

Baltimore Association of Nepalese in America (BANA)

(Established 2005)

By Laws

Article I. Name

The organization shall be named The Baltimore Association of Nepalese in America (BANA). It shall be a nonprofit organization incorporated under the laws of the State of Maryland, registered under section 501c IRS tax exempt.

Article II. Address

The Address of the association will be;

2906 Taylor Ave
Parkville MD 21234

Article III. Purposes

The purposes of this organization are exclusively charitable, literary and educational and are listed below:

- Promote the welfare of all Nepalis mainly living in Baltimore and State of Maryland.
- Promote the cultural, educational, and sports activities of Nepalis living in the area.
- Promote and deepen the relationship between its members and the Nepalis in Nepal.
- Promote the relationship with other Nepali organizations in the USA and all over the world.
- Promote and foster, a relationship with different levels of government; local, state and federal.
- Raise funds to help victims of disasters (man made and natural) and community members at times of dire need precipitated by illness, deaths and other misfortunes in the USA and Nepal.
- Raise funds to help support Human Rights and Civil Liberties and help victims of violation of Human Rights and Civil Liberties in Nepal and the USA.
- Advocate, coordinate and conduct activities that uplifts the interests of Nepali Americans.

Article IV. Membership

General Members

Persons demonstrating a sincere, constructive interest in promoting the interests of Nepalis in the Baltimore area subscribing to the proposes of the Society as stated in the Articles of Incorporation, may become members after completing a Membership Application and paying the annual dues. Dues are currently as follows and can be changed by the Executive committee with approval of general Assembly. General membership is valid for the duration of three (3) years term concurrent with the then Executive committee. Single: \$30.00 Family: \$45.00 (family membership will have two votes)

Life Member

Persons fulfilling requirements of regular membership and paying one time single payment of per person or family. Single: \$100.00 Family: \$150.00

Honorary Member

Persons who have made a substantial contribution to the growth of the BANA, or have distinguished themselves in various fields and have brought honor and prestige to Nepal and Nepalis may be nominated for Honorary Membership by the Executive Committee and approved by the majority of members present at the annual or a special meeting of the General Assembly. Honorary member will have no voting rights and no right to contest for any position of the association.

Revised and Approved by General Assembly 2018

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Trustee – This Trustee membership is applicable for those who contributed to the BANA Resource Center established in December 2017. Membership fees for such Trustee is \$2,500, if paid by December 31, 2018. Member who donates at least \$1,000.00 by July 30, 2018, and agrees to pay the remaining balance (\$1,500.00) by December 31, 2018, shall also be considered as a **Founding Trustee**. The membership rights and obligations will be effective once the full amount is paid off. The membership benefits of a deceased Trustee shall be transferred according to the written Will of the deceased trustee, or to the immediate family member of the deceased Trustee if they wish to continue. While the name of the deceased Trustee remains unchanged. Membership fees for any new Trustee Member after December 31, 2018, shall be \$5,000.

Article V. Committees

Executive Committee

The Executive Committee shall consist of the officers of the association entitle with President, Senior Vice President, Vice President, General Secretary, Secretary, Treasurer, Membership Director, Information Director and seven at large members all of whom will be elected for a term of three years at the annual meeting of the General Assembly and will be eligible for reelection for one more consecutive term. The executive committee members receive no compensation and their service will be entirely voluntary.

Duties of the Executive Committee

The executive committee shall have authority to take necessary steps to implement the decisions and the programs approved by the General Assembly. It shall also have authority to take any actions and make decisions that will promote the purposes and fulfill the objectives of the Association. A majority of the committee shall constitute a quorum and a majority of those present shall decide on issues. Written letters and e-mails shall be valid for the Quorum to discuss the agenda of the meeting. Written letters and printed copies of the emails will be valid for Proxy authority to vote on the issues under discussion in the meeting.

Executive Committee meeting

The executive committee shall meet once each quarter or as often as called by the President.

Extending subcommittee

For the purpose of any special occasions, function and ceremonies, executive member shall form a subcommittee of several members.

Article VI. Advisory Board

Composition

The Advisory board is composed of interested professionals, scientists, historians, social worker and others, as needed, to support the organization's mission and programs. They would represent the principal fields of the organization's endeavors and be invited and encouraged to offer suggestions as to the policies and activities of the organization. The board will be composed of at most seven members which must include Immediate Past President and Consular General of State of Maryland.

Article VII. Duties of the officers

1. President

- The president shall preside at all meetings of the Association and the Executive Committee. S/he shall provide overall supervision of the work of the association subject to the policies of BOT.
- President will cast the deciding vote in cases of a tie in the Executive committee and the general meeting.
- Represent the association in meeting and activities of other organizations.

