have right to vote all regional vice president candidates.

47. GENERAL SECRETARY : Duties and Powers as follows:

- a. The General Secretary shall record all the proceedings of the meetings of the Board.
- b. The Secretary shall distribute minutes of the meetings to the appropriate members within one month after the date of the meeting.
- c. The General Secretary shall be responsible for maintaining and securely archiving all official records of NRN America.
- d. General Secretary should be able to raise funds for this organization with coordination with President, Vice president and treasurer.
- e. Should be able to find out problems faced by NRN members
- f. Should be able to propose execution plan to resolve NRN Members' problems before the Boards
- g. General Secretary shall keep records of National Board including financial records.

48. **JOINT SECRETARY:** The Joint Secretary's duties shall be assigned by the President in consultation with the Board. The Joint Secretary shall act as General Secretary in the event of the General Secretary's death, resignation, removal or temporary absence and shall have all the powers and duties of the General Secretary.

49. **TREASURER** shall perform the following duties :

- a. The Treasurer shall be the custodian of all funds of the NRN America, shall maintain bank accounts, receipts and disbursement of funds and shall give complete financial reports to the Board.
- b. The Treasurer shall prepare a financial statement sufficiently detailed for the preparation of any annual reports or tax returns required by the Internal Revenue Service.
- c. He/she shall fulfill all regulatory requirements such as filing IRS tax returns etc. on a timely fashion. Treasurer shall be familiar with accounting rules and regulations and financial plan.
- d. Treasurer shall have knowledge of resources of funds that can be collected for NRN.
- e. Treasurer should be able to identify the resources of such funds that can be collected for NRN.
- f. Treasurer should be able to raise funds for NRN.
- g. Treasurer shall prepare a fund-raising plan with coordination of President and General Secretary and present before the Board.

50. **Joint Treasurer** shall perform the following duties:

- a. All duties assigned by Treasurer
- b. Whenever Treasurer is not present, Joint Treasurer shall perform Treasurer duties.

51. IMMEDIATE PAST PRESIDENT: The Immediate Past President shall be a non-voting member of the Board.
52. MEDIA COORDINATOR :
- a. Media Coordinator shall be appointed by the Board.
  - b. The Media Coordinator shall coordinate media to promote organization, its programs and activities to establish positive image in the community.
  - c. Media Coordinator shall focus and propose plan which is helpful to Nepali Media professional to bring main stream media.
  - d. In addition to that Media Coordinator shall focus area such as sustainable Nepali American Journalist in United States and educating Nepali Community various issues herein in the United States.
  - e. Media coordinator shall provide NRN's news to various news media according to the Board's approval.
53. Once elected or nominated, a Director/Officer of the Board shall serve for a full term except in the event of the person's death, resignation, removal, or recall or loss of membership to the NRN America.
54. The fiscal year of the NRN shall be the calendar year.
55. Not with standing any other provision of the Bylaws, not more than certain percent (%) of persons serving on the Board may be an interested person (the exact percentage will be decided by the Board at a duly constituted meeting of the Board). For purposes of this section, an "interested person" means either:
56. Any directors officers serving on other boards or maintaining business interests that could constitute a conflict of interest. Board shall adopt the policy of conflict of interest.
57. Board shall form or create Membership Committee.
- a. Membership committee shall be 5 to 9 membership committee in each state level.
  - b. Membership Committee shall collect member's information including but not limited to members name, mailing address, email address phone number and other necessary verification information.
58. Board shall form or create School education committee ( from K-12)
- a. The Board shall form this committee to help NRN Parents to find, select and compete desired school for their children
  - b. The Board shall form committee from various person who has knowledge, experience about Elementary, middle or junior high and high school education
  - c. The board shall form a school education committee in each City level or state level as much as possible.

- d. School education committee shall organize meeting and/or program for NRN members to educate finding, selecting and obtaining admission to the desired school
- e. School education committee shall provide necessary advice to NRN members and junior members to obtain admission in desired school.
- f. This committee may provide other services to educate related to Elementary, Secondary and high school.
- g. This committee shall have members of five to nine.
- h. May organize essay competition among the student,
- i. May organize quiz competition and other competition among the students

59. Board shall form or create Higher Education Committee (includes graduate and under graduates school)

- a. The Board shall form committee from various persons who has knowledge, experience about school admission including university professor and university admission employee and other experts in this field.
- b. The board may form a Higher education committee in each state level
- c. Higher Education committee shall organize meeting and/or program for NRN members to educate finding, selecting and obtaining admission to the desired college
- d. Higher education committee shall provide necessary advice to NRN members and high school members to obtain admission in desired college.
- e. The committee may provide help for school admission test (SAT) to NRN members.
- f. The committee may organize seminar and other necessary program to educate NRN members about future job market which will help the NRN members to select education.
- g. This committee shall have members of five to nine.
- h. For each college or university in the USA with an enrollment of at least 20 full time Nepali students, the Board shall encourage and facilitate the designation of a NRN Student Ambassador. Student Ambassadors shall be invited to NRN America's Annual General Meetings.

60. Board shall form or create Medical and Dental Committee

- a. The Board shall form Medical and Dental committee. Member of Medical and Dental committee shall be any physician who is license to practice medicine in any State of the United States.
- b. This committee shall help, guide interested NRN member to obtain medical school in the United States
- c. This committee shall help and guide NRN member and other Nepali who are living in the United States to obtain residency and/or job in their Medical Field.
- d. This committee shall have members of five to nine.

