

**Draft 4/26/22**

## **BY-LAWS OF THE PEOPLE'S CONSULTANTS**

The Board of Directors of The People's Consultants hereby resolves and agrees to the following by-laws, which replace and supersede all previous by-laws.

1. **NAME OF THE ORGANIZATION:** The following terms may be used interchangeably:

- The People's Consultants,
- The Peoples Consultants,
- Agua del Pueblo – USA.

2. **MISSION:** Our mission is as follows:

The People's Consultants aka Agua del Pueblo USA will provide transparent, objective and cost-effective service to rural Guatemalans. We will strive to objectively evaluate our projects over the long term after completion. We will share these results with the intention of helping other NGOs, government agencies, donors and communities to improve levels of potable water supply and sanitation. We will follow effective methodologies to provide potable water and sanitation to help build healthy, sustainable communities. We will help bridge the gap between funding agencies and projects needing additional financial resources.

Contributors can also earmark donations to advance human rights, the welfare of refugees and disadvantaged or persecuted minorities, justice, international development, and/or peace, anywhere in the world.

3. We will separate our funds into three categories, each with a separate bank account, as follows:

**Projects account:** These funds will be used to directly support work in Guatemala. All donations that we receive will be deposited to this account unless the donor specifies that they may be used for administrative purposes or for the purposes indicated below for our Human Rights account.

**Administration account:** These funds will be used for our administrative expenses, including but not limited to fundraising and publicity, participation in conferences, legal expenses, and insurance.

**Human Rights account:** These funds will be used to advance human rights, the welfare of refugees and disadvantaged or persecuted minorities, justice, international development, and/or peace, anywhere in the world.

4. **MEMBERSHIP IN THE BOARD OF DIRECTIONS:**

- a. New members may be elected to the Board by a majority vote of the existing members.
- b. Someone may cease to be a member of the Board either by resigning, or by a majority vote of the other members of the Board. The person involved shall not have a vote in such a decision. In

the event that the Board determines that someone may no longer continue as a member, the Board must provide a reason in writing.

- c. OFFICERS: The members of the Board shall designate from among themselves the officers of the Board, including a President, Vice President, and Treasurer. A member of the Board may hold up to two of these positions simultaneously. In the absence of a President, the Vice President shall act as such. In the absence of both a President and Vice President, the Treasurer shall be acting President
  - d. Membership on the Board of Directors shall be without pay, although expenses may be covered.
5. STATUS AS A NON-PROFIT ORGANIZATION: We shall endeavor to maintain our designation by the Internal Revenue Service as a 501(c)3 charity, to which donations shall be tax-deductible.
  6. APPLICABLE LAWS AND TRANSPARENCY: We shall operate transparently and consistent with the laws of the United States. Our tax statements and accounting statements shall be available upon request by interested parties.
  7. LANGUAGE: We shall operate in English and/or Spanish. Any communications which are in another language and impact our operations shall be translated to one of these languages.
  8. MEETINGS: The Board of Directors shall generally meet approximately once a month, although the frequency of meetings may vary to respond to decisions that need to be made.
  9. CONFLICTS OF INTEREST: Members of the Board shall endeavor to avoid both actual conflicts of interest and the appearance of such conflicts of interest. Exceptions may be made with approval of a majority of the Board, which such a conflict could facilitate achievement of our mission and objectives, such as if a member of our Board were also a member of the board of another non-profit organization with which we might collaborate to achieve joint objectives. Members of the Board shall inform the Board of any potential conflict of interest and shall recuse themselves from voting on related decisions. Note that unpaid involvement with the Guatemalan non-governmental organization Agua del Pueblo, shall not be considered as a conflict of interest. Likewise, membership in the Rotary Club organization shall not be considered as a conflict of interest.
  10. MODIFICATION OF BY-LAWS: Our by-laws may be modified by a majority vote of our Board of directors.

Agreed to on April 26, 2022

Bruce Clemens, President

Andrew (Andy) Karp, Treasurer

Greg O'Brien, Board Member

Jose Bailey, Board Member