

Long Island Nepalese Society New York (LINSNY)

BYLAWS

PREAMBLE

We, the members of the Long Island Nepalese Society New York (LINSNY), united by our shared heritage, values, and aspirations, establish this Society as a nonprofit organization dedicated to the preservation, promotion, and advancement of Nepalese culture, identity, and community welfare.

Recognizing the rich traditions of Nepalese-Americans contributing to society at large, we commit ourselves to fostering close cooperation among Nepalese-Americans in North America, particularly in Long Island, New York. Through our collective efforts, we strive to serve as a bridge among Nepalese diaspora, promoting academic, professional, and cultural exchanges.

Guided by the principles of human rights, freedom, peace, and service to humanity, we dedicate ourselves to educational, social, and charitable initiatives that enhance the well-being of our community. We further recognize the importance of establishing a strong foundation for the future by ensuring that our community-building efforts remain sustainable, transparent, and accountable.

To uphold these commitments, we affirm the necessity of an independent yet accountable Trustee entity under the oversight of LINSNY. This Trustee shall be responsible for managing community-building initiatives while maintaining alignment with the core mission and values of the Society.

In pursuit of these goals, we, the members of LINSNY, do hereby adopt these Bylaws as the guiding framework for our governance, unity, and continued service to the Nepalese-American community in Long Island and beyond.

ARTICLE:I NAME

NAME: The name of this organization will be Long Island Nepalese Society New York (hereinafter called "the Society" or "LINSNY"). It will be a non-profit organization.

ARTICLE:II MISSION STATEMENT

1. To preserve and promote Nepalese culture and values
2. To advocate for human rights, freedom, and peace.
3. To serve fellow human beings.

ARTICLE:III

PURPOSE

PURPOSE: The purpose of the society:

1. To promote close cooperation among Nepalese and friends of Nepal in North America, particularly in Long Island New York;
2. To preserve and promote Nepalese identity and cultural heritage;
3. To act as a link between Nepalese living in Long Island New York and Nepal for academic, professional, and cultural advancements;
4. To contribute to the overall well being of Nepalese communities in Long Island New York;
5. To promote educational, social and charitable activities.

ARTICLE:IV

Executive Committee

1. There will be an Executive Committee to execute the stated objectives of the Society.
2. The Executive Committee shall be elected by members of the society.
3. The committee will have the authority to form and disband committees, subcommittees, task forces, or similar entities as may be deemed necessary and shall determine the functions and terms of their existence.
4. The Officers of the committee shall consist of the following:
 1. President (1)
 2. Senior Vice President (1)
 3. Vice President (1): Nassau County
 4. Vice President (1): Suffolk County
 5. Women Vice President (1)
 6. General Secretary (1)
 7. Secretary (1)
 8. Women Secretary (1)
 9. Treasurer (1)
 10. Women Co-Treasurer (1)
 11. Board of Directors (7)
 12. Women Board of Directors (2)
 13. Nominated Board of Directors including one Woman (2)

5. Sub-committee (Education, Sports/Youth, Women, IT, Cultural/Entertainment, or any other committees deemed necessary by the executive committee) will be formed under the Executive Committee.
6. The election of the Board shall be conducted as stated in these by-laws
7. The nomination of the two board members must be proposed by the President and approved by the elected executive committee. Of the two nominated members, at least one must be a woman. The nominated board members shall pay the same fee as the elected members.
8. No person will be eligible to hold office unless he or she:
 1. Is a member of the society in good standing
 2. Has attained the age of 18 years
 3. The member is residing in Long Island New York (Nassau or Suffolk County). An individual interested in holding office of LINSNY must prove, beyond reasonable doubt, that they are a resident of either Nassau or Suffolk County. The individual must present a driver's license or a New York State-issued non-driver ID that includes their photo, name, residential address in either Suffolk or Nassau County, and date of birth, confirming they are at least 18 years old.
 4. Any member seeking a position on the LINSNY executive board must also submit a federally issued and accepted identification card to the Election Committee at the time of candidacy nomination. Such identification ensures their ability to access and collaborate with government offices at all levels—local, state, and federal.
 5. In the case of the President, in addition to the above requirements, they must have served as an elected Executive Board Member for at least one term (two years).
 6. An individual serving as the President of a competing non-profit organization with a similar scope and geographical region of operation as LINSNY, or having a direct conflict of interest with LINSNY, shall not be eligible to seek the presidency of LINSNY.
9. The term of the Executive committee shall be of two years only.
10. Presidents can serve a maximum of only two terms.
11. The President, Senior Vice President, General Secretary, and Treasurer must be trustee members of the LINSNY Educational and Cultural Center (Community Building) before filing their nomination for the respective positions. They will serve as ex-officio members of the LINSNY Community Building Trust as prescribed in Article XI.
- 12.** In the event of the death, resignation, relocation out of Long Island, or mental/physical incapacity of an executive member holding

