

Preamble

Whereas, being endowed with ethnically and culturally diverse Nepali community in Texas, Nepalese Society of Texas (NST) realizes its responsibility to organize and consolidate Nepali community for its betterment.

Whereas challenged with the responsibility to enhance and maintain harmony in the community, making NST futuristic, to direct its policy and programs toward coming generations, foresee the issues NST will face and shape up Nepali identity in US.

Whereas, realizing the need that NST will have to keep itself neutral of ever-increasing number of self interest groups within the community and create the inclusive environment with empowered and wide membership base.

Whereas, acknowledging that the community members are the drivers of progress, the contributing capacity of the vast diversity has remained untapped due to not having full participation in NST, empowered membership, proper community policies, and culture of innovation.

Whereas, realizing an increasingly large number of Nepalese professionals, workers, and independent thinkers are living around Texas, utilizing this vast wealth of knowledge, skills, and human connections to advance community common interests is of paramount value. Need for a wide network dedicated to harness this invaluable human potential of Nepalese Diasporas and the goodwill of the friends of Nepal for betterment of NST, Nepali community and to preserve of Nepali culture.

Whereas the world is becoming ever more connected and collaborative, NST has yet to capitalize on the potential of modern technology, information, and goodwill of global citizens. In this context, Nepalese Diasporas and friends of Nepal can be mobilized to the aspirations of NST as inducers of new knowledge, skills, and capabilities for betterment of community.

Whereas realizing a platform needed which consolidates community strength and reaches out to national and international organizations including US government to build community partnership.

Therefore, we the people of Nepali origin residing in Texas have agreed to reform and restructure NST with the following mission, and objectives.

I. Name

The Registered name of the organization shall be Nepalese Society, Inc. (NST in short)

The Internal Revenue Service has determined that NST is an exempt from Federal Income Tax under section 501 (a) of the Internal Revenue Code as organization described in section 501 (c) (3). The approval date is November 14, 2002.

II. Mission:

NST is a non-profit, and non-political, organization formed primarily for cultural and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954. Specifically, its mission is:

NST's mission is to create a harmonious, inclusive, and equitable community where every member's talent is utilized, and their collective and common interest is represented.

III. Objective

1. To help create a harmonious and inclusive community, encourage their participation to enhance their contribution to the society at large.
2. To provide common platforms and networking opportunities to youths, professionals, students and people from all walks of life and use their expertise and experience to strengthen and empower community.
3. To promote Nepali culture and values in Texas and beyond, to celebrate events that are important to Nepali community.
4. To run civic education and health programs for the community.
5. To partner with local, national, and international organizations to promote Nepali identity, culture, and values.
6. To work as an umbrella organization for all Nepalese organizations in Texas.
7. To strive for the welfare of the community members in accordance with local and federal regulations.
8. To provide support for relief and rebuild in case of natural catastrophes locally and globally.
9. To foster friendship and understanding between people of Nepali origin and all Americans.

IV. Finances

1. Fiscal Year. The fiscal year of the NST shall be January 1 - December 31 but may be changed by resolution of the combined session of GC and EC.
2. Bank accounts of NST will be jointly operated by President, SVP, General Secretary and Treasurer. Checks should be signed by two of the signers one must be Treasurer or Joint Treasurer in Treasurer's unavailability.
3. All funds of the NST shall be deposited in general or special accounts in such banks, trust companies, or other depositories as the NST EC selects.
4. The treasurer will prepare the annual budget, budgets shall align with NST's goals, and EC will approve it.
5. Expenses shall be tracked and organized in accordance with generally accepted accounting practices, proper documentation of invoices, receipts and supporting documents shall be kept per IRS regulations for potential future audits.
6. EC shall establish approval levels and authorizations for various expenditures for better internal control in fund disbursement.
7. Well-structured accounting procedures that meet regulatory requirements of nonprofit accounting management for revenue and expense must be established. Software can be procured and used if necessary.
8. Vendor selection criteria must be established, and conflict of interest must be adhered to.
9. Periodic financial reporting criteria and guidelines shall be established. Financial reports must be reviewed against established budgets and the performance of NST towards its goals.
10. NST shall maintain a reserve fund for unexpected expenses or emergencies. The reserve fund ensures the organization's financial stability during challenging times.
11. NST shall conduct regular internal or external audits to ensure accurate financial reporting and compliance with regulations.
12. NST shall continuously evaluate and refine the organization's financial procedures based on lessons learned and changing circumstances.

