

***THE UNITED IRANIAN-AMERICAN
SOCIETY of OKLAHOMA
CONSTITUTION***

Article I. Preamble

We, the members of the United Iranian-American Society of Oklahoma, adopt this constitution and abide by its provisions in promoting the Iranian culture in Oklahoma and serving as a resource center and a representative for the welfare of Iranian community in Oklahoma. Furthermore this society shall be considered a non-religious, non-political, and non-profit entity.

Article II. Name

The name shall be the United Iranian-American Society of Oklahoma (UIASO), registered as a non-religious, non-political and non-profit organization.

Article III. Mission

The mission of UIASO shall be to foster the spirit of unity among Iranians of all faiths and ethnicities, to promote the Iranian culture, to represent Iranian community at the local, state, and national level and to enhance the quality of life for men, women and children across the State of Oklahoma.

Article IV. Goals

Goal 1: Nurture and facilitate effective communication, better understanding, and cooperation among the Iranian community in Oklahoma.

Goal 2: Help the Iranian community identify and address the issues affecting their everyday lives.

- Goal 3:** Serve as an Iranian cultural and educational resource center to facilitate cultural and personal growth of Oklahomans.
- Goal 4:** Encourage and support the cultural activities of the Iranian community in Oklahoma to foster better community relations.
- Goal 5:** Facilitate the needs of Iranian-American senior citizens in Oklahoma.
- Goal 6:** Promote educational and professional growth in youth with Iranian heritage to create future community leaders.
- Goal 7:** Encourage and support Iranian-Americans to take a proactive role in civic organizations through involvement at all levels.
- Goal 8:** Advocate the recognition of the Iranian culture as part of America's mainstream culture.
- Goal 9:** Coordinate activities with national Iranian-American organizations with similar mission.
- Goal 10:** Provide outreach through community service to all Oklahomans.
- Goal 11:** Encourage and strengthen the leadership roles of Iranian-American women by promoting women's involvement and participation in the Iranian-American community and beyond.

Article V. Structure

1 General Council

1.1 Composition

- 1.1.1 Consists of the members representing the demography of the Iranian-American community of Oklahoma. The number of the council members shall be no less than seven (7) and no more than fifteen (15). Each of the following groups shall be represented: Business owners, Professionals, Academicians, Youth, Senior Citizens and Women.
- 1.1.2 A council member cannot represent more than one group on the Council.

1.1.3 A council member representing a group shall remain on the Council for three (3) years until the nominating organization replaces him or her.

1.1.4 Election of Council members: Council members will be divided into 3 groups of A, B and C and each year one of the groups will be up for election. Each member will be elected for a term of three (3) years except the initial Council members who will be appointed and serve as follows:

1.1.4.1 Group A: 1/3 of the members will be appointed for an initial term of one (1) year

1.1.4.2 Group B: 1/3 of the members will be appointed for an initial term of two (2) years

1.1.4.3 Group C: 1/3 of the members will be appointed for an initial term of three (3) years

1.1.5 All council members must be U.S. citizens.

1.1.6 Each Council member shall serve on a volunteer basis.

1.1.7 Advisory Group: The General Council by a majority vote shall award advisory status to individuals who are respected as professionals, community leaders, and resource people.

1.1.8 Except as otherwise stated in these Articles, Council members shall be elected by the membership of the UIASO.

1.2 Function

1.2.1 The General Council shall be the ultimate policy-making and ruling body of UIASO.

1.2.2 All ordinary resolutions shall be adopted by a simple majority of the voting council members present.

1.2.3 In dealing with special resolutions, those relating to constitutional amendments or the dissolution of the (UIASO), a two-third (2/3) majority of all the council members shall be required for adoption. Notice of Special Resolutions must be submitted to the Secretary of the Executive Board at least two weeks in advance of the General Council meeting. The Secretary shall distribute the proposed Special Resolution to all the council members at least seven days before the date of the General Council meeting.

1.2.4 Special resolutions can only be submitted through General Council members. Resolutions can originate from General Council and/or UIASO membership.

1.3 Meetings

1.3.1 The General Council shall meet at least once every three months.

1.3.2 A Special Meeting of the General Council may be called at the request of at least one-quarter of the council members.

1.3.3 It shall be the responsibility of the Secretary of the Executive Board to call meetings of the General Council and he/she shall give the council members at least two weeks advance notice of the meeting except for a Special Meeting in which two working days of advance notice shall be required.