a vital role (President, Senior Vice President, Vice President, General Secretary, Treasurer, or Co-Treasurer), their responsibilities shall be assumed by the next designated member in the hierarchy. For example, the Senior Vice President shall assume the President's role, the Secretary shall assume the General Secretary's role, and the Co-Treasurer shall assume the Treasurer's role. In case of multiple members in a given position eligible to take the responsibility of the vacant position (such as a Vice President taking the role of the Senior Vice President, or a Secretary taking the responsibility of General Secretary), the executive member receiving the highest votes in the election will be given the priority. If the executive committee is formed with a unanimous agreement (without voting), the senior (by age) executive member shall be given the priority.

In the case of unforeseen circumstances not addressed by these bylaws, the executive committee shall determine the appropriate course of action to fill the vacant role.

- 13.** In the event of the death, resignation, relocation out of Long Island, or mental/physical incapacity of a duly elected executive board member within the first 18 months of the term, the committee shall nominate a qualified society member who is willing to fill the vacated office until the next election of officers. The nominee shall be proposed by the President and approved by the board.
- 14. **PRESIDENT:**** The duties and powers of the President are as follows:
 1. Preside at the meetings of the committee and run day-to-day operation and management of the society;
 2. Provide overall leadership to the society;
 3. Serve as the lead of the society on policy matters or designate another officer to serve in that capacity;
 4. Perform such other duties of the society as the committee may delegate to the President;
 5. Perform or supervise that all regulatory requirements (such as filing IRS tax returns, etc.) have been met in a timely fashion and that any financial donations, disbursements or expenditures of funds by the society inside or outside the United States have satisfied all applicable federal and state requirements.
 6. The President and all other executive members are expected to fulfill their duties and responsibilities with the highest possible standards.
 - 7.** The President shall have the authority to spend up to \$1000.00 (One Thousand Dollars) in a year without a prior approval of the executive committee. The President shall communicate in writing (e.g., email) to the board members prior to spending the amount,

explaining the purpose of the expense. All expenses over \$1000.00 shall require the prior approval of the board and the signatures of ~~either~~/any two of the President or General Secretary or Treasurer.

8. Conduct at least one monthly executive board meeting.
9. Ensure that the Treasurer and Senior VP will file the yearly taxes and keep the 501C3 status current.
10. Recruit new members, run membership drives, and pursue fund raising activities
11. Coordinate with individual members, committees and task forces within the society and with any other Nepalese American
12. Collaborate with organizations in North America for furthering the purposes of the society as outlined in Article II above
13. Collaborate with local, state, and federal government offices in the United States to explore ways they can support the needs of LINSNY members.
14. Ensure that at least one annual report is presented to the General Assembly, detailing the society's activities, completed projects, challenges encountered, and future plans.
15. **Senior VICE PRESIDENT:** The Senior Vice President shall assume the duties of the President in the event of the President's absence or resignation, until the next election. The Senior Vice President will assist the Treasurers in filing the annual taxes and ensuring the 501(c)(3) status remains current. Additionally, the Senior Vice President will execute and implement any other projects as decided by the executive committee.
16. **VICE PRESIDENTS:** The Vice President shall perform the duties of President or Senior Vice President in the absence or the resignation of the President or Senior Vice President until the next election. Execute and implement any other projects as determined by the executive committee.
17. **GENERAL SECRETARY:** The General Secretary shall record all the proceedings of the meetings of the committee. He or she shall distribute minutes of the meetings to the appropriate members within one week after the date of the meeting. He or she shall have custody of and maintain all permanent records of the society other than financials. All records of the society shall be available for inspection at any time and must be transferred to the new General Secretary within one week following the swearing-in of the new committee. The General Secretary shall call an executive board meeting at least one week prior to the meeting date, finalize the agenda, and communicate it to the executive members at least 24 hours before the meeting. If 30% of the board members request an executive

