

PREAMBLE

We the people of Nigeria, resident in the Dallas/Fort Worth Metroplex, proud of our cultural and linguistic diversity, but aware of the imperative need to achieve unity, solemnly declare and affirm our unshakable determination to cooperate in peace and friendship under one umbrella to be known as ORGANIZATION OF NIGERIAN NATIONALS (ONN).

ARTICLE I

NAME

The organization shall be known and addressed as the ORGANIZATION OF NIGERIAN NATIONALS, D/FW, Inc., (herein after referred to as ONN.)

ARTICLE 2

Section 2-A: Aims and Objectives

The aims and objectives of ONN shall be to:

1. Be the legitimate representative of all Nigerian Nationals in the Dallas/Fort worth area;
2. Protect the rights of all Nigerian Nationals;
3. Promote and create unity among all Nigerian Nationals;
4. Promote understanding and unity among all peoples of African descent;
5. Promote understanding and unity between Nigerian Nationals and all other peoples;
6. Promote, propagate and enhance a positive image of Nigeria;
7. Provide avenues for each individual's economic development by promoting cooperatives, joint ventures, partnerships, and adventurism.

Section 2-B: Definitions

- a. **Active participation** is defined as member shall not miss 2 consecutive meetings

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- b. **Good standing** is defined as member shall be an active participant and shall not owe any dues or fees subject to the provisions of Article 9, Section 9-B.
- c. **Delegate** is defined as members of member Organizations appointed to represent the member Organizations interest and vote on her behalf.
- d. **Nigerian Parochial Organization** is defined an entity whose membership is made up of Nigerians by birth, marriage, adoption or naturalization resident in the Dallas-Fort Worth area.
- e. **Member Organization** - an Organization that meets the requirements of article 3 section 3-A of this constitution.
- f. **Grandfathered individual member** is defined as existing individual member that actively participates and is in good standing.
- g. **Member** is defined as a member Organization and, its delegates.

ARTICLE 3

MEMBERSHIP

Section 3-A: Membership

1. Membership shall be by application and shall be open to all Nigerian Parochial Organizations only in the Dallas/Fort Worth area.
2. To be admitted as a member Organization, the applicant Organization must complete membership application, pay any required fees, and agree to support and promote the objectives of the organization.
3. Each member Organization shall have 2 delegates to the ONN meetings.
4. Each delegate can vote the Organization strength.

Section 3-B: Types of membership shall be:

- Local or Parochial Nigerian organization(s) in the Dallas/Fort Worth area;
- Temporary Grandfathered individuals in the Dallas/Fort Worth area are individual members who are in good standing at the time of this constitutional amendment unless terminated subject to provisions of section 3-C. ;

Section 3-C: Suspension/Termination of Membership

A member shall be deemed to have lost membership of the Association if the member:

- a. Resigns from the Association. All resignation must be in writing to be accepted.

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- b. Is suspended/expelled from the Association by 2/3 majority of the general assembly due to acts considered to be gross misconduct outlined in article 3 section 3-D of this by-law.
- c. Is terminated from the Association due to poor financial standing. Poor financial standing is not paying all outstanding dues by due date. Member must be given a 60 day notice in writing through email or post.
- d. Is terminated from the Association due to poor attendance. Poor attendance is defined as missing 2 consecutive meetings. Member must be given a 60 day notice in writing through email or post.
- e. A terminated member may be readmitted after paying all arrears of debts to Association plus enrollment fee subject to provisions of 3-B.

Section 3-D: Code of Conduct, Misconduct and Gross Misconduct

Code of Conduct – All members of the Association are expected to conduct themselves in a civil manner at the venue of all meetings, events or activities sponsored by or participated in by ONN before, during and after.

Acts of Misconduct – Some of the acts that may be classified as misconduct include:

- a. Disorderly conduct during meetings such as speaking out of turn, hold distracting conversation while meeting is in progress.
- b. Using abusive or foul language during meetings.
- c. The President shall call-to-order members who are disruptive in a meeting, and if he determines that it has become excessive, such a member shall be fined up to \$50.

Gross Misconduct – Acts that may lead to expulsion. Such gross misconduct includes:

- a. Smoking during meeting, events or activities.
- b. Member engaging in verbal or physical abuse of another member (fighting, cursing out).
- c. Repeated violation of Acts of Misconduct with warning.
- d. Execution of bonds, treaties or engaging in other forms of commitments on behalf of the Association without legitimate authorization.
- e. Misuse or misappropriation of funds.

Section 3-E: Membership Conflict of Interest

Conflict of interest arises when a person participates in a decision about a matter which may benefit or be seen to benefit that person because of his/her direct or indirect monetary or financial interests affected by or involved in that matter.

All members including Officials and Board members should always avoid conflict of interest. The member must recuse himself or herself to avoid appearance of impropriety.

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How to recuse:

Write a memo which includes the following information:

- Name
- Position
- Describe the nature of your conflict
- Indicate that you are recusing yourself from participation
- Sign and date the memo
- Please submit the completed form to the President.
- The recusing person is prohibited from exercising any and all authority relating to the matter, including reassigning the matter to another member. It is the obligation of the House to assign the responsibilities to someone who does not have a conflict of interest.

ARTICLE 4

OFFICERS

The following shall be the officers of the ONN.