V. Members

NST's general membership shall be open to all individuals of Nepali origin. Members should agree to unconditionally adhere to NST bylaws. The applicant for General or life membership shall be a person of good standing in society, as determined by the NST GA. NST EC shall keep membership open all year, except membership should be closed Nov 15th of the election year.

There shall be following types of members:

1. General member
 - a. Must be 18 years of age and older and living in Texas.
 - b. Willing and able to pay Membership fees. Such fee will be time to time determined by EC and approved by GA.
 - c. General members are part of GA and have rights to participate in any NST election.
2. Life member –
 - a. Life members should have qualifications to become general members.
 - b. Lifetime membership fees will be time to time determined by EC and approved by GA. Life membership fees will be at least 6 times the fees of general members.
 - c. Anyone who is qualified to become a general member can become a lifetime member of NST by paying life membership fees.
 - d. Life members are part of GA and have the right to participate in any NST election.
3. Associate membership can be given in subsidized rate for following:
 - a. Associate members should have the qualifications to become general members.
 - b. Active students
 - c. Volunteers who serve NST at least 200 hours per year
 - d. Any person who wants to become NST member, is eligible to become NST member per these bylaws, but cannot afford full membership fees.
 - e. Senior citizens 65 and above
4. Honorary member – Honorary membership can be bestowed by NST upon recommendation of EC or BOT for the outstanding community workers and dignitaries. Honorary members will not have voting rights to participate in the NST's election. Honorary members do not pay membership dues.
5. Trustee member –
 - a. individuals who become Trustees per article IX of this bylaws
 - b. Trustee members should have qualifications to become general members.
6. Revocation of Membership - The EC with two third majority shall have the right to revoke, deny, suspend, or cancel membership of any individual, who fails to abide by the Articles of Incorporation or the Bylaws, or whose activities are deemed detrimental to the proper functioning and interest of NST. Any member whose membership is revoked, denied, suspended, or cancelled by the EC shall have the right to appeal the decision within 15 days to BOT. The NST BOT shall act within 30 days of the date of receipt of the appeal. The BOT may reinstate the membership if they so determine and inform the NST EC accordingly. The revocation, denial, or suspension of membership of an individual shall be for any of the following reasons:
 - a. The member fails to abide by the Articles of Incorporation or the Bylaws, or whose activities are deemed detrimental to the proper functioning and interest of NST
 - b. The member fails to pay the membership dues within the period stipulated by these bylaws.
 - c. Proven felons are deemed to be ineligible to become or remain NST members.
7. Revocation of trustee member – EC can propose revocation of trustee member to GA, GA shall approve revocation of trustee for any of the following reason:

- d. The trustee fails to abide by the Articles of Incorporation or the Bylaws, or whose activities are deemed detrimental to the proper functioning and interest of NST.
- e. The trustee fails to pay the membership dues within the period stipulated by these bylaws.
- f. Proven felons are deemed to be ineligible to become or remain NST Trustee members.

VI. General Assembly (GA)

GA consists of anyone who is admitted as a general, life member, associate member, and trustee member per this bylaw. NST's governance structure shall promote accountability, transparency, and the responsible stewardship of resources.

