menschForce Members Association

An Association of Trade, Commerce & Economics, USA By-Laws V1.1, January 2024

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Article 1: NAME, OBJECTIVE AND DURATION

menschForce Association is a Professional Unincorporated Association of People formed by adopting the framework of "The Association MenschForce Statutes" (Appendix A) for the purpose of Trade, Commerce & Economics in the USA. Herewith the menschForce Association shall be termed as "menschForce USA" in this ByLaw.

menschForce USA is an association of people, that shall function as a cooperative, voluntary, consensus-based American **Global** society driven by high moral standards promoting the economic means of acquiring wealth, liberty, and dignity by means of social engagement through full freedom of contracting, Choice, Opinion, Speech, Trade, wealth building, consensual engagement, self-regulation, and social responsibility.

The Association is created for an indefinite period and hence continues in existence until it is dissolved and its assets have been liquidated

menschForce USA is a voluntary association of Private People that come together for the purpose of profitable trade and commerce engagement using their time, skills, talent, education, knowledge, Intelligence, and wisdom to create Work Products, Solutions, Services, and Assets that shall deliver value to specific or a specific group of customers.

menschForce USA is an unincorporated organization formed under an agreement, written or oral or inferred by conduct, by two or more persons to pursue one or more common lawful Non-Profit purposes that are not organized as a trust, a cooperative, a domestic partnership, or, except as otherwise provided in the Act, formed under any other statute that governs the organization and operation of certain designated unincorporated associations and that is not merely a means of holding title to the property as co-owners. menschForce USA has members, Board, managers, Committees, Working groups councils, and governing councils.

Article 2: THE CONSTITUTION & SEAT

menschForce USA Association's constitution is created through the adoption of Statutes and the framework of "The Association MenschForce Statutes" (Appendix A), its guiding principles and governance. menschForce is completely an Independent, autonomous association run on these Statutes.

The "Association menschForce" seat is in every part of the world wherever such an autonomous association is recognized with USA Seat as menschForce USA.

Article: 3 PURPOSE

The Association is created to:

- 3.1 Promoting a Society of Liberty, Self-dignity, Cooperative, Consensus, and Voluntary Engagement in Trade, Business and Commerce in USA.
- 3.2 Because all people are moral equals, each possessing a wide domain of rightful autonomy, we fight to transfer the burden of explaining the entitlement to the people claiming the right to infringe upon our liberty of Trade.
- 3.3 Believe that most (if not all) of the claims to special authority with wide-reaching powers control people's day-to-day conduct, take their belongings, and even conscript them into conflicts. Our purpose is to stand up to any such self-declared authorities legally and through representations within the existing fundamental constitutional law of the land.
- 3.4 We ought to hold ourselves, and our governments, to a higher standard than a free society is possible and desirable. When people cooperate peacefully, with respect for each other's rights and liberties, we are capable of incredible things.
- 3.5 One can divide the methods humans use to acquire goods and services and accumulate wealth into two broad categories, 1. economic means(production & and exchange) and 2. Power means(organized force or fraud). We stand for the economic means and fully against the Power means.
- 3.6 The Association has **Not-For-Profit** purposes. Its members shall engage in trade, services, products exchange, assets exchange, digital equity trade, and digital assets trade within themselves as well as with clients and third-party trading partners.

Article 4: MEANS

The Association may pursue all lawful activities to achieve its purpose. In particular, the Association may undertake the following objectives / guiding principles:

4.1 **Overall Liberty:** Advocating, restoring, and promoting Individual and Collective Liberty in Societies, Trade, Business, Politics, and any groups.

4.2 Freedom of Engagement & Contracts:

- 4.2.1 Restore Freedom of contracts in all aspects of engagements including Labor. A contract of menschForce is a contract by which the parties agree to pursue a common goal other than the making of pecuniary profits to be shared between the members of the association.
- 4.2.2 Mere indivision of property existing between several persons does not create a presumption of their intention to form a partnership or an association. The contract by which an association is established may be written or verbal. It may also arise from overt acts indicating the intention to form an association.
- 4.2.3 There shall be time-time undeclared partnerships among the members. The contract by which an undeclared partnership is established may be written or verbal. It may also arise from an overt act indicating the intention to form an undeclared partnership.
- 4.2.4 Every member is entitled to participate in collective decisions, and he may not be prevented from exercising that right by the contract of association.
- 4.2.5 Collective decisions, including those to amend the contract of association, are taken by a majority vote of the members unless otherwise stipulated in the contract.
- 4.2.6 The contract of association may also be amended by the written or verbal consent of all members or by an established practice of menschForce USA according to the guidelines set by the "Association menschForce Statutes".
- 4.2.7 A contract of association is terminated by the expiry of its term or the fulfillment of the condition attached to the contract, or by the accomplishment or impossibility of accomplishing the object of the contract.