1. The President
2. Vice President
3. General Secretary
4. Deputy General Secretary
5. Financial Secretary
6. Treasurer
7. Publicity Secretary (PRO)
8. Deputy PRO
9. Provost or Parliamentarian
10. Legal Advisor (Non-elective office)

ARTICLE 5

ELECTION OF OFFICERS

Section 5-A:

All delegates of member Organizations and members grandfathered in shall be eligible to vote and be voted for into any of the offices of the organization subject to the provisions of **Article 7, Section C** and Article 9, section B.

Section 5-B.1.

Qualifications for Officers: (President or Vice-President)

Persons seeking election to the office of the President shall:

1. Be a member in good standing for at least twelve months.
2. Have maximum of two absences from general meetings.
3. Be at least twenty five (25) years of age.
4. Have no felony conviction, excluding traffic tickets.
5. Election committee reserves the right to investigate the background of the candidate. A notarized background check abstract from City Hall shall be submitted upon request.

Section 5-B.2 Other Officers

To seek other offices, a candidate shall:

1. Be a member in good standing for at least twelve months..
2. Have maximum of three- (3) absence from general meetings.
3. Be at least twenty-five (25) years of age.
4. Have no criminal conviction, excluding traffic tickets.
5. Election committee reserves the right to investigate the background of the candidate. A notarized background check abstract from City Hall shall be submitted upon request.

Section 5-B.3 Election Procedures

1. The organization shall hold its general election on the last Sunday of November of each other year;
2. The house shall appoint a returning officer and up to two members to conduct the election; the appointed officials can vote in the election but cannot hold office.

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3. The president shall announce the dissolution of the cabinet, and make pronouncement for the house readiness for immediate general election;
4. The Election Committee is a clearinghouse to determine eligibility of the candidates.
5. Candidates shall present their names and offices they wish to run for to the Election Committee on or before two weeks preceding the meeting at which an election is to be held. The Committee shall make the names and offices available to the general assembly at such a meeting.
6. Immediately before the election, each candidate shall be allowed three (3) minutes to state his/her reasons for running for an office;
7. Members shall be allowed to ask questions relative to the offices being contested;
8. Election shall be conducted by secret ballot;
9. The returning officer shall announce election results immediately after each count;
10. Two persons from the same member Organization shall not be allowed to run for the offices of the president, and vice president, respectively;
11. The presidential election shall precede all other elections;
12. Nomination for each candidate shall not be made on the floor of the house on the day of election, but through the election committee;
13. The candidate that wins a simple majority of votes of the total general assembly during the election shall be considered duly elected;
14. Where in the first ballot, no candidate fulfills the condition laid down in #13. - (Listed above), there shall be a second ballot in which the first two candidates scoring high votes in the first ballot shall be eligible to contest, and the candidate with a simple majority of the votes cast shall be considered duly elected.
15. Member Organizations shall vote their strength, 2 votes.
16. Members of member organizations may participate in meetings but shall not vote subject to the approval of the presiding officer. Only member Organization delegates can vote.

Section 5-B.4 Tenure

Tenure of Office for all office holders (Executive) shall be:

1. Two years. No office holder shall be eligible for re-election to same office, until the expiration of at least one two-year term. Nothing in this provision shall preclude any office holder from running for any other office. All officers shall be eligible for re-election/return unopposed if the house so desires, but limited to two (2) terms of two years each.

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2. All ex-officials shall be eligible to re-run for any of the offices upon two-year interval at the expiration of their tenure.
3. Any officer elected into the Executive Committee may resign his office by giving one hundred and twenty (120) days notice in writing to the president.
4. A vacancy created in the Executive Council by resignation, dismissal, or any other contingency shall be filled by a member recommended by the president and approved by the general house at a general meeting. An officer so appointed shall remain in office for the unexpired term of the vacating officer.

Section 5-B.5 Removal of Officers

1. Grounds for removal or impeachment from Office:
 - a. Misuse or misappropriation of funds
 - b. Not actively Participating in meetings
 - c. Not carrying out duties as specified in article 12, section 12.1.A.
2. The Executive Council or a member shall lay charges of alleged wrong doing in writing and present same to the Board of Directors. The target of the complaint shall be given adequate time to respond to the complaint to the Board of Directors. The Board shall consider and rule on the complaint at a regular Board meeting or at a special meeting called by the Chairman of the Board. The target of a complaint may appeal the decision of the Board of Directors to the general house, which shall consider same at a general meeting and reach a decision by a simple majority of members present and voting. No appeal shall lie from the decision of the general house.
3. Motion for impeachment can be made by Executive Council or a member and shall be seconded to be brought to the floor.

DISSOLUTION OF THE EXECUTIVE COUNCIL

- a. A motion of “no confidence” in the executive shall be tabled by any member at a general meeting. Upon second support the motion shall be carried by a two-thirds (2/3) majority of members present and voting.
- b. Upon passing a vote of “no confidence” in the executive, a member shall table a motion for the dissolution of the executive council. Upon second support, the motion shall be carried by a two-third majority of members present and voting.
- c. The Board of Directors shall intervene in case of crisis in the Executive and the General Assembly.

ARTICLE 6

EXECUTIVE COMMITTEE

The executive committee shall consist of all the officers of the ONN (See Article 4.)