1. GA is the highest authority of NST.
2. Notice of the meeting: A written or printed notice stating the purpose, place, day and hour of GA or special meetings shall be sent by email and broadcasted in electronic platforms of NST to each member entitled to vote at such meeting, not less than 3 weeks nor more than seventy-five (75) days before the date of such meetings. In case a meeting of the members has to be postponed due to unforeseen circumstances, after an appropriate notice had already been sent once, the subsequent notice for a meeting for the same purpose shall be issued no less than 2 weeks prior to the meeting.
3. GA's Quorum shall be 51% for all proceedings, in absence of a quorum in first meeting, a second meeting will be called in 15 days of notice, and present members shall constitute the quorum. However, to advance any motion in second meeting such motion shall have at least 75% majority vote of the present members.
4. GA shall ratify all issues required by NST bylaws.
5. GA elects NST Executive Committee.
6. GA shall ratify all issues required by NST bylaws, any amendment to the NST bylaws shall be approved through ballot.
7. GA appoints auditors of NST, if needed.
8. NST President, General Secretary and Treasurers shall present their respective reports before annual GA. GA approves reports presented.
9. GA can dissolve NST Executive Committee and BOT with a 51% majority.
10. GA's first meeting can remove any member of Executive Committee, Advisory Committee, trustee member and Election committee member with a 51% majority.
11. GA Shall form election committee nominated by EC with 5 members.
12. NST EC must call a GA minimum of once a year, NST president will preside over GA.
13. If 33% of GA members request for the GA meeting, NST EC should call such meeting within 21 days of such a request.
14. GA can revoke any Trustee membership, if found acting against NST bylaws.
15. GA shall approve or disapprove by ballot if EC proposes to donate more than the stated amount per article VIII.5.f.
16. GA shall approve 5-member membership verification committee recommended by EC. This committee shall oversee the membership application process. Shall meet at least once every three months and verify the membership applications received during the previous three months.
17. Special Meeting of GA - Special meetings of the GA can be called:
 - a. By NST EC, if there is legitimate cause for it.
 - b. A member can petition for a special meeting of the GA. A petitioning member shall, in writing, submit a petition which explicitly states the purpose for such a meeting. The petition shall be signed by at least 25% percent of GA and shall be submitted to the NST EC General Secretary for verification of the petition. Once

verified NST shall call GA special meeting within 45 days of the receipt of the petition.

VII. Election committee

1. The Executive Committee shall nominate a 5-member Election Committee, GA shall approve it, at least 60 days prior to, but not more than 180 days prior to the election.
2. The members of the election committee shall be automatically disqualified from contesting for any position of NST.
3. This is an independent committee with all rights and responsibilities related to the election, election committee can issue election guidelines.
4. The Election Committee shall appoint volunteers if needed.
5. Election Committee members shall elect Chief Election officer from among their members.
6. The election committee is assumed dissolved after one week of election proceedings are completed.
7. Election Committee shall hold elections in election years for:
 - i. Executive Committee
 - ii. BOT
 - iii. Bylaws amendments per article X.1 of this bylaws
8. If bylaws are being amended, there shall be 3 separate ballot papers, first and second ballot papers for the EC and BOT candidates and third ballot paper for bylaws amendment.
9. The NST election should be held every two years.
10. The election of NST EC and BOT shall take place within the months of November and December during the election year.
11. Election results must be certified before December 31st of the election year.
12. The Election Committee shall set election venues, fees, and design printed and non-printed materials.
13. The election committee shall decide the use of appropriate technology. Elections can be held using electronic devices. Election shall not be held online; it shall take place anywhere in the venue in DFW area.
14. The election committee can decide on any matter related to the election; all election related decisions of the Election Committee shall be deemed final.
15. The Executive Committee shall provide the final membership list to the Election Committee by Nov 20th. This list shall be deemed final and verified for election purposes by the Election Committee.
16. Nominations shall be filed by Nov 27th.