4.3 Right to Private / In tellectual Property:

We support and stand up for the right to Private Property as a human right. This property right is not simply limited to physical properties like Land or Gold, the right should be extended to a larger context where one's language, religion, Intellectual Property, digital Assets, royalty, etc.

- 4.3.1 menschForce USA in its own name may acquire, hold, encumber, and transfer property including Intellectual property may execute contracts in its own name, and maybe a beneficiary of a trust, a legatee, or a devisee under a will.
- 4.4 **Freedom of Knowledge:** Continue to Protect and restore the Freedom of Education, Knowledge, and enlightenment around the world wherever there is a deficiency.
- 4.5 **Freedom of Communication**: We stand for freedom of all forms of communication without infringing the Privacy and Security of an individual, body of individuals, or an institution.

4.6 Freedom of Trade and the Market: Free Trade and Free markets are the heart of our association's goals. We shall stand up to those forces across nations that might target such free trade and markets through monopoly, oligopoly, or other forms of aggression.

4.7 Freedom of Outcomes and Virtue of Production:

Apart from the freedom of activities and speech, we strongly believe in the Freedom of outcome and the Virtue of Production needs to be protected for humanity to achieve total production. We will consciously advocate for correcting and liberating systems(social, political, technological, business, legal, etc to achieve overall true Liberty.

4.8 Freedom of Supply:

Fight for Freedom of Supply Chain, food, and goods forwarding across the world.

- 4.9 Empowering Unrepresented Groups: We fight for Empowering and improve the Participation of Unrepresented groups.
- 4.10 **Protection of dignity:** Attacking the dignity of an individual or a group is a tool used by forces all over the world to suppress the voice and take away liberty. Protection of Individual and collective dignity within the Rule of Law is our major practice area.
- 4.11 **Social Injustice:** Proactive prevention of social Injustice is our goal. We strongly believe that prevention is better than cure for Social Injustice.
- 4.12 **Economic Due Process**: While opportunities are virtually open for everyone within a society, there is a backdoor attack on the individual and group liberty to prospect by denying a fair due process. So, we focus on Freedom of economic due process as one of our principles.
- 4.13 **Supplementing/Alternate to Credit Scoring:** We strongly believe that the current credit scoring systems around the world are deeply flawed. It's an attack on individual liberty by denying them access to the fundamental resources in society. So, we continuously advocate for Promoting Individual and collective Social Responsibility and the replacement/supplementation of the credit score system by Social Responsibility and other forms of scoring that are not centrally managed. Ie we advocate for the Decentralization of such systems.
- 4.14 **Right to Self-Regulation:** Self-regulation of Private groups, societies, and communities within the Rule of Law is the core of our belief system to achieve the true society of total Liberty. menschForce Society and its committees, councils, and groups shall enjoy the right to self-regulation without violating the framework and statutes of the association and the Rule Of Law of the Land.

4.15 Limit the Power of Institutions:

We Advocate limiting the Institution's power over Individuals and establishing the right to individual Privacy and secrecy as long as it does not violate the freedom/liberty of other individuals/groups.