ARTICLE 7

COMMITTEES

Section 7-A.1 Standing Committees

The standing committee of the organization shall be:

- A. Finance and Budget;
- B. Rules and Regulations/Legal Affairs;
- C. Public Relations;
- D. Social, Cultural, and Educational;
- E. Welfare and Benefit;
- F. Economic and Business;
- G. Any other committee that the Executive Council may deem appropriate for a specific purpose.

Section 7-A.1.1 Ad Hoc Committees

The Executive Council shall set up the following Ad Hoc committees:

Election Committee

Section 7-A.1.2 Functions:

- a. Receive nominations;
- b. Clear candidates;
- c. Conduct elections.

Auditing Committee

Section 7-A.1.3 Functions:

- a. To audit the books of the organization at the end of every fiscal year.

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Section 7-A.1.4 Scope

- b. Any other committee that the executive council may deem appropriate for any specific or general purpose.

Section 7-A.2 Membership

- c. Membership to committees shall be on voluntary basis. Each member shall sign up with a committee of his academic discipline or related field of study or interest.

Section 7-A.3 Withdrawal

- d. A member who signs up with any committee shall not be allowed to withdraw his membership for a minimum period of six (6) months.

Section 7-B Operation of Committees

1. Each committee shall be composed of a chairperson and any number of persons the Executive Council deems necessary to accomplish the committee's task.
2. Each committee shall elect its chairperson and secretary. However, the president may opt to appoint the chairpersons of the committees for their smooth take-off.
3. Only committee members shall attend its meetings; non-members shall be summoned to appear before the committee at any time to testify in any matter pending before it.
4. Each committee shall function autonomously devoid of the president or non-members interference or influence, but the chairperson of each committee shall keep the president abreast of the current status of assignment given to the committee.
5. Every report/recommendation from a committee shall be fully discussed by the general assembly; the chairperson or any member of the committee shall be required to clear any uncertainty raised on the floor in the course of deliberation relative to the reports/recommendations. A vote of simple majority of members present and casting vote shall approve or disapprove committee's reports/recommendations.

Section 7-C. Eligibility for Running for Office

Criteria for running for Executive Office in the organization shall be as follows:

1. A candidate for elections must be a delegate of a member Organization or a member in good standing.

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2. He must satisfy the requirements for election under the organization constitution and bylaws.
3. Must be an active member as defined under the organization's bylaws.
4. No incumbent official can relinquish his position mid-way in order to run for another office.
5. Must be an active delegate of a member Organization or member for a continuous 12 months period prior to the election.
6. Have no criminal conviction, excluding traffic tickets.
7. Must submit a notarized background check abstract from City Hall.
8. Must actively participate in meeting by having a maximum of two absences from general meetings.

ARTICLE 8

MEETINGS

Section 8-A Standard Meeting

The following shall constitute the standard meetings of the organization:

1. General meeting
2. Executive meeting
3. Emergency general meetings
4. Committee meetings
5. Board meetings

Section 8-B General Meetings

1. The general assembly shall meet bi-monthly as follows:
 - a. November
 - b. January
 - c. March
 - d. May
 - e. July
 - f. September
2. It shall meet on the last Sunday of the month in which the meeting falls, unless there is an extenuating circumstance like weather, death,, etc. that may necessitate moving the meeting to the upper week or a week or a day before the official date

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Section 8-C Executive Committee Meeting

1. The Executive Committee shall meet at least once a month or at regular intervals as directed by the President.
2. The President, Vice-President, (in the absence of the president) or General Secretary shall determine meeting schedules for all the executive committee meetings.

Section 8-D Emergency General Meeting

The President shall summon an emergency general meeting to discuss any matter of great urgency preceding the bimonthly general meetings.

Section 8-E Committee Meetings

1. The standing committee shall meet when necessary on a date and venue to be determined by the chairperson of each committee.
2. It shall also meet any other time at the request of the chairperson, or any three members of the committee.

Section 8-F Quorum

1. General meeting: The following shall constitute a quorum for general meeting: The President, or his Vice President, the General Secretary or his deputy and five (5) members; or, the president, at least one of his cabinet members and five (5) members.
2. Emergency Meeting: Quorum for the emergency meeting shall be made up of the President or his Vice President, the General Secretary or his deputy and five (5) members; Or, the president, at least one of his cabinet members, and five (5) members.
3. Executive Committee: The President, and one-third (1/3) members of the executive members.

ARTICLE 9

FINANCE

Section 9-A Revenue Sources

1. The organization shall derive its revenue from the following sources:
 - a. Annual dues
 - b. Enrollment fee
 - c. Fund Raising

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- d. Special levy
- e. Donations

Section 9-B Fees/Dues

1. **Enrollment Fee:** Every member Organization shall pay a non-refundable enrollment fee of one hundred (\$100) per organization.
2. **Annual Dues:** Each member Organization shall pay a non-refundable annual dues of \$100.00. Each individual member grandfathered in shall pay a non-refundable annual dues of \$50.
3. All annual dues shall be paid in full on or before March each year.
4. If annual dues are not paid by due date, the member is not in good standing; a letter of notification shall be sent. If not paid within 60 days, their membership shall be terminated.
5. **Fund Raising:** The organization shall embark on fund raising activities to attract funds from external sources.
6. **Special Levy:** The organization shall impose special levy on its members to meet any incidental expenses or replenish the organization fund. 2/3 Majority vote of General Assembly is required for approval.
7. **Donation:** The organization shall accept donation from members or external sources.