1.3.4 The quorum for General Council meeting shall be half of the number of the appointed council members plus one.

1.4 Removal of Council Members

1.4.1 A Council member can be dismissed from the Council based on the following grounds if deemed appropriate by the General Council:

1.4.1.1 He/she has been absent from three out of four consecutive regular meetings.

- 1.4.1.2 He/she has failed to comply with any of the stated articles in this Bylaw.
- 1.4.1.3 He/she has taken any actions based on his/her conflict of interest.
- 1.4.1.4 He/she has engaged in unethical behavior or has taken such actions or made such statements which, in the opinion of the Council, adversely affect the mission of the UIASO.
- 1.4.1.5 Removal of a Council member is a Special Resolution and therefore it will require 2/3 majority vote of all council members.

2 Executive Board

2.1 Composition

- 2.1.1 The Executive Board shall consist of five members elected from the council members through nominations and confirmed by a simple majority vote by the General Council.
- 2.1.2 The Executive Board shall consist of an Executive Director, a Vice-Executive Director, a Treasurer, a Secretary, and one Member-At-Large.
- 2.1.3 Executive Board members may serve a maximum of three consecutive two-year terms.
- 2.1.4 Each Executive Board members shall serve on a volunteer basis.
- 2.1.5 In case of a vacancy in the membership of the Executive Board, Article 2.1.1 shall be invoked.

2.2 Function

- 2.2.1 The Executive Board shall be empowered by the General Council to represent UIASO in all matters.
- 2.2.2 Executive Director-acting as Chief Executive Officer, shall serve as a liaison between the Executive Board and

the General Council, oversee the operations, execute its decisions, preside over the General Council meetings, and serve as the official spokesperson on behalf of the UIASO.

- 2.2.3 Vice-Executive Director shall assist the Executive Director in his/her duties and act as Executive Director in his or her absence.
- 2.2.4 The Treasurer shall keep accounts of the UIASO and be responsible for the management of the financial affairs of the UIASO. He/she shall provide accounts for audit at least once a year and shall produce regular reports of financial affairs of the UIASO for the information of its members.
- 2.2.5 The Secretary shall be responsible for conveying notices of meetings and keeping records and minutes of the General Council meetings.
- 2.2.6 The Executive Board shall have the power to appoint Task Forces to serve at the discretion of the Executive Board on areas such as education, public relation, community service, and others as needed.

2.3 Meetings

- 2.3.1 The Executive Board shall meet at least once every month.
- 2.3.2 The quorum for Executive Board meetings shall be three members.

Article VI. Membership

1 Types of Membership

- 1.1 Full Membership: Shall be open to all Oklahomans with Iranian heritage (including marriage and adoption) who lawfully live in the State of Oklahoma and adhere to this Constitution. Full members who have been a member of good standing for at least six consecutive months shall have the right to vote for the General Council.

- 1.2 Associate Membership: Shall be open to Oklahomans of non-Iranian heritage who lawfully live in the State of Oklahoma who can constructively serve the Iranian community. They shall not have the right to vote for the General Council.
- 2 Approval of New Membership: The General Council shall approve membership of the new members by a two-third (2/3) majority vote.
- 3 Membership Dues: The General Council shall determine the fees for Full and Associate membership by a majority vote.
- 4 A member who has paid all the required dues and adheres to and abides by this constitution shall be considered as a member of good standing.

Article VII. Legal Status

The UIASO, registered as a nonreligious, nonpolitical, and nonprofit organization under Section 501 (c)(3) of the Federal Tax Code, shall engage in and promote those activities that are supported by the Constitution of the United States and are within the framework of the laws of the United States and the State of Oklahoma.

Article VIII. Finances

All financial transactions of the UIASO shall be consistent with the laws of the United States and the State of Oklahoma.

Article IX. Relationship with Other Organizations

The UIASO shall seek relationships of goodwill and mutual respect with other organizations of similar missions.

Article X. Amendments

- 1 A member of the General Council may propose in writing an amendment to the constitution, provided that the petition contains the signatures of at least one quarter (1/4) of the Council Members. The General Council shall appoint a committee for reviewing the proposal and forwarding its recommendations.

Adoption and incorporation of the proposal shall require a two-third (2/3) majority vote of all the general council members.

- 2 The Preamble is not subject to amendments.
- 3 The interpretation of any of the provisions of this constitution rests with the General Council.

Article XI. Dissolution

In the event of adoption of Special Resolution to dissolve the UIASO by the General Council, the Executive Board shall pay all debts and liabilities and shall distribute any surplus funds among nonpolitical and nonreligious charities promoting the Iranian culture.