

The Negeri Family Foundation-NFF

Bylaws (Reviewed Draft)

For family review — not finalized

Article I — Name and Purpose

Section 1: Name. This organization shall be known as “The Negeri Family Foundation-NFF” (hereinafter referred to as “the Foundation”).

Section 2: Purpose. The Foundation is a private family charitable foundation dedicated to supporting academically disadvantaged students. Its primary objectives include:

- Assisting students in achieving academic success.
- Beginning with a small number of students and gradually expanding its reach.
- Executing its mission in two key areas:
 - Prioritizing support for students within the extended family.
 - Assisting academically competent students outside the family circle.
 - Additional services are offered based on financial capacity.

Section 3: Long-Term Vision. The Foundation aims to:

- Enable students to become self-reliant and encourage them to support others.
- Expand its mission as financial needs arise in other areas, provided resources allow.

Article II — Governance and Leadership

Section 1: Governing Body. The Foundation shall be overseen by a Governing Committee consisting of six family members designated as follows:

- Chairperson
- Secretary
- Treasurer
- Three Technology, Communications Coordination, Development, and Resource Mobilization Members

Section 2: Responsibilities of Governing Leadership.

- **Chairperson:**
 - Convenes and leads meetings.
 - Communicates decisions and outcomes to members.

- Oversees that the mission of the Foundation is implemented correctly.
- **Secretary:**
 - Records and maintains minutes of meetings.
 - Preserves all official documents.
- **Treasurer:**
 - Shall, in coordination with the Chairperson, establish and maintain the official bank account(s) of the Foundation.
 - Shall manage, record, and safeguard all financial transactions, deposits, disbursements, and financial records of the Foundation.
 - Any withdrawal or disbursement exceeding One Thousand Ethiopian Birr (ETB 1,000) shall require the joint authorization and signatures of both the Treasurer and the Chairperson.
 - Shall prepare and present accurate financial reports to the Governing Committee at scheduled meetings or whenever requested.
 - Shall ensure that all financial activities are conducted in accordance with the Foundation's bylaws, approved policies, and applicable laws.
- **Technology, Communications, Development, and Resource Mobilization Members:**
 - Provide technological support for the operational and communication needs of the Foundation, including digital recordkeeping, virtual meetings, and communication between the Governing Committee in Minnesota and the Local Implementation Committee in Ethiopia.
 - Assist in identifying financial resources, partnership opportunities, and other forms of support that advance the mission of the Foundation.
 - Coordinate family-based giving initiatives and any fundraising activities approved by the Governing Committee.
 - Promote the long-term sustainability of the Foundation through strategic planning, communication outreach, and resource development.
 - Support public communication, informational materials, and appropriate technology-based outreach related to the Foundation's activities.
 - Participate actively in meetings and carry out special assignments as directed by the Governing Committee.

Section 3: Decision-Making.

- All decisions shall be made by unanimous agreement.
- Voting shall be discouraged except in exceptional cases.

Section 4: Additional Committees.

- Sub-committees may be formed under the governing leadership.
- Sub-committees shall be answerable to the governing body.

Section 5: Local Implementation Committee (Ethiopia). To ensure effective implementation of the Foundation's mission in Ethiopia, a Local Implementation Committee shall be established in the project area.

The Local Implementation Committee shall:

- Consist of appointed individuals of good character who understand the local educational and social needs of the community.
- Work in close cooperation with the Governing Committee based in Minnesota.
- Assist in identifying qualified and financially disadvantaged students according to the Foundation's approved criteria.
- Verify student family background, academic performance, and living conditions.
- Monitor the academic progress, conduct, and welfare of supported students.
- Supervise the proper distribution and use of financial assistance, housing support, tutoring assistance, or other approved services.
- Submit regular written or verbal reports to the Governing Committee in Minnesota regarding student progress, financial accountability, and operational challenges.
- Make recommendations for student continuation, suspension, or new admissions, subject to final approval by the Governing Committee.
- Operate in accordance with the mission, bylaws, and policies established by the Foundation.
- Serve voluntarily unless otherwise approved by the Governing Committee.