Section 9-C Banking

1. The organization shall maintain bank accounts in any bank approved by the executive committee.
2. All banking transactions shall require the following signatories that shall be so registered with the bank:
 - a. The President
 - b. Treasurer
 - c. The Financial Secretary, who shall serve as the alternate signatory in case one of the two persons mentioned above, is unavailable.
 - d. Only two signatories shall be allowed to sign the organizations banking and other financial transactions.

Section 9-D Withdrawals

1. The Executive Council is authorized to disburse the organization's fund of up to \$500.00 for a particular purpose. All expenditure above \$500.00 must be approved by the general meeting (house).

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2. Imprest Account: Provision for imprest account shall be made through budgetary allocation to the Financial Secretary.

Section 9-E Fiscal Year

For fiscal purposes, the organization's quarters shall be as follows:

1. The organization shall count its quarters as follows;
 - a. January-March
 - b. April-June
 - c. July-September
 - d. October-December

ARTICLE 10

RIGHTS AND OBLIGATIONS OF MEMBERS

1. Every member shall pay such fees and levies as may, from time to time be prescribed by the general assembly.
2. Upon registration (enrollment), a member shall be deemed to have;
 - a. Accepted to abide by the provisions of the organizations constitution and bylaws, as well as the policies, programs, and ideas of the organization.
 - b. Accepted to abide by lawful rules, regulations, directives, and decisions of the organization; and
 - c. Accept to promote the aims and objectives of the organization and to refrain from pursuing any cause of action that may be inconsistent with or inimical to the interest of the organization.
3. Every member shall have the right to actively participate in the activities and discussions in the general assembly during deliberations. Every member shall have the right to vote and be voted for into any office or post of the organization during any election provided such member is, and has been active, and is a current financial member of the organization continuously for twelve calendar months (to be voted for) and at least three calendar months to vote.
4. Every member shall have access to all official documents of the organization. These include: bank accounts, record books, nominal register, address book, telephone listings, payment receipts, vouchers, finance records, and all classified material kept and maintained by the organization.

ARTICLE 11

AMENDMENT

- a. The organization shall have the power to amend this Constitution or the bylaws thereto provided no amendment shall be made except at the general assembly of the organization and then only by a majority consisting of not less than two-thirds (2/3) of those persons present and voting at the general assembly.
- b. Notice of the proposed amendment shall be given to the General Secretary two (2) months before the date of the next general meeting. The notice shall be in writing, shall contain a precise statement of amendment, and reason for it.
- c. Notice of the amendment shall be given to the members of the organization at least one month prior to the date of the meeting at which the proposed amendment is to be considered.

ARTICLE 12 - BYLAWS

INTERPRETATION

Any question as to the meaning of any section of this Constitution or the bylaws thereto shall be referred to the committee on Rules and Regulations, (Legal affairs) for interpretation. Simple majority vote shall be required to accept the interpretation as final.

BYLAW 1 DUTIES OF OFFICERS

12.1.A. DUTIES OF OFFICERS

a. The President shall:

- i. Preside at all meetings
- ii. Direct proceedings at all general meetings, including executive and attend all Board meetings.
- iii. Coordinate the functions of all his executive officers.
- iv. Execute all decisions reached at the general and executive meetings.
- v. Perform all other duties assigned to him by the general assembly.

b. The Vice-President shall:

- i. Perform all the functions of the President in the absence of the President.
- ii. Perform the functions assigned to him by the president.

c. The General Secretary shall:

- i. Take or cause to be taken and keep in the proper books provided for those purposes, all minutes of the meetings of the general assembly and executive committee.
- ii. Conduct such correspondence as may be required.
- iii. Prepare the order of business for meetings of all general and executive meetings with the approval of the President.
- iv. In the event of dismissal or resignation, he shall immediately hand over to the President or his Vice President, all records, files, and other property of the organization in his possession.
- v. Keep custody of all the organization's properties.

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- d. **The Deputy General Secretary shall:**
 - i. Act as the general secretary in the absence of the general secretary.
 - ii. Perform any other functions referred to him by the general secretary.

- e. **The Publicity secretary shall:**
 - i. Publicize all activities of the organization.
 - ii. Disseminate information about the organization.
 - iii. Perform any other function referred to him by the President.

- f. **Deputy PRO Shall:**
 - i. Perform the function of the publicity secretary in his absence.
 - ii. Performs any other function referred to him by the president.

- g. **The Finance Secretary shall:**
 - i. Collect all monies due to the organization and pay such monies to the Organization's Treasurer not later than three (3) days after collection.
 - ii. Ensure that proper accounts and records are kept and shall cause such books to be produced for inspection at periodic auditing.

- h. **The Treasurer shall**
 - i. Receive and promptly pay into the organization's account all monies received for, and on behalf of the organization.
 - ii. Pay or cause to be paid all authorized organization's expenditures.
 - iii. Inform the organization from time to time at the general meeting, state of its finances.
 - iv. Submit statements of account quarterly to the President or executive committee.

