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Signature

Name Bishnu Prasad Neupane

Date: Nov 4, 2010

Certificate Number: Notary Public: 862

Date of Expiry: July 24, 2014 A.D.

Seal of the Notary Public



Coat of Arms of
Nepal

The Approved Constitution as per the decision
of District Administration Office Kathmandu
on 2063/10/18(February 1, 2007)

Sd.

Kedar Prasad Ghimire

Administrative Officer

Constitution of
Operational Research Society of Nepal
2063(2007)

Preamble:

The study and research plays a vital role for progressive development of any country. Because if the identification of any problem and its resolution is made through study and research, it shall be sustainable and reliable. This is a baseline of human development. In Nepalese context, since the operational research plays a vital role utilizing the available means and sources for making sustainable development, the necessity of study and research is felt. In sum, utilization of operational research guidelines for solving and adjusting the problems in social, business, managerial, industrial, mechanical and complicated problems of human being. In fact, operational research is a scientific system which helps to make solid efforts for solving the problems pointing various aspects of the society in the position of maximum benefit and minimum risk from the available limited sources.

In Nepal, there are many problems to be solved by small efforts due to lack of human willpower and not only the lack of sources and means. If identifying the basic aspects of the problems through operational research and seeking the solution of problem seen in the industrial,

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commercial, social, managerial sector of the country, there shall be seen a prosperous picture of Nepal before us. The necessity of the Operational Research Society of Nepal is felt, for the purpose of solid efforts to some extent in this regard.

The development of operational research is required to be made for contribution in the sector of study and research in the proper development of the country. This constitution is framed for the objective of providing services in different sector through operational research, developing it as common place of experts, informing in regard to operational research in accordance with the experience and study gained in different country.

Chapter-1

Preliminary

1. The name of the Organization:

The name of the Organization will be "Operational Research Society of Nepal" In abbreviated form, the name of the Organization will be ORSN.

2. Address of the Organization

The Central Office of the organization shall be situated at Kathmandu District Kathmandu Municipality House No. 368/15, Prayag Marg, New Baneshwor.

3. Commencement

This Constitution shall come into effect from the date of registration of this organization.

4. Working Areas:

Specified place of Kathmandu District. The branch of the organization and programme may be expanded all over the Nepal by obtaining approval of concerned local authority as per the necessity.

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5. Affiliation

This organization may be affiliated with the legally recognized body.

6. To be as per Prevailing laws

The provision mentioned in this constitution shall be subject to Organization Registration Act 2034 and prevailing Nepalese Law. This organization shall accomplish its activities remaining within the periphery of policy and directives of government of Nepal.

7. Existence of the organization

This organisation shall be an organised, autonomous, Academic, non-political and non-governmental social organisation having perpetual succession.

8. The organization to be like an individual

The organization may file a complaint in its own name and a complaint may be filed against the organization.

9. Seal and Emblem of the Organisation:

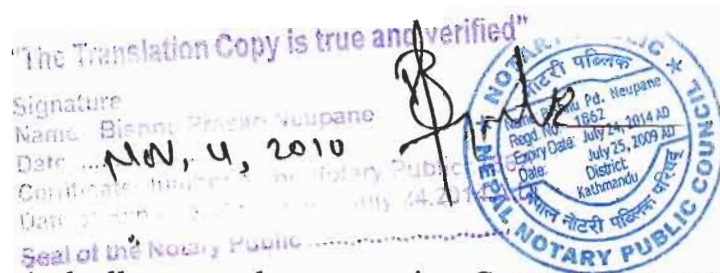
This Organisation shall have own separate seal and emblem not having contrary to the prevalent provisions. The sample of the same has been prescribed in Schedule-1.

Chapter-2

10. Definition:

Unless the subject or context otherwise required, in this Constitution;

- a) 'Organization' shall mean Operational Research Society of Nepal established under this constitution.