board meeting, the General Secretary must call the meeting within one week.

All official notices and invitations shall be issued by the General Secretary. The General Secretary shall also prepare the organization's progress report, submit it to the executive board for review and approval, and then submit it to the General Assembly for final approval.

18. SECRETARY: The Secretary shall perform the duties of General Secretary in the absence or the resignation of the General Secretary. She/he shall assist the General Secretary in other society matters as requested by the General Secretary. Execute and implement any other projects as determined by the executive committee.

19. TREASURER: The Treasurer shall be the custodian of all funds of the society, shall maintain bank accounts, receipts and disbursement of funds upon authorization by the Board and shall give complete and timely reports to the Board. The Treasurer shall prepare a financial statement for each Board meeting and a sufficiently detailed financial statement for the preparation of any annual reports or returns required by the Internal Revenue Service or any other governmental authorities. The financial report shall be submitted to the executive board for consideration and approval, and to the General Assembly for further approval. The Treasurer shall provide a monthly financial report to the members, and these reports shall be promptly posted on the society's website.

The funds, books, and other financial records of the society shall be available for inspection at any time and must be transferred to the new Treasurer within 7 days following the swearing-in of the new committee.

20. Co-Treasurer: The **Co-Treasurer** shall perform the duties of **Treasurer** in the absence or the resignation of the **Treasurer**. She shall assist the **Treasurer** in other society's financial matters as requested by the **Treasurer**. Execute and implement any other projects as determined by the executive committee.

21. Spokesperson: The President shall appoint a spokesperson from the executive committee. The spokesperson may be any member of the Board of Directors, including a nominated member. The spokesperson will assist the committee in disseminating its decisions to the society members.

22. Executive Board Members: Members shall be responsible for assisting in the successful execution of all programs and projects decided by the executive committee and within the scope of the

LINSNY bylaws. They may also lead any projects or committees as directed by the Board.

23. **Patronage Committee:** This committee shall consist of all past presidents of LINSNY, with the immediate past president serving as its chair. The Patronage Committee will offer counsel and guidance to the executive committee. The executive committee shall meet with the Patronage Committee at least twice a year.
24. **Advisory Board:** The executive committee should appoint 15 advisors, one legal advisor, and one finance/tax advisor to advise the committee. The Advisory Board shall consist of members from both counties and be representative of the gender and diversity of the society's membership. The Advisory Board will offer advice and guidance to the executive committee. The executive committee shall meet with the Advisory Board at least twice a year.
25. Advisors must be current members of LINSNY and have attended at least one General Assembly meeting in the past. They must also remain active in the society or have voluntarily served LINSNY for at least 72 hours within a one-year cycle. Such voluntary activities must be documented by LINSNY.
26. **Coordinators:** The executive board shall appoint an Education Coordinator, a Women's Coordinator, a Sports/Youth Coordinator, and an IT Coordinator. The coordinators will aim to maximize the participation of society members in their respective committees.
27. All executive officers shall regularly attend the committee meetings and shall take on specific tasks as assigned by the committee.
28. **Resignation, Termination, and Absences:** Resignation from the board must be in writing and received by the President. An officer shall be terminated from the board due to excess absences, more than three successive unexcused absences from regular monthly board meetings in a year.
29. Once elected, an Officer of the Board shall serve for a full term except in the event of the person's death, resignation, removal, moving outside of Long Island or loss of membership of the society.
30. Notwithstanding any other provision of the Bylaws, not more than two persons serving on the committee may be an interested person. For purposes of this section, an "interested person" means either:
 1. Any brother, brother-in-law, sister, sister-in-law, father, father-in-law, mother, mother-in-law, son, son-in-law, daughter, daughter-in-law or spouse of the executive board members; or
 2. Any member serving on committees of other organizations or maintaining business interests that may impair their impartiality