VIII. NST Executive Committee

1. Following 16 elected positions, 3 nominated positions, 5 invited members and 1 immediate past President shall constitute NST Executive Committee.
 - a. Elected
 - i. President - 1
 - ii. Sr Vice President -1
 - iii. Women Vice President -1
 - iv. Vice President, volunteer mobilization, events and program management - 1
 - v. General Secretary -1
 - vi. Secretary – 1
 - vii. Treasurer – 1
 - viii. Joint Treasurer -1
 - ix. Sports Coordinator – 1
 - x. Women Coordinator – 1

- xi. Youth and students' coordinator - 1
 - xii. Elected Members – 5
 - b. Nominated
 - i. IT Coordinator – 1
 - ii. Career development Coordinator -1
 - iii. Nominated Executive Members - 3
 - c. Immediate Past President – 1
 - d. Invited members from following organizations which were established by NST's initiation:
 - i. NCSC representatives – 2
 - ii. Nepalese Chamber of Commerce, Dallas representative – 1
 - iii. NST School Coordinator – 1
 - iv. NST Toastmasters International Club Coordinator - 1
- 2. Invited members shall have voting power in EC.
- 3. NST President in his/her discretion nominate a Spokesperson. Spokesperson briefs media on behalf of EC in consultation with President and EC. Spokesperson shall not have voting power in EC. Spokesperson shall have qualification to manage media, prepare press release, draft outgoing communications, operate news portals, develop website content, and produce newsletter.
- 4. At least two officers and 4 members of EC shall be women.
- 5. EC's term shall be 2 Years.
- 6. EC shall be the executive branch of NST and shall have all executive rights and accountabilities.
- 7. EC shall work to devise and revise NST missions, goals and developing policies to achieve NST goals in consultation with BOT.
- 8. General EC powers and duties:
 - a. To accept at its discretion all gifts, bequests, and donations, in cash or in kind, provided that any such gifts, bequests or donations, which the donor makes are unrestricted. In case of restrictions, the EC may reject the gift(s), if such restrictions are not in the best interests of NST. Further, the wishes of any donor regarding the use of their donations shall, at the discretion of the EC, be accepted and honored, to the extent possible if such wish does not conflict with the mission and the objectives of NST.
 - b. To approve projects and budgets.
 - c. To maintain a list of current voting members and their addresses on file. Such list shall be updated at least annually and shall be made available to any members, upon reasonable request by the member.
 - d. To prepare and submit necessary financial and operational reports to the GA, at its annual meeting.
 - e. EC has a duty to exercise reasonable care and prudence in managing the affairs of the NST.
 - f. EC or President of EC shall not have power to donate more than ten percent of the value of current NST bank account balance per year. EC or President can seek ballot approval from GA to donate any amount more than stipulated by this clause.
 - g. If any EC officer or member becomes felon, she/she shall be automatically disqualified from serving in EC.
 - h. Violators of NST code of conduct can be barred from NST EC with 75% of EC majority vote.
 - i. Any EC member or officer who fails to attend meetings for a span of three months without written notice and approval, shall be removed from EC.

9. Hand over by outgoing EC to newly elected EC shall be done within 30 days of the election results certification date. The new EC must be sworn in by the 1st week of January every other year.
10. EC meetings should take place at least once a month.
11. EC shall fill any positions unfilled during the election or due to a vacancy for any reason. Any vacant officer positions (other than members) shall be filled by elected members. EC positions if become vacant shall be nominated/filled from EC members/officers.
12. The EC shall form sub-committees for any special purpose. At least one member of such committee shall be an executive member of NST. In certain circumstances, some of these committees and those committees that are formed by GA shall continue their services even the EC changes until the assigned task is completed.
13. Immediate past president shall serve as ex-officio member of EC.
14. Officers of political organizations or sister organizations of political parties shall not hold officer positions in EC.
15. EC shall form Advisory Committee:
 - a. Members of advisory committee shall be no less than 5 and no more than 11.
 - b. First meeting of the advisory committee shall be facilitated by NST President, this meeting shall elect a coordinator of the Advisory Committee.
 - c. The term of the advisory committee shall be 2 years.
 - d. Advisory committee should consist of members from all walks of life including professionals, business owners, students, women, and friends of Nepal.
 - e. Advisors shall possess high moral character.
 - f. Advisors shall be life members of NST.
16. Qualifications for NST EC officials (Members, Advisors & Officers)
 - a. Candidates must be 18 years and older.
 - b. Candidates must have valid general membership of NST.
 - c. Candidate must have been in good moral character.
 - d. Candidate must not have faced any serious disciplinary actions of NST EC at any time.
 - e. Should not be the current office bearer of any other community organization.
 - f. If any elected EC member decides to join other local organization and takes any officer position, his/her EC position shall be revoked.
 - g. Shall provide a state of Texas issued identification card.
17. Qualification for NST president:
 - a. Must meet the general qualification.
 - b. Should have served in any past ECs in any position/s for 2 years.
 - c. Should not have served more than two terms as president.
18. Duties of President
 - a. Preside over EC and GA's meeting and cast tie breaker vote.
 - b. Supervise day to day work of EC.
 - c. Represent NST in national and international seminars and meetings in official capacity, President shall notify EC prior to such participations.
 - d. To enter into contracts on behalf of NST. The contract must have been discussed and approved in the meeting of the executive committee.
 - e. Implement GA and EC's decisions.
 - f. Develop programs for the tenure of NST EC.
 - g. NST president shall be limited to two terms only.
19. Duties of Sr Vice President
 - a. Assist president in day-to-day activities.
 - b. Act as president in absence of president
 - c. Coordinate social and domestic counselling.
20. Duties of Women Vice President