61. Board shall form or create Engineer Committee
- a. The Board shall form or create Engineer committee. Member of Engineer committee shall be any engineer who is license to practice engineer or architect in any State of the United States.
  - b. This committee shall help, guide interested NRN member to obtain engineer college or school in the United States
  - c. This committee shall help and guide NRN member and other Nepali who are living in the United States to obtain job in their Field.
  - d. This committee may provide other help to NRN members related to their filed.
  - e. This committee shall have members of five to nine.
62. Board shall form or create Computer Science Committee
- a. The Board shall form Computer Science committee. Member of Computer Science committee shall be any person who has at least bachelor's degree in Computer Science or software engineer or in computer subjects.
  - b. This committee shall help, guide interested NRN member to obtain Computer Science, computer engineer or computer college or school in the United States
  - c. This committee shall help and guide NRN member and other Nepali who are living in the United States to obtain job in their Field.
  - d. This committee may provide other help to NRN members related to their filed.
  - e. This committee shall have members of five to nine.
63. Board shall form or create Cultural and Sports Committee (CSC).
- a. This committee shall collect publications related to Nepali Culture and provide local Library of the United States' various city as much possible
  - b. This Committee shall collect publication related to Nepal's tourism and provide local Library of the United States' various city of to the extent it is possible.
  - c. This committee may collect publication related to Nepal and Nepal's different tribal and race and distributes such publication various places to the extent it is possible.
  - f. This committee shall have members of five to nine.
64. Board shall form or create Women Committee
- a. This committee shall promote, educate and help women for leadership development
  - b. This committee shall help women who are victim of domestic violence
  - c. This committee shall provide other services to women as necessary decided this committee.
65. Board shall form or create tourism Committee
- a. Tourism committee shall collect publication related to Nepal's tourism material and provide in United States Local Library and other such places where tourist can obtain such information

- b. Tourism committee shall organize seminar, workshop and other program which will provide information about Nepal's Tourism industry
- c. Tourism committee shall collect complaint from tourist and shall forward such complaint to the relevant concern authority and general public
- d. Tourism committee shall collect evaluation from tourist and shall publish such evaluation to public.
- i. This committee shall have members of five to fifteen.

66. Board May form or create Minor Committee in state level (Minor  
 d. This committee shall organize various such programs which are appropriate for minors.

67. Board shall form or create English Education committee State level.  
 a. English Education committee may arrange English education for adult NRN particularly who is unable to speak, read and understand English  
 b. This committee may submit proposal to Federal, State and Local government and request fund for English Education  
 c. This committee may develop English Nepali video and/or teaching material to distribute NRN members.

68. Board May form or create other committee which is decided by Board

69. Board shall describe term, power, and other necessary matter of committee.

70. Any person who is convicted of felony charges in the United States, or Nepal or any other country at that condition such person shall be disqualified to be a candidate of any Board of director and/or officer. If such member is convicted of felony after he/she elected in board and/or officer at that condition he/she shall be automatically removed from his/her position.

## ARTICLE IX: STATE CHAPTER

71. If there is more than 100 NRN American's individual members are located in one particular at that condition those member may request to open State Chapter with NRN America and NRN American Shall provide consent to open such chapter for those application who satisfied the requirement under this by-laws.

72. There shall be 15 Members committee directors and/or officer of State Chapter. Those Board Members shall be elected by all individual members and Life members who is a permanent resident of that State.

73. State Chapter or committee shall constitute following positions:

- a. State President one,
- b. State Vice president one,
- c. State Secretary one,

- d. State Treasurer one,
- e. State Youth Coordinator one,
- f. State Women Coordinator one,
- g. State Physician Director one,
- h. State Engineer Director one,
- i. State Computer science Director one,
- j. State Business Development Director one and
- k. State Education Director one
- l. Eleven director and/or officers of the State Chapter or Board who shall be elected from all its NRN America's member who is permanent resident of that State or otherwise legally residing in the United States. NRN America's member shall only have right to vote in one State Chapter or Board Election where they have permanent resident.

74. Function of State Chapter:

- a. To function as the State executive body of NRN;
- b. To coordinate and implement NRN related activities within its State;
- c. To implement Board's NRN related policies within in its State;
- d. To provide suggestion to NRN America's Board related to its State issues and NRN related matters;
- e. Educate NRN Member about their rights, privileges, power, duties and obligation,
- f. Make NRN member who are qualified under this by-laws.
- g. Collect membership fund and records and send those fund and record National Board.
- h. To perform all other duties as delegated NRN Americas' Board.

75. The election of State Officers shall be completed as provided in this by-laws. State officer's election shall be held together with National Board's election as long as it is possible.

76. All other matters related to State Chapter shall be provided in details in State Chapter's By-laws. State Chapter's By-laws shall not be conflict of this by-laws. If there is any conflict between State Chapter By-laws and NRN America's National By-laws at that condition this by-laws shall prevail and State Chapter By-laws shall be considered void and null.

77. State Chapter's director and/or officer shall require to pay at the following nomination fees:

- |                              |        |
|------------------------------|--------|
| a. State President one,      | \$ 500 |
| b. State Vice president one, | \$ 250 |
| c. State Secretary one,      | \$ 250 |



d. State Treasurer one,	\$ 250
e. State Youth Coordinator one,	\$ 250
f. State Women Coordinator one,	\$ 250
g. State Physician Director one,	\$ 250
h. State Engineer Director one,	\$ 250
i. State Computer science Director one,	\$ 250
j. State Business Development Director one and	\$ 250
k. State Education Director one	\$250

78. Election commission may increase the above set forth fee if necessary to manage its election cost.

### FINANCIAL TRANSACTION COMPLIANCE

79. Annual General Meeting shall appoint internal audit committee (IAC). At least one member of Internal Audit Committee (IAC) shall be Certified Public Accountant. IAC shall be formed from three to five members.

80. IAC shall have right to review National board and state boards all financial records, and activities. Whenever IAC request financial records Board shall provide within 15 days.

81. National Board shall forward its financial activities to the IAC in regular basis.

82. National Board shall keep its Books and Record based on United States Generally Accepted Accounting principles (US GAAP).