- 4.16 **Near Stateless Society:** Promote Localism and Near Stateless Society across nations for its members so that they can participate in global trade and commerce.
- **4.17 Freedom of Association:** One of the major tools for a free society is to have the freedom of association of people, bodies, and institutions for a common cause. We shall fight for such liberty within societies and across national boundaries.
- 4.18 **Non-intervention:** We do not believe that it's any individual's, government's, society's, group's right to intervene in any one individual or body of individuals.
- 4.19 **Voluntary Participation:** We stand for promoting Voluntary participation in all aspects of the life of humanity across nations. We promote democracy without violating individual liberty. Ie we do not accept a simple-majority democratic system where a non-majority complies with the majority decisions. We promote a system where we let the non-majority for an issue/event be left alone as a non-participant rather than forced to comply with the Majority.
- 4.20 **Non-Coercion and Non-aggression:** Coercion and Aggression are the tools used by those who want to exercise power over others and deny their liberty. We stand for continuously fighting for such forces using these two tools.
- 4.21 **Decentralized Systems:** Advocate for and Promote De-centralization of Systems, Processes, markets, and business Institutions around the world wherever menschForce is adopted. menschForce governance, operation, and business processes shall be completely decentralized through the karmaCapsuleNetwork platform by Dec 31, 2026.
- 4.22 **Inner Engineering:** We will work to establish Freedom of competitiveness and inner engineering and fight those who deny them.
- 4.23 **Spontaneous Order:** Advocate for the liberty of establishing Spontaneous order within the groups, institutions, communities, businesses, trade associations, etc,
- 4.24 **License Free Governance:** Promote License free governance to Protect individual liberty and natural rights.
- 4.25 **Freedom of Health care:** Freedom of healthcare and choice and availability of Insurance for all participants of the Association.
- 4.26 **Bigotry:** Oppose Bigotry le Intolerance of Opinion, lifestyle, Identities, and disabilities.
- 4.27 Legal Tender & Barter System:

- 4.27.1 menschForce USA does not hold any legal reservations against the use of currencies of governments and will be available to transact in any form of legal tender.
- 4.27.2 menschForce USA, in Principle, Opposes and does not encourage fiat currency elasticity and manipulations including Cryptocurrencies. Although the association shall allow fiat currencies to be the mode of exchange and settlement according to the scenarios and the local laws, it promotes an alternate barter system through the systemic creation and utilization of digital Assets with intrinsic values as tender for any trade exchange. For this, the association shall adopt a digital Asset tender called "menschForce Karma Capsule" MFKC.
- 4.28 **Resources Allocation:** We fight to reduce the control of the allocation of human resources and the resources that are by-products of the human resources and make such allocations as consensus-driven.
- 4.29 **Resources Pricing Control:** The Pricing of human resources, the by-products of the human resources and derivative products and assets such as Intellectual properties should be a matter of Individual trade Liberty driven by consensus-based community
- 4.30 **Righteousness of Intimate Partnership:** Protect the righteousness of Intimate Partnership with a fellow human as a natural process and protects the right to dignity of consensual partners of the association.

4.31 **Social Security**:

- **4.31.1** menschForce USA will support and encourage members and others to support and contribute to the Social Insurance Program through different statuses such as Self-Employed, Independent Business Owner, and Employee.
- 4.31.2 As an additional measure to protect the financial interest of the members apart from the government-run Social Insurance Program, Social Security through private and voluntary contributions and a method of systemic earning and financial investments. The association shall take initiatives to develop and implement such an alternate Social Security system for its members.
- 4.33 **Political and Social Freedom**: We stand for Freedom for political affinity, and views within the association. We encourage the creation of social groups within the association for a common cause and to set their own rules of engagement, governance, and convention procedures, within the framework and statutes of the menschforce association. etc.,
- 4.34 **Referendum:** We Promote and support referendum, repeal & and recall as the way of checks and balances when the government or social or large corporate public institutions fail to address or resolve major issues that widely affect the public at large. At the same time, we will be cautious not to violate the liberty of nonconforming.

people.

- 4.35 **Non-Nationalization of Outputs:** Advocacy against Nationalization of resources, human outputs, industrial production, and Intellectual properties. And promote the localization of all of these and sharing through trade and exchange.
- 4.36 **Tax:** We continuously advocate to minimize the burden of tax on our members through utilizing the best available tools, laws, regulations, and mechanisms across USA.
- 4.37 **Cooperativeness:** Promote Establishing Society revenue through an alternate system of Public-Private Partnerships, Cooperatives, competitive Services, and voluntary funding.
- 4.38 **Automated and Immutable Governance:** Promoting every system, cooperative, Public-Private entity, and institution to run fully automated, Immutable governance and Immutable smart contracts with the help of technologies such as AI, Blockchain, immutable consensus algorithms, etc.,
- 4.39 The **Capital:** The association shall focus on the creation of "Capital" with intrinsic value that shall create additional Capital and Valuable products, solutions, and Intellectual properties. We fight against the mechanism of simple flow and consumption of Tender without creating substantial Capital in the System.

4.40 Freedom of Human Resources and Outcomes:

Advocacy with Governments to claim natural ownership of human resources /Labor of the country directly or indirectly and set free all the workforce to trade their time, outcome, and products freely across the world with individual binding contracts.