- i. **Provost/Parliamentarian**
 - i. Assist the President in maintaining order during meetings.
 - ii. Ensure members sign the attendance register when they arrive at house meetings.
 - iii. Shall assist in conducting and counting votes during house meetings.
 - iv. Shall work with the President to impose\collect fines when meeting violation occurs.

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- j. **The Legal Advisor shall:**
 - i. Advise the organization on all legal matters and arrange for legal defense of the organization when necessary. The legal advisor is appointed by the president and approved by the general assembly.

BYLAW 2 DISCIPLINE OF OFFICERS - PROCEEDING

12.2.A. DISCIPLINE OF OFFICERS – PROCEEDING

- a. The executive committee shall be solely responsible for all disciplinary action of the members. A motion to discipline an officer of the organization shall emanate from either the general assembly or the executive committee. Upon receiving such motion, the President shall invite a secondment to the motion; if seconded, the President shall then transfer the authority of the disciplinary proceedings to the executive committee, who shall deliberate on the motion and report its final resolution to the general assembly for approval.
- b. A simple majority of members present and voting shall affirm or reject the executive committee's recommendation.

12.2.B. VIOLATIONS

Disciplinary proceedings shall be instituted against any officer of the organization who:

- a. Violates or attempts to violate or incite any other person to violate any of the rules and regulations of the organization.
- b. Neglects his official duties in accordance with rule number 1 of the BYLAWS.
- c. Absents himself twice or more inexcusably from meetings.
- d. Publishes any article, or divulge information about the organization without prior approval of the executive committee.
- e. Behaves in a manner likely to cause a breach of peace, or act in a disorderly manner unbecoming of an officer.
- f. Intentionally and knowingly divulges false information to the organization relative to the official transaction of the organization's activity, whether such transaction falls within his official duties or not.
- g. Commits any act of cheating, forgery, shredding of official documents, or any acts of dishonesty or abuse of office, or uses undue influence to conduct any unauthorized business of the organization to his self interest, or otherwise improperly appropriates any opportunity, venture or enterprise that belongs to the organization.

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12.2.C. DISCIPLINARY ACTION

- a. The organization shall administer disciplinary measures against any officer for any violation of these BYLAWS. The severity of any penalty shall be commensurate with the violation.
- b. Disciplinary action taken may take the form of:
 - i. Suspension from the organization for a specific period of time
 - ii. Removal from office
 - iii. Barring from holding office
 - iv. Fines
 - v. Reprimand
- c. The executive committee shall have the power to decide on any of the disciplinary measures against any of its members as specified in sub-section above, and recommend their decision to the general house.
- d. Every officer shall have the right to a fair hearing in all matters that affect him/her.

BYLAW 3 COMMITTEES

12.3.A. THE EXECUTIVE COMMITTEE

- a. **The following shall be the functions of the Executive Committee:**
 - i. Comprehensive management of the organization;
 - ii. Initiate policies and programs for the consideration of the general assembly;
 - iii. Refer all matters on public acts to the general assembly;
 - iv. Act as an advisory body to the general assembly on policy matters;
 - v. Handle all incidental issues referred to it by the general assembly;
 - vi. Enforce the constitution in accordance with Rule number 1 of the bye-laws;
 - vii. Have powers to summon any member to appear before it at any time to testify in any matter under its jurisdiction.

12.3.B. THE FINANCE AND BUDGET COMMITTEE

- a. **The budget and finance committee shall;**
 - i. Prepare and submit budget to the executive for the consideration of the general assembly by the second quarter meeting of the year;
 - ii. Initiate all policies and regulations that are aimed at controlling the organization expense;
 - iii. Prepare and submit proposals for raising organization's funds for the consideration of the general assembly;

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- iv. Oversee the financial management of the organization,
- v. Forward all disburseable funds with receipts to the Treasurer for payment.

12.3.C. RULES AND REGULATIONS/LEGAL AFFAIRS

a. This committee shall be responsible for the interpretation of the organization's constitution and BYLAWS. Other functions include:

- i. Handle all legal matters of the organization.
- ii. Ensure that the organization's proceedings are within the purview of the constitution and BYLAWS.
- iii. Handle all constitutional amendment proposals and make final recommendations to the general assembly,
- iv. Interpret the organization's constitution conceptually and submit its ruling to the general assembly,
- v. Handle all other matters that may be referred to it by the President, or the general assembly as deemed necessary.

12.3.D. PUBLIC RELATIONS COMMITTEE

- a. The overall function of the Public Relations Committee is to promote the image of the organization.
- b. The committee shall also be responsible for:
 - i. Media exposure,
 - ii. Community, national, and international exposure;
 - iii. Publication of newsletters, brochures, articles, news and press conferences with the approval of the President and the general assembly,
 - iv. Handle all other assignments referred to it by the President, general assembly, or Publicity Secretary.

12.3.E. SOCIAL, CULTURAL AND EDUCATION

- a. The committee on social, cultural and education shall be responsible for all social and cultural activities of the organization;
- b. The Committee will also do the following:
 - i. Organize seminars, picnics, luncheons, parties, etc.;
 - ii. Act as a consulting body on all educational issues;
 - iii. Initiate policies and programs that would encourage Nigerians who are either studying for degrees or endeavoring to improve their skills;

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- iv. Handle all other assignments referred to it by the President or the general assembly.

