

Constitution of RPO Foundation

A Non-Governmental, Voluntary, Non-Profit Organization



Rising Popular Optional
Foundation

English Version

Rising Popular Optional Foundation

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Preamble

This Constitution sets forth the objectives, governance structure, membership rules, operational guidelines, and administrative processes of the Rising Popular Optional Foundation (RPO Foundation), a non-governmental, voluntary, and nonprofit organization established to contribute to human development, social justice, and community resilience in Bangladesh.

Article 1: Name and Logo

The name of the organization shall be **Rising Popular Optional Foundation (RPO Foundation)**. The logo of the organization shall be used in all official documents and representations.



Article 2: Address of the organization

The registered office of the organization shall be located at: **263/1, Sher-A-Bangla Road, Khulna, Bangladesh**

Article 3: Area of Operation

The organization shall initially operate within the Khulna District. With the approval of the appropriate registration authority, its activities may be expanded across the entire territory of Bangladesh.

3.1 The headquarters of the organization may be relocated to any convenient location for the benefit of operations, with due notification to the registration authority.

3.2 Branch offices may be established anywhere within the approved operational areas. The Executive Committee shall appoint necessary personnel to manage branch offices and must notify the registration authority accordingly.

Article 4: Nature of the Organization

The RPO Foundation is a voluntary, nonprofit, humanitarian, and social development organization.

Article 5: Goals and Objectives

The organization is a fully non-political, non-communal, nonprofit, voluntary entity that works toward the development of mutual solidarity among the general public, whether educated, semi-educated, or highly educated, especially those who are socially and culturally conscious. Through this solidarity, the organization aims to

extend humanitarian assistance and improve the social conditions of the poor, distressed, and vulnerable populations.

The organization aims to:

1. Promote the development of women, children, and youth through inclusive programs.
2. Implement climate change response programs, including support for communities affected by disasters like Cyclone Sidr and Aila.
3. Provide relief, winter clothing, and rehabilitation for distressed populations, including training programs for self-reliance.
4. Conduct legal awareness workshops focusing on issues like violence against women, early marriage, dowry, and trafficking.
5. Campaign against gender-based violence, child marriage, and dowry.
6. Raise public awareness about population control and family planning benefits.
7. Conduct training and capacity-building in tailoring, handicrafts, ICT, solar energy, sanitation, livestock, aquaculture, horticulture, and vocational education, especially for marginalized groups and persons with disabilities.
8. Provide maternal and child health services, safe drinking water, sanitation, and awareness on HIV/AIDS and public health.
9. Raise awareness and support rehabilitation for individuals affected by addiction and chronic diseases.
10. Establish and support education for street and working children, adult literacy, and elderly care.
11. Observe national and international days and organize cultural programs.
12. Promote awareness and prevention of social injustice and juvenile delinquency.
13. Support the development of handicrafts and cottage industries.
14. Promote gender equality through inclusive programs.
15. Provide nutrition support and education for malnourished communities.
16. Support the implementation of "One Home, One Farm" programs.

Article 6: Membership Eligibility and Application Process

Any Bangladeshi citizen residing in the organization's operational area and willing to uphold the goals and objectives of the RPO Foundation may apply for membership by submitting the prescribed application form to the President of the Executive Committee.

- The application must include a recommendation from an existing member.
- A non-refundable admission fee of BDT 100 (One Hundred Taka) must be deposited into the organization's fund.

6.1 The Executive Committee holds the full authority to accept or reject any membership application. Applicants must be at least 18 years of age.

6.2 All members must pay a monthly subscription fee of BDT 50 (Fifty Taka).

6.3 The General Assembly may revise the membership fee as required. Special donations may be requested from members for specific organizational needs.

Special Membership Categories and Fees:

- **Donor Member:** One-time donation of BDT 50,000 or equivalent in assets.
- **Founder Member:** One-time contribution of BDT 5,000.
- **Lifetime Member:** One-time contribution of BDT 10,000.

Article 7: Operational Procedures

The organization shall undertake time-appropriate and need-based projects to fulfill its goals and objectives.

All project proposals and operational guidelines must be formulated and approved by the Executive Committee.