within LINSNY shall be considered in conflict of interest and should refrain from seeking involvement on the Board.

31. The committee members shall not be personally liable for the debts, liabilities or other obligations of the society, absent criminal financial violations or personal embezzlement of the society funds.
32. No officer may serve in any capacity or vote on any issue unless membership is current.
33. Compensation of members: The members of the committee shall serve without financial or any other compensation.

ARTICLE:V

MEMBERSHIP

1. Eligibility for Membership: Membership in the society shall be open to any person who supports the objectives of the society as stated in the bylaws, and fulfil the following condition.
2. A member shall be any person who has attained to the age of sixteen (16) years who is not in default of dues and fees or under suspension, and is entitled to all the rights and privileges of membership.
3. Membership Categories:
 1. Life membership
 2. General membership
 3. Honorary membership
4. If eligibility for membership is contested, any Life or General member of LINSNY must provide documentation proving their country of origin as Nepal or has a direct family connection to Nepal. If there is any doubt, the individual seeking membership must demonstrate that they were a citizen of Nepal, are married to someone of Nepali origin (with a marriage certificate), or provide proof that at least one parent or grandparent was born in Nepal. A couple, where one spouse (male or female) is of Nepali origin, may also become Life or General member.
5. A life or a general member of age 18 and living in Suffolk or Nassau County can participate in the election for the executive committee.
6. A member of 16 or 17 years of age will pay no membership fees and will also not be eligible to participate in the election of the executive committee.
7. Life and General members who are 18 years of age or older and reside in Suffolk or Nassau County are eligible to attend the closed sessions of the LINSNY General Assembly. All other members may attend the regular programs of the General Assembly meeting as guest members.
8. The Honorary memberships shall be awarded by the Board to those who have made substantial contributions to the benefit of the society and the communities at large.

9. A member seeking to participate in the election of the LINSNY executive board must prove, beyond reasonable doubt, that they are a resident of either Nassau or Suffolk County and are at least 18 years of age. The member must provide a driver's license or a New York State-issued non-driver ID that includes their photo, name, residential address in either Suffolk or Nassau County, and date of birth confirming they are 18 years or older.
10. A member may be suspended or expelled from membership for disorderly conduct in any society events, malfeasance in office, conviction in a court of law for felony, misdemeanor, and other acts inimical to the image of the society, but such power to suspend or expel shall be vested in the executive board, which shall hear all the allegations about the alleged errant member. If deemed necessary by the board, an investigation or disciplinary committee may be formed to address such allegations.
11. A member subject to suspension or expulsion may present his/her case before the committee and has the right to defend his membership.
12. The decision of the committee can be appealable to General Assembly.

ARTICLE:VI

MEMBERSHIP DUES AND FEES

1. The society shall have a membership fee.
 1. General Membership fees are determined to be \$15 USD and life membership fees to be \$105. Renewal of the general membership is due once every two years. The membership fees can be changed by bringing amendments to this sub-article at the annual general convention.
 2. No renewal of membership shall be required for life and honorary members. The executive committee must ensure that life members are provided with ample information and opportunities to update and renew their membership every two years for the purpose of executive board election.
 3. Attendance at the annual convention requires payment of the full registration fees and membership has to be current.