12.3.F. WELFARE AND BENEFITS

- a. The Welfare and Benefits Committee shall handle all cases emanating from the welfare and benefit of a member.
- b. It shall also:
 - i. Prepare a list of job listings and distribute them amongst unemployed members of the organization;
 - ii. Ensure that members' benefits and entitlements are promptly paid;
 - iii. Establish criteria for paying benefits and entitlements to members;
 - iv. Handle all other matters referred to it by the President and general assembly.

12.3.G. ECONOMIC AND BUSINESS

12.3.H. The Economic and Business committee shall:

- a. Encourage the employment of Nigerians by Nigerian entrepreneurs;
- b. Utilize and promote Nigerian professional services in accounting, medicine, insurance, engineering, banking, etc.;
- c. Research on the best, fastest, and safest methods of achieving the economic goals of Nigeria;
- d. Locate potential sources of financial support, grants, and loans to Nigerians.

12.3.I. Exclusive Powers

- a. In pursuance of the foregoing, the president, or the general assembly shall be vested with exclusive powers to make modifications or adjustments where necessary pertaining to the functions of each committee. Each committee shall function independently in accordance with the setup guidelines of the general assembly.

BYLAW 4 EXECUTIVE POWERS OF THE PRESIDENT

EXECUTIVE POWERS OF THE PRESIDENT

- 12.4.A. Subject to the provisions of this constitution, the executive powers of this organization: Shall be vested on the president and may subject to the aforesaid and to all provisions of any rules and committee's recommendations, be exercised by him either directly, or through the Vice-President or his executive officers of the organization.

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- 12.4.B. The president shall be vested with powers to:
- a. Delegate any of his executive or specific powers to the vice-president.
 - b. Give final rulings on any controversial issues on the floor;
 - c. Authorize funds not exceeding \$500.00 to meet any incidental expenses and report same to the general assembly within 90 days.
 - d. Give assignments to all the committees of the organization when necessary;
 - e. Appoint an Ad-hoc committee and dissolve such committee upon the completion of its assignments;
 - f. Appoint a member to fill any vacant office of the organization subject to the approval of the General

BYLAW 5 DISCIPLINE OF MEMBERS

DISCIPLINE OF MEMBERS

- 12.5.A. The Executive Committee shall be vested with express powers to exercise disciplinary control over any member who violates or attempts to violate or incite any other person directly or indirectly to violate any rules or regulations, or to violet or breach any of the provisions of the organization's constitution.
- 12.5.B. **A violation of any of the following rules shall invoke disciplinary proceedings which shall result in disciplinary action if found guilty:**
- a. Physical abuse of any person, or any conduct which threatens or endangers the health or safety of any person.
 - b. Obstruction or disrupting any approved activities of the organization.
 - c. Acts of insubordination or failure to comply with organization's officials acting in the performance of duties, disobedience or negligence in carrying out lawful directions or resolution of the general assembly.
 - d. Knowingly or intentionally giving or assuming titles or names not recognized by the organization, giving wrong information to any person or unauthorized publicity of the organization.
 - e. Recurring incidents which are in violation of the organization's policies and/or other persistently irresponsible behavior that brings into question the member's intent to continue his membership of the organization.

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- 12.5.C. Disciplinary action to be imposed against officers of the organization shall be in accordance with rule number 12.2.B and 12.2.C of the BYLAWS.
- 12.5.D. In pursuance of the provisions of these BYLAWS, the following procedure shall apply to all disciplinary actions:
- a. A motion to discipline a member shall originate from the general assembly. Upon secondment of the motion, which shall be corroborated by an independent witness, the President shall then forward the motion with adoption to the executive committee for investigation.
 - b. Each offending member shall be given opportunity to defend against the charges on the basis of each charge(s) preferred against the member.
 - c. The Executive Committee shall submit its findings to the general assembly in accordance with 12.2.A and 12.2.C of the BYLAWS.

BYLAW 6 POLICY OBJECTIVES

POLICY OBJECTIVES

12.6.A. Powers of the general assembly:

- a. All resolutions of the general assembly shall be by simple majority of members present and casting votes; such resolutions shall bind the entire membership, provided a quorum was observed, and well constituted to validate the business of the general assembly.

12.6.B. Image of the Organization:

- a. The name of this organization or the names of any members in their official capacities or otherwise shall not be used to endorse or promote a commercial interest or in any partisan concern or for a purpose not genuinely related to the elevation of the objectives of the organization.

12.6.C. Organization's Net Earnings:

- a. No part of the net earnings of the organization shall be to the benefit of, or to be disbursed to its members, officers, or other private person, (non-member), except that the organization shall be authorized and empowered by the general assembly to pay reasonable compensation for services rendered.

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12.6.D. Representations

- a. The President, his/her vice president, or the general secretary shall represent the organization at any meeting of duly constituted union or organizations from which a cordial invitation is sent to the organization. Any expenses incurred during the trip shall be included in the items of the organization expenses. Valid receipts shall be submitted if necessary to validate payment. If the invitation is solely for donation toward fund-raising, the general assembly or the President shall approve a donation of \$100.00.

12.6.E. Appointment in Absentia:

- a. No appointment or nomination shall be made in the absence of the appointee or nominee. For a person to accept appointment or nomination, he/she shall be present at the time of appointment or nomination to state reasons why he or she should be considered for such appointment or nomination.

