

**BYLAWS
OF
THE HARARI SPORT AND CULTURAL FEDERATION**

Article I

Background and Objectives

Section 1. Background

Continuously growing Harari communities outside Ethiopia, specifically in North America, expressed a strong desire to come together and support each other and maintain their heritage; and to have an annual cultural and sport event that would gather all Hararis living abroad to strengthen their relationship and their communities. Such desires required the formation of a non- profit, non-political organization to coordinate activities among Harari communities in different cities joined as a federation. Convinced of the necessity and urgency of such an organization, we hereby form "THE HARARI SPORT AND CULTURAL FEDERATION".

Section 2. Objectives

The federation is organized exclusively as a charitable endeavor for the promotion of physical, social, cultural, and economical well-being of Hararis, more specifically the following:

- (a) To bring together Harari communities into a voluntary Federation to collectively promote and advance the social, cultural, and economic well-being of all Hararis; and resolve the immediate and long range problems facing Hararis.
- (b) To organize, promote, encourage, social and cultural welfare activities in order to preserve and foster the Harari culture and nurture national and historical identity of Hararis.
- (c) To organize and strengthen sport teams in different cities to promote physical well-being of Hararis create social gathering opportunity.
- (d) To strengthen communications among all Hararis in accordance with objectives herein.
- (e) To support and assist existing all-inclusive umbrella Harari organizations that embrace and serve all Hararis despite existing or future organizational, political, philosophical, personal, or other differences; and to facilitate and support the creation of such communities in cities that do not have such organization.

(f) To develop and strengthen relationships with other associations and organizations which can be of assistance to the Harari community.

(g) To search, identify, and utilize all private, corporate, and governmental assistance to support the Federation and its herein objectives.

(h) To accept, hold, invest, reinvest and administer any gifts, donations, devices, funds and property of any sort of nature; and to use, expend, or donate the income of principal thereof for the foregoing objectives of the Federation.

(Note: Throughout these bylaws feminine or neuter pronouns shall be substituted for those of masculine form in any place or context in which such substitution will convey a meaning that all offices are equally open to female and male persons.)

Article II

Name and Members of the Organization

Section 1. Name of the Organization

The name of the Federation shall be "THE HARARI SPORT AND CULTURAL FEDERATION", hereinafter referred to as the Federation (include worldwide?)

Section 2. Members

The members of the Federation shall consist of any Harari who concurs with the objective of the Federation and agrees to abide by the rules and regulations of the federation. (Signing the Certificate of Incorporation??)

Section 3. Chapters

Members of the Federation from different cities shall be represented by registered community organization or part of community organization or sport team from the city or the state where the members reside (hereinafter referred to as chapter), provided that chapter agree to abide by the rule and regulations of the Federation and voluntarily joins the Federation. In each city only one organization can be registered with the Federation.

Each chapter shall be represented by delegating at least two members who are eligible to serve as members of the Board of Directors of the Federation. Nomination of , and voting for, candidates to represent each chapter shall be in accordance with rules and regulations, or bylaws of each chapter.

Section 4. Rights of members

Members have the right to be represented by their representatives and receive notices and

reports issued by the Federation through their representatives.

Article III

Principal Office, and Agents and Representatives

Section 1. Principal Office

The principal office of the Federation shall be in the State of Georgia, city of Atlanta. The Federation may have also have other offices at such other places as the Board of Directors may determine or as the affairs of the Federation may require from time to time.

Section 2. Agents and Representatives

The Board of Directors may appoint such agents and representatives of the Federation with such powers and to perform such acts or duties on behalf of the Federation as the board of Directors may see fit, so far as may be consistent with these bylaws, to the extent authorized or permitted by law.

Article IV

Activities, Earnings, and Dissolution

Section 1. Activities

No part of activities of the Federation shall consist of participating in or intervening in any political campaign (including the publishing or distributing of statements).

Section 2. Earnings

No part of the net earnings of the Federation shall inure to the benefit of any individual. The corporation shall, however, be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distribution in furtherance of its purpose.

Section 3. Dissolution or Liquidation

In the event of the dissolution or final liquidation of the Federation, none of the property of the Federation nor any proceeds thereof shall be distributed to or divided among any of the directors or to inure the benefit of any individual.

After all liabilities and obligations of the Federation have been paid, satisfied and discharged, or adequate provision made thereof, all remaining property and assets of the Federation shall be distributed to one or more Harari community organizations

designated pursuant to a plan of distribution adopted in Article X, section b-2 of these bylaws.