ARTICLE:VII

MEETINGS

1. The committee shall hold at least one General Body meeting every year of all its members at an appropriate time, preferably during the annual convention, to transact the society business such as, review the activities for the past year, receive and adopt amendments, if any, to

the bylaws, 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. The General Body meeting shall be public but only the dues paying members shall have right to vote, speak, and provide inputs in closed session.

2. A minimum of 25% dues paying members may petition the committee to hold a Special General Body meeting. The President must call the General Body meeting within 30 days after receiving the petition. If the executive committee fails to call a meeting within 30 days, 51% of the dues-paying members may call a special General Body meeting after 30 days from the submission of the petition.
3. The executive committee calls a special general body meeting, the president shall chair the General Body Meeting. Every person attending such a meeting shall be required to provide appropriate credentials (membership). Each member qualified to vote shall have only one vote, which shall be exercised by the member.
4. **Conduct of General Body Meetings:** The order of business at meetings shall be determined by the President. All general meetings of the society shall be open to the public, but only dues-paying members shall have the right to speak and provide input at the closed session.
5. If the executive committee fails to call a special General Body meeting, petitioners with a 51% majority may form a special council to call the meeting within 30 days and conduct the special General Body meeting. If the special meeting seeks to bring a vote of no-confidence against the current executive committee, it must be ratified by at least a $\frac{2}{3}$ majority of all members.
6. The executive committee shall hold its meetings regularly as deemed necessary to conduct the business of the society in a most effective manner. The President shall preside over the committee meetings.
7. **QUORUM:** Participation of at least 51% of the executive board members is required to validate a meeting. If less than 51% of the executive board members are present at two consecutive meetings, the majority of the members present may make necessary decisions.
8. **Special meetings:** If for any reason, a meeting of the committee is deemed necessary by the members and a representation to that effect is received by the committee, such a meeting shall be called by the General Secretary within 7 days of the receipt of such a request. The President, with the consent of the committee, shall specify the place, date and time of yearly, special and other meetings of the committee.
9. **Extraordinary/Emergency meetings:** The President may call an extraordinary/ emergency meeting with a 24-hour advance notice if such meeting is necessary.

- 10. Notice of Meetings:** Any regular meeting or meetings shall be called upon no less than 14 days written notice or using any digital communications.
- 11. Venue:** Meetings shall be held at such times and places as the President may, from time to time, decide with advice and consent of the committee.
- 12. Agenda for Meetings:** The agenda for each regular committee meeting shall be assembled by the President or General Secretary as designated. Any 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 General Secretary shall distribute the agenda to the members or the officers 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 members present.
- 13. Decision:** The decisions of the committee shall be made by a majority (one more than half the Board members) except when otherwise designated in these by-laws.
- 14. Motion to Reconsider:** A motion to reconsider may be made at a subsequent meeting by any member who cast a vote. The decision-making process for the reconsidered agenda will follow the same procedure as that of a new agenda.

ARTICLE:VIII

QUORUM

1. In the case of the regular executive meetings or the other committee meetings, 51% of its membership present constitutes the quorum. The members of the committee or the committee may participate in a meeting via email, telephone conference, video conference, or similar communications technology 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. If less than 51% of the executive members are present at two consecutive meetings, the majority of the members present may make the necessary decisions.