83. Board shall appoint external auditor to audit or review its financial statements in annual basis. Board shall consult with IAC to appoint external auditor.

84. National Board shall segregate its duties:

a. Authorization: Any transaction less than \$ 2000.00 (two thousand) shall be approved and authorized by president and Treasurer.

b. Any transaction less than \$ 1000.00 (one thousand dollars) shall be approved and authorized by General Secretary or Vice President and Treasure.

c. Any transaction less than \$ 10,000.00 (ten thousand) shall be approved and authorized by Majority of the Board.

d. Any transaction less than or equal to \$ 30,000.00 (thirty thousand) shall be approved and authorized by two third majority of the Board, if such fund/sum was raised or collected in their term.

e. Whenever board want to raise fund and spend such fund more than \$ 50,000.00 the board first may approved by its two third majority and shall obtain consent from Annual General Meeting or majority of Member. When Board want to obtain consent board may use any method or means to obtain such consent form members such authorization may be obtained by email and/or mail or any other electronic authenticate remote means.

- f. If National Board raises fund for specific purpose at that condition Board may spend all fund for that specific purpose.
- g. Any transaction greater than \$ 5000.00 shall be signed by two signatory authority.

85. All Bank account cash in hand and other valuable of organization shall have custody with treasurer.

#### STATE CHAPTER FINANCIAL ACTIVITIES

- 86. Each State chapter shall have their own separate bank account. All fund/sum shall be deposited in that account.
- 87. Whenever State Board collects fund/sum on behalf of National Board those fund/sum shall be immediately released that fund/sum to National Boards.
- 88. State Board shall have power to Collects membership fee. After collecting that Membership, State Board shall release 70% of that membership fee immediately to National Board. State Board shall have power to use remaining 30% of that membership fee for its activities.
- 89. State Board Shall forward its financial activities to National Board in regular basis.
- 90. National Board shall right to review State Board's financial activities whenever they wish.
- 91. National Board shall have power to demand financial activities of State Board and State Board shall provide those records within 15 days from the date of National Board's demand.
- 92. State Board may collect other funds from various sources if the following condition is met.
  - h. State Board presents plan and program to the National Board to raise fund,
  - i. National Board provides consent to that plan and program to raise fund and
  - j. State Board collects fund/sum for that plan and program and
  - k. Spends those collect fund/sum for the same plan and program as designated.
- 93. State Board shall keep its all financial books and records.
- 94. National Board has authority to instruct, guide, and stop any kind of financial activities if National Board's two third majority board decides that such action is required to protect NRN America's interest.
- 95. State Board will help, cooperate and promote other Nepali local organization to the extent those organization has similar purpose of NRN America.
- 96. If State Board's action are against the purpose of NRN America or act or conduct are harmed to NRN America at that condition National Board may proceed proceeding before Judicial Committee. Judicial Committee shall have power to warn, or order of correction or dissolved according to its nature of the act and harm caused by that State Board.

## ARTICLE X: ADVISORY COMMITTEE

97. NRN America shall have an Advisory Committee consisting of individuals whose primary responsibility shall be to advise the President and Board on specific matters as and when necessary. The honest dedicated past Presidents shall be amongst the Advisory Committee. The Advisory Committee shall have a minimum of ten (10) to a maximum of twenty five (25) individuals. Board shall have the authority to constitute such Advisory Committee. To be member of advisor committee such person should be recognized in his field of work and should not have any position with political party. Such person should not hold any political position with any political parties during the term of advisory committee. Member should be competent to advise Board. Board shall collect brief bio data of each advisor before any person is nominated in Advisor and keep such record in NRN America.

## ARTICLE XI: ANNUAL GENERAL MEETING

98. The Board shall hold at least one Annual General Meeting every year at an appropriate time to transact the NRN America business such as, conduct elections as provided in this bylaws, review the activities for the past year, receive and adopt amendments, if any, to the by-laws, consider any policy changes or new policies and transact any other business included in the agenda or allowed by the presiding officer at his or her discretion. All NRNs in the USA including all classes of members shall be invited to attend this meeting.

99. Each year, NRN America shall work in coordination with State chapter with a sizable membership base to jointly host NRN America's Annual General Meeting in conjunction with the annual convention of the respective State Chapter.

100. In the event the above-described affiliation or State Chapter arrangement is not possible in a particular year due to unforeseen circumstances, Board shall make appropriate decisions to hold Annual General Meeting for the particular year at an appropriate time and place.

101. During the Annual General Meeting, the NRN America shall encourage and facilitate a half/full day workshop or seminar on contemporary issues on Nepal and NRN affairs and other subjects of interest to Nepali Diaspora in the USA.

102. Quorum of Annual General Meeting: In First Annual General Meeting, If 10 percent of total member is present in Annual General Meeting physically or via online and/or virtual and/or other remote means at that condition Annual General Meeting's

Quorum shall be constitute. If in the First Annual General Meeting could not be held because of lack of Quorum at that condition in second Annual General Meeting 7 percent of total member present either by physical presence of via electronic means that shall constitute Quorum of Annual General Meetings. If in the third Annual General Meeting Quorum could not be constitute at that condition in third Annual General Meeting all members whatever percentage is appeared shall constitute the Quorum of Annual General Meeting.

103. NRN America's Member may appoint proxies to appear in Annual General Meeting by giving written proxies. If any member comes with such written proxies at that condition such proxy appointed members total number of proxies shall be counted for the purpose of quorum. However proxies shall not have right to cast vote for any agenda that is proposed for decision by voting therefore all member required to appear for voting. However, Proxy shall not be eligible to cast vote for election of any position.

