

Constitution of the Himalayan Project (organization) Nepal 2007

This constitution is made for the establishment of an organisation named "Himalayan Project Organisation " with an aim to support social, economical, and the development of people living in Himalayan region of the Kingdom of Nepal based on the rules and regulation of 1957.

CHAPTER- 1 Preliminary

1.1 Short Title and Commencement:

- 1.1.1 The name of this organization shall be the "Himalayan Project (organization) Nepal 2007" in English and Himali Pariyojana Nepal in Nepali.
- 1.1.2 This constitution would be applicable to members of the organization registered as per this constitution.
- 1.1.3 This Constitution shall come into force from the date of approval received as per "Organization Registration Act-1957".

1.2. Name, Address, Offices and Seal of the Organization:

- 1.2.1 Name of the organization shall be "Himali Pariyojana Nepal" or translated into English "Himalayan Project (Organization)" or in abbreviation "HIPRON".
- 1.2.2 Registered office of the organization shall be situated at ward No. 2, Lazimpat, Kathmandu Metropolitan City, Kathmandu District, Nepal. Under the provisions of the prevailing laws of the Kingdom and permission of the local authority, branches and sections of the organization could be established in any places within the Kingdom of Nepal.
- 1.2.3 Organization shall have seal as decided by the executive committee of the organization.

1.3 Definition:

Unless the subject or context otherwise requires, in this constitution the terms:

- 1.3.1 "Constitution" shall mean the "Constitution of Himalayan Project (organization) Nepal, 2007".
- 1.3.2 "Organization" shall mean the "Himalayan Project (organization) Nepal".
- 1.3.3 "Committee" shall mean the "Executive Committee" of the organization composed as per the title no 4.4 of this constitution.
- 1.3.4 "Member" shall mean the included members of the organization.
- 1.3.5 "Assembly" shall mean the "General Assembly" or "Special General Assembly" organized as per this constitution.
- 1.3.6 "Executive Committee" shall mean a committee elected from the General Assembly. It shall also mean a committee to register the organization prior to 1st General Assembly.
- 1.3.7 "Local Officer" shall mean "Chief District Officer" of the concerned district.
- 1.3.8 "Local Authority" shall mean "Village Development Committee" or "Metropolitan" or "District Development Committee".

- 1.3.9 "Prescribed" or "as Prescribed" shall mean any matters prescribed by bylaws made under this constitution. Till the bylaws are not made the executive committee could take appropriate decision to implement such prescribed matters.
- 1.3.10 Organization shall have their own logo and seal. Logo and seal shall be designed as per the annex no 1. And this logo and seal shall not harm for existing law and order. If the same logo and seal is already existed by other organization it shall be amended immediately by amending process.

CHAPTER-2

2.1 Objectives of the Organization:

Objectives of the organization shall be as follows:

- 2.1.1 To be the organization, which supports the work of the Non Government Organization which is registered in Denmark with the name of "Himalayan Project, Denmark", by complying the existing laws Government of Nepal, with the following objectives:
- 2.1.2 To provide all kind of possible assistance and facilities to people living in Himalayan region of Nepal for improving their living standard.
- 2.1.3 To support the people specially living in the in rural areas, by promoting social and economic developments, in a way of sustainability.
- 2.1.4 To impart education, knowledge and skill to the deprived and needy individuals
- 2.1.5 To improve rural peoples confidence to make appropriate social decision for themselves.
- 2.1.6 To operate all the activities within organization open, transparent, without any profit, social, democratic and publicly.
- 2.1.7 To operate all the activities by obtaining permission from concerned authority and agency in the district .

2.2 Major activities to meet the objectives of the organization.

Following activities shall be done to meet the objectives:

- 2.2.1 Objectives of the organisation shall be implemented after having approval from concerned authority as per the existing law of Nepal.
- 2.2.2 All the fundamental things (office home, telephone, computer, type writer fax and vehicles) for the organization shall be either bought or taken on hire.
- 2.2.3 Necessary staff shall be employed and condition of service shall be determined.
- 2.2.4 To do Scholarship distribution for educational purpose.
- 2.2.5 To do develop projects in rural areas.

