



**THE CONSTITUTION**

**OF**

**NEPALI ASSOCIATION OF OREGON**

**(“OREGON NEPALI SAMAJ”)**

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***ARTICLE I***

NEPALI ASSOCIATION OF OREGON shall be the official name of the organization. In Nepali, it will be called *Oregon Nepali Samaj*.

## ***ARTICLE II***

The Organization shall be classified as:

A non-political, non-profit social, cultural, and educational organization of people of Nepali residing in the state of Oregon and the South West Washington and those who are interested in Nepal and Nepali causes, hereafter referred to as "friends of Nepal".

## ***ARTICLE III***

### **PURPOSE**

The purpose of Nepali Association of Oregon is to strengthen and preserve Nepali cultural heritage and a social bonding among the members of the Nepali community in Oregon and South West Washington through a strong network of support, and to collectively work for the welfare of the people in Nepal. The word Oregon, herein after refers also to the Nepali community residing in South West Washington.

## ***ARTICLE IV***

### **OBJECTIVES**

The Objectives of the Organization are:

- (i) to preserve Nepali cultural heritage among Nepali people;
- (ii) to strengthen community bonds and fellowships in the local community;
- (iii) to promote Nepal and Nepali causes in the local community;
- (iv) to help Nepali people in Oregon in time of needs and difficulties; and
- (v) to help people in Nepal through, but is not limited to, a direct monetary and/or in-kind grants.
- (vi) to raise, receive and manage funds, charities and donations to carry out the humanitarian causes directly or in cooperation with other organizations.

*ARTICLE V*

LIMITATIONS

- (I) This organization is organized exclusively for charitable, religious, educational, and scientific purposes, including for such purposes, the making of distributions to such organizations that qualify as exempt organizations under 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- (II) No part of the net earnings of the corporation shall incurr to the benefit of, or be distributable to its members, advisors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes of this corporation.
- (III) 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 VI*

THE ORGANIZATIONAL STRUCTURE

The Organization will comprise of the following bodies;

- (I) The General Assembly
- (II) The Executive Committee
- (III) The Advisory Committee

Definition: The General Assembly is a supreme body of the Oregon Nepali Association. General Assembly is comprised of every good standing members of Nepali Association of Oregon.

The Executive Committee is a body of elected members from the General Assembly, which shall take care of the functions, and obligations of the organization on the day-to-day basis.

The Advisory Committee is an independent body of well-known and dedicated individuals from all walks of life, whose significant experience and contribution shall provide valuable advices, assistance and recommendations to the organization in achieving its goals. The members of the advisory committee shall be appointed or reappointed by the Executive Committee.

## *ARTICLE VII*

### MEMBERSHIP

The Executive Committee may invite all individuals from the Nepali community and friends of to become a member of this organization on their own will.

Each good standing member shall exercise all rights stipulated by the Constitution and the By-Laws. He or she shall not be discriminated by age, race, ethnicity, religion, caste, color, sex, sexual orientation or political convictions

There are three types of membership as defined below:

(1) Members

The Members of this organization comprise the base, the foundation and the backbone of this organization.

The growth, development and expansion of this organization and achieving the goals and objectives fall on the shoulders of the members.

Any member, with good standing, can run for any elected office of this organization. Any member of the organization will be in good standing until they regularly pay the annual membership dues and take part in the activities of the organization.

(2) Life Members

Life Members are those members who-pay a fixed amount of money in lieu of the annual membership fees. They shall remain good standing members of the organization until their lifetime and enjoy the same rights of members including voting rights.

(3) Honorary Member:

The executive committee shall grant the honorary membership of the association to those individuals who are respected and reputed personality of the community. The membership shall be recognition, to those individuals, for their remarkable contribution to the Nepali Association of Oregon. Honorary members shall enjoy all rights as a member except the right to vote.

General members and life members shall be eligible to file for the various positions of the Executive Committee of the organization, if he/she remains general member or life member in a good standing for at least a year.

### ***ARTICLE VIII***

#### **VOTING RIGHTS**

All members above the age of 18 (eighteen) shall have the right to vote on the basis of one-person-one-vote as per the provisions stipulated in the article VII of this constitution. Voting by proxy shall not be allowed.

### ***ARTICLE IX***

#### **ELECTORAL PROCESS**

The Executive Committee shall nominate the Election Committee, who shall formally under-take the election of the officers of the Executive Committee.

To elect candidate, in case of contest, shall be done by the secret ballot. Non-contested candidates will automatically be elected. The counting of the votes shall be conducted in the presence of the contesting candidates or their authorized agents. The full record of the

election process shall be maintained for documentation. The Election Committee, with the consent of the Executive Committee, may, employ online voting, when appropriate.

The decision of the Election Committee will be final and irrevocable.

If the General Assembly finds that the Election Committee has not conducted the election in a proper and just manner, the Assembly can decide to nullify the election, dissolve the Election Committee, appoint another and call for another election.

### ***ARTICLE X***

#### **GENERAL MEETINGS AND EMERGENCY MEETINGS:**

The general meeting of the organization shall be held at least once a year.

The Executive Committee may decide to call additional meetings if important issues should arise which need discussion at the general meeting.

### ***ARTICLE XI***

#### **QUORUM**

The required quorum for General Assembly meeting shall be one half of the total numbers of qualified voting members to discuss constitutional amendment issues. One third of the total voting members shall be required for any other General Assembly meetings of the organization.

The required quorum for the Executive Committee meeting shall be one half of the total members of the committee.

### ***ARTICLE XII***

#### **FINANCIAL RECORDS AND AUDIT**

The designated office bearer of the Executive Committee shall document all the financial transactions of Nepali Association of Oregon and shall present the audited financial statement to the General Assembly, once a year, for its approval.