2. Other officers of the Executive Committee

- The Senior Vice President shall perform such duties and have such powers as may be delegated by the President with the advice of the Executive Committee. In the absence of the President, the Vice President will serve and shall have the power to perform the duties of the President.
- The Vice President shall perform such duties and have such powers as may be delegated by the President with the advice of the Executive Committee. In the absence of the President and Senior Vice President, the Vice President will serve and shall have the power to perform the duties of the President.

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Subodha
Mony

George

Robert

John

Paul

Tom

Wendy

John

John

- The General Secretary shall send notices of the meetings, keep and read minutes of the meetings, and be the custodian of all records of the society.
- Secretary will help the General Secretary in his/her duties and in his/her absence shall function as the acting General Secretary.
- Information Director will be responsible for the publication and mailing of the Association Newsletter and maintaining the website of the organization.
- Membership Director will be responsible for promoting membership, keeping records of membership updated and sending renewal notices to members.
- The Treasurer shall be responsible for all financial transactions of the association. He/she shall receive all incomes and pay all bills upon authorization of the executive committee. He/she shall open and keep a bank account in the name of the BANA. The treasurer shall keep account of all funds of the association, of all monies received and disbursed, and shall submit a written report in full at the annual meeting of the association, at intervals to the executive committee and at other meetings as required by the President. The books of the association shall be audited annually by a qualified accounting firm or C.P.A. selected for that purpose by the executive committee. All organizations checks must be signed by the Treasurer and the President /General Secretary. The treasurer shall have a limitation on the amount expended on any single transaction currently limited to \$500.00 and subject to change by the majority decision by the Executive Committee in its meeting. Any amount over the limit must be pre-approved by the Executive Committee.
- At large members will be responsible for any responsibilities assigned by the Executive committee.

Article VIII. General Assembly

- The meeting of The General Assembly of the association will be held at least once a year in Baltimore by the Executive Committee. All dues paying members of the association will be voting members of the General Assembly. Advance notice of at least four weeks shall be given of the meeting. The annual meeting is held to approve the general policies of the association, to approve the balance sheet of the association and to discuss any other matters which may be properly presented at the annual meeting. The General Assembly will be the Highest Authority of the Association and its governance. General Assembly will approve the program and Policies of the BANA and it upholds the decision of the Board of Trustees in reference to protection and control of assets and investments. Board of Trustees (BOT) will be the supreme authority to protect and control the assets of BANA, it's Resource Center and long term planning mater and policies.
- A quorum shall consist of a third of the current membership or 75 members. Should a meeting be adjourned for lack of a quorum, it shall be rescheduled for one month following, at which rescheduled meeting a quorum shall be fifty members. Any decisions can be made by simple majority of the members present at the general assembly.
- Elections of the Executive Committee officers and members will be held in the annual meeting of the General Assembly every three years. (each odd numbered year)
- Special meetings of the General Assembly may be called by the President or the Executive committee upon the written request of 50 members (or one fourth of the general membership whichever is higher), with the purpose of the meeting stated in the call, and no other business to be transacted.
- Notice of regular meetings and special meetings can also be given either by e-mail, and posting on the BANA website and local Nepali media.

Article IX. Nominations and Elections

- Executive Committee's term shall be for three years. Term of the then Executive Committee shall end during the month of March of every three years after election of a new Executive committee for the ensuing term. Upon necessity, the executive committee may extend the term and election date up to 90 days.
- The President shall, in consultation with the Executive committee, set a date for election prior to the end of the term of the then Executive committee. The President shall, in consultation with the Executive Committee, nominate an Election Committee comprising up to seven members at least two months prior to the election date. The President shall appoint one of the members of this committee to chair the committee.

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- General members who renew or apply for new membership for the ensuing term at least Sixty (60) days prior to the Election date shall be eligible to vote in the election. Life members are eligible to vote in any Election. Members shall present a photo ID to be eligible to vote in the election. Photo ID shall only be used to match the name on the voter list with the name and photo on the ID.
- The voters must be residing in the State of Maryland. General members who renew or apply for new membership for the ensuing term at least Sixty days prior to the election date shall be eligible to file for candidacy to the election. Life members are eligible to file for candidacy in any Election. Candidacies for the election shall be nominated by two members; one nominating and another one seconding the nomination.
- A simple majority of the votes cast in the election shall elect the Candidate for the office he/she is pursuing in the Executive committee. Where there is only one candidate for an office or there are no more than four nominations for the members at large, elections may be made by a voice vote.