CHAPTER-3 **Membership**

3.1 Eligibility of Member:

Any person with following ability can be a member of the organization:

- 3.1.1 A male or female person with sound mental health, sensible and courage,
- 3.1.2 Nepali citizen,
- 3.1.3 At least or above 18 years of age,

- 3.1.4 Never been accused or punished for embezzlement of public fund or abuse of power in past.
- 3.1.5 Never been punished for any immoral offence.
- 3.1.6 Members will be assigned per the decision of Executive Committee.

3.2 Types of Membership:

Organization shall have 3 types of membership:

(1) General Member:

The executive Committee can grant membership as a general member to any person eligible to be a member of this organization.

(2) Honorary Member:

Any person that has done remarkable contribution in the field of education health and women empowerment and other development works in the Himalayan area of the Kingdom of Nepal could be nominated as Honorary Member of the organization by decision of Executive Committee with the prior consent of the recipient of such honour. Honorary member will not have right to vote in the General Assembly or become a representative of Executive Committee.

(3) Founder member:

Those who are in Executive Committee in the beginning while registering the organization shall be Founder Member.

3.3 Membership Fee and Procedures of Awarding membership:

There will be no membership fee as only persons who can contribute to the organization will be assigned by the Executive Committee.

There shall be at least 7 General Members of the Organization at any time.

General Members should be assigned among those Nepali Organizations, which are cooperating with the Organization, as well as among the Officers of the Organization, and Scholarship receivers of the Organization.

3.4 Termination of Membership:

3.4.1 In following conditions the membership of the organization shall be terminated:

- a. If it is proved that the member is not eligible or lacked as per article 3.1 of this constitution.
- b. If the Member is absent from Nepal for a longer period.
- c. If the majority of the executive committee, after giving opportunity to defend him/herself, decided to terminate his/her membership in a charge of doing something against the interest of the organization .
- d. If the Member submit his or her resignation by giving written notification.
- e. If member is proved guilty by the court to have violated any rule and regulation of this organization.
- f. If it is proved that the member is becoming psychologically unstable,
- g. If the member dies,
- h. If in case organization is dissolved or collapsed.

3.4.2 Member will be given a chance through a notice to clarify their innocence before dismissal.

CHAPTER-4

General Assembly and Executive Committee

4.1 General Assembly:

- 4.1.1 As the most important convention General Assembly Meeting shall be participated by all the members.
- 4.1.2 Honorary members could also be invited in General Assembly, but such member shall not have voting right and would be deemed as observer only.
- 4.1.3 It shall be one member one vote in the General Assembly.
- 4.1.4 The resolution of the General Assembly shall be based upon majority of present and voting members.
- 4.1.5 The election of the Executive Committee of The organization shall be done by the General Assembly.
- 4.1.6 General Assembly will be the supreme body of the organization.

4.2 Meeting of the General Assembly:

- 4.2.1 Meeting of General Assembly of the organization shall be held at least once in a year in specific time and date as decided by the Executive Committee.
- 4.2.2 First General Assembly of this organization shall be held within 2 months after the end of fiscal years of its established year. After that annual General Assembly shall be held within the two months after the new fiscal year.
- 4.2.3 Proxy shall not be allowed in any type of General Assembly.
- 4.2.4 Notice of the Annual General Assembly shall be notified to every member at least 21 days prior to such meeting. Notice of extra ordinary general assembly shall be notified to every member at least 7 days prior to such meeting. Such notice shall contain place, date/time and agenda of the meeting.
- 4.2.5 The quorum of the General Assembly shall be 75% of the total Members. If quorum would not be achieved in first notice, consequently second time again the meeting of the General Assembly can be called with quorum of 51% of the members would be sufficient to conduct the meeting.
- 4.2.6 Generally, the Chairman of the Executive Committee shall chair the meeting of General Assembly.
- 4.2.7 For amending the constitution and passing a vote of no confidence at least two third of the vote of members shall be needed.
- 4.2.8 Not any subject matter, other than as prescribed in agenda, shall be discussed in Extra-ordinary General Meeting except with prior permission of the Chairman.

