

## **BYLAWS OF TWIG**

### **as amended by the Board of Directors**

### **on the 1st of May 2024**

#### **Article I – Name**

The name of this organization shall be “Tashkent Women’s International Group”, shortened “TWIG”.

#### **Article II – Purpose**

TWIG is an English-speaking, non-profit organization whose purpose is to provide a place for international women living in Uzbekistan to connect and support each other. TWIG is purely a social club with no religious, political, or commercial affiliations and members of TWIG shall not utilize the club’s premises or activities as a venue for the promotion or conduct of personal commercial enterprises. Any charity activities are at the discretion of the Board.

#### **Article III – Membership**

1. Eligibility. The membership of TWIG shall consist of foreign citizens staying in Uzbekistan as members of the diplomatic corps or the international business community including the education sector. The proportion of members of any nationality may not exceed 20% of the total number of members. Women whose country of origin is Uzbekistan may be considered for membership on a case-by-case basis, with the Board of Directors having the only and final say. Preference will be given to Uzbek women whose goal in joining TWIG is to welcome expat members to Uzbekistan and introduce them to Uzbek culture, language, food, etc. and who are able and willing to help TWIG liaise with local restaurant, venues, and charities. The proportion of members of Uzbek origin shall not exceed 10%.
2. Approval. An applicant for membership shall become a member after approval by the Board of Directors or the Membership Officer and upon paying the membership fee. Membership will be granted in compliance with the first paragraph of this Article and on a first-come first-served basis.
3. Code of Conduct. Payment of the membership fee constitutes implicit acceptance and agreement to adhere to the Member Code of Conduct, available on the website and/or on request.

#### **Article IV – Board of Directors**

1. Officers. The Board of Directors of TWIG shall consist of a maximum of 9 and a minimum of 5 officers, the latter being the executive officers: President, Vice-President, Treasurer, Secretary/Membership Officer, and Charity Officer. Other Board positions may be created and assigned as needed, for example: Communications, Trips, Events, Interest Club Coordinator, Diplomatic Relations, etc. Any two or more offices may be held by the same person, except the offices of President and Treasurer.
2. General Powers. The duties of the Board of Directors shall be to carry out the purposes of TWIG and to establish necessary policies. The Board of Directors will discuss and agree on the program of activities, charity projects, and other events.

3. Board Selection. Board candidates may be identified through a nominating committee or by other means, and will be selected according to the following criteria:
  - a. Personal standing.
  - b. Commitment to TWIG's activities and purpose.
  - c. Demographic reflection of TWIG's membership.
  - d. Specific skills (technology, communications, event planning, languages).
  - e. Access to local networks.
4. Board Composition. No more than two women of the same nationality may serve on the Board at the same time. One member of the Board may be an Uzbek national, but she may not serve as President, Vice President, or Treasurer.
5. Terms. The Directors serve terms of two years, and no member may serve consecutive terms, or return to the Board within three years of her last term.
6. Meetings. The Board shall meet in full five times a year. Additional meetings may be called if necessary.
7. Duties of Directors.
  - a. The President shall:
    - i. Preside over all meetings of the Board and all General Meetings.
    - ii. Serve ex-officio as a member of all Interest Clubs.
    - iii. Perform such other duties as may devolve upon the office.
  - b. The Vice-President shall:
    - i. Act on behalf of the President if the latter is absent or unable to perform her duties.
    - ii. Review the statements of the Treasurer and confirm that updated financial statements are kept on TWIG's cloud drive and on paper.
    - iii. Perform such other duties as may devolve upon the office.
  - c. The Secretary/Membership Officer shall:
    - i. Record minutes and resolutions of all proceedings of the Board meetings and circulate these to the Board.
    - ii. Maintain a current database of members (if there is no Director assigned to Membership)
    - iii. Update and safeguard the account details of TWIG's social, email and other accounts.
    - iv. Perform such other duties as may devolve upon the office.
  - d. The Treasurer shall:
    - i. Keep an accurate account of all receipts and disbursements and report on the financial status at each meeting of the Board of Directors.
    - ii. Have charge and custody of the safe containing TWIG funds.
    - iii. Disburse funds as directed by the President and/or the Board.
    - iv. Disburse appropriate funds to the Interest Clubs if and when necessary.
    - v. Perform such other duties as may devolve upon the office.

- e. The Charity Officer shall:
  - i. Identify organizations that need support and present options to the Board.
  - ii. Implement those charity activities that have been approved by a vote of the full Board of Directors.
  - iii. Inform TWIG members of charitable activities.
  
- 8. Attendance. Directors who fail to attend more than two Board meetings without a reasonable explanation may be removed from the Board by the President.

#### **Article VIII – Interest Clubs**

- 1. Number. The number of Interest Clubs shall be determined by the Board of Directors.
- 2. Leaders. Each Interest Club shall have one or more leaders, appointed by the Board, who shall liaise between the Board of Directors and the Interest Club.
- 3. Program. Each Interest Club shall determine its own programs.
- 4. Duties of Interest Club Leaders:
  - a. Attend all General Meetings of TWIG.
  - b. Coordinate any changes of assigned meeting dates with the the Director responsible for Interest Clubs, and/or the Director responsible for communications with TWIG’s general membership, and/or (in the absence of such Directors) with the Secretary.
  - c. Coordinate in a timely manner with the Board and in particular with the Treasurer with regard to any financial matters.
  - d. Help promote TWIG events through club channels and, if needed, liaise with local contacts such as restaurants, venues, charities, and sponsors.

#### **Article IX – General Meetings**

There shall be at least five General Meetings each year.

#### **Article X - Finances**

- 1. Membership Fee. The annual membership fee shall be determined by the Board of Directors.
- 2. Expenditures. Funds collected by TWIG shall be spent only for TWIG activities and, only after discussion and approval by the full Board of Directors, on charitable causes to be chosen and approved by the majority of the Board of Directors. TWIG shall assume financial responsibility in part or whole for any kind of group project, including Interest Club activities, only if the project has obtained prior approval of the majority of the Board of Directors.
- 3. (Fiscal) Year. TWIG’s (fiscal) year shall run from the 1st of September to the 31st of August.

#### **Article XI – Communication with the membership**

- 1. Platforms. TWIG has:
  - a. one email address (twiguzbek@gmail.com).
  - b. one facebook page (“The TWIG Family” group page).
  - c. one domain name/website (www.twig-tashkent.org).

- d. two Telegram channels ("TWIG Family" and "TWIG Billboard").
2. Maintenance and Access. Details of all five accounts are kept online and on paper by the Secretary/Membership Officer. Those with access to and administrator/moderator privileges to all five accounts are:
    - a. the President.
    - b. the Secretary/Membership Officer.
    - c. the Director for Communications if there is such a Director.

#### **Article XII – Amendments**

These Bylaws may be altered, amended, or repealed and new Bylaws may be adopted by a two-thirds majority of all the Directors in office at any meeting, if at least seven days' written notice is given of intention to alter, amend, or repeal, or to adopt new Bylaws at such meeting.

#### **Article XIII – Liability**

Neither TWIG nor its Board of Directors accepts liability for any loss, damage, accident, or injury sustained or caused by any individual or TWIG member while participating in TWIG activities.

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