

**The official by-laws of the ISOC
Somalia Chapter as of Feb.
2nd 2023.**

**BYLAWS OF THE ISOC SOMALIA
CHAPTER**

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ISOC SOMALIA CHAPTER

By-Laws as of Feb. 2nd, 2023

Article I. – Name

This organization shall be called the ISOC Somalia Chapter.

Article II. – Purpose

The ISOC SOMALIA CHAPTER is organized as a not-for-profit organization under applicable Somalia laws. Its overall purposes are to serve the interests of the Somali community through a local presence, focusing on local ICT issues and technical developments, and use of local languages.

This Chapter will serve persons who live or work in Somalia and Somalis in the diaspora who are based in the country.

The Internet Society charters this Chapter. These bylaws neither supersede nor abrogate any of the Bylaws of the Internet Society that regulate chapter affairs.

Article III. – Membership

All members of a chapter shall also be members of the Internet Society. Membership is not necessary, however, for participation in social activities of the chapters.

All individuals and organizations falling within the defined scope of the chapter shall be eligible for membership without discrimination.

Membership in the Chapter shall be free and open to all Internet Society members in the locality served by the Chapter. The Chapter may request payment of local dues for certain specific events, the amount of which will be determined by the management team.

Student membership shall be free and open to all full-time students; student membership shall be free.

ISOC SOMALIA CHAPTER

By-Laws as of Feb. 2nd, 2023

Before approving, members will be asked to verify their contact details; email accounts, phone number, etc. to ensure accuracy of member's data.

Article IV. – Officers

The officers of this Chapter shall be President/Chair, Vice Chair, community liaison officer, technical officer, and treasurer/Secretary. Secretary and Treasureris combined into one position.

Any officer may resign at any time by giving written notice to the President/Chair. Any such resignation shall take effect on the later of the date of delivery of the notice or a date specified in the notice.

Officers may be removed with or without cause by a vote of two-thirds of the Trustees then in office. Any vacancy for an officer position will be filled by election in the next regular election process.

The officers who nominate themselves shall be elected at the annual Election (or Business) meeting by chapter members with two years membership for 3 years term. They shall take office immediately upon election and serve until their successor is elected.

Article V. Term of Officers

Officers shall hold office commencing at the start of the Annual General Meeting ("AGM") following their election or appointment and continuing until the start of the AGM three years later, or until their earlier resignation, removal, or death.

Officers may not be elected or appointed to more than two (2) consecutive terms. Election or appointment to a partial term of one-third or less to fill a vacancy.

ISOC SOMALIA CHAPTER

By-Laws as of Feb. 2nd, 2023

Article VI. – Duties of Officers

The President/Chair is the principal officer and is responsible for leading the Chapter and managing its activities in accordance with the policies and procedures of these bylaws. The President/Chair shall preside at all meetings of this Chapter.

The Vice Chair shall preside at meetings in the absence of the Chair.

The Secretary/Treasurer shall keep the minutes of all Chapter meetings. Other duties of the Secretary include Preparation of the Chapter's Activity Report and reporting to Internet Society Headquarters where necessary.

The Treasurer shall collect dues, pay all bills, and maintain the Chapter's financial records. Duties of the Treasurer shall also include:

Preparation of the Chapter's Annual Financial Report for presentation to the Chapter at the Annual Election meeting. Completion and submission of the Annual Financial Report to the Internet Society.

The Chapter officers can amend the by-laws and take decisions that can override the by-laws in case of emergency situations.

Article VII. – Meetings

The Chapter shall hold meetings only in places that are open, safe, and accessible to all members of the Society.

Notices of the place and time of all meetings shall be distributed to all members at least two (2) weeks nor more than 60 days prior to any meeting, by Internet mail or by oral or written notice duly served on or mailed. In the case of a special meeting, the purpose, or purposes for which the meeting is called shall be stated in the notice.

Meetings can be regular or special meetings. Annual, regular, and special meetings shall be held at the time and place as is stated in the notice of the meeting. Special meetings of the Members may be called by the President, the Board, or on the request of not less than one-fourth of the Members.

ISOC SOMALIA CHAPTER

By-Laws as of Feb. 2nd, 2023

Minutes shall be produced for meetings of the Chapter Officers. Minutes shall normally consist of a record of the decisions taken, a summary of discussions held, and decisions made. When the minutes are approved, they shall be posted on the Society's website as soon as possible.

While the above is intended the goal, security issues may force variation to this rule.

Article VIII. – Disbursements and Dues

Disbursements from the Treasury for Chapter expenditures shall be made by the Treasurer with authorization of the Chapter Officers and shall be included in the minutes of its meetings.

Dues shall be fixed annually by the Chapter Officers.

Article IX. – Amendment and Voting Procedures

All chapter members who were members for two years are entitled to vote

All proposed changes to these Chapter Bylaws need to be approved by the Internet Society before being presented to the Chapter membership for a vote.

Voting can take place in person, by mail ballot, or electronically.

No official business of the Chapter shall be conducted unless a quorum of the Chapter is present or reached. *

A quorum of the Chapter shall be defined as 20 percent of the voting membership of the Chapter or [at least 15] members, whichever is greater.

A simple majority of the members present, and voting shall be required to carry a motion.

Officers will be elected by a plurality of votes. If the election is conducted by mail ballot or electronically, sufficient ballots must be returned to have a quorum.

These By-Laws will be altered, amended, or repealed by the affirmative vote of

ISOC SOMALIA CHAPTER

By-Laws as of Feb. 2nd, 2023

at least one-third of the Officers then in office, at any of their meetings or by electronic vote.

Article X. – Indemnification

The Chapter shall, to the maximum extent and in the manner permitted by applicable law, indemnify any person who is or was serving as an officer against all expenses, judgments, fines, settlements, compromise payments and other amounts actually and necessarily incurred by such person.

The Chapter Officer in their sole discretion and subject to applicable law, provide rights to indemnification and to the advancement of expenses to employees and agents, and volunteers (other than officers who are addressed above) against all expenses to which such person may be or is made a party by reason of being or having been an employee or agent of the Chapter.

Article XI. – Dissolution of the Chapter

Dissolution of this Chapter by consent of the members shall consist of unanimous agreement of all its officers together with a majority vote at a meeting which has been publicized in advance to all members of the Chapter for the purpose of taking this vote.

Should this Chapter be dissolved, the assets of the Society shall be distributed in accordance with the Articles of Incorporation of the Society. If necessary, the Chapter officers may also decide the distribution and transfer of assets.