- 4.41 Promote True Federations: Advocate for world nations to adopt a Federated Liberty-oriented republic constitution driven by the constitution.
- 4.42 **Religious Liberty:** We fight for the Freedom of religion, belief, Practice, and secular society.
- 4.43 **Weaponization of Technology:** Big technology companies and the Internet Societies should be treated as Media / Press to bring them under the same regulations of media/liberty. Promote enforcement neutral and freedom and liberty-oriented news, media, and communication platforms.
- 4.44 **Group / Community Liberty:** Freedom to Practice community groups cults through race, ethnicity, etc.
- 4.45 **Intellectual Property Protection & Monetization:** We will work continuously for the Protection of Intellectual Property and the security of Royalties on creations and promote digital values of such properties in the form of digital Assets.

- 4.46 **Division of Labor:** We Promote and advocate more divisions of Labor and the creation of contemporary Jobs and Professions.
- 4.47 **Right to Better Service:** Promote the idea of every Citizen as a Customer and Right to Better Service. Members are urged to adopt this as the framework of engagement in every project product development and Service delivery.
- 4.48 **Rights of Physically and mentally challenged:** We fight for Securing the Life, Liberty, and Prosperity of Physically, Mentally, Biologically challenged to bring them to the Level-Playing field as rest of the citizens.

Article 5: Resources

Resources of the Association may come from donations, legacies, sponsorship, partnerships, public subsidies, membership fees, revenues generated by the Association's assets, as well as any other resources authorized by the law.

All resources of the Association shall be used exclusively for its not-for-profit purposes.

II. MEMBERS

Article 6: Members

Members of the Association (the "**Members**") shall consist of individuals or institutions who have an interest in the purpose and the activities of the Association and wish to support them. The types and categories of the memberships shall be designed by the Membership Committee and approved by the general assembly. A member is liable toward menschForce USA for anything he/she has promised to contribute to it.

Article 7: BEGINNING OF MEMBERSHIP

- 7.1 The founders are the initial members of the Association. The General assembly has the primary competence to appoint the members.
- 7.2 But additional Members may join the Association by submitting a written application to the Membership Committee established by the general assembly. The power to admit and exclude members could therefore be delegated to the Membership Committee. The possibilities of appeal to the general assembly remain open.
- 7.3 Membership is neither transferable nor inheritable.
- 7.4 Any member who has not consented to a resolution that infringes the law or the articles of association is entitled by law to challenge such resolution in court within one month of learning thereof.
- 7.5 No member, person, or institution may be forced against his or her will to accept a change in the objects of the association.

7.6 The age limit for membership is 18. A minor may join the association and have voting rights in case of the death of a Primary member who is his/her P a r e n t / legal guardian. A minor may not, however, take part in decisions that commit him/her financially beyond the amount authorized by the legal representative.

Article 8: END OF MEMBERSHIP

Membership ceases:

- 8.1 A person becomes a member of menschForce USA and can be suspended, dismissed or expelled from menschForce USA by the governing principles. In the absence of applicable governing principles, a person can become a member or be suspended, dismissed or expelled from menschForce USA by a majority vote of the members. A member who is suspended, dismissed, or expelled shall remain liable for any damages or obligation the member owes to menschForce USA.
- 8.2 All members have a legal right to resign subject to six months' notice expiring at the end of the calendar year or, if an administrative period is provided for, at the end of such period.
- 8.2 Upon the death of the Member if such Member is an individual and not the representative of an institution; or
- 8.3 By exclusion decided by the General Assembly, [(i for the following reasons a) malpractice, b) not adhering to the statutes, c) violation of membership committee regulations d) Non-Payment of membership fee e) abuse, misuse of the association's name and the various brands and Intellectual properties held by the association, f) not following Standard Operating Procedures, etc.,
- 8.4 or (ii) without cause]. In such cases, the exclusion may not be challenged based on the reasons but an appeal shall be made directly to the General Assembly which shall determine the final outcome.
- 8.5 In any case, the fee for the current year remains due by the existing Member.
- 8.6 A resigning or expelled Member has no right to the Association's assets but they are liable for the subscriptions due during the period of their membership.

Article 9: MEMBERSHIP FEES

The General Assembly decides on the principle of membership fees and their amount. It shall also delegate it to the Committee and then to the Membership Committee but there shall be a limit set on the membership fees by the Committee should not exceed a certain amount.