- b) 'Committee' shall mean the executive Committee constituted under article 18 of the constitution.
- c) 'Rule, bye laws' shall mean the rule, bye-laws framed under constitution.
- d) 'Member' shall mean a member of the organization who has obtained membership under article 14 of this constitution. This word shall denote the office bearer as well.
- e) 'Chairman' shall mean the Chairman of board of director. The word shall denote the person to work as a chairman in absence of chairman.
- f) 'Local Authority' shall mean the Chief District Officer.
- g) 'Prescribed or as prescribed' shall mean to prescribe or as prescribed by the rules, bylaws framed under the constitution.
- h) 'General Meeting' shall mean the general meeting constituted under article 16 of this constitution.
- i) 'Director' shall mean office bearer and members elected under article 18 of this constitution.

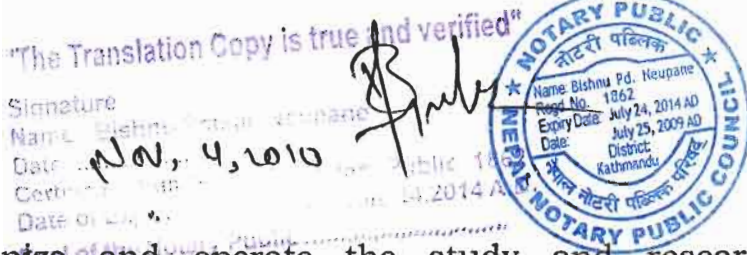
Chapter-3

Objectives

11. Objectives of the Organization

Subject to the prevailing law and policy and directives of the government of Nepal, programme to be implemented in coordination with concerned body, the organization shall have following objectives:

1. To make advocacy and provide orientation regarding importance and necessity of operational research in different sectors in Nepal.
2. To collect and publish the materials relating to operational research for making the operational research systematic and effective.



3. To organize and operate the study and research, training, discussion, seminar and workshop in national and international level for promoting competency of person involved in the area of operational research.
4. To provide the consultancy services of operational research to institutions working in the concerned area of different sectors such as education, management, industry, business.
5. To make significant contribution in development of operational research in Nepal by maintaining coordination and network with different national and international institution.
6. This organization shall be non-profit making, public welfare, and social institution.

Chapter- 4

Membership

12. Qualification of Member

1. Must be master degree in any discipline from recognized university and also involve in studying, teaching, research and consultancy in the area of operational research.
2. Not convicted by the court on morally turpitude criminal offence.
3. Not having mental disorder.
4. Not convicted on charge of misuse of amount of any organization.
5. Not disqualified by any law
6. There shall not be any discrimination to obtain the membership of the organization on the basis of race, caste, religion, sex and political views.

13. Disqualification of member

1. Mentally retarded.
2. Convicted on charge of misuse of amount of any organization.

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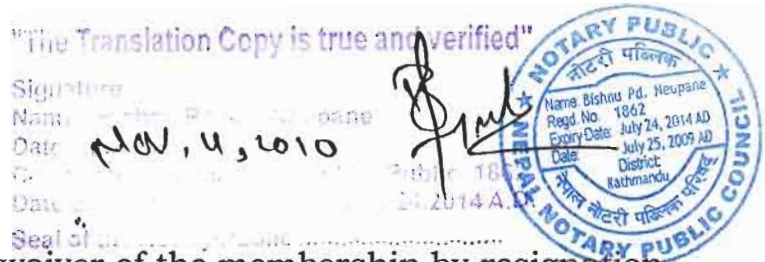
3. Convicted by the court on morally turpitude criminal offence
4. Disqualified by any law
5. Non-Nepalese Citizen

14. a. Classification of Membership:

1. **Founder/Patron Member:** Office bearers signing on this constitution during registration of the organisation shall be the founder member. Founder member shall be the life member by submitting the fee as per constitution.
2. **Life Member:** The Executive committee shall grant membership to the person providing Rs. 10,000(Ten Thousand) to the organization.
3. **Ordinary Membership:** The Executive committee shall grant to the applicant having collected Rs. 500(Five Hundred). The Annual renewal fee for ordinary member shall be of Rs. 500(Five Hundred). Ordinary Membership shall be renewed every year by the end of Ashad(Mid July).
4. **Honorary Member:** Honorary membership of the organisation may be provided to the person providing special contribution to the organization.
5. **Institutional Member:** Institutional Membership may be provided to other institutions contributing in the sector of Operational Research, if desired. Permanent institutional membership shall be provided by the decision of executive committee to the institution providing One hundred thousand rupees to this organization. Likewise, ordinary institutional membership shall be provided by the decision of executive committee to the institution providing Rs 10,000 (ten thousand rupees) to this organization annually.