Article V

Board of Directors

Section 1. General Power

The affairs and property of the Federation shall be managed and controlled by its Board of Directors. The Board of Directors constitute delegated representatives of each chapter as described in article II, section 3.

Section 2. Number, Tenure and Qualification

The number of directors shall be at least two from each chapter that is a member of the Federation. Each director shall hold office for two years and one third (1/3) of the directors shall be elected and qualified at each annual meeting.

Section 3. Regular meeting

A regular meeting of the Board of Directors shall be held during the annual Harari Sport and Cultural Show (HSCS) in city that will host the event, without other notice than these bylaws. The board of the directors may provide by resolution the time and place for holding additional regular meetings of the board without other notice than such resolution. Agenda for the meeting,, other than regular business transaction specified by law or these bylaws shall be distributed at least thirty days prior to the meeting.

Section 4. Special meeting

Special meetings of the Board of Directors may be called by or at the request of the president or by any two directors. The person or persons authorized to call special meetings of the board may fix any place that is convenient.

Section 5. Notice

Notice and agenda of any special meeting of the Board of Directors shall be at least thirty days prior thereto by written notice delivered personally, or sent by mail or telegram to each director at his address as shown by the record of the corporation. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail (Canada?) in a sealed envelope so addressed, with postage thereon prepaid. If notice be given by telegram, such notice shall be deemed to be delivered when telegram is delivered to the telegraph company. Any director may waive notice of any meeting. The attendance of a director at any meeting shall constitute a waiver of notice of such meeting, except when a director attends a meeting for the express purpose of objecting to

the transaction of any business because the meeting is not lawfully called for or convened. Neither the business to be transacted at, nor the purpose of, any regular or special meeting of the board need be specified in the notice of waiver of notice of such meeting, unless specifically required by law or by these bylaws.

Section 6. Quorum

A majority of the directors seated as members of the board shall constitute a quorum for the transaction of business, if the majority of the directors are present at said meeting. The majority of the directors present may adjourn the meeting from time to time without further notice.

Section 7. Manner of action

The act of the majority of the directors present at a meeting at which a quorum is present shall be the act of board of director, unless the act of a greater number is required by law or by these bylaws.

Section 8. Vacancies

Any vacancy occurring in the Board of Directors and any directorship to be filled by reason of an increase in the number of directors, shall be filled by the chapter. A director elected to fill a vacancy shall be elected for the unexpired term of his predecessors in office.

Section 9. Compensation

Directors as such shall not receive any stated salaries of their services, but by resolution of the Board of Directors, a fixed sum or expenses of attendance, if any, may be allowed for attendance at each regular or special meeting of the board. But nothing herein contained shall be construed to preclude any director from serving the Federation in any other capacity and receiving compensation therefor.

Section 10. Informal action by directors

Any action required by law to be taken at a meeting of directors, or any action which may be taken at a meeting of directors, may be taken without a meeting if a consent in writing, setting forth the action so taken shall be signed by all of the directors.

Section 11. Rules

Except where otherwise provided in these bylaws or by statute, the procedure followed in the conduct of all meetings of the Federations shall be prescribed in internal operational guidelines.

Section 12. Amendment of bylaws

Two third (2/3) of the Board of Directors only shall have the power to alter, amend, or repeal bylaws or adopt new bylaws during the annual meeting of the Board of Directors, provided that the bylaws at no time shall contain provision inconsistent with the State of X, or the United States or Canada. Written content of the bylaws amendment shall be delivered personally or sent by mail or telegram (as described in notification procedure described in article III, section 5) to each member of the Board of Directors at least thirty days prior to the such meeting.

Article VI

Officers, Election, Replacement, and Removal

Section 1. Officers

The officers of the Federation shall be a president, one or more vice presidents, (the number thereof to be determined by the Board of Directors), a secretary, a treasurer, and such other officers as may be elected in accordance with the provisions of this article. The Board of Directors may elect or appoint such other officers, including one or more assistant secretaries and one or more assistant treasurers, as it shall deem desirable. Such officers shall have the authority and perform the duties prescribed, from time to time, by the Board of Directors. Any two or more offices may be held by the same person, except the offices of president and secretary.

Section 2. Election and term of office

The officers of the Federation shall be elected every two years by the Board of Directors at the regular annual meeting of the Board of Directors. If the election of officers shall not be held at such meeting, such election shall be held as soon as thereafter as convenient as it may be. New offices may be created and filled at any meeting of the Board of Directors. Each officer shall hold office until his successor shall have been dully elected and shall have qualified.