104. Annual General Meeting shall form a five member judicial committee to hear following matters:

- a. Any complaint against member that he/she has acting against the NRN America, or against NRN America's Purpose, By-laws, Charter.
- b. Any Complaint against National or State Board of Director/officers who has acted against the NRN America, or against NRN America's Purpose, By-laws, Charter.
- c. To interpret the By-laws and charter of NRN-Americas. Interpretation of Judicial committee shall be final.
- d. Judicial Committee shall have power to make findings about any complaint which has been filed by NRN Members, or National Board or State Board.
- e. If finding is related NRN Members or State Board director or officer at that condition National Board shall be implemented findings of Judicial Committee. If respondent is National Board Member and findings is against such National Board Director or officer that condition Findings shall be presented to Annual General Meeting (AGM) or Special General Meeting (SGM). Based on Judicial Committee's finding AGM or SGM will commence process of impeachment of National Board director or officer and AGM or SGM two third Majority shall have power to remove National Board director or officer from his/her position.
- f. When NRN Members or National Board or State Board files complaint against NRN Member or National Board Member or State Board director or officer at that condition judicial committee shall forward such complaint to person whom such complaint is directed. In addition to that any person who makes such complaint shall send copy of such complaint to the person whom it is against (in this by-laws referred as Respondent) and shall submit compliant with proof of delivery of such complaint to Judicial Committee.
- g. Complainant may deliver his/her complaint to respondent by certified mail, or express mail or any other private mail which shows proof of mailing. Respondent has 30 day time to respond any allegation against him/her from the time he/she received

complaint against. Respondent shall deposit \$ 200 with NRN National Coordination Council of USA while filing his/her answer. If judicial committee finds in favor of Respondent at that condition respondent shall be entitled to refund of his/her deposit \$ 200.

- h. To commence a complaint \$ 200.00 fee shall be paid by complainant. That fee shall be deposited to NRN Americas account and judicial committee shall use that fund for the expenses of this proceedings. If judicial committee finds in favor of Complainant at that condition filing fee paid by complainant shall be refunded to complainant.
- i. If any person is filing complaint for the best interest of NRN America at that condition person may request waiver of filing fee and Judicial committee may waive such filing fee if Judicial Committee finds that such complaint is for best interest of NRN America.
- j. Judicial Committee shall provide opportunity to hear for respondent. Judicial committee shall have records of its proceedings.

105. SPECIAL GENERAL MEETING: If there any kind of situation where matters need to resolve by General Meeting and it is not practical to wait for Annual General Meeting at that condition at least 1000 Member or 50% percent of Member whichever is less can make written request to have Special General Meeting of NRN Americas with National Board. At that condition Board Shall call Special General Meeting by sending written notice to all members to the extent it is possible and notifying all State chapters and providing notices to Nepali Newspapers and other media to the extent possible describing followings things:

- a. Date, time and Place of Meetings
- b. Agenda of the meetings

106. Members should be given at least 10 day notice of special General Meetings.

107. If National Board does not call special meeting within 30 days from the request the by Member as set forth in this bylaws at that condition all member whoever made request with Board may call Special General Meeting themselves by following this bylaws. SGM will choose its chairperson and may conduct its business as usual.

## ARTICLE XIA

### HYBRID MEETING OF ANNUAL GENERAL MEETING OR SPECIAL GENERAL MEETING:

108. Annual General Meeting or Special General Meeting may be hold by virtual means or hybrid means.

109. There is one physical location where desired member prefer to appear physically and Other members who choose virtual appearance, can appear in Annual General Meeting and/or Special General Meeting by use of the internet, or another form of remote communication to (1) participate, (2) be deemed present, and (3) vote at the annual General Meeting and/or Special General Meeting if the following three condition are met:
- a. Reasonable measures has been taken to verify that each person deemed present and permitted to vote at the meeting is a Member or holder of a valid proxy from a Member,
  - b. Reasonable Measures has taken to provide such member and proxy holders to read or hear the proceedings as they happen substantially and concurrently with proceedings and to vote on matters submitted to the Members, and
  - c. Records of votes and other actions taken at the meetings are maintained.
110. This provision may be used by the Board when it finds that NRN America has sufficient resource to use hybrid virtual meetings.

## ARTICLE XII: MEETINGS

111. The President of the Board shall preside over the meetings. Each Director/Officer or Delegate qualified to vote shall have only one vote, which shall be exercised by the Director/Officer or Delegate at the meeting.
112. Special meetings: If for any reason, a meeting of the Board or AGM or SGM is deemed necessary by Directors/Officers and a representation to that effect is received by the Board, such a meeting shall be called by the Secretary within 30 days of the receipt of such a request. The President, with the consent of the Board, shall specify the place, date and time of yearly, special and other meetings of the Board.
113. Extraordinary/Emergency meetings: The President may call an extraordinary/emergency meeting at any time if such meeting is necessary.
114. Notice of Meetings: Any meeting or meetings shall be called upon no less than 7 days written notice to each Member.
115. Venue: Meetings shall be held at such times and places as the President may, from time to time, decide.
116. Conduct of Meetings: The order of business at meetings shall be fixed by the President and all meetings of the Board or Annual General Meeting or Special General Meeting shall be public.
117. Agenda for Meetings: The agenda for each regular Board or Annual General Meeting shall be assembled by the President or Secretary as designated. Any Director/Officer or member may transmit material and recommend guests for inclusion on the agenda. Such material shall be submitted no later than 10 calendar days prior to the meeting. The President shall distribute the agenda to the Directors/Officers or Member no later than 5 calendar days prior to the date

- of the meeting. Additional items may be placed on the agenda at a regular meeting by a majority vote of the Directors/Officers or Member present.
118. Decision: The decisions of the Board or General Meeting shall be made by a majority of those present in a meeting, at which quorum is satisfied, except when otherwise designated in these by-laws.
  119. Motion to Reconsider: A motion to reconsider may be made at the same meeting at which the vote was taken or a subsequent meeting by any Director/Officer or Member who did not vote with the majority.
  120. Compensation of Officers: All Directors/Officers shall serve voluntarily without compensation.
  121. Board Can have virtual meeting or physical and virtual meeting which is called hybrid meeting.