15. Termination of the Membership:

1. In case of mental disorder is proved.



2. In case of waiver of the membership by resignation
3. If failure to renew within prescribed period
4. Not qualified as per constitution
5. In case of Death

Chapter -5

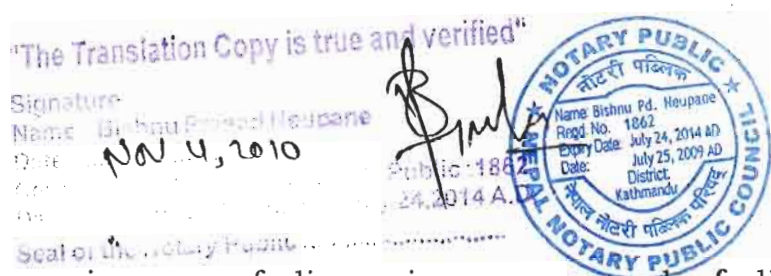
General Meeting, Executive Committee and Other Committee

16. a. Procedure of Composition of the General Meeting:

1. The meeting of the all member of the organization shall be called general meeting.
2. The General Meeting will be regarded as an apex body meeting of the Organization.

16. b. General Meeting

- 1) The General Meeting will be held generally once in a year.
- 2) The General Secretary shall convene the general meeting in the date, time and place fixed by the chairman.
- 3) If the members representing one third of the total number of members feel necessary to have immediate general meeting and notice the chairman in written form, the chairman shall convene the general meeting within 15 days from receipt of such notice.
- 4) The notice of the meeting of the annual general meeting shall be dispatched to members at least 15 days in advance.
- 5) Proceeding of the General Meeting shall not take place unless 51 % of the members are present in the meeting. In case the meeting is convened again because of lack of quorum, the 25% members present in the meeting shall form a quorum.



However, in case of discussion on removal of director or meeting convened to present special resolution, 66% members must be present.

- 6) The decision of the general meeting shall be made as per the majority vote of the general meeting.
- 7) Generally the chairman shall not cast deciding vote. In case of tie, the chairman shall cast decisive vote.

17. Functions, Duties and Powers of the General Meeting:

The Functions, Duties and Powers of the General Meeting shall be as follows:

- a) To cause to frame and implement the policy and directives.
- b) To constitute executive committee by election process for operation of the organization.
- c) To decide having discussion on annual report and audit report presented by executive committee.
- d) To approve annual and periodical programme and plan as per the objectives of organization.
- e) To approve annual budget.
- f) To appoint auditor and settle the accounts.
- g) To prepare working policy of the organization
- h) To issue necessary directive to executive committee.

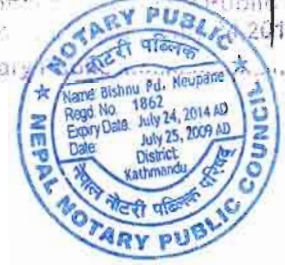
18. Composition of the Executive Committee:

1. An Executive Committee will be constituted comprising with the following office-bearers and members for operation of the functions of organization.

Chairperson: * One person
Vice-Chairperson: One person
General Secretary: One person
Secretary One person
Treasurer: One person
Members: Six persons
Total Eleven

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2. Directors shall be elected from the general meeting.
3. The tenure of the directors shall be of two years.
4. In case of vacancy of the post of the director because of resignation or any other reason, the vacant post shall be fulfilled by the executive committee till the next general meeting.
5. A person should be a life member of this organization for being a candidate of the executive committee.
6. A person worked continuously at least four year in the executive committee of this organization can only be the candidate of chairman. The immediate past chairman of the executive committee shall be the member of the executive committee for the subsequent tenure.
7. Founder chairman shall be the honorary chairman of the organization.