- a. Act on behalf of the Sr VP in his/her absence.
 - b. Assist GS to develop programs for NST.
 - c. Conduct health camp
 - d. Coordinate the implementation of programs with other committees and/or members.
 - e. Present program report to GA.
 - f. Work as a liaison with all the coordinators to develop schedules and programs for the community and its members.
 - g. Work for the women empowerment
 - h. Leads and coordinates to address women's issues in community.
21. Duties of Vice President
- a. Assist president in day-to-day activities.
 - b. Volunteer mobilization
 - c. Events and programs management
 - d. Act on behalf of the Sr VP and Women VP in their absence.
22. Duties of General Secretary
- a. Call and conduct EC's meeting per NST bylaws in consultation with NST President.
 - b. Prepare annual progress report of NST, present before GA.
 - c. Maintains NST minutes and communicate and helps implementing EC decisions.
 - d. Undertake correspondence on behalf of NST.
 - e. Supervise, manage and conduct NST daily affairs.
 - f. Keep records of NST volunteers, employees and officials/members.
 - g. Attend EC meetings.
23. Duties of Secretary
- a. Act on behalf of GS in his/her absence.
 - b. Plan and execute membership drive, in close association with membership committee.
 - c. Lead the Emergency Response team effort and manage emergency relief fund.
 - d. Plan office resources like rooms, volunteers, and equipment for any program.
 - e. Help with other operational tasks.
 - f. Attend EC meetings.
24. Duties of Treasurer
- a. Develop NST's annual budget and present it to EC.
 - b. Manage inventory of NST's assets.
 - c. Request budget for programs and equipment.
 - d. Lead the buying process for all office supplies and equipment.
 - e. Presents financial report to GA.
 - f. Maintains and supervises financial records of NST, have them audited.
 - g. Operate NST bank accounts jointly in coordination with President, SVP and GS.
 - h. Make payments and receive income on behalf of NST.
 - i. Attend EC meetings.
25. Duties of Joint Treasurer
- a. Act on behalf of the Treasurer in his/her absence.
 - b. Lead NST fund raising programs.
 - c. Assist Treasurer on his duties.
 - d. Attend EC meetings.
26. Duties of Executive Members
- a. Assist NST executives and coordinators for the successful performance of the NST programs.
 - b. Lead or assist as directed by the executive committee.
 - c. Participate in the NST EC meeting.
27. Career development Coordinator
- a. Coordinates jobs and career fairs.