Section 3. Removal

Any officer may be removed from the office by the affirmative vote of two-third (2/3) of all directors at any regular or special meeting called for that purpose, for conduct detrimental or refusal to tender reasonable assistance in carrying out its purpose. Any officer proposed to be removed shall be entitled to at least five days notice in writing by mail of the meeting of directors at which such removal is to be voted upon and shall be entitled to appear before and heard by the Board of Directors at such meeting.

Section 4. Vacancies

A vacancy in any office because of death, resignation, removal, disqualification or

otherwise, may be filled by the Board of Directors of his/her respective chapter for the unexpired portion of the term.

Section 5. President

The president shall be the principal executive officer of the Federation and shall in general supervise and control all of the business and affairs of the Federation. He shall preside at all meetings of the Board of Directors. He may sign, with the secretary or any other proper officer of the Federation authorized by the Board of Directors, any contracts or other instruments which the board of the directors has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Directors or by these bylaws or by the statute to some other officer or agent of the corporation; and in general he shall perform all duties assigned to him by the Board of Directors from time to time.

Section 6. Vice-president

In the absence of the president or in the event of his inability or refusal to act, the vice-president (or in the event there be more than one vice-president, the vice presidents, in the order of their election,) shall perform the duties of the president, and when so acting, shall have all the powers of, and be subject to all restrictions upon, the president. Any vice president shall perform such other duties as from time to time may be assigned to him by the president or by the Board of Directors.

Section 7 Treasurer

The treasurer shall have charge and custody of and be responsible for all funds and securities of the Federation; receive and give receipts for moneys due and payable to the Federation from any source whatsoever; and deposit all such moneys in the name of the Federation in such banks, trust companies or other depositories as shall be selected in accordance with the provisions of Article VI of these bylaws. In general he shall perform all the duties incident to the office of treasurer and such other duties as from time to time may be assigned to him by president or by the Board of Directors. If required by the Board of Directors, the treasurer shall give a bond for the faithful discharge of his duties in such sum and with such security or securities as the Board of Directors shall determine.

Section 8. Secretary

The secretary shall keep the minutes of the members and the Board of Directors in one or more books provided for that purpose; see that all notices are duly given in accordance with the provisions of these bylaws or as required by law; be custodian of the Federation records and the seal of the Federation is affixed to all documents, the execution by which on behalf of the Federation under its seal is duly authorized in accordance with the provisions of these bylaws; keep a register of the post office address of each board member which shall be furnished to the secretary by such member; and in general

perform duties as from time to time may be assigned to him by the president of by the Board of Directors.

Section 9. Assistant treasurers and assistant secretaries

The assistant treasurers and assistant secretaries, in general perform such duties as shall be assigned to them by the treasurer or the secretary or by the by the president of by the Board of Directors. If required by the Board of Directors, the assistant treasurers shall give bonds for the faithful discharge of their duties in such sum and with such securities as the Board of Directors shall determine.

Article VII

Committees

Section 1. Committees of directors

The Board of Directors by resolution adopted by a majority of the directors in office , may designate and appoint one or more committees, each which shall consist of two or more directors, which committees, to the extent provided in said resolution, shall have and exercise the authority of the Board of Directors in the management of the Federation. Such committee shall not have the authority of the Board of Directors in reference to amending, altering, or repelling the bylaws; electing , appointing or removing any members of any such committee or any director or officer of the Federation; amending the articles of incorporation; authorizing the sale lease, exchange or mortgage of all or substantially all of the property and assets of the Federation or revoking proceeding therefor; adapting a plan or repealing any resolution of the Board of Directors which by its terms provided that it shall not be amended, altered , or repelled by such committee. The designation and appointment of any such committee and the delegation thereto of authority shall not operate to relieve the Board of Directors, or any individual director , of any responsibility imposed upon him by law.

Section 2. Other committees

Other committee not having and exercising the authority of the Board of Directors in the management of the Federation may be designated by a resolution adopted by a majority of the directors present at a meeting at which a quorum is present. Except as otherwise provided in such resolution, members of each committee can be any member of the community. Any member may be removed by the Board of Directors whenever in their judgment the best interest of the Federation shall be served by such removal.

Section 3. Term of office

Each member of a committees shall continue as such until the next annual meeting of the

members of the Federation and until his successor is appointed, unless the committee shall be sooner terminated, or unless such member shall cease to qualify as a member thereof.

Section 4. Chair

One member of each committee shall be elected to chair the committee.

Section 5. Vacancies

Vacancies the membership of any committee may be filled by election. (or by the committee members??)

Section 6. Quorum

Unless otherwise provided in the resolution of the Board of Directors designating a committee, a majority of the whole committee shall constitute a quorum and act of a majority of the members present at a meeting at which a quorum is present shall be the act of committee.