Article 8: Fund Mobilization and Management

To achieve its objectives, the organization may raise funds from the following sources:

- 8.1** Donations from members, well-wishers, and supporting organizations.
- 8.2** Grants, loans, or assistance from government, semi-government, autonomous bodies, NGOs, and international agencies.
- 8.3** Income-generating projects managed by the organization.
- 8.4** Multiple accounts may be maintained with commercial banks as approved by the Executive Committee.
- 8.5** All bank accounts shall be operated under the joint signature of the President, General Secretary, and Finance Secretary. Withdrawals may be made with any two of their signatures.
- 8.6** Organizational funds may be used for developmental activities, staff salaries, operational costs, income-generating ventures, and asset procurement.
- 8.7** All expenditures must be approved by the General Secretary with prior authorization from the Executive Committee.

Article 9: Types of Membership

There shall be five categories of membership in the organization:

1. Founder Members
2. General Members
3. Executive Members
4. Lifetime Members
5. Donor Members

9.1 Founder Members:

Individuals residing in the operational area who played a role in establishing the organization shall be recognized as Founder Members.

9.2 General Members:

Any individual who agrees with the goals and objectives of Rising Popular Optional Foundation (RPO Foundation) and has trust in its organizational activities may apply in the prescribed form to the General Secretary for General Membership.

General Members shall have the right to vote and participate in elections and selections of the General Assembly, provided that all their monthly dues are fully paid.

9.3 Executive Members:

Representatives elected by the General Assembly shall be considered Executive Members.

9.4 Lifetime Members:

Any Bangladeshi citizen residing in the operational area who makes a one-time donation of BDT 10,000 (Ten Thousand Taka) or equivalent assets or equipment to the organization shall be regarded as a Lifetime Member.

9.5 Donor Members:

Individuals residing in the operational area who contribute a one-time donation of BDT 50,000 (Fifty Thousand Taka) or equivalent assets or equipment for the development of the organization shall be recognized as Donor Members.

Article 10: Member Rights and Benefits

All general members shall have voting rights and may participate in elections, provided all dues are paid. Founder, lifetime, and general members may provide advice for the organization's betterment and may voluntarily participate in its programs and activities.

Article 11: Termination of Membership

A member's membership may be terminated under the following circumstances:

1. Failure to pay the monthly subscription for three consecutive months.
2. Engaging in activities contrary to the interest of the organization.
3. Being convicted by a competent court of law.
4. Mental instability or being declared legally incapacitated.
5. Voluntary resignation submitted in writing.
6. Absence from three consecutive meetings without a valid reason.
7. Death of the member.

Article 12: Reinstatement of Membership

A member whose membership has been terminated or suspended under Article 11 may reapply for membership. The Executive Committee shall review the application. If the offense is deemed forgivable, and upon payment of all outstanding dues, the member may be reinstated.

Article 13: Organizational Structure

The organizational structure of the RPO Foundation shall consist of two main bodies:

1. **General Assembly**
2. **Executive Committee**

13.1 General Assembly

Composed of all General Members and Founder Members. It shall be the supreme policy-making body.

13.2 Executive Committee

Formed by election or nomination from the General Assembly. It shall be responsible for the overall administration and management of the organization.

Article 14: General Assembly

14.1 The General Assembly shall consist of no fewer than 31 members.

14.2 The number of General Assembly members may be increased by the decision of the Executive Committee.

14.3 The General Assembly shall elect the members of the Executive Committee.

14.4 All Executive Committee members must first be members of the General Assembly.

14.5 Members must be at least 18 years of age and Bangladeshi citizens residing within the operational area.

14.6 Members must pay a one-time admission fee of BDT 100 and a monthly subscription of BDT 50.

14.7 Founder Members shall also pay the same fees to retain General Member status.

Article 15: Formation of the Executive Committee

15.1 The Executive Committee shall consist of 7 members elected or nominated from the General Assembly. The positions are as follows:

1. President	1
2. Vice President.....	1
3. General Secretary.....	1
4. Joint Secretary.....	1
5. Finance Secretary.....	1
6. Executive Members.....	2

Total: 7 Members

15.2 Formation Procedure:

- The Executive Committee shall be formed through a General Assembly session with member consensus, support, or at least a **two-thirds** majority voice vote.
- If consensus cannot be reached, an election shall be conducted.
- In such a case, the election shall be held in the presence of the designated Social Welfare Officer or their representative.
- The term of the Executive Committee shall be **three (3) years**.