- b. Organizes seminars, workshops, and training.
- 28. Nominated coordinators.
 - a. To work within specific fields of their positions.
- 29. Duties of Advisory Committee
 - a. Provide advice to EC.
 - b. Recommend policies to GA and Executive Committee.
 - c. Lead any committee as directed by EC or GA.
 - d. The Advisory committee chairperson shall call Advisory Committee meeting at least once a quarter.
- 30. Removal of the EC members, Advisors and Officers
 - a. Upon resignation.
 - b. If found violating NST bylaws in any way.
 - c. Not acting in good faith while representing NST.
 - d. If found abusing any post of NST.
- 31. Resignation of NST EC member – Advisors, Officers, and any member of EC may resign from his/her post, after proper handover of the responsibility to the person designated by EC. EC will fill the vacant position per NST bylaws. Resignation must be in writing, verified electronic communication shall also be acceptable.

IX. The BOT

- 1. Trustees' membership can be granted per following:
 - a. Fee paying trustees – NST GA shall fix a trustee membership fees from time to time. Any individual willing to pay the fee and abide by NST bylaws can be a trustee member. GA shall not reduce the Trustee fees at any point.
 - b. Officers (President, Vice president, General Secretary, Secretary, Treasurer and Assistant treasurer) of past NST Executive Committees who have served at least one full term.
 - c. NCSC BOT Chairs and EC Presidents shall be admitted as NST trustees.
 - d. Trustee members shall have membership qualifications per clause 5 (b) of this bylaw.
- 2. BOT powers and duties:
 - a. The BOT shall be responsible for the overall policy advising and fundraising advising.
 - b. The term of BOT officers shall be 2 years.
 - c. The chairperson can serve only one term.
 - d. If EC's decision of revocation of membership is appealed by life or general members, BOT shall re-consider NST general, or life membership revocation decisions made by NST EC. BOT's decision regarding membership can be appealed in GA.
 - e. NST trustees shall be part of GA.
 - f. BOT is responsible for following, and shall include it in the BOT report to GA each year:
 - i. Mission Alignment - BOT shall ensure that the NST's activities, programs, and initiatives align with its mission, vision, and values.
 - ii. Strategic Planning - BOT collaborates with EC leadership to develop and review the NST's strategic plan, setting long-term goals and directions.
 - iii. BOT assesses the NST's performance against goals, monitors the impact of programs, and ensures that the NST is on track to achieve its objectives.
 - iv. Policy Development - BOT in consultation with EC contributes to the development, review, and approval of policies that guide the NST's operations and decision-making.
 - v. BOT establishes an "Ethics Committee". This committee will ensure compliance of all ethics related rules and regulations and ethics related provisions of this bylaws. This committee can recommend disciplinary actions

including dismissal and/or penalties against ethics violator officials of EC or BOT to GA.

3. BOT shall have three or office bearers as below:
 - a. Chairperson:
 - i. S/he shall preside over all the regular meetings of the BOT.
 - ii. The Chairperson shall provide guidance as an advisor in any short/long term policy formation and execution to EC.
 - iii. Prepares and presents BOT report to GA.
 - b. Planning and strategy coordinator:
 - i. S/he shall carry out the duties of the Chairperson in the Chairperson's absence or incapacity.
 - ii. Shall keep accurate records/minutes of BOT meetings.
 - iii. S/he shall issue notices as instructed by the Chairman.
 - iv. S/he shall conduct all communications on behalf of BOT and shall have custody of all books, papers, records, and documents of BOT minutes, BOT activities, records of NST fixed assets, and investments.
 - v. Shall be the primary contact person of the BOT.
 - c. Finance coordinator –
 - i. S/he shall coordinate with NST EC for operating bank account if needed
 - ii. Shall work as a liaison between the BOT and the EC for each financial question raised by the BOT on the financial reports provided by the EC.
 - iii. Coordinates with EC on formulation of rules regarding Finances, Ethics and Conflict of interest.
 - iv. Prepares “progress and incidents of ethics and conflict of interest report” and presents to GA
4. BOT Member:
 - a. All the good-standing Trustees shall act as members of the BOT.
 - b. BOT office bearers shall be elected from the trustee members.
 - c. If any Trustee becomes a felon, she/she shall be automatically disqualified to become or remain Trustee.
5. Election of BOT office bearers shall be undertaken by the Election Committee established per Article VII of these bylaws.
6. The BOT shall meet at least once every three months, or more if deemed necessary.
7. Every year BOT shall assist the EC in conducting the general assembly. At least the following reports should be presented before the General Assembly:
 - a. Board of Trustee's Report.
 - b. Progress and incidents of ethics and conflict of interest report.