ARTICLE:IX

ELECTIONS

1. Election for the new executive committee officers shall be completed within two years of the oath taking ceremony of the last committee.
2. If the election could not be held due to an unforeseen reason(s), the current Board shall decide to continue its business only for up to 90 days during which an election must be held to elect the new officers of the committee.
3. Members only from Long Island New York (Nassau and Suffolk County) can cast the vote. Such a member must provide a driver's license or a New York State-issued non-driver ID with a photo, the individual's name, residential address in either Suffolk or Nassau County, and a date of birth confirming they are at least 18 years of age. The Election Committee shall ensure and strictly enforce ID validation on the day of the election.
4. Election shall be held in a fair and all inclusive manner using every available method that is practical at the time of the election to encourage a greater participation from the members. To ensure elections are more inclusive and fair, the Election Committee may explore practical options and implement them, with clearly defined resources, processes, and procedures.
5. Every two years, the President, with the approval of the executive committee, shall announce the Election Committee at least ninety (90) days prior to the election to ensure the election is conducted in a fair, transparent, and democratic manner.
6. The Election Committee shall be composed of five (5) society members, one of whom shall be designated as the chair of the committee, by the executive committee.
7. The Election Committee shall invite nominations for the positions of President, Senior Vice President, Vice Presidents, General Secretary, Secretaries, Treasurers, and Executive Board Members, as outlined in Section IV, at least 21 days prior to the election.
8. All the nominations for the positions shall be filed at least 20 days prior to such elections. Candidates nominated must consent to their nomination before nomination is filed.(to be deleted). The remainder of the election schedule and procedures shall be determined by the Election Committee.
9. All persons nominated will contest the election through the secret ballot. Only the dues paying members in good standing shall be eligible to vote.
10. The person receiving the majority votes for a designated position shall be declared elected. If nominees receive an equal number of votes, the winner shall be decided by a lucky draw conducted by the Election Committee.
11. The Election Committee Chairman shall certify the election and declare the results.

12. The new executive committee may begin the membership formation process at any time after the oath ceremony. The executive committee may form a committee to facilitate this process. Prospective members may fill out the membership form until 45 days prior to the election date. All data of prospective members will be documented in the society's central database. The executive committee will provide access to this membership data to the Membership Verification Committee (formed as outlined below) for verification within 48 hours of the membership drive deadline.

The Membership Verification Committee will categorize members into non-voting and voting members within 10 days. These lists will be sent back to the executive committee, which will forward the voting members list to the Election Committee (formed as outlined below) within 48 hours. The Election Committee must receive the voters' list at least 30 days before the election.

13. For the purpose of the election, the President, with the approval of the executive committee, shall announce a five-member Membership Verification Committee, along with a chairperson, 60 days prior to the election. The members of the Membership Verification Committee must be current members of LINSNY. The committee will determine the eligibility of society members and the voting membership, then submit its findings to the executive committee.
14. Members of the Election Committee and Membership Verification Committee shall not be eligible to contest in the election for a position on the new executive committee, nor can they be nominated as executive board members. Additionally, members of these committees shall not act as proposers or supporters for election candidates.

ARTICLE:X

OATH OF OFFICE

1. The Election Committee Chair shall conduct the Oath of Office for the newly elected board members in both English and/or Nepali. The Election Committee will prepare an oath statement in Nepali that is consistent with the corresponding oath statement in English provided below.
2. The Oath of Office shall constitute: "I,(name)....., do solemnly swear that I will support the Constitution of the United States, the Constitution of the State where I reside, and the Bylaws of the Long Island Nepalese Society New York, and that I will faithfully perform and

execute the duties of the position to the best of my knowledge, skill, and ability."

ARTICLE:XI

Fiscal Policy and Finance Committee

1. The fiscal year of the board shall be January 1 through December 31.
2. All expenses of the society shall require the prior approval of the board, and the cheques drawn against the society's bank account shall have the signatures of any two of the President or General Secretary or Treasurer.
3. The fund derived from the life membership (herein called "the Life Membership Fund") shall not be used for the general day-to-day operation of the Society including the expenses incurred during the annual convention. The Life Membership Fund shall be allocated only for the major and long-term project(s) (such as building an Educational and Cultural Center) of the society.
- ~~4. (The executive committee shall appoint a Finance Audit Committee composed of five (5) members, two (2) of whom shall be the President and the Treasurer as ex-officio members representing the current committee of the society. The remaining three (3) members shall be appointed from the general membership pool of the society. The Board shall designate one of the members except the President and the Treasurer as the chair of the committee.~~
- ~~5. In order to overlap the terms of the Finance Audit Committee with the outgoing and incoming Boards, the term of the 1st Finance Committee shall be one (1) year and the subsequent committee shall be two (2) years.~~
- ~~6. The members of the committee shall serve without compensation.~~
- ~~7. The duties and responsibilities of the Finance Audit Committee shall be:~~
 - ~~1. To develop and review fiscal procedures;~~
 - ~~2. To advise the Board on financial matters; and~~
 - ~~3. To review the financial records and report the findings to the committee once a year. The Board shall promptly post the reports on the website, as appropriate.) to be deleted.~~
8. Provision for the Community building project:
The community building project shall be managed by an entity trusted by the Long Island Nepalese Society. This entity (hereafter referred to as the "Long Island Nepalese Society New York Trust") will operate

independently but will always remain under the umbrella of the Long Island Nepalese Society.