III ORGANISATION AND GOVERNANCE

Article 10: Bodies of the Association

- 10.1 The bodies of the Association are:
- General Governing Council, made up of 50% of Board members from the Transnational Movement of Systemic Liberty of and 50% of menschForce Board members.
- 10.1.1 The General Assembly, made up of members of the Association. The voting rights are split into two parts
- a) 1 voting right per membership and
- b) 1 voting right per 10% of the total % of digital Asset ownership (MFKC) to the MFKC held by the member. ie if the total MFKC in the world is 100,000, then the member who owns 1000 MFKC ie 1% ownership, then the member will get 10% of 1. ie 0.1 voting right. Such a member shall have 1.1 total votes.

- 10.1.2 Board,

- a) The board consists of elected Directors.
- **b)** menschForce USA is administered and represented by its directors, who bind it to the extent of the powers vested in them by the contract of association, by a decision of the members, or by law.
- c) The election shall be held by voters from the Transnational Movement of Systemic Liberty board, Voters from menschForce Committees, and up to 10 Caucuses groups selected by General Assembly voting. Each such caucus group shall bring in 100 members per group to vote, each carrying 1 voting right. The first Board Election shall be conducted on 31st December 2028. Until then, the Board will be governed directly by the board of "Transnational Movement of Systemic Liberty" and the President will be appointed by the Board.
- d) If no directors are selected, all the members are deemed to be directors.
- e) Where the association has several directors, a majority of them may act unless the contract of association requires them to act jointly or in a determinate proportion.
- f) Members and board directors of menchForce USA shall have the same rights to inspect and copy the menschForce USA books and records and to disclosure information about menschForce USA operations as members and directors and officers of non-profit corporations have under the enacting jurisdiction's nonprofit corporation code. These rights may be limited or conditioned if not manifestly unreasonable, but not wholly eliminated by the governing principles of menschForce USA.
- 10.1.3 The Committee, every committee is created through voluntary participation from members and appointment of non-members through the board. 70% of seats are reserved for members. The committee members vote to elect a committee chair through a 51% majority. The number of votes per committee member is based on how much the voting rights they carry in the General Assembly as stated in article 10.1.1

- 10.1.4 Operations Support Councils and Groups Various Operations Support groups and councils like Process Support, Marketing Support, Vendor Support, IT council/Support, etc are formed through both appointments as well as voluntary participation from members based on the qualification criteria set forth by the corresponding committee that governs it.
- 10.1.5 "Council Managers" are all those persons who have managerial responsibility within the Councils and groups. The term includes directors, administrators' officers, and anyone else who has been authorized to exercise managerial, or administrative authority. A Council manager may or may not be a member of menschForce USA. Managers of menschForce USA have the same duties of loyalty, good faith and care that directors and officers of a not-for-profit corporation have under the enacting jurisdiction's corporation law.
- The External Auditors, insofar as required by local law.

Article 11: Principles

- 11.1 The General Assembly is the supreme authority of the Association.
- 11.2 It is composed of all the Members.

Article 12: POWERS

12.1 The General Assembly delegates to the Committee the power to administer and represent the Association and can, in turn, delegate some of them to Councils.

The General Assembly remains with the following inalienable powers:

- 12.1.1 Adoption and amendment of the present Statutes;
- 12.1.2 Nomination, surveillance, and revocation of the External Auditors;
- 12.1.3 Approval of annual reports and audited accounts;
- 12.1.4 Admission and Exclusion of Members:
- 12.1.5 Nomination, surveillance, discharge, and revocation of Committee members;
- 12.1.6 Decision on the dissolution or merger of the Association; and
- 12.1.7 Management of all matters that are not the responsibility of other bodies.
- 12.1.8 Surveillance and revocation of the Council members
- 12.2 the Committee shall exercise the following powers

- 12.2.1 Adoption of Functional Procedures and Standard Operating Processes for Each Council.
- 12.2.2 Appoint, surveillance, or discharge individual Council members.
- 12.2.3 Create, Modify, deprecate, and retire regulatory frameworks for the Sub(functional) Committees.
- 12.2.4 Formation, Deprecation, and Dismissal of Sub-Chapters.
- 12.3 menschForce USA is administered and represented by its directors, who bind it to the extent of the powers vested in them by the contract of menschForce USA, by a decision of the members or by law.
- 12.4 A member does not have the power to bind menschForce USA unless he is a director or has been specially empowered to act on its behalf.