***ARTICLE XIII***

**CONSTITUTIONAL AMENDMENTS**

Any amendments to the constitution and the By-Laws can be undertaken if such need arises in course of time of the organization doing its business for improving the organization.

The proposal for the amendments can come from any current due paying member of the organization. Such proposal must be seconded by two other due paying members. Each proposal has to be voted upon by the General Assembly and two-thirds votes will be necessary for any amendment to be adopted.

***ARTICLE XIV***

**ACCESS TO RECORDS AND DOCUMENTS OF THE ORGANIZATION**

The members of the organization shall have full and unhindered access to all documents, minutes, accounts or reports at any time on demand for all good purpose and intention for the betterment of the organization.

***ARTICLE XV***

**DISSOLUTION**

The property of this corporation is irrevocably dedicated to the purposes mentioned in ARTICLE III, PURPOSE, 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 corporation, 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 corporation, after paying or adequately providing for the debts and obligations of the corporation, 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.

**BY-LAWS OF**  
**NEPALI ASSOCIATION OF OREGON**

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***RULE I***

GENERAL ASSEMBLY

All the good standing members of Nepali Association of Oregon (hereinafter called organization) will automatically be the members of the General Assembly.

***RULE II***

FUNCTIONS OF THE GENERAL ASSEMBLY

General Assembly shall convene to elect officers of Executive Committee every other year and at least once a year to discuss and review, and for the organization.

It shall pass the financial transaction report of the organization presented by the Executive Committee.

It shall evaluate the achievements and shortcomings of the organization.

The General Assembly shall pass broad guidelines and proposals with respect to the working of the organization on the basis of the majority vote and recommend them to the Executive Committee for appropriate action.

**RULE III**

TERMS OF OFFICES OF THE CONSTITUTIONAL BODIES:

**Executive Committee**

The terms of office of the Executive Committee shall be of two years.

The post vacated due to resignation of any member of the Committee, other than the President, shall remain vacant until the next election. In the meantime, the President shall designate someone from the Executive Committee to look after the duties of the vacant post on a temporary basis.

### **Advisory Committee**

The term of the office of the members of the Advisory Committee shall be for the period of two years.

Resignation of any member shall be immediately followed by another appointment on a temporary basis until the final confirmation at the next General Assembly meetings,

Advisory Committee shall provide advice, suggestions, and recommendations with the sole purpose of enhancing and improving the working of the Executive Committee and or the committees of the organization.

Advisory Committee will uphold the Constitution and the By-Laws interpret it for the well being of the organization.

## **RULE IV**

### **EXECUTIVE COMMITTEE**

The Executive Committee shall comprise of the following, members:

- (1) President
- (2) Vice President
- (3) Secretary
- (4) Treasurer
- (5) Member
- (6) Member
- (7) Member
- (8) Member
- (9) Member

#### **Functions:**

The functions of the Executive Committee shall be as follows:

1. To up hold, implement, protect, define, interpret and defence the constitution of the organization.
2. To take care regular activities of the organization.
3. To call the General Assembly Meeting.
4. To nominate members of the Advisory committee.
5. To nominate members of the election committee.
6. To create and dissolve sub-committees to achieve the goals of the

- organization.
7. To fix and review ~~the~~ membership fees and ~~others~~ other activity related fees.
  8. To carry out all necessary activities to achieve the goals of the organization.

President:

The President is the highest elected officer of the Executive Committee and of the Organization. He/ She shall preside over all meetings of the organization as the case may be. He/She shall provide leadership, guidance, and inspiration to all the members of organization in order to achieve its goals and objectives. Likewise, he/she shall represent the organization in all forums, meetings and conferences as pertaining to the leadership role in the organization.

The president shall nominate and direct to other executive committee member to represent him/her to discharge his/her such duties.

At the same time his/her prime concern shall be the welfare of the Nepali community, its problems, its difficulties, its potentials and its aspirations, as represented by each member of the organization.

He/She shall abide by, and uphold the Constitution and the By-Laws of the Nepali Association of Oregon.

Vice President:

The Vice President is the second highest elected member of the Nepali Association of Oregon. Vice President shall assist the President in discharging his duties and preside over the meetings of the Association on absence of the President.

The Vice President shall work closely with President to provide support and guidance to the Executive Committee.

In case the President is disabled or resigns the Vice President shall perform the duties of the President as Acting President, on a temporary basis, until the next election of the Executive Committee.

Secretary:

Secretary shall record, maintain and circulate the minutes of the meetings of Nepali Association of Oregon. Secretary shall assist the President to set the meeting agenda, organize the meetings of the organization and help the President on other organizational matter as desired by the President.

Secretary shall be responsible for handling all internal administrative works including of all the official correspondences of the organizations.

Treasurer:

The Treasurer will take care of all the financial matters of the organization. He/She shall keep the records so that they are readily available on demand. He/She shall conduct the yearly memberships drive and present the annual and semi annual report to the Executive Committee. He/She shall also present annual budget.

Members:

All the members shall assist the President as desired by the President. They will also serve as the head or member of the specific committees of the Organization if designated by the President.

Immediate Past President:

The immediate past-president of the executive committee also shall join all meetings of the executive committee. However, he/she shall not be eligible to vote on issues at the meetings.

Adoption Date: April 2, 2001

I Amendment Date: April 15, 2006

II Amendment Date: April 17, 2010

This is to certify that this is a true and correct copy of the Articles of Incorporation of Nepali Association of Oregon.

By: Kush Shrestha, President,  
On behalf of NAO Executive Committee, 2009-2011, Dated April 17, 2010  
Agent for Nepali Association of Oregon