Article X. Termination of position

An executive officer or a member of the executive committee will be terminated from his/her position by

- **Resignation**
Resignation must be submitted to the Executive Committee or the President.
- **Death**
Extinction The executive member will loss his/her position without the continuity of three consecutive meeting held in behave of executive members. The legal written statement must be submitted to the President. For the unworthy and untruthful statement, he/she will be exile from the executive member.
- **Vote of No confidence**
Motion of vote of no confidence must be submitted by one fourth of the membership. Special meeting of the General Assembly will be called by the President giving at least 30 day's notice specifying the agenda and the motion must be approved by a majority of the members present.
- **Vacancies**
In case of a vacancy of the position of the President, the Senior Vice president will assume the responsibilities of the President until a special meeting of the General Assembly elects a new President. The special meeting of the General Assembly will be called within 60 days for the specific purpose of electing a new President. The Senior Vice President will appoint an election committee for the specific purpose of the election of the President. For other positions, The Executive committee shall have the authority to appoint one of the at large members to the vacant position until the next elections.

Article XI. Committees

- Standing committees shall include: membership, program, public relations, sports and finance and are appointed by the Executive Committee.
- Special and ad hoc committees are appointed by the President with approval of the executive committee.
- All committees shall report to the executive committee, as directed by the President.

Article XII- Board Of Trustee (BOT)

XII.1 The BOT shall be responsible for the overall protection, control and planning of the BANA and Resource Center's assets, Resource Center Management. The BOT shall also serve as a legal advisory body to the EC and shall engage in the activities that have long term impact and sustainability of Resource Center. Specifically all the activities related to assets, investment and property of BANA and Resource Center should directly supervised by BOT.

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XII.2 The BOT shall have Seven Members as below.

Chairperson:

- a. S/he shall preside over all the regular meetings of the BOT and Trustee.
- b. Manage and promote BANA and Resource Center's long term (over one year) programs and activities.
- c. S/he shall be responsible for safekeeping of all fixed assets and investments.
- d. The Chairperson shall provide guidance as an advisor in any short-term policy formation and execution to EC.

Vice Chairperson –

- a. S/he shall carry-out the duties of the Chairperson in the Chairperson's absence or incapacity on organizational and Management matters
- b. Under the general supervision of the Chairperson, s/he shall formulate and execute plans that are related to fixed assets and investments of BANA and Resource Center.
- c. S/he shall review and provide guidance on the financial reports received from the EC prior to presenting in the BOT meetings.

Secretary:

- a. Secretary shall keep accurate records/minutes, accounts of BOT meetings and perform secretarial duties.

Members(3):

Three Board members among the Trustees to support and perform the activities.

Invited Member:

Residing President of the BANA Executive Committee will serve as invited BOT member and act as a liaison between EC and BOT. Invited Member's rights and responsibilities will be according to the Trustee's rights and responsibilities.

XII.3 BOT shall be nominated or elected from among the Trustees.

XII.4 BOT shall nominate three members Nomination/Election Committee 2 months prior to the end of the term of the BOT members. This Committee shall nominate the Board Members under the general guidelines of this bylaw. This Committee shall prepare its operating guidelines and nomination process without contradicting the main intent of this bylaw.

XII.5 The term of the BOT members shall be Five Years. For the first time, The Nomination or election of BOT should be done by the end of the December 1018.

XII.6 The BOT shall meet at least four times a year, on a quarterly basis, but can meet anytime if deemed necessary. Trustees general Meeting should be held at least twice a Year.

XII.7. General Powers: All the rights, powers, duties, and responsibilities related to the management and control of BANA and Resource Center's property and investments are vested in the BOT. The BOT has the power to acquire and hold real estate and personal property as the BOT deems necessary for carrying out the objectives of BANA and Resource Center. No real estate or personal property belonging shall be sold, unless specifically and previously approved by the BOT. General Powers should only be used for the benefit of BANA and Resource Center. These powers exist to the BOT as a whole and not to an individual BOT. The BOT has a duty to exercise reasonable care and prudence in managing the affairs of BANA and Resource Center. The BOT may make rules for the conduct of its meetings and other activities; however, any rules inconsistent with these bylaws shall be null and void.

XII.8 BOT shall assist the EC in conducting the general assembly each year and it should at least present ;

The bottom of the page contains several handwritten signatures and initials in black ink. On the left, there is a signature that appears to be 'Garry'. In the center, there are several overlapping signatures, some of which are partially obscured. On the right side, there are two distinct signatures, one above the other, and some initials below them. The signatures are written in a cursive, somewhat stylized hand.