12.6.F. Criteria for Active Membership:

- a. An active member shall be defined as a member who pays all his financial obligations within a stipulated period of time.
- b. A member who fails to meet the his/her general financial meetings obligations within the second quarter of the year, or absents him/herself two consecutive times without excuse, from general meetings without excuse shall lose voting of the rights, and any other benefits closely associated with his/her membership.

12.6.G. PUBLIC ACTS:

- a. All policies of public acts by the president shall be approved by simple majority of members present and casting votes in the general assembly. If such public acts are to be executed prior to subsequent general meeting, the President shall summon emergency meetings to discuss the ramification of such public acts.
- b. For the purpose of the foregoing, public acts shall be defined as: an act of committing the entire membership or part of the organization to any of the community programs in the Dallas/fort worth metroplex or;
- c. Knowingly or intentionally making public statements or publishing any articles or propaganda intended to commit any member or the entire membership to any activities inconsistent with the achievement of the aims and objectives of the organization.

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- d. Relationships with other organizations: This organization shall extend its relationship to other organizations of identical purposes and objectives in other cities and states. No member(s) or officer(s) shall commit this organization to be amalgamated with any other organization unless by the consent of 2/3 (two-thirds) majority of the general assembly.
- e. Dissolution of the organization: Upon dissolution of this organization, after defraying or adequately providing for its debts and obligations, the remaining assets or cash shall be distributed or donated to one or more non-profit foundations, or organizations that have established their tax exempt status under section 501(c) 3 of the Internal Revenue Code.
- f. Arrest of a member: If a member is arrested and put in jail for an offense other than immigration case, the arrestee shall cause such information to be made to the President. The President shall summon an executive meeting to determine:
 - g. If such arrest will jeopardize the arrestee's job.
 - h. The nature of crime and its mitigating circumstances.
 - i. The interest of the organization in the case prior to releasing the member from jail, or taking any action that might not be inimical to the organization. If it is solely an immigration case, the organization's actions shall be automatic.

12.6.H. VOTING

- a. All propositions, decisions, and choices shall be by a majority vote of members of the organization present at the regular meetings. The vote shall be taken by secret ballot, by voice, by show of hands, by consent, or by other acceptable method.
- b. In order to vote, a member must be present at voting time. Voting by proxy shall not be allowed.

BYLAW 7 RULES AND REGULATIONS

RULES AND REGULATIONS

12.7.A. Rules of Conduct of Meetings:

- a. The proceeding of all organization's meetings shall be in English language.

12.7.B. Motions:

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- a. All majority decisions of the general assembly shall be preceded by motions.

- b. Motions shall be made in any of the following forms:**
 - i. A motion for the adjournment of the meeting
 - ii. A motion that any subject be referred to a committee of members of the organization or some other appropriate body.
 - iii. A motion proposing an amendment to some other motion.
 - iv. A motion to adopt minutes, reports, proposal, and recommendations.
 - v. A motion for any proposals.

- c. While making motions, the following rules shall be observed:**
 - i. A motion shall not be opened for discussion until it shall have been seconded.
 - ii. A motion may be withdrawn at any time at the request of the mover, and with the consent of the President.
 - iii. A member must confine his observations to the subject under discussion and may not introduce irrelevant matter thereto.
 - iv. No member shall be permitted to re-open any specific question upon which the meeting has come to a conclusion, except upon a motion for which due notice shall have been given.
 - v. A member desiring to speak shall put up his hand, sitting in his place and shall not rise to speak until he is called by the President.
 - vi. No member shall use offensive, insulting, or intemperate language about any other member of the organization during or after deliberation, or impute improper motive to such member.
 - vii. No member shall speak more than once on any topic, except the mover of a motion or amendment, who shall be permitted to wind-up after the subject of such motion or amendment has been debated, provided that a member who has spoken on a subject may again be heard at the discretion of the President to offer explanation on some material part of his speech, which has been misunderstood.
 - viii. Any member whose conduct is disorderly at any meeting, or who refuses to withdraw an offensive or insulting language after he has been told by the President to do so, may be asked to leave the meeting.

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- d. The President shall be entitled at his discretion to dispense with the requirement to give notice of motion in any case where it is necessary for reasons of urgency to do so.

- e. **Raising a Point of Order:**
 - i. Any member deviating from the provisions of these rules may be immediately called to order by the President, or by a member raising a point of order. A member raising a point of order shall simply direct attention to the point of order he desires to bring to notice and submit it to the President for decision.
 - ii. When the question or order has been stated, the member who raises it shall resume his seat, and no other member except with the leave of the President shall rise until the President has decided the question, after which the member who was addressing the general assembly at the time the question was raised shall be entitled to proceed with his speech giving effect to the ruling from the President.

BYLAW 8 BOARD OF DIRECTORS

12.8A. MEMBERSHIP:

- a. Only active members of the organization can be appointed to the board of Directors.
- b. An outgoing president of the organization shall become an automatic member of the Board at the end of his natural term for a term of one year.

12.8B. CREATION/COMPOSTION

The organization shall have a Board of Directors with a maximum membership of 15, plus the sitting president.

It will be as follows:

- a. Fourteen members appointed by the President and approved by the general assembly.
- b. Immediate past president of ONN at the expiration of his natural term of office, who shall serve for a one-year term.
- c. The sitting president
- d. The Board shall elect its officers.