19. Functions, Duties and Powers of the Executive Committee:

1. The powers, functions and duties of the Executive Committee will be as follows:
 - a. To appoint necessary employee and advisor and determine their terms of services and remuneration.

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- b. To formulate and cause to formulate the policy and programmes approved by the general meeting and present in the general meeting.
 - c. To formulate and cause to formulate periodical and annual programs of the organisation and present in the General meeting.
 - d. To prepare annual budget of the organization.
 - e. To conduct other functions for achieving the objective of the organization.
2. Executive committee if deems necessary may delegate all or some power of it to chairman, vice chairman or director. Provided that this power delegation shall be passed from the majority members of the executive committee.

20 Meeting of the executive committee

1. The meeting of the executive committee shall be held at the date, time and place fixed by the chairman.
2. The meeting of the Executive Committee shall be held as per necessity.
3. The quorum of the meeting of the executive committee shall be of 51%. The decision of the majority in the meeting of the Executive Committee will be binding.
4. If the majority members requests, the chairman shall convene the meeting with in 15 days from the date of demand.
5. Executive Committee may invite any national or foreign expert or any other distinguished person in the meeting.
6. Other procedure regarding the meeting shall be as prescribed by executive committee.
7. In case the member of the executive committee remains absent in the meeting of executive committee continuously for three times

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with out any notice, the executive committee if deems necessary may remove such members from the post.

21. Other Committees:

There shall be a Secretariat committee with five members for operation of daily office. In which chairman, vice chairman, general secretary and treasurer shall be ex-officio member. In case of remaining one member, the chairman of the executive committee shall nominate any member of executive committee. This Secretariat Committee may appoint employee as per necessity for operation of office. In case of other committee, subject to the constitution, the executive committee may constitute other sub committee as per necessity. The decisions taken by this committee shall be ratified by the executive committee.

Chapter - 6

Functions, Duties and Powers of the Office bearers:

22. Functions, duties and Powers of the Office bearers:

Functions, Duties and Powers of the office bearers of the Executive Committee will be as following:

1. Functions, Duties and Powers of the Chairperson:

- a. To preside over the meetings of the General Assembly and Executive Committee.
- b. To monitor and control the function and activities of the organization
- c. To exercise decisive vote in case of tie in the Meetings.
- d. To direct the office bearer and employee of the organization.
- e. To make agreements on behalf of ORSN and other institutions for operation of the projects. And to provide directives and policy for operation of the projects.

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- f. To represent the Organisation and to appoint its representative
- g. To do other casual functions.

2. Functions, Duties and Powers of the Vice-chairperson:

- a. To fulfil the responsibility given by the Chairperson and fixed by executive committee.
- b. To carry out all the functions of the Chairperson in his/her absence.

3. Functions, Duties and Powers of the General Secretary:

- a. To call the meeting of the executive committee and assembly in consultation with the chairman.
- b. To prepare the agenda of general meeting and executive committee.
- c. To keep the records and minute of the organisation in a secured manner.
- d. To implement the decision of general meeting and executive committee.
- e. To implement the approved programs

4. Functions, Duties and Powers of the Secretary:

- a. To fulfil the responsibility given by the Chairperson and fixed by executive committee.
- b. To carry out the functions of the General Secretary in his/her absence.

5. Functions, Duties and Powers of the Treasurer:

- a. To monitor and control the fund, property and accounts of the organization.

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- b. To prepare and cause to prepare the budget of the organization and to have the income and expenditure audited.
- c. To prepare the statement of income and expenditure and get it audited.

6. Resignation

The resignation tendered by the chairman through the vice chairman and other officer bearer and directors and members through chairman may be approved by the decision of the executive committee.