15.3 Election Process:

- Elections shall be held every three years.
- Only members whose dues are paid at least two months prior to the election date shall be eligible to vote.
- A final voter list shall be approved by the Executive Committee.

(Details about the Election Commission and its functions will follow in Article 28.)

Article 16: Powers and Responsibilities of the Executive Committee

The Executive Committee shall be the principal administrative and decision-making body of the organization. Its duties include:

1. Managing all administrative and strategic matters of the organization.
2. Reviewing and approving all programs and projects.
3. Forming sub-committees of 3 to 5 members as needed for specific tasks.
4. Reviewing and evaluating annual plans and programs.
5. Preparing and approving the draft annual budget at the start of each fiscal year.
6. Continuously working to enhance the organization's financial capacity.

Article 17: Powers and Duties of the President

The President shall:

1. Preside over all meetings of the organization.
2. Collaborate with and assist the General Secretary in executing organizational activities.
3. Sign official documents as required.
4. Do not dismiss the General Secretary unilaterally. Removal of the General Secretary requires written consent from all Executive Committee members.

Article 18: Powers and Duties of the Vice President

The Vice President shall:

1. Act on behalf of the President in their absence (excluding financial matters).
2. Preside over meetings of the General Assembly and the Board of Governors in the President's absence.

Article 19: Powers and Duties of the General Secretary

The General Secretary shall be the chief executive officer and shall:

1. The General Secretary shall be responsible for the overall administration and management of the organization, including coordination, monitoring, and control of the organization's funds and assets. They shall approve all expenditure vouchers and authenticate official documents. The General

Secretary shall also operate all organizational bank accounts and oversee the general functioning of the organization. In the interest of the organization's development, the General Secretary may serve as the Executive Director under resolutions and decisions adopted by the Executive Committee.

2. The General Secretary shall execute all agreements on behalf of the organization, ensure compliance with contractual terms, and manage all matters related to procurement, sale, mortgage, asset investment, utilization, and distribution. They shall also oversee utility services such as telephone, fax, email, and electricity connections, and perform related administrative responsibilities.
3. In the interest of the organization, the General Secretary shall recruit employees, advisors, and required personnel, determine their salaries and benefits, provide training, assign roles and responsibilities, and supervise their work while enforcing discipline and performance standards.
4. The General Secretary shall represent the organization in all legal matters and proceedings, including filing, defending, contesting, or withdrawing cases. They may appoint legal counsel and other representatives as needed, manage dispute resolutions, and undertake agreements for receiving or repaying loans in the name of the organization.
5. The General Secretary shall have the authority to refer any claims or disputes filed for or against the organization to arbitration and ensure compliance with the arbitration award.
6. The General Secretary may keep a maximum of BDT 2,000 (Two Thousand Taka) in cash for urgent purposes.
7. The General Secretary shall have the authority to delegate urgent assignments or operational responsibilities to other directors or officers of the organization as necessary.

Article 20: Duties of the Joint Secretary

The Joint Secretary shall:

1. Perform duties delegated by the General Secretary in their absence.
2. Support the General Secretary in day-to-day functions.
3. Carry out any responsibilities assigned by the President, General Secretary, or the Executive Committee.

Article 21: Powers and Duties of the Finance Secretary

1. The Finance Secretary shall be responsible for maintaining all financial records and accounts of the organization. They shall present financial statements to the General Assembly through the Board of Governors or the Executive Committee.
2. The Finance Secretary shall prepare and present the annual budget before the Executive Committee and the General Assembly.
3. They shall collect membership fees and other dues from members and deposit the funds into a scheduled bank account.
4. The Finance Secretary shall supervise the work of all appointed accounting and finance personnel.

5. In addition, they shall oversee the financial management and monitoring of all project implementations and may actively participate in financial operations related to those projects.