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12.8A. FUNCTIONS OF THE BOARD OF DIRECTORS

- a. To set broad policy guidelines for the organization and advise the Executive Council.
- b. To provide broad policy guidelines for the organization.
- c. To exercise all functions provided for in this constitution and BYLAWS of the board of directors.

12.8B. TERM/TENURE OF OFFICE

- a. Each member shall serve for a 3- year term and may be eligible for reappointment
- b. Board member shall hold office for an initial term of three years and may be eligible for reappointment.
- c. The president of ONN shall serve for the currency of his term as president.

12.8C. RESIGNATIONS FROM THE BOARD

A board member shall resign his membership from the board in writing to the Chairman or Secretary to the Board three months prior to the effective date of resignation.

12.8D. VACANCIES

If a vacancy occurs, the President of ONN shall nominate a replacement, subject to the approval of the General meeting. Such a member shall serve for the unexpired term of the vacating member.

Vacancy in the board shall be filled by the president of the organization as prescribed in the bye laws of Board of Directors.

12.8E. REMOVALS OF BOARD MEMBERS

A member shall be removed if:

- a. he was unqualified at the time of appointment in accordance with Section 3 (supra);
- b. he is unable or unfit to discharge his duties for a substantial part of his term;
- c. he is delinquent, that is, absent from three consecutive meetings of the board except for good cause shown;
- d. he engages in conduct that brings the organization and the board into disrepute or is in violation of BYLAWS of the ONN.

12.8F. REMOVAL OF CHAIRMAN OF THE BOARD

- a. A motion to remove the Chairman of the Board shall originate from a board member pursuant to Section 12.8E above. Upon second support, the

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Chairman or member acting in that capacity shall declare the motion open for discussion. A vote of a simple majority of members present and voting shall be required to remove the Chairman.

- b. Upon removal of the Chairman of the Board, the Vice Chairman shall act in his capacity until such a time that a new Chairman is elected by the board.

12.8G. REMOVAL OF OFFICERS AND DISSOLUTION OF THE BOARD

- a. Officers of the Board shall be removed from office pursuant to Section 12.8E, by a simple majority of the members of the board present and voting.
- b. If a member of the General House has any grievance against the entire Board of Directors for any reason, he should file complaint(s) with the Secretariat or the President in writing. A committee should be formed to investigate the complaint(s).
- c. If the allegation is found to be true or the Board has committed gross negligence and/or is incompetent, a motion for dissolution of the Board shall originate from a member of the General Assembly. Upon second support, the President shall declare the motion open for discussion. A vote of a two third majority of members present and voting shall be required for the dissolution of the Board.

12.8H. VOTING

- a. The Board shall vote in accordance with the voting procedures prescribed in the ONN's BYLAWS.
- b. All decisions of the Board shall be by simple majority of members present and voting.

12.8I. MORE VOTING RULES

Voting may also be conducted in any of the following methods:

- a. Vote by proxy: Board members may vote by proxy on matters deemed by the chairman as substantially significant and important enough to deserve the input of every board member.
- b. Voice vote.
- c. Affirmation by show of hands.

12.8J. MEETINGS

- a. Regular Board meetings
- b. The Board shall meet on the third weekend bi-monthly. .
- c. The secretary to the Board shall send notice and agenda of every meeting fifteen (15) days prior to a meeting.

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- d. Emergency meeting shall be summoned by the chairman as at when necessary.

BYLAW 9 EXECUTIVE ARM OF THE BOARD OF DIRECTORS

EXECUTIVE ARM OF THE BOARD OF DIRECTORS

12.9A. OFFICERS

The executive arm of the Board of Directors shall be:

- a. Chairman,
- b. Vice Chairman, and
- c. Secretary.

12.9B. FUNCTIONS OF THE EXECUTIVE ARM OF THE BOARD

The Executive body of the Board shall:

- a. convene all Board meetings, including emergency meetings;
- b. prepare agenda for all board meetings;
- c. manage all Board affairs; and
- d. Propose guidelines for daily operation of the board.

12.9C. RESPONSIBILITIES OF THE CHAIRMAN OF THE BOARD

The Chairman of the Board shall:

- a. preside over all Board meetings;
- b. Represent the Board at various occasions.

12.9D. RESPONSIBILITIES OF THE VICE CHAIRMAN OF THE BOARD

In the absence of the Chairman, the Vice Chairman shall act in his stead with the power to exercise all rights and privileges appurtenant thereto in any Board meeting.

12.9E. RESPONSIBILITIES OF THE SECRETARY OF THE BOARD

The Board Secretary shall:

- a. take minutes of the regular and emergency Board meetings;
- b. Send notice and agenda of every meeting at least fifteen (15) days prior to the meeting.

12.10E. Special Powers:

The board of Directors shall intervene in case of crisis in the Executive and the General Assembly.

ORGANIZATIONAL CHART

Section 1 GENERAL ASSEMBLY

All powers and privileges bestowed upon the ONN under the laws of the State of Texas, and all powers and privileges arising there from is reserved to the General Assembly of ONN, except to the extent that such power(s) is delegated to its organs under its constitution or by the law of Texas and United States of American.

Revised on _____

Executive President

General Secretary

Board Chairman

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