

**ARTICLES OF INCORPORATION
INTERNATIONAL NEPALI LITERARY SOCIETY
FLORIDA CHAPTER, INC.**

ARTICLE I

The name of the corporation is:

INTERNATIONAL NEPALI LITERARY SOCIETY (INLS),
FLORIDA CHAPTER, INC.

ARTICLE II

The period of duration is PERPETUAL.

ARTICLE III

Objectives

The objectives of the International Nepali Literary Society (INLS), Florida Chapter are as follows.

- i. To preserve and promote Nepali language, literature, culture, and art in Nepali Diaspora.
- ii. To write, publish and distribute works related to Nepali language, literature, culture and arts.
- iii. To conduct seminars which helps to preserve and promote Nepali language, literature, culture, and art.
- iv. To encourage and recognize significant contributions made by Nepali writers, educators and artists.
- v. To develop programs to promote Nepali literature, language, art and culture among children of Nepali origin.
- vi. To initiate and develop literary and cultural networking.
- vii. To support the development of other folk languages, folk literature and folk culture.
- viii. To promote translation of Nepali literature in other languages for encouraging such work in International arena.
- x. To encourage print, audio, video and other media to promote Nepali language, literature, art and culture.

ARTICLE IV

Membership

International Nepali Literary Society, Florida Chapter shall have members. In general, anybody with any nationality, race, or religion can

be member who has interest in Nepali language, literature, culture, and art.

ARTICLE V

The membership will be classified into following TWO categories:

1.General Members:

Qualifications:

This membership is classified in three (3) types:

- a. Family membership: Anyone who pays membership fee US \$30.00 in the US or equivalent to US \$30.00 in other countries (NC Rs.100.00 in Nepal) due each year.
- b. Individual membership: Anyone who pays membership fee US \$15.00 in the US or equivalent to US \$15.00 in other countries (NC Rs.50.00 in Nepal) due each year.
- c. Student membership: Anyone who pays membership fee US \$10.00 in the US or equivalent to US \$10.00 in other countries (NC Rs.30.00 in Nepal) due each year.

The duties and privileges of the members are:

- i. To file candidacy in Executive Committee election.
- ii. To vote for the Executive Committee members
- iii. To attend the regular meetings.
- iv. To set the policies of the Chapter.
- v. To receive the free copy of literary journal published by the Chapter.

2. Institutional members:

Qualifications:

Institution will have to pay US\$100.00 and/or equivalent to US \$100.00 per year.

Their duties and privileges are:

- i. To vote for the Executive Committee members
- ii. To attend the annual assembly meeting.
- iii. To receive the free copy of literary journal published by the Chapter.

ARTICLE VI

VI-1 –Office Management

The business and affairs of the Corporation shall be managed by Executive Committee members which are know as Chapter Officers.

VI-2- Term of Service

Each members of the Executive Committee shall serve for a term of 2 (two) years until the successors in office are duly elected. Executive Committee shall constitute the elected officials of the Chapter headed by the President.

VI-3-Place of Meeting

Meetings of the Executive Committee will be held at such place within Florida where a majority of the Executive Committee members may from time to time appoint or as may be designated in the notice calling the meeting.

VI-4-Executive meetings

Meeting of the Executive Committee shall be held quarterly at such place, date and hour as a majority of the Executive Committee members may designate. At such meeting the Executive Committee shall elect officers of the Corporation. The Executive Committee shall have the power to set by resolution the place, date and hour of other regular meetings of the Committee.

VI-5 Special Meetings

Special meetings of the Executive Committee shall be held whenever called by the President or by a majority of the Executive Committee members.

VI-6- Notice of Meetings of Executive Committee

Notice of a special meeting of the Executive Committee shall be given to each Executive Committee member on three (3) weeks' notice in writing, either personally by mail, by e-mail, or by phone. The attendance by an Executive Committee member at any regular or special meeting of the Committee shall constitute a waiver of notice of that meeting.

ARTICLE VII

VII-1. The Executive Committee

The Executive Committee of the INLS, Florida Chapter will constitute of following officers:

- A. President
- B. Senior Vice-President and Regional Vice-Presidents
- C. General Secretary
- D. Treasurer
- E. Members at large

VII-2 Election of INLS Executive Committee

VII-2-1 Election Procedure

1. The Executive Committee members of the Chapter will be elected by the majority of vote from adult members through an election.
2. The President will appoint an election commissioner with consultation of Executive Committee members.
3. The President shall not be elected for more than two consecutive terms.
4. The notice of election should be announced at least 6 weeks prior to election and nomination should be filed within 4 weeks of the announcement.
5. Election should be held by secret ballot or via electronic media as approved and recommended by the Executive Committee.