X. Miscellaneous

1. Amendments to these bylaws:
 - a. These bylaws can only be amended through an election, with a two-thirds majority of the casted votes in the election year of NST.
 - b. EC shall establish 5-member bylaws amend committee.
 - i. This committee shall consist of at least one member from EC and one from BOT.
 - ii. Its amendment recommendation shall be considered final proposal to be put in the ballot.
 - iii. This committee shall deliver its recommendation at least 45 days prior to the election to the election committee.

- c. Each change, by clause shall be itemized for approval.
 - d. If bylaws amendment is in ballot, Election Committee shall oversee the process and it shall prepare following 3 separate ballot papers:
 - i. EC Candidates
 - ii. BOT candidates
 - iii. Bylaws amendment
 - e. The Election Committee counts votes, certifies, and declares results of approval or disapproval of any and all amendment proposals.
2. Dissolution - Upon dissolution of NST, its remaining assets, after paying or making provisions for the payment of all the liabilities, if any, shall be distributed to NCSC.
3. Conflict of Interest:
 - a. The EC and BOT shall jointly develop and adopt a Conflict-of-Interest Policy that shall be reviewed periodically as needed and adopted perpetually on an annual basis within 60 days of the beginning of each calendar term of NST.
 - b. A “Conflict of Interest” means any circumstance that would cast doubt on the ability of an individual to act objectively with regard to the interests of NST. Policy must contain disclosure requirements for any general or specific areas of concern that the members of the EC and BOT shall be required to disclose. Also, the policy shall address how to deal with disclosures, particularly if a conflict of interest is disclosed or determined.
 - c. The policy shall also include a procurement procedure that would apply to soliciting bids from vendors in conducting routine business of NST.
 - d. To avoid any conflict-of-interest appropriate procedures should be adopted, including, but not limited to policies requiring recusal of the interested party from voting on decisions of contract awards or scope of work, etc.
 - e. BOT and EC officers/members must disclose any conflicts of interest promptly and recuse themselves from decisions in which they have a personal interest.
4. Severability: If any part of these Bylaws shall be held invalid or inoperative, for any reason, the remaining parts, so far as possible and reasonable, shall be valid and operative.
5. Interpretation consistent with Tax-Exempt status: These Bylaws, the corporation’s Article of Incorporation, and any resolution or other action of the EC and BOT shall be interpreted and construed, so far as possible, and reasonable, to uphold, maintain and be consistent with tax-exempt status of the corporation under federal and state tax law.
6. Remuneration: An officer or EC member, BOT shall receive no remuneration for his/her service but shall be entitled to reimbursement of reasonable expenses, incurred by him/her in connection with the association business. All transportation and food expenses to attend the meetings shall be considered voluntary and shall not be reimbursed on an individual basis except those incurred in carrying out special assignments with prior knowledge and approval of the EC.
7. Civic Engagement or outreach committee shall be established. This committee shall constitute presidents of different non-political community organizations of DFW area if they pledge to abide by NST bylaws.
8. BOT and EC members and leaders must act in the best interests of the NST and the communities it serves.
9. Non-Discrimination and Inclusivity – NST must committed to promoting diversity, equity, and inclusion, and will not tolerate discrimination or bias based on race, gender, age, religion, or other protected characteristics.
10. BOT and EC shall ensure that NST’s stakeholders are engaged, their inputs are considered, and they are part of the decision-making process. Transparency and inclusivity shall be adhered to at all times.
11. This bylaw becomes effective immediately upon approval from GA.

XI. Abbreviations

1. NST – Nepalese Society of Texas
2. EC – Executive Committee
3. BOT – board of Trustees
4. GA – General Assembly

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