IV The General Assembly

- 12.2.5 Appointing Panels, Tribunals, Judges, and Groups to handle certain issues or to achieve specific Goals and Purposes.
- 12.2.6 Create, govern, modify, and retire various Councils such as the Council of Movements, Council of Organizations, Council of Politics, and Council of Institutions, under broader purposes of Community Development, Socio-Economic Progress, Trade and commerce, Policies, Education/Training, Social justice, Trust, Security/Peace, etc.,
- 12.2.7 Create and govern the Transnational trusteeship system for individual Regions across many regions.
- 12.2.8 Managers: "Managers" are all those persons who have managerial responsibility. within the menschForce USA. The term includes directors, trustees, administrators and officers, and anyone who has been authorized to exercise governing managerial or administrative authority. A manager may or may not be a member of a menschForce USA.

Article 13: MEETINGS

- 13.1 Ordinary meeting of the General Assembly. The Ordinary meeting of the General Assembly shall be held at least once a year, in person.
- 13.2 Extraordinary meeting of the General Assembly. Extraordinary meetings of the General Assembly may be called by the Committee or at the request of at least 20 percent of all Members.

- 13.3 Convocation. The Committee shall convene the meetings of the General Assembly with a [one-month] notice. The agenda of the meetings must be sent with the invitations. The invitations may be sent by post or by e-mail.
- 13.4 Quorum. The General Assembly is validly instituted regardless of the number of Members present. The notice and quorum requirements for meetings of members and managers are determined by menschForce USA governing principles.
- 13.5 The Chair. The Chair, and in his/her absence the Deputy Chair (as defined in article 17 below), shall chair the meetings of the General Assembly.

Article 14: Decision-making and Voting rights

- 14.1 Voting rights. Each Member shall have equal voting rights at the General Assembly
- 14.2 Power of attorney. Members may vote in person or by proxy.
- 14.3 Process. Voting takes place by a show of hands. Upon request of at least one-fifth of the Members, voting may take place by secret ballot.
- 14.4 Majority of votes. Resolutions require a majority of the votes of the members present. All decisions shall require a simple majority of all votes expressed (including votes by proxy), insofar as the present Statutes do not provide for a different majority.
- 14.5 Decisions by circular letter. Proposals to which all Members have adhered in writing are equivalent to decisions taken by the General Assembly.
- 14.6 Conflict of interest. A Member may not vote for decisions relating to a matter or a legal proceeding regarding the Association where he or she, his or her spouse, parents, or relatives in direct line are a party to the matter.
- 14.7 Minutes. The meetings of the General Assembly and its decisions are recorded in the minutes.

∨ The Committee

Article 15: PRINCIPLES

15.1 Role and powers: The Committee is the executive body of the Association. It has the right and the duty to manage the affairs of the Association and to represent it by the Statutes. In particular, the Committee shall take all necessary measures to achieve the purposes of the Association, ensure the correct application of the present Statutes and any other internal regulations, administer the property, assets, and resources of the Association, manage the accounts, engage and supervise a Director, if necessary, and convene and organize the General Assembly.

15.2 Pro-bono: Committee members shall act on a pro-bono basis, except for reimbursement of their effective costs and travel expenses. Potential attendance fees may not exceed certain limits set by the Board. For activities that exceed the usual scope of the function, each Committee member may receive appropriate compensation. Paid employees of the Association may only sit on the Committee in an advisory capacity.

Article 16: APPOINTMENT OF THE COMMITTEE

- 16.1 The initial Committee members are appointed by the founders.
- 16.2 After that, the new members of the Committee are appointed by the General Assembly.

Article 17: COMPOSITION

- 17.1 The Committee shall be composed of at least three(3) and at most Fifteen(15)members.
- 17.2 The Committee designates among its members, a Chair, a Deputy Chair well as any other function as it may deem necessary.
- 17.3 At least one member of the Committee with signatory powers must be a Local citizen or a citizen of a Member State of the Economic Zone where the Society Operates. This can also be satisfied by a Council Head like the Director of PR / Communications.
- 17.4 The Committee can appoint various Councils such as Membership Council, Trade Council, Political Actions Council, Trade Council, C u s t o m e r S u p p o r t C o u n c i I, P r o c e s s C o u n c i I, Civil Rights Council, Education Council, Research & Development Council, PR / Media Council, Trusteeship Council etc.