VII-2 -2 Minimum Qualification

Minimum Qualification for each official will be as follows:

1. President

- a. President will be someone who has served in the Chapter Executive Committee for at least one term.
- b. One shall not be running for the position of the president for more than two consecutive terms.

2. Senior Vice-President

Senior Vice-President will be someone who has served in the Chapter's Executive Committee for at least one term or a new candidate.

3. Regional Vice-Presidents

The regional vice-presidents will be elected from the regions where there is a minority representation of the Committee. The regional vice-presidents will be someone either who has served in the Chapter's Executive Committee for at least one term or a new candidate.

4. General Secretary

General secretary will be someone who has served in the Chapter's Executive Committee for at least one term or a new candidate.

5. Treasurer

Treasurer will be someone who has served in the Chapter's Executive Committee for at least one term or a new candidate.

6. Members at large

Member at large will be someone either who has served in the Chapter's Executive Committee for at least one term or a new candidate.

7. Advisors

Advisor will be someone who has interest and commitment in supporting and guiding the Chapter's Executive Committee for at least one term.

8. Chief Editor

Executive Committee will appoint a Chief Editor of the literary publication of the Chapter within first 90 days of resuming their office.

VII-2-3 Duties of INLS, Florida Chapter's Elected Officers

The Executive Committee officers' designation, rights and responsibilities are as follows:

1. President

1. President will have highest right to make any decision and his decision should be respected by his officers or fellow members.
2. President will try to make the decision in the side which the majority of the members will support.
3. President will work closely with all members of the Executive Committee and try to maintain the dynamic spirit of the Chapter.
4. The president will establish good relation with other organizations.
5. The president will provide directions to the Chapter's programs and activities going to be held in different regions of Florida.
6. He/She will attend the annual programs and special meetings of the Chapter.
7. He/She will attend the annual programs of other organizations whenever necessary.

2. Senior Vice-President

1. Senior vice-president will help president to make decisions.
2. In the absence of the President, the senior vice-president will have all the rights and responsibilities of the President.
3. He/She will attend the Chapter's annual programs and special meetings, and actively participate in such programs and meetings.

3. Regional Vice-Presidents

1. Regional vice-president will help president to make the Chapter's programs and activities dynamic and vibrant.
2. He/She will attend the annual programs and special meetings of the Chapter.
3. In case the vice-president cannot attend the meetings in-person, He/She will vote in the agendas by mail, email, or phone.
4. He/She will help organize and promote the Chapter's regular activities like expanding membership drive, fundraising, celebration of poets' birthdays, and publication of literary journal.

3. General Secretary

1. The General Secretary shall keep the minutes of all the business meetings of the Chapter.
2. He/She shall be responsible for notifying all members of general meetings of the Chapter and notifying Executive Members and Advisors of the Executive Committee meetings.
3. He/She will implement the approval made by the Executive Committee
4. To attend the annual programs and special meetings of the Chapter.
5. He/She, in cooperation with the Treasurer, shall maintain an up-to-date roster of the membership of the Chapter.
6. He/She will conduct the meetings and dispatch press releases.

5. Treasurer

1. The treasurer will keep record of income and expenses of the Chapter.
2. He/She will work for membership expansion and fund raising.
3. He/She will develop the annual budget of the Chapter.
4. He/She will submit the income and expenses to the annual general assembly meeting in January.
5. He/She will run a bank account for the Chapter (joint account with the President and the General Secretary).
6. He/She will attend the Chapter's annual programs and special meetings.

6. Members at large

1. He/She will attend the Chapter's annual programs and special meetings.
2. He/She will work on special projects as assigned by the Executive Committee.

7. Chief Editor

1. The chief editor will attend the annual programs and special meetings.
2. He/She will be responsible to collect quality print material for annual official journal of the Chapter, publish the journal, and assure journal's proper distribution.
3. He/She will discuss and approve the appropriate agendas, related to literary publication, submitted by the officers of the INLS, Florida Chapter.
4. He/She will attend the Executive Committee meetings, if possible.
5. He/She will take the responsibilities assigned by the Executive Committee.

VII-2-4 Executive Committee

An Executive Committee will be formed to implement day-to-day works and programs which are passed by the Executive Committee and General Assembly. The Committee should remain in INLS, Florida Chapter's annual goal, planning and estimated budget to implement the programs. The Executive Committee consists of President, Vice President, General Secretary, Secretary, Treasurer, and members at large of INLS, Florida Chapter's Executive Committee.