4.3 Special General Assembly:

- 4.3.1 Executive committee shall call the Special General Assembly within 7 days in case more than one fourth of the Members propose to Executive Committee for the Special General Assembly by showing special reason.
- 4.3.2 All the General Members shall be informed about the date/venue and subject matter of the discussion of the meetings before 7 days for Special General Assembly.
- 4.3.3 Special General Assembly shall be called within 7 days after the date of General Assembly if quorum can not be achieved as per article no. 4.2.5

4.3.4 Record of the General Assembly and the Special General Assembly will be kept separately.

4.4 Functions, Rights and Duties of the General Assembly:

- 4.4.1 To make policies of the organization,
- 4.4.2 To make programs of the organization for the forthcoming year,
- 4.4.3 To approve the estimated budget of annual income and expenditure of the organization,
- 4.4.4 To examine and approve the audit report of the organization. To appoint an auditor for the forthcoming year.
- 4.4.5 To advise and instruct the Executive Committee.
- 4.4.6 To pass any vote of no confidence against any officer or member of the Executive Committee.
- 4.4.7 To amend the Constitution, and
- 4.4.8 To elect members of the Executive Committee

4.4 Composition process of the Executive Committee:

- 4.4.1 Chairman and other members of the Executive Committee shall be elected by the General Assembly.
- 4.4.2 The Executive Committee shall be composed by at least 7 Members.
- 4.4.3 Composition of the Executive Committee shall be
President-----1
Vice-president ----- 1
Secretary ----- 1
Treasurer-----1
Members-----3
- 4.4.4 Tenure of the Executive Committee shall be for two years.
- 4.4.5 Within a period of six months from the date of registration of the organization, election of the Executive Committee shall be done duly, and notification of the result and report of the election shall be given to the local authority.

4.5 Meetings of the Executive Committee:

- 4.5.1 There at least has to be one Committee Meeting one month before General Assembly shall be held.
- 4.5.2 Necessary Committee Meetings shall be held when found needed
- 4.5.3 Majority of the Executive Committee shall be required for quorum.
- 4.5.4 Resolutions of the Executive Committee shall be done by majority.
- 4.5.5 Generally, the secretary shall call the meeting of the Executive Committee.

4.6 Functions, Rights and Duties of the Executive Committee:

- 4.6.1 To execute the policies and programs as resolved by the General Assembly.
- 4.6.2 To conduct appropriate programme to fulfil the objectives of the organization. To organize campaign, seminar and participate in such program organized by other organizations.
- 4.6.3 To fulfil the objective publishing appropriate publications and publicize programs of the organization.
- 4.6.4 To appoint personnel for the organization, to determine terms and conditions of such personnel and terminate personnel from the service of the organization.
- 4.6.5 Shall nominate any members.

- 4.6.6 For achieving the objectives of the organization, to develop communication and relationship with other organizations. To extend mutual co-operation with such organization.
- 4.6.7 Enact and enforce bylaws, rules and regulations for implementing the constitution.
- 4.6.8 To do other ancillary functions to perform above mentioned duties and responsibilities successfully, and
- 4.6.9 To appoint any executive member in vacant positions.