Article 18: TERM

The Committee members are appointed for a Two(2) year term, renewable 3(three) times.

Article 19: REMOVAL AND RESIGNATION

- 19.1 Removal. Committee members may be removed by the General Assembly for just cause, in particular, if the Committee member has violated his/her obligations towards the Association or if the Committee member is not in a position to exercise his/her functions correctly.
- 19.2 Resignation. Committee members may resign at any time by submitting a written declaration to the Chair, specifying when the resignation shall take effect.

19.3 A vacancy during the term of office. In the event of dismissal or resignation during the term of office, the Committee may appoint a replacement member by co-optation, until the next meeting of the General Assembly.

Article 20: DELEGATION AND REPRESENTATION

- 20.1 Delegation. The Committee is entitled to delegate certain of its tasks to one or more of the Committee members, including to Committee sub-committees, to the third parties, or to hired employees.
- 20.2 Representation. The Association is validly represented and bound by the collective signature of two Committee members and/or any other officer or a representative designated for this purpose by the Committee by a power of attorney.

Article 21: COMMITTEE MEETINGS

- 21.1 Meetings. The Committee shall meet as often as required, but at least twice a year.
- 21.2 Process. Committee members may validly participate in a meeting of the Committee by video or telephone conference or any other form of communications equipment.
- 21.3 Convocation. The Chair of the Committee shall convene Committee meetings at least fifteen days in advance. The Chair may convene the Committee with three days advance notice, where justified by urgent circumstances.

Article 22: DECISION MAKING

- 22.1 Votes and majority. Each Committee member shall have one vote. Decisions are taken by a simple majority of all votes expressed, as long as the present Statutes or other internal regulations of the Association do not provide for a different majority. In case of a tie, the Chair shall have a casting vote.
- 22.2 Decisions by circular letter. Decisions may also validly be taken by written resolution, including by email.
- 22.3 Minutes. Committee meetings and decisions will be recorded in the minutes of the Committee.

VI Miscellaneous and final provisions

Article 23 : SECRETARIAT

The Committee may create a secretariat and/or appoint a Director to manage the day-to-day affairs of the Association.

Article 24: AUDITORS

- 24.1 General body: Internal auditors shall be appointed by the General Assembly through its board of directors to verify annual accounts and compliances
- 24.2 Compulsory body. To the extent required by law, the General Assembly shall appoint the independent External Auditor in charge of (I) verifying the annual accounts of the Association and submitting a detailed report to the General Assembly and (ii) ensuring that the statutory rules of the Association (Statutes and internal regulations) are respected.
- 24.2 Optional body. The Association, which is not subject to the obligation to appoint an External Auditor may nevertheless decide to appoint one (or more) External Auditor(s), who would prepare a report to the General Assembly's attention.

Article 25: BOOKKEEPING

- 25.1 Accounts. The Committee must prepare for each financial year's accounts as required by the applicable laws. The bookkeeping shall be Decentralized through karmaCapsule Network.
- 25.2 Fiscal year. The fiscal year begins on January 1st and ends on December 31st of each year.

Article 26: LIABILITY

- 26.1 menschForce USA is solely liable for its debts and obligations, which are guaranteed by its assets, to the exclusion of all individual responsibility of its Members.
- 26.2 menschForce USA is liable for its acts or omissions and for the acts or omissions of its managers, employees, and agents acting within the scope of their office, employment and agency to the same extent as if the menschForce USA were a nonprofit corporation.
- 26.3 A member or manager of menschForce USA may be subject to liability for the debts and other obligations of menschForce USA under the alter ego liability doctrine that applies to members of a nonprofit corporation, taking into account differences in form between a menschForce USA and a corporation.
- 26.4 Except as otherwise provided in Article 26.3 monetary judgment against menschForce USA may be enforced only against the property of menschForce USA.
- 26.5 Subject to laws other than the Act limiting the liability of volunteers, a member or manager of menschForce USA is liable for the member's or manager's own tortious acts or omissions.
- 26.6 A member of menschForce USA may assert a claim against menschForce USA; and menschForce USA may assert a claim against a member.

26.7 A member or manager of menschForce USA is liable for a contractual obligation of menschForce USA if the member or manager expressly assumes personal liability for the obligations or the member or manager executes a contract on behalf of menschForce USA without authority to execute the contract or without disclosing that the member or manager is acting as an agent on behalf of menschForce USA.