Chapter- 7

Financial Management

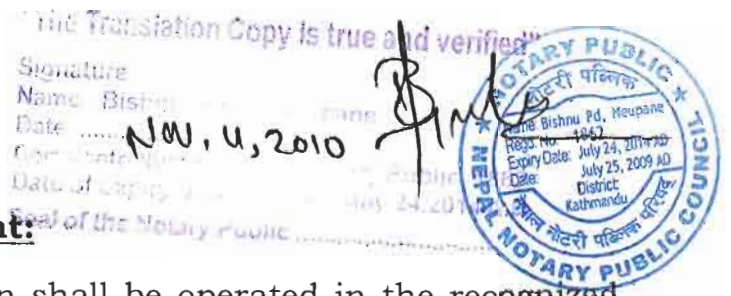
23. Fund of the Organisation:

There shall be a separate fund of the organisation and the account of the same shall be maintained updated as per the format of the prevailing law.

24. Financial Sources

The financial Sources of the organization shall be as follows.

- a. Membership Entrance and Renewal Fee
- b. Amounts received as grant assistance or donations from any person or organization and amount of loan or cash or goods, and donation obtained from the Government of Nepal.
- c. Foreign grants and assistances shall be obtained with the prior approval from the government of Nepal.
- d. Consultancy and other services fee



25. Operation of the Bank Account:

The accounts of the organisation shall be operated in the recognized local bank by the joint signature of two out of Chairperson or General Secretary, any one, and treasurer (mandatory).

26. Audit:

An annual audit will be carried out by a recognised auditor from the government of Nepal within one month from the date of expiry of every financial year. The Report will be submitted to the concerned body.

Chapter 8

Miscellaneous

27. Provision relating to Election

- a. Conduct election of executive committee within six months from the date of registration of organization and notify to local authority.
- b. For the purpose of election, the Executive Committee shall constitute an Election Committee.
- c. Election Committee shall determine the election procedure on its own.
- d. In case of election, the decision of the Election Committee will be final.
- e. The Election Committee will automatically be dissolved after completion of election.
- f. Fulfilment of vacant post shall be made for remaining period.

28. No-confidence Motion:

The resolution of no-confidence motion may be submitted in the General meeting against any office bearer or director, in case of one fourth member of general meeting presents written resolution before general meeting. The concerned office bearer or director shall

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be provided reasonable opportunity for submission of clarification by providing seven days period. In case the resolution is passed by the two-third vote of total member of general meeting, the person purposed shall be terminated from his post. A fresh no-confidence motion cannot be moved again until a period of 6 months has lapsed since the election of the concerned official or the failure of the no-confidence motion before. Re-election shall be made in case of termination from the post. The vacant post shall be fulfilled by the process of election for the remaining period.

29. Amendment in Constitution:

If amendment on any section(s) or sub-section(s) of this Constitution as per the Institution Registration Act, 2034 is required, such amendment proposal has to be submitted before Executive Committee by any office-bearers, director or member of general meeting; and if the Executive Committee seconded the proposal such proposal will be submitted before General meeting. If the Constitution amendment proposal is passed by the 2/3 (two- third) majority of total members of the General meeting, such amendment in the provisions of the Constitution will take effect only after the approval of concerned Local Authority.

30 Rule formulation:

Subject to the Constitution and Rules made there under, the Executive Committee may, having completion of process of law, formulate bylaws for implementation of objective as per this constitution. Rules so framed shall come into force after approval from the local authority.

31. Redundancy

In case anything contained in this Constitution is inconsistent to prevailing laws, that shall be void to the extent of such inconsistency.



32. Interpretation:

The Executive Committee will have the power to interpret this Constitution.

33. Secrecy not to be breached:

No office bearer or director shall engage in any activity detrimental to the interest of the organisation and breach the confidentiality of information. The office bearers of the Executive Committee and director and the members of the General meeting shall not use any unsophisticated and vulgar words during meetings or General Assembly meeting.

34. Compliance of the Directives:

It shall be the duty of the organisation to comply with the directions given by the Local Authority from time to time.

35. Dissolution of the Organisation:

In case of dissolution of the organization because of failure to operate its activities or other reason, total assets will belong to the Government of Nepal.

36. In case there is any adverse effect because of activities of organization to Nepal and any foreign country, international institutions or any activities against the policy of foreign affairs of Nepal or against the integrity, sovereignty, independency and peace of Nepal, the organization shall be dissolved immediately.

Schedule 1

Seal and emblem of this organisation is as follows.

(Seal of Operational Research Society of Nepal)