### ARTICLE XIII: QUORUM OF BOARD

122. In the case of the Board meetings, a simple majority of its membership present constitute the quorum. Members of the Board may participate in a meeting of conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other and such participation shall constitute presence in person at such meeting.

### ARTICLE XIV: ELECTIONS ELECTION OF BOARD OF DIRECTORS AND OFFICERS (NATIONAL)

123. Annual General Meeting shall appoint National Election Commission consisting of a minimum of 3 (three) to a maximum of 5 (five) members, one of whom shall be designated as the Chairperson of the commission. National Election Commission's term shall be 2 year. If any Commissioners position is vacant at that condition Coming AGM or SGM shall appoint such person for the remaining tenure for the position which is vacant.
124. The Election Commission shall invite nominations from Individual Members for the position(s) of Directors and Officer(s) of the Board to be elected at least 60 days prior to the election. All nominations for the positions shall be filed at least 7 days prior to such election date. One person shall contest election for only one office.
125. To be eligible for candidates for the positions of President, Regional Vice President, General Secretary Joint Secretary, Treasurer and Joint Treasure shall be U.S. citizens or permanent residents.
126. To be eligible for candidates for the positions of Coordinators, director/ officer of National Board, an applicant must be Citizen of the United States, Permanent Resident of the United States, or any other visa where such candidates freely can travel inside and outside of the United States.

127. All individual Member and life member shall have right to vote for Directors and Officers of Board. All individual Member and life member are required to pay membership dues.
128. Election commission shall use the following method of voting system:
- a. Remote electronic voting (virtual voting) or any other means of remote voting by using remote technology, which is designated and described method by Election commission and/or
  - b. Mail in vote: Member can vote by regular mail by sending their vote via using United Postal Service or any other private mailing services to the place designated by Election commission.
129. Election Commission shall use reasonable procedure, voting technology, and method to maintain integrity of fair Election and secret ballot voting system.
130. If Election commission obtains third party service providers for electronic voting system at that condition the election commission shall also follow the following procedures:
- m. The Election commission, its commissioners, members employee and any other person including that third party provider's employee, shall not have access of the voting system that how the members voted to each candidate. To make sure that Election commission shall have such agreement with third party provider and keep that record in their system and if any of candidates ask such agreement commission shall provide each candidate via email or by publication if Election commission website.
  - n. Election commission shall obtain from third party records of total vote that has been casted on end of that day and shall publish such records to general public via email, NRN's website and other media as necessary deems by Election commission.
  - o. For the purpose of National Election, Election Commission shall require to keep records of each candidate's total vote from each state and that records shall be disclosed to at that time of vote counting.
131. If Election committee decided to use election commission's computer technician and electronic voting system that is created and managed and owned by Election Commission at that condition Election commission shall follow the same procedure to maintain confidentiality and integrity of election above said paragraphs 91 and all rules provided by this by-laws.
132. Election Commission shall create electronic secret ballot for the purpose of internet voting, virtual voting or any other remote voting system.
133. Election commission shall create secret Identification (Secret ID) of each voter and Voters shall allow to create their password by registering with Election Commission via its computer or any other third party's designated computer. Secret ID shall be either emailed to Members/Voters or if no such email it shall be mailed to such Members which is last known address kept by NRN Americas.
134. Election Commission can create its local State election committee to conduct its national election and State election.
135. Election Commission may make its rules to conduct its election with consistence of this bylaws. Election commission shall not make any rule that is inconsistent with this bylaws.



136. The person receiving the majority votes for a designated position shall be declared elected.
137. The Election Commission shall complete the entire election process, certify the results, and announce the names of the elected directors and officers to the current National Board, and State Board on or before April 30<sup>th</sup> of Election year.
138. If a vacancy in the Board occurs at any time during the term of the Board, the President, in consultation with the Board, shall temporarily appoint a member to fill the position. An election to fill up the position for the remaining period of the term, if more than 6 months, shall be conducted by the Election Committee during the next Annual General Meeting as provided in this bylaws.
139. Election Commission shall keep its update voter list and shall publish voters name on NRN Americas website at least before 30 days of Election day.
140. If any person who is member or who is eligible to be a member may make a complaint against voter name list either listed name is not qualified or voter name list is missing or not listed before the Election Commission. If Election Commission receives complaint about voter list at that condition Election shall make decision based on this By-laws and make findings. That finding shall be final for the purpose of this coming election.
141. The election committee shall publish election notice as provided in schedule 1. However, election commission may amend such notice as necessary to perform its work.
142. Candidate shall pay at least the following fees for submit his/her candidacy for the following position. However, election commission may increase the following nomination based on election cost.

<b>Positions: Nomination fee.</b>	
President	\$1500
Regional Vice President	\$1000
General Secretary	\$1000
Secretary	\$750
Joint Secretary	\$ 750
Treasurer	\$1000
Joint Treasurer	\$750
Media Coordinator	\$ 750
Spokesperson	\$ 750
Youth Coordinator	\$500

Woman Coordinator	\$500
All other director and/or officer	\$ 500

143. Election commission may conduct election for International Coordination Council (ICC) if such request is made by ICC or otherwise required. ICC candidates shall pay at least \$ 1000.00 election cost when its nomination is filed. Election commission may increase such candidate's application fees for election.