Article 27: SUB CHAPTERS

27.1 The association allows sub-chapters to be created under Eight Regions of the World, 1. North America, 2. South, Central America & Caribbean 3. Western Europe including Ireland and UK 4. Central & Eastern Europe and Central Asia Region 5. North

Africa & Middle East 6. Central & Southern Africa 7. South & East Asia 8. Oceana. Each Sub-chapter will be governed by the regional offices set up in these regions. 27.2 Sub-chapters shall adopt the basic principles, Laws, operating procedures, and processes but shall operate under the main association.

Article 30: DISSOLUTION

- 30.1 The Association may never be dissolved.
- 30.2 The association can only be liquidated by a two-thirds (2/3) majority vote of all Members. In such liquidation,
- 30.2.1 The assets of the Association shall first serve to pay its creditors and Investors.
- 30.2.2 After the first settlement, out of the remaining assets, shareholding members will get their settlement according to their digital asset share holding ie MFKC.
- 30.2.3 Out of the remaining assets, all the members(both MFKC holders and non MFKC holders will get equal shares of the assets settled.
- 30.3 To enable a smoother settlement and better settlement procedures, a committee shall be formed by the Board. The committee shall appoint third-party observers, settlement bank, Ombudsman, or Custodian Bank/Financial institution agreed by 51% majority of the members.
- 30.4 The juridical personality of the association continues to exist for the purposes of the liquidation.
- 30.5 Winding up and termination of menschForce USA must proceed as follows:
- 30.4.1 (a) All known debts and liabilities must be paid or adequately provided for;

- (b) Any assets subject to a condition requiring return to the person designated by the donor must be transferred to that person;
- (c) Any assets subject to a trust (e.g., endowment or restricted gifts) must be distributed by the trust agreement; and
- (d) Any remaining assets must be distributed as follows:
- (i) As required by other law that requires assets of a nontaxable menschForce USA to be distributed to another nontaxable unincorporated Association with a similar purpose;
- (ii) In accordance with the governing principles; and in the absence of applicable governing principles, to the current members of the association per capita or as the current members direct; or If neither (i) nor (ii) apply, the net assets will escheat to the enacting jurisdiction by the means generally provided for the escheat of property in the enacting jurisdiction. law.
- 30. 5.2 After payment of the debts, the remaining property devolves in accordance with the rules respecting the contract of menschForce USA or, failing special rules, it is shared equally among the members. However, any property derived from contributions of third persons devolves, notwithstanding any stipulation to the contrary, to an association, legal person or trust-sharing objectives similar to those of the association; if that is not possible, it devolves to the State and is administered by the Minister of Revenue as property without an owner or, if of little value, is shared equally among the members.

Article 31: Jurisdictions and Judiciary Personality

31.1 The status and capacity of an association and the relations between the association, its members, and its directors are governed by the law designated in the contract of association or, f no law is designated, by the law with which the association is most closely connected.

To determine the applicable law, account is taken in particular of the place of administration of the association, the place where its property is situated and its object, and the places where it is to be fulfilled.

- 31.2 menschForce USA is a legal person distinct from its members and directors. The effects of juridical personality, Apply to associations by their nature.
- 31.3 menschForce USA has a patrimony and full enjoyment of civil rights. It may sue and be sued. Its acts bind none but itself, except as provided by law.

- 31.4 Provisions for service of pleadings, venue in actions against menschForce USA, and enforcement of judgments or orders against menschForce USA should be included in the Act unless they exist in the enacting jurisdiction's other statutes and regulations.
- 31.5 menschForce USA should have the same right to indemnify and advance attorneys' fees and other costs of litigation to its members and managers as a nonprofit corporation has under the enacting jurisdiction's nonprofit corporation law to indemnify and advance costs to its members, directors and officers.

Article 32: Merger and Conversion

Provisions for mergers of menchForce USA with or into any other type of legal entity, and for conversion (transformation) of menschForce USA into another type of legal entity, should be specifically authorized by the Act, unless authority for these types of transactions already exists in the enacting jurisdiction's other statutes. The provisions should contain the types and contents of documents (e.g., plan of merger or conversion), the required vote to approve the transaction, and the legal effect of the transaction.

Dated: 12/26/2023

Signed by

Maya Suresh Kannan Balabisegan

The Chairman, Secretary and Board Director.