The framework of the Trustee shall be established under the oversight of LINSNY, led by the current Community Building Project Committee, formed under the leadership of the LINSNY President.

The formation of the LINSNY Trust will be managed by the LINSNY Trustee Formation Coordination Committee (LINSNYTFCC). The LINSNYTFCC will be formed by the Trustee members. All members of LINSNYTFCC will work voluntarily.

LINSNY shall have its President, Senior Vice President, General Secretary, and Treasurer serve as ex-officio members of LINSNYTFCC. The LINSNYTFCC must ensure that the ex-officio status of these LINSNY officers in the Trustee management board is preserved in the Trustee's bylaws. Additionally, while forming the Trustee, the LINSNYTFCC shall ensure that the Trustee has sufficient authority to protect LINSNY's assets under all circumstances.

ARTICLE:XII

NOTICES AND CORRESPONDENCE

1. Signatures of the President shall be required for:
 1. All meetings and decisions of regular and special meetings; and
 2. All notices and correspondence signifying final elections of the Board.

ARTICLE:XIII

NOTICES AND WAIVERS

1. Notices.

Notices required by these by-laws to be given to members and officers shall be deemed to have been sufficiently given if in writing to each member or officer at his or her email address as it shall appear on the records of the society or posted on the society's website.

2. Waivers.

Any member or officer may waive notice of any meetings of the committee of these by-laws. Such notice shall be in writing and may be given by signing a waiver, mailing a card or by sending a fax, or e-mail 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.

ARTICLE:XIV AMENDMENTS

1. Adoption of by-laws.

For the adoption of changes to the bylaws, the presence of at least 51% of the members at the General Body meeting shall constitute a quorum. Additionally, a minimum of 51% of the dues-paying members present at the meeting must approve the proposed changes to the bylaws. If less than 51% of the due paying members are present at two consecutive General Body meetings, the majority of the members present may adopt the changes in the bylaws.

2. Amendments.

Any proposed amendment to these by-laws may be submitted in writing to the Board over the signatures of two non-interested members. The following process shall apply:

1. The President shall cause a copy of the proposed amendment to be circulated to all the members.
2. Providing seven (7) calendar days notice is received, the proposed amendment will be placed on the agenda of the next duly constituted General Body meeting of the Association.
3. A minimum of 51% of the dues-paying members present at the meeting must approve the proposed changes to the bylaws. If less than 51% of the due paying members are present at two consecutive General Body meetings, the majority of the members present may adopt the changes in the bylaws.

ARTICLE:XV NON- PROFIT STATUS

The organization is organized exclusively for charitable, cultural, education, and/or scientific 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. This organization will rely upon New York state law to be in compliance with Section 501(c)(3)) as required.

ARTICLE:XVI DISSOLUTION

Dissolution of the society may be decided by the two-thirds (2/3) majority of the voting members of the General Body. The property of this Society is irrevocably dedicated to the purposes mentioned in ARTICLE II, PURPOSE, and no part of the net income or assets of this organization shall ever be used to the individual benefit of any members of this society, 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 Society, after paying or adequately providing for the debts and obligations of the Society, the remaining assets shall be distributed to non-profit fund, Trustee, foundation, or corporation that are organized and operated exclusively for charitable purposes and that have established its tax-exempt status under Section 501(c)(3) of the Internal Revenue Code.

CERTIFICATION

These bylaws were amended at a meeting of the General Body by ~~two-thirds~~ majority vote on