### **VOTE CASTING TIME AND SELECTION VOTING MEANS**

144. The Election Commission shall provide electronic remote voting and mail voting for seven days period which shall be available from Sunday 12:01 AM and shall end coming Saturday 11:59 PM.
145. All mail voting must be received on or before Saturday 11:59 PM by the Election commission in the place where Election Commission provides such address and/or place.
146. Vote counting shall be started from the immediate Sunday and shall be continued until the completion of counting.
147. National board's election shall be counted in the City of New York.
148. Election commission may designate respective local state to count vote for election State Chapter Board.
149. Each Member shall select at the time when he/she became member or renew his/her membership one of the following means that he/she will use to cast his/her vote:
- a. Remote electronic voting means or
  - b. Mail in voting means
150. If Member does not select either of voting means and if such member has email at that condition it will be presumed that he/she will vote by using electronic remote voting system.
151. If Member does not make selection and member does not have email address at that condition it will be assumed that he/she will vote by using mailing system.
152. Mail in vote must be used either United States Postal service or other private mailing company.

### **ELECTION OF STATE CHAPTER OFFICERS**

153. The time, place and procedure for Election of State Officers shall be as authorized by Election Commission.

154. Any member who is eligible for vote shall have right to candidates and contest election for the positions of State Director/officers.
155. The election of State Director/Officers by Individual Members who obtained their memberships by submitting their membership applications and dues to a State Chapter or National Board and who is permanent resident of that State shall be conducted at the Annual Meeting of the State Chapter.
156. Only Individual Members within a State shall contest and vote for the election of State Officers for the respective State.
157. The term of State Officers shall be two years, beginning May 1<sup>st</sup>, and ending April 30, of the calendar year, which shall correspond with the term of Board as Stated in these bylaws.
158. If a vacancy for State Officer occurs at any time, the State President, in consultation with the President, shall temporarily appoint a Individual Member respectively to fill the position. An election to fill up the position for the remaining period of the term, if more than 6 months, shall be conducted during the next Annual General Meeting of the respective State Chapter as provided in this bylaws.
159. To conduct state election, Election commission shall form two to five member state election committee. Rights powers, immunities and term of those state election officers shall be as prescribed by the National Election Commission.

#### CANDIDATES, OFFICER AND/OR DIRECTOR SHALL NOT INVOLVE IN POLITICAL ACTIVITIES

160. Candidates of National Board and State Board shall not involve in political activities.
161. National Board Director and/or officer, State Board Director and/or offer, Advisor, Member of commission and Member committee shall not involve in political activities during the term of their position.
162. The following activities shall be considered Political activities:
  - p. Holding an elected or appointed positon of political parties of Nepal, or sister organization of political party of Nepal, or
  - q. Supporting and/or opposing any political party of Nepal or sister organization of political party of Nepal publically or
  - r. Supporting and/or opposing any candidates of political party of Nepal or any affiliated sister organization of political party of Nepal or
  - s. However, any person who supports privately any candidate of political party or sister organization and/or casting vote to candidate of any political party or sister organization, shall not be considered political activities.

163. Candidates shall not speak, publish, or shall not do election campaign based on political party of Nepal, Political principle of Nepal, any race, religion, tribal group.
164. If any voter or media or NRN Member spoke, published, or did election campaign based on political party of Nepal, Political principle of Nepal, any race, religion and/or tribal group in favor of any candidates at that time such candidates shall immediately contact such person and asked specification from such voter or media or NRN Member and publicly denounce such publication and provide such proof within 24 hours to election commission. After contacting election commission such candidate shall follow the election commission's direction.
165. If any candidate violates this rule, including involvement of political activities, election commission shall have power to investigate and if election commission found that candidate is involve in political activities election commission shall have power to disqualify such candidates who involve in political activities.
166. Election committee shall provide opportunity to be heard to such Director or officer.
167. Election committee shall have power to develop code of conduct and shall have power to enforce such code of conduct.
168. Election committee shall have power to develop rules to conduct election if there is no rule or guidance provided by this Bylaws.

## ARTICLE: XV

### NRN-USA FOUNDATION

169. There shall be a NRN-USA Foundation (hereinafter called "the Foundation") established within the NRN America, which shall be the charitable and philanthropic arm of the NRN America. The objective of the Foundation shall be to develop and raise funds from various individuals and organizations and maintain an endowment of funds which can be used for certain specified charitable purposes. The purposes shall be as approved by the Board in consultation with the Annual General Meetings.
170. The NRN America shall provide guidelines and operating procedures for the Foundation. The guidelines shall also delineate procedures for raising, maintaining and disbursing funds for and from the Foundation to support philanthropic activities for deserving candidates from Nepali community in the USA.
171. The Foundation shall maintain two types of funds as briefly described in the following paragraphs:
  - a. General Foundation Fund – Through donations from individuals, families, and organizations, the Foundation shall have a goal of raising \$100,000 or more for

the General Foundation Fund over a time period as determined by the Board. The General Foundation Fund shall consist of unrestricted donations, which shall be invested and/or disbursed by the NRN America to deserving candidates from Nepali community in the USA as provided in the aforementioned guidelines and operating procedures for the Foundation.

- b. Legacy Funds – The Foundation shall maintain Legacy Funds that are for the most part restricted donations. Through donations from individuals, families, and organizations, the Foundation shall have a goal of raising \$100,000 or more for the Legacy Funds over a time period as determined by the Board. An individual, family or organization may establish a Legacy Fund (hereinafter called “the Fund”) with a minimum commitment of \$5,000, which shall be payable within a maximum period of two years. The Fund shall be named by the Foundation as per the recommendations of the donor and no reasonable name shall be denied. The Fund shall be permanently endowed, that is, the principal amount shall remain unspent in perpetuity. The income received from the investment of the Fund shall be disbursed by the Foundation to deserving candidates from Nepali community in the USA as provided in the aforementioned guidelines and operating procedures for the Foundation, except that at least 2 % of the annual income shall be reinvested in the Fund to allow for annual inflation. The donor may make additional contributions to the Fund at any time in the future.
- c. Administrative costs: From time to time NRN America may raise funds for philanthropic causes in Nepal and for Nepali related causes in the USA. To help defray NRN America’s administrative costs, NRN America may retain 5% of the collected money in its general administrative fund to be used by NRN America. In some rare circumstances, the President, in consultation with the Board, can waive or lower the 5% requirement.