4.7 Vacant post of Executives

- 4.7.1 In following conditions posts of the Executive Committee would be deemed as vacant:
 - a. Within the tenure, if resignation is given by an Executive Member, which has been accepted by the Chairman, and in case of Chairman's absent if such resignation is accepted by the Executive Committee,
 - b. If it is proved that the Executive Member proves psychologically unstable
 - c. If the Executive Member is dead,
 - d. If Motion of No Confidence against such Executive Member is passed by two third majority of the General Assembly,
 - e. If due to he/she continuously without any prior notice is absent in the meeting of the Executive Committee, the Executive Committee can decide to dismiss him/her from the post or
 - f. If he/she lost his/her eligibility to remain member of the organization under this constitution.
- 4.7.2 In case of vacancy of any post of Executive Committee before the end of tenure, any member could be appointed in such post for remaining period subjected to the provisions of this constitution.

CHAPTER-5

Rights, duties and responsibilities of the Executive and General Members.

5.1 Rights, duties and responsibilities of the Executive Members.

- 5.1.1 The rights, duties and functions of the Chairman shall be as follows:
 - a. To call meeting of the General Assembly and Executive Committee and to chair such meetings.
 - b. To execute resolutions of the General Assembly and Executive Committee.
 - c. To bear the responsibilities of running the organization, and
 - d. For implementing objectives of the organization to spend money not exceeding the limit of Rs.5000 at once, subjected to approval of forthcoming meeting of the Executive Committee.
- 5.1.2 In absence of the Chairman, Vice-Chairman shall perform all rights, duties and functions of the Chairman.
- 5.1.3 The rights, duties and functions of the Secretary shall be as follows:
 - a. To call the meeting of the General Assembly and Executive Committee as instructed by the Chairman,
 - b. To record the resolution of the meeting in the minute book,
 - c. To run the day to day administration of the organization,
 - d. To present report and advise on behalf of the organization as and when needed and
 - e. For implementing objectives of the organization to spend money not exceeding the limit of Rs.3000 at once, subjected to approval of forthcoming meeting of the Executive Committee.
- 5.1.4 The rights, duties and functions of the Treasurer shall be as follows:

- a. To maintain updated record of the expenses of the organization.
- b. To keep record of income and expenditure of the organization.
- c. To report the General Assembly with statement of income and expenses and explain about financial problems and possible solutions.
- d. To do all other account and expense related administration and
- e. To operate the account of the organization as instructed by the Executive Committee.
- f. In order to operate bank account of the organisation two among Chairman, Secretary, Treasurer or Managing Officer's signature shall be made official and Treasurer signature shall be made compulsory.
- g. To operate bank account of the Office only Managing Officers signature shall be made.

5.2 Rights, duties and responsibilities of the General Member.

- 5.2.1 To take part in General Assembly and Special General Assembly actively.
- 5.2.2 To perform the creative role for the organization.

5.3.1 Forming of Committees and Sub-committees :

- 5.2.3 For running specific program, project or to achieve specific goal the organization can form various committees or sub-committees. Composition of such committees or sub committees shall be as prescribed.

CHAPTER-6 Financial Provisions

6.1 Financial Resources:

The Funding resource of the organization shall comprise of the following:

- a. The support and subsidies transferred from Himalayan Project, Denmark,
- b. Grants, donation or any assistance made available to the organization by any donor,
- c. Any amount obtained from the tangible and intangible assets of the organization
- d. But organization shall not receive any donation from foreigners without pre-permission of the concerned authority in Nepal,

6.2 Account of the Organization:

- 6.2.1 The account of the income and expenditures of the organization shall be kept in Nepali or English language under a recognized system of accounting.
- 6.2.2 Audit Report of the organization shall be made by a recognized auditor by the HMG, as appointed by the General Assembly. But Auditor shall be appointed by Executive Committee until the first General Assembly is held.
- 6.2.3 Reports of the auditor and statement of income and expenditure shall be presented to the Annual General Meeting through the Treasurer.
- 6.2.4 Copy of the such document shall be submitted every year to the local authority and Social Welfare Council.

CHAPTER-7 Miscellaneous

7.1 Election :

- 7.1.1 Founding Executive Committee shall be in action until first General Assembly.