Section 6: Conflict of Interest and Fiduciary Responsibility. Members of the Governing Committee shall act in good faith and in the best interest of the Foundation. Any potential conflict of personal, family, or financial interest shall be disclosed to the Governing Committee before related discussions or decisions are made. Any member with such a conflict may abstain from participating in the related decision when necessary to protect the integrity of the Foundation.

Article III — Funding and Financial Management

Section 1: Sources of Funding. The Foundation shall obtain funding from the following sources:

- Contributions from family members.
- Special fundraising initiatives by members.
- Donations from external sources.

Section 2: Financial Management.

- A dedicated bank account shall be established for the Foundation.
- The Treasurer shall receive and deposit all contributions into the account.
- Disbursement of funds shall require the approval and signatures of both the Chairperson and Treasurer.
- The Governing Committee shall oversee financial management and take corrective measures as needed.
- Financial reports shall be presented to members as necessary.

Section 3: Allocation of Funds.

- The Governing Committee shall determine financial support for each student.
- Support for underage students shall be provided through their parents.
- Local committees or representatives shall distribute funds and ensure proper utilization.

Article IV — Eligibility and Selection Criteria**Section 1: Selection Process.**

- Local committees or representatives shall select students based on family income and academic performance. This procedure requires the approval of the governing leadership.
- Students who fail to maintain satisfactory academic progress will be disqualified. The governing leadership will prepare minimum academic requirement guidelines.
- Disqualified students may be reconsidered if they show improvement, provided a slot is available.
- Priority shall be given to new and academically competitive students.

Section 2: Levels of Academic Support.

- Students from extended family members may receive support up to vocational or university graduation.
- Graduates shall be encouraged to establish similar initiatives to support others.
- Recipients shall be encouraged to develop self-reliance.

Article V — Support for Non-Family Students**Section 1: Eligibility.**

- The Foundation shall support academically competitive students outside the family circle as resources allow.
- Priority shall be given to students who perform well academically and live far from school.

Section 2: Scope of Support.

- The program shall primarily focus on high school students, with limited support for higher education.
- The initial implementation site shall be **Bodji Dirmaji High School** in the Western Oromia Region.
- The Foundation may begin with up to ten students and, depending on capacity, provide housing and tutoring assistance.
- Bodji Dirmaji High School shall participate in selecting students and overseeing tutoring and students' progress.
- Students in the program shall be encouraged to uphold high moral standards.

Article VI — Compliance and Dissolution

Section 1: Legal Compliance. The Foundation shall comply with applicable nonprofit regulations and may seek local registration as a nonprofit organization.

Section 2: Dissolution.

- The Foundation reserves the right to dissolve if circumstances prevent mission implementation.
- Upon dissolution, any remaining assets or funds shall be used solely for educational, charitable, or humanitarian purposes consistent with the mission of the Foundation, as determined by the Governing Committee.
- Rented student residences shall not be considered the property of the Foundation.
- Members of the Governing Committee shall act in good faith and in the best interest of the Foundation. Any potential conflict of personal or financial interest shall be disclosed to the Governing Committee before related decisions are made.

Section 3: Flexibility of Implementation.

- The Foundation reserves the right to adapt its programs for greater effectiveness.
- Strict adherence to bylaws may be reconsidered to serve the mission better.

Article VII — Amendment of Bylaws

Section 1: Authority to Amend. The Governing Committee of the Foundation reserves the right to amend, revise, add to, or repeal any provision of these bylaws whenever such action is deemed necessary to better fulfill the mission, improve operational effectiveness, comply with applicable laws, or respond to changing circumstances.

Section 2: Approval of Amendments. Any proposed amendment to these bylaws shall be presented to all members of the Governing Committee for review and discussion. Amendments shall require the unanimous approval of the Governing Committee before becoming effective.

Section 3: Documentation of Amendments. All approved amendments shall be recorded by the Secretary, dated, and preserved as part of the official records of the Foundation.

Section 4: Compliance with Mission. No amendment shall be adopted that contradicts the core mission, vision, or charitable purpose of the Foundation.

Reviewed draft for family review. Not finalized.