Article 22: Duties of Executive Committee Members

All members of the Executive Committee shall:

1. Attend meetings of the Executive Committee and General Assembly.
2. Participate actively in decision-making by providing well-considered opinions.
3. Assist in implementing decisions taken at meetings.
4. Fulfill any additional responsibilities assigned by the President or General Secretary.
5. Actively support the organization in achieving its goals and objectives.
6. Ensure regular payment of membership dues.

Article 23: General Assembly Meetings

- At least **one (1)** General Assembly meeting must be held annually.

Article 24: Executive Committee Meetings

1. A regular Executive Committee meeting shall be held **every four (4) months**, and emergency meetings may be called at any time as required.
2. The President shall preside over all Executive Committee meetings.
3. Notice of General Assembly meetings must be given **15 days in advance**, and Executive Committee meetings must be notified **7 days in advance**. And emergency meetings may be called with a **3-day or 24-hour** notice, depending on urgency.
4. One-third (1/3) of the Executive Committee members shall constitute a quorum for meetings.

Article 25: Staff Recruitment Policy

For the recruitment of the organization's personnel or employees, there shall be a five (5) member Recruitment Committee. This committee must be formed and approved through a meeting of the organization's Executive Council.

- (1) The head of the Personnel or Recruitment Committee shall be the organization's President by virtue of the position.
- (2) The organization's General Secretary
- (3) A representative of the registration authority
- (4) An education enthusiast
- (5) A general member of the organization

Article 26: Accounting and Financial Records

1. All accounting documents and records shall be securely kept in the organization's main office or under the custody of the General Secretary.
2. The General Secretary shall prepare the organization's financial summary for review in both the Executive Committee and General Assembly meetings.
3. All income and expense vouchers shall be approved by the General Secretary.
4. The **Cash Book** shall be signed jointly by the Finance Secretary and General Secretary.

Article 27: Audit of Accounts

At the end of each year, the Executive Council shall assist the General Secretary in conducting the audit of the organization's accounts. The General Secretary shall arrange for the accounts to be audited by a government-recognized audit firm and an internal sub-committee. If necessary, the audit may also be conducted by the Department of Social Services.

Article 28: Election Procedure

1. Elections for the Executive Committee shall be held every **three (3) years**.
2. If more than one candidate contests a position, voting shall take place by **direct ballot**.
3. No individual may run for multiple positions simultaneously.
4. The date of the election shall be decided by the Executive Committee.
5. Ballots that are unclear or double-marked will be declared invalid.
6. In the event of a tie, a **lottery system** will be used to determine the winner.
7. All dues must be cleared by the election month to qualify as a voter or candidate.
8. At least **30 days before** the end of the current committee's term, a **3-member Election Commission** shall be formed, headed by one Chairperson, with a representative from the registration authority present.
9. The Election Commission shall complete the election process within the stipulated timeframe.
10. Election Commissioners shall not be eligible to contest any position.
11. The term of the Election Commission shall be **30 days**, within which election and handover must be completed.
12. If elections cannot be held on time, the General Assembly may form a **3-member Ad-Hoc Committee** with a **maximum term of 90 days** to conduct the election and transfer responsibilities.
 - o Ad-Hoc Committee members cannot contest in the election.
13. The newly elected Executive Committee shall become effective only after approval by the **registration authority**.
14. During elections, candidates must be judged on **integrity, capability, organizational wisdom, discipline, innovation, and commitment**.
15. If necessary, the presence of a representative from the Department of Social Services may be ensured for transparency.

Article 29: Unforeseen Provisions

If any situation arises that is not covered by this constitution, the Executive Committee shall have the authority to resolve the issue based on collective judgment and in alignment with the organization's mission.

Article 30: Amendment of the Constitution

1. Any provision of the constitution may be amended, revised, or added with the **approval of two-thirds (2/3)** of the General Assembly members.
2. Any amendment shall only take effect after **final approval** by the **registration authority**.

Article 31: Dissolution of the Organization

1. The organization may be dissolved upon the approval of **three-fifths (3/5)** of the General Assembly members through a formal resolution.
2. Approval from the **registration authority** is required for dissolution.
3. Upon dissolution, all assets (movable and immovable) shall be transferred, with permission from the registration authority, to another nonprofit or social welfare organization.

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