ARTICLE VIII

The provisions for the regulation of the internal affairs of the Corporation are:

VIII - 1. Annual General Assembly:

It will be held once in two years in appropriate place in Florida and all the active members can participate the assembly.

VIII - 2. Functions of the General Assembly:

- i. To elect Executive Committee members.
- ii. To control the Executive Committee by using the vote of confidence.
- iii. To check the record of the Corporation's income and expenses and also pass a budget for the next year.
- iv. If any point of this material need to be changed; it can be done if and only if it can get 2/3 of vote of the general members.

VIII - 3 Meeting and Calendar Year

VIII -3-1 Meetings

One-third quorum should be maintained in Executive Committee meeting. Voting to pass a resolution could be accepted in writing. Proxy vote of not more

than 10% absent members will be accepted. Members could participate in meeting via email or via telephone.

VIII -3-2 Calendar year

Calendar year will begin on January 1st of each year.

VIII -3-2 The Advisory Board

- a. An advisory Board will be established to advise the Executive Committee.
- b. Executive Committee will nominate the Advisory Board members.
- c. Advisory Board will contain up to seven people who are devoted in social works or specialized person in language, literature, art, science, technology, or philosophy.

ARTICLE IX- Organizational Structure

The members of the Corporation constitute the General Assembly. Executive Committee will represent the Board of Directors, which will be elected by the General Assembly.

Section IX-1 Structure of the Corporation

1. The INLS, Florida Chapter will be/is registered as a not-for-profit tax exempt organization in the Florida, and its own group exemption from the IRS.
2. It will abide by the law of the United States of America.
3. Any fund raising and financial activity will satisfy periodic audit need and will comply with United States Internal Revenue regulations.
4. A subordinate described in section 501(c)(3) may not be included in a group exemption letter if it is a private foundation described in section 509(a).
5. International Nepali Literary Society, Florida Chapter, Inc. is organized exclusively for charitable, literary, educational and scientific purposes, including for such a purpose, the making of the distribution to organizations under section 501(c)(3) of the Internal Revenue Code (or the corresponding section of any future Federal Tax code.)

Section IX-2- Regulatory Restrictions

1. No part of the net earning of the Corporation shall inure to the benefit of, or be distributable to its executive members, 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 Section 501 (c) (3) purposes.
2. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the

corporation shall not participate in, or intervene in (including the publishing of, or in opposition to, any candidate for public office).

Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under section 501(C) (3) of Internal Revenue Code (or corresponding section of any future Federal tax code) or (b) by a corporation, contribution to which are deductible under section 170(c) (2) of its Internal Revenue Code (or corresponding section of any future Federal tax code.)

ARTICLE XI. Amendments

The Executive Committee shall have the rights to make, alter, amend, or repeal the bylaws of the Corporation, except that the first bylaws of the Corporation may be adopted by the incorporates. The bylaws so made, altered, amended, repealed, or reinstated by the members will take place at any annual or special meeting.

ARTICLE XII- Liquidation

The liquidation and dissolution of the Chapter or the amendment of the Article of the Incorporation of the International Nepali Literary Society, Florida Chapter may be decided upon by a two-third majority of those present and voting at a General Body Meeting (GBM) in the general assembly, provided that notice of the proposed dissolution or details of the proposed amendment shall have been circulated with the notice of the meeting. In the event of dissolution, any residual funds of the Chapter shall be applied by the Executive Committee before vacating office in furtherance of the Chapter's aims, and no member shall have any claim on the Society in respect to fees and subscriptions paid.

ARTICLE XIII- Vacancy in case of resignation by any elected official in the Executive Committee

XIII-1. If a two-year term position of President, Vice-Presidents, General Secretary, or Treasurer is vacated for any reason within one year of the election, a special election will be held within 45 days to fill the vacant position until the next election. The Executive Committee will have the right to choose election committee.

XIII-2. If a two-year term position of President, Vice-Presidents, General Secretary, or Treasurer is vacated for any reason after one year of the election, the Executive Committee will nominate qualified president or other officer/s to fill the vacant position as per by-laws of INLS to fill the position until the next election.

XIII-3. Until the special election is held or the Executive Committee nominates to fill the vacant position, remaining elected officials will run the Corporation in consultation with the Advisory Board.

Definition of Terms:

1. The “Corporation” or “Chapter” stands for INLS, Florida Chapter.
2. “Committee” stands for Executive Committee of the INLS, Florida Chapter.
3. “Executive Committee” stands for INLS, Florida Chapter Executive Committee.