7.1.2 For the purpose of successful completion of election of the Executive Committee, the Executive Committee shall form an Election Committee, which shall organize the election under prevailing conventions.

7.1.3 If any disputes occur due to any reason, election committee decision will be the ultimate decision to resolve the disputes.

7.1.4

7.2 Vote of No-confidence :

7.2.1 Non confidence of an any member should be clearly defined in the written form in the following aspect:

- A. it should be written clearly, understandable and practical in Nepali polite language.
- B. At least one forth of the general members should sign on non confidence proposal with their detail name, surname and address.
- C. The Notice of Non Confidence shall contain venue, date and time for the General Assembly or Special General Assembly where the notice will be discussed upon and decided

7.2.2 Process of discussion on non confidence proposal.

- A. As per the clause no 7.2.1 Chair Person of the assembly will allow to present the proposal of non confidence and one of among the presenter will make clear about the issue of non confidence on assembly.
- B. After presenting the proposal of no confidence on the assembly in maximum 3 among the presenters are allowed to express their opinion.
- C. Alleged Member shall be given a chance to clarify through presenting their opinion.

7.2.3 Decisions on non confidence proposal:

- A. After presenting an opinion from alleged executive members side chairperson of the assembly will announce a decision of non confident proposal by following way:
 - i. By asking to raise a hand for and against
 - ii. Or conducting secret voting system
- B. Two third member in the general assembly can approve non confident proposal and in this case alleged executive member will be dismissed from the post.
- C. Such non confident proposal shall not be proposed before 6 months after the General Assembly or Special General Assembly.

7.2.4 Any member of the Executive Committee may be expelled by a resolution of vote of no - confidence by two third majority of the members attending the General Assembly. A written application of at-least one forth of members of the organization shall be required for the motion of vote for no - confidence for the purpose of this Article.

7.2.5 But in no case any Executive Member shall be expelled by vote of no confidence without giving opportunity to defend him-/her-self.

7.6 Amendments to the Constitution:

With reference to organization registration act-1957, if it deems necessary to amend this Constitution, a one third members out of the total members of the organization shall submit a motion to that effect to the General Assembly Meeting. If a resolution to that effect is adopted by a two - third majority of the total members of the General Meeting, such amended Constitution shall come into force with the approval of the local authority.

7.7 Right to frame By-laws, rules and regulations :

7.7.1 To run the organization in proper manner the Executive Committee can frame by-laws, which shall not act against provision and spirit of the constitution.

- 7.7.2 If it is needed to make any specific rules under the by-laws the Executive Committee shall have such authority.
- 7.7.3 Such by-laws and rules shall be enforced only after approval of the local authority.
- 7.7.4 The organization shall perform all of its functions keeping itself detached from any political parties and political activities.

7.8 Staff Employed Provisions:

- 7.8.1 Organization shall create staff seat and given all the facilities (salary, allowance and other facilities) to the staff to operate the daily task of the organization plan and programme. And condition on provisions of the staff service shall be made.
- 7.8.2 If the organization receive any foreign aid, voluntary service, foreign consultant service for the implementation of organization plan, organization shall inform to local authority and social welfare council about their service duration, importance of their job and volunteers qualification.

7.9 Dissolution of the Organization:

If due to any reason, the organization is to be dissolved, all the remaining properties after clearing all liabilities of the organization, shall be transferred to the ownership of the His Majesty's Government.

7.10 Invalidity:

Notwithstanding the provisions of this constitution, if any of its provision would be against or contradicting with the provisions of the prevailing laws such provision of this constitution shall be deemed null and void.

All the functions to be performed under this constitution shall be done under the policy and instructions of the HMG.

7.11 Interpretation :

The final authority to interpret this Constitution shall remain with the Executive Committee.

7.12 Breaching secret policy

Any executive member or member of the organization shall not breach the secrecy against the organization. All the members and executive member of the organisation shall not use rough language in the meeting and assembly.