#### ARTICLE XVI: NATIONAL/INTERNATIONAL CONVENTION

172. the National Board shall:
  - a. Encourage and facilitate a national/international convention at generally four years intervals.
  - b. Work with an Institutional Member to take full responsibility of hosting a national/international convention in its geographical area.

#### ARTICLE XVII: NOTICES AND WAIVERS

Signatures on Notices and Correspondence.

173. Signatures of the President shall be required for all Board of Directors and Officers meetings and on decisions made at regular and special meetings.

174. Signatures of the Chairperson shall be required for all AGM and SGM meetings and on decisions made at regular and special meetings.
175. Signatures of the State Chapter President shall be required for its Annual Chapter Meeting and on decisions made at regular and special meetings.
176. Signatures of the Chairman of the Election Committee shall be required for all notices and correspondence detailing the final elections of the Board.

177. Notices.

Notices required by these by-laws to be given to members shall be deemed to have been sufficiently given if in writing to each member at his or her preferred address, such as email, mail or other means as it shall appear on the records of the NRN America.

178. Waivers.

Any member may waive notice of any meetings of the Board of these by-laws. Such notice shall be in writing and may be given by signing a waiver, mailing a card or by sending an e-mail, telegram or fax, and may be given either before or after a meeting. Attendance at any meeting shall constitute a waiver of notice and no written waiver shall be required.

179. Change of Registration from Tennessee State to New York

- a. The Board shall process to register this organization to New York State.
- b. NRN Board shall complete all necessary process to complete transfer registration from Tennessee State to New York.
- c. NRN's Principal place of office shall be in the City of New York.

## ARTICLE XVIII: AMENDMENTS

180. The Ninth Amendment of by-laws shall become effective upon adoption by two-thirds of members of NRN.

Amendments

181. Any proposed amendment to these by-laws may be submitted in writing to the Annual General Meeting or Special General Meeting by National Board or at least 1000 ( one thousand) Member or 50 % of Member whichever is less of NRN America in writing. Board may also proposed by-laws amendment in writing.

182. The following process shall apply:

- i. The Chair Person shall cause a copy of the proposed amendment to be circulated to all Members either by email as long as email is provided by member, and online publication on its website.
- ii. Upon sending to all members seven (7) calendar days advance notice, the proposed amendment shall be placed on the agenda of the next duly constituted meeting of Annual General Meeting or Special Meeting.
- iii. Such amendment will be effective upon adoption by two-thirds of the Members of Annual General Meeting or Special Meeting. .
- iv. If State law required that this by-laws is effective only upon filing with such State Authority at that condition this by-laws shall be effective upon filling with such authority.

## ARTICLE XIX – RECORDS

183. The records of the NRN America, including books and records of accounts, and minutes of proceedings of Board shall be maintained at such place as designated by Board. Any member may inspect such books and records for any proper purpose at any reasonable time.

## ARTICLE XX: SEVERABILITY

184. Authority.

If any by-law or provision of these by-laws is found in violation of any superseding law or Authority, such will not affect any other by-law or provision of these by-laws not in such provision.

## ARTICLE XXI:

## 185. NON- PROFIT STATUS

The organization is organized exclusively for charitable purposes under section 501 (c) (3) of the Internal revenue Code. No substantial part of the activities of the organization shall 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 corresponding section of any future federal tax code, or (b) by an 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.

## ARTICLE XXII:

186. Any matters is not set forth in this By-laws or its Charter, New York State's Not-for profit corporation law shall apply as long as that provision is not directly conflict with this By-laws.

## ARTICLE XXIII: OFFICERS' LIABILITY

187. No director/officer shall be personally liable for monetary damages for breach of fiduciary duty as director/officer notwithstanding any provision of law imposing such liability, provided however that this provision shall not eliminate the liability of a director/officer, to the extent that such liability is imposed by applicable law;

- a. for any breach of the directors/officers duty of to the organization;
- b. for acts or omissions not in good faith or which involve intentional misconduct or knowing violation of law; and
- c. for any transaction from which the director/officer derived an improper personal benefit
- d. Willful violation of this by-laws, Charter of NRN America,
- e. Willful act against the purpose of NRN America.
  - f. Willfully failed to keep financial records of NRN America.



## ARTICLE XXIV: DISSOLUTION

188. The property of this NRN America is irrevocably dedicated to the purposes mentioned in Article III and no part of the net income or assets of this organization shall ever inure to the benefit of any director, officer, or member of this NRN America, or to the benefit of any private individual, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. Upon the winding up and dissolution of this NRN America, after paying or adequately providing for the debts and obligations of the NRN America, the remaining assets shall be distributed to a non-profit fund, foundation, or corporation that is organized and operated exclusively for charitable purposes and that has established its tax-exempt status under Section 501(c) (3) of the Internal Revenue Code.
189. If there is no rule set forth this by-laws and there is no guidance in New York State at that condition National Board may make provisional rules to regulated NRN America function. Such rules shall not be inconsistent with this bylaws. If any provision of such provisional rules is inconsistent with this bylaws inconsistent part shall be void and null. Those provisional rules shall be expires after six month from the date of effective.
190. International coordination council (ICC) delegates:
- (a) Each state chapter shall have right to send at least one delegates in ICC conference. State Chapter board may decides for such delegates.
  - (b) National Boards officers and director shall have right to go as ICC delegates.
  - (c) National Boards shall give priority to other members who have been working in various committees.
  - (d) If above said delegates are not exhausted total number of delegates authorized to send ICC at that condition Board either proposes such delegates in General meeting and if there is not General Meeting at that condition Board may select from various person who has significantly contributed to Nepali Communities Living in the United States.
  - (e) Board shall ask all members timely if above said person will attend and/or go as ICC delegates. If any of above said person informs that he/she will not attend ICC conference or meeting at that condition other person shall be eligible to became ICC delegate.