Section 7. Rules

Each committee may adopt rules for its own government, but not rules inconsistent with these bylaws or with the rules adopted by the Board of Directors.

Article VIII

Contracts, Checks, Deposits, and Funds

Section 1. Contracts

The Board of Directors may authorize any officer or officers, agent or agents of the Federation, in addition to the officers authorized by these bylaws, to enter any contract or execute and deliver any instrument in the name of or on behalf of the Federation. Such authority may be general or confined to specific instances.

Section 2. Checks, Drafts, Etc.

All checks, drafts or orders for the payment of money notes or other evidences of indebtedness issued in the name of the Federation, shall be signed by such officer or officers, agent or agents of the Federation in such manner as shall from time to time determined by resolution of the Board of Directors. In the absence of such determination by the Board of Directors, such instruments shall be signed treasurer or an assistant treasurer countersigned by the president or a vice-president of the Federation.

Section 3. Deposits

All funds of the Federation shall be deposited from time to time to the credit of the Federation in such banks, trust companies, or other depositories as the board may select.

Section 4. Contribution, Gift, etc.

The Board of Directors may accept on behalf of Federation any contribution, gift, donation, or devises for the general purposes or for any special purpose of the Federation.

Article IX

Book, Records, Annual Report, and Fiscal Year

Section 1. Records of account

The Federation shall keep correct and complete books and records of account.

Section 2. Minutes

The Federation shall keep minutes of the proceedings of meetings of the Board of Directors and committee having any authority of the Board of Directors.

Section 3. Inspection of books and records

All books and records of the Federation may be inspected by any member or his agent or attorney for any purpose at any reasonable time.

Section 4. Annual Report

The Federation shall prepare an annual report containing financial activity for the Federation for the preceding fiscal year. Such report shall include a statement of support, revenue, and expenses and changes in fund balance, a statement of functional expense, and balance sheet for all funds in a form consistent with standards promoted by the American Institute of Certified Public Accountants.

Section 5. Fiscal year

The fiscal year shall begin on the first day of July and end on the last day of June (the month when the annual HSCS shall be held) in each year. If the HSCS does not occur during the month of June, then the last day of the month that the event occurred shall be the end that fiscal year.

Section 6. Seal

The Board of Directors may provide a corporate seal to be used by the Federation's proper officers when instruments of any nature are being executed. The seal shall be held

in the custody of the secretary.

Article X

The Harari Sport and Cultural Show

Section 1. Event award

The Federation, through its Board of Directors, shall have a full authority to determine the venue for annual HSCS. Each community or chapter can contend to host the event by submitting a bid to the Federation at least one year prior to the event. During the annual meeting, based on agreed-upon criteria, the Board of Directors shall choose the qualified city as a host city by a majority vote.

The chapter in the host city shall be responsible for the preparation and operational issues to host the event, except when the authority of responsibility is delegated to the Board of Directors. All major policies and procedures developed and recommended by the host city shall be subject to the approval of the Federation, and shall be consistent with the objective of the Federation.

Article 2. Special committee and subcommittees

Once the host city is selected, to manage and execute affairs pertinent to the event and to act as a delegate for the Federation, special executive committee shall be appointed by the host city. The special executive committee shall elect or appoint officers that may include a president, a vice president, a secretary, a treasurer, a public relation officer, and such others as it shall deem necessary.

The special executive committee may designate special subcommittees to exercise the authority of the special committee. Such subcommittees may include the following and others as it may required.

- a) Sport subcommittee
- b) Cultural and entertainment subcommittee
- c) Finance subcommittee
- d) Business subcommittee

The special committee and all subcommittees for specific event shall dissolve when their specific purpose has been served and prepare a report containing report of activities.

Article 3. Revenue sharing

Revenues acquired by different activities shall be utilized in accordance with guidelines approved by the Federation that is based on the objective of the Federation and these bylaws.

Net revenue shall be allocated by the Federation among different chapters and communities using the following layout:

a) Host city (40%): to encourage participation of each city, and effective planning of the event .

b) The Federation (%) to sustain the HSCS, strengthen the Federation and local chapters, and manage the day-to-day activities the federation. The Federation and its chapters shall submit an annual budget to the board of directors to determine the allocation of fund among different chapters.

b-1) Any revenue exceeding a determined amount of the Federation budget shall be put into community fund. To attain such funds, communities in must be represented under one umbrella organization representing and serving different cities should have the following criteria.

- Educate Harari children (language, culture, religion)
- Establish Harari Community Center
- Create opportunities for academical and economical development