Ninth Amendment proposed by Board of Directors to General Special Meeting of the NRN America on the 22<sup>nd</sup> Day of march 2015.

NINTH AMENDMENT APPROVED AND ADOPTED BY THE Annual General Meeting ON March 22, 2015

Durga P. Bhurtel Esq  
Contact information to By-Law Committee:

Durga P. Bhurtel Esq  
[durgabhurtel@gmail.com](mailto:durgabhurtel@gmail.com)  
3749 75<sup>th</sup> Street Floor 2<sup>nd</sup>  
Jackson Heights New York 11372

Schedule 1.

Non-Resident Nepali Association NRN-NCC, USA, Election Notice

Section 1 --- to be completed by *nominator* ---

I nominate Mr./Ms. \_\_\_\_\_ for the position of NRN-NCC USA  
\_\_\_\_\_. I Personally know Mr./Mrs. \_\_\_\_\_  
And I hereby state that he/she is qualified candidate for the position of -----  
-----

Nominator:

\_\_\_\_\_  
\_\_\_\_\_

Name (print) Signature

\_\_\_\_\_  
\_\_\_\_\_

Date Address

\_\_\_\_\_  
\_\_\_\_\_

Email Address

\_\_\_\_\_  
\_\_\_\_\_

Fax Address

I Nominator  
hereby swears under penalty of perjury that above said my statement is true and  
correct to the best of my knowledge.

I  
hereby second Proposal of nomination of Mr.

For the position of \_\_\_\_\_ ,  
and I hereby further state that he/she is qualified candidate for the position of \_\_\_\_\_

\_\_\_\_\_  
\_\_\_\_\_  
Name (print) Signature

\_\_\_\_\_  
\_\_\_\_\_  
Date Address

\_\_\_\_\_  
\_\_\_\_\_  
Email Address

\_\_\_\_\_  
\_\_\_\_\_  
Fax Address

I hereby  
swears under penalty of perjury that above said my statement is true and correct to  
the best of my knowledge.

**\* One eligible member shall be a nominator for only one office. All individual Member and life member in good standing shall have right to nominate. For more information please refer by-laws at <http://www.nrn.org.np/>**

Section 2 --- to be completed by *nominee* ---

I, \_\_\_\_\_, accept this nomination.

Candidate's statement (max. 150 words needs to be submitted through online and hard copies of online submission should be mailed out to the election chairperson):

\*Nominations shall be sent to the Election Commission by filling out the form posted on NRN-NCC website at [www.nrnnpnusa.org](http://www.nrnnpnusa.org). As nomination fee, a check drawn in the name of NRN-NCC with a copy of proof of a person of Nepali origin and citizens or permanent residents of the United States of America, should receive on or before April 10, 2014. Nomination should be completed via online and hard copy must be mailed.

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All candidates shall be members in good standing for full term. The candidates nominated for the positions shall be a person of Nepali origin and **citizens or permanent residents** of the United States of America.

Nominee:

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Name (print)

Signature

---

---

Date

Address

---

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Email

Address

---

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Fax

Address

I \_\_\_\_\_ is hereby certifies that under  
penalty of perjury all my statement is true and correct

[Instructions on reverse](#)

### Instructions

Notice: The Election Commission, NRN-NCC, USA, invite nominations from interested and eligible individual members of NRN-NCC, USA, for the following positions along with a nomination fee and a copy of proof of a person of Nepali origin and citizens or permanent residents of the United States of America. The term of the elected directors and directors shall be valid until May 31, 2015.

**Section 1:** Must be filled out by the nominator and provide their contact information (address, phone). The nominator is providing the name and office that the nominee is running for. Nominator must be candidate in good standing and have been in the USA for more than year.

**Section 2:** Must be filled out by the nominee and provide their contact information. The nominee is the person that is running for office. **\* Nominee must be a Lawful Permanent Resident or US Citizen.** Applicant must provide proof of Lawful permanent resident or US citizen as required by bylaws of NRN America.

All candidates must pay the fee provided by Election committee or this by laws whichever is more.

**Eligibility criteria:**

All candidates shall be members in good standing for full term.

The candidates nominated for the positions shall be a person of Nepali origin and citizens or permanent residents of the United States of America.

Candidate shall submit their plan not more than 1500 words to achieve the goal and purpose of as per the current bi-laws of NRN-NCC USA.

One eligible member shall contest election for only one office.

One eligible member shall be a nominator for only one office.

Nominations shall be sent to the Election Commission by filling out the form posted on NRN-NCC website at [www.nrnnpnusa.org](http://www.nrnnpnusa.org) . As nomination fee, a check drawn in the name of NRN-NCC with a copy of proof of a person of Nepali origin and citizens or permanent residents of the United States of America, should receive on or before April 10, 2014 to:



Non Resident Nepali association  
National Coordination NRN America of USA

I, \_\_\_\_\_, having been elected as the  
\_\_\_\_\_ NRN NCC of USA, do solemnly swear that I accept the  
special obligations and responsibilities of the position freely, that I will uphold the  
principles of NRNA and Constitution of NRN NCC of USA, Bylaws of NRN NCC USA,  
Not-for profit corporation Law of the respective State, United States Federal Law  
related to this organization, and as well as the standards for the position I have  
been duly elected to, and that I will, without prejudice or partiality or political  
ideology, discharge the duties of the office upon which I am about to enter.  
So help me God!

Place:

Signature \_\_\_\_\_

Date:

Sworn in recognition of the  
special trust and honor by  
direction of the Election  
Committee of the NRN NCC of  
USA

\_\_\_\_\_  
Election Committee  
Committee

\_\_\_\_\_  
Chair, Election Committee      Election