

**Bylaws
of
PEER GLOBAL HEALTH INITIATIVES INC.**

**Article 1
Offices**

Section 1. Principal Office

The principal office of the corporation is located in Placer County, State of California.

Section 2. Change of Address

The designation of the county or state of the corporation's principal office may be changed by amendment of these bylaws. The executive board of directors may change the principal office from one location to another within the named county by noting the changed address and effective date below, and such changes of address shall not be deemed, nor require, an amendment of these bylaws:

New Address: _____

Dated: _____, 20__

New Address: _____

Dated: _____, 20__

New Address: _____

Dated: _____, 20__

**Article 2
Nonprofit Purposes**

Section 1. IRC Section 501(c)(3) Purposes

This corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code, including, for such purposes, the making

of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code.

Section 2. Specific Objectives and Purposes

The specific objectives and purposes of this corporation are to provide relief and assistance to the physically and intellectually handicapped in the poor and underprivileged segments of our society. To this effect, the corporation shall:

- a. Engineer programs and develop opportunities to provide assistance (both in kind and monetarily) to the physically and mentally handicapped and/or to other organizations that support these handicapped individuals;
- b. Raise awareness about and improve the plight of the handicapped by creating and maintaining a web site offering information about events in the community that are dedicated towards helping the handicapped;
- c. Identify platforms of social interaction for the handicapped, and provide a network of information, research studies, referrals and support on issues pertaining to the disabled.
- d. Volunteer time and efforts at events sponsored by other non-profits that serve the handicapped;
- e. Sponsor events offering nutritional and health education services to the disabled and their caregivers;
- f. Organize and coordinate periodic fundraisers such as Car Washes, Rummage/Garage Sales, Toiletry/Food Drives. Funds will be solicited from the general community. The funds from these undertakings will be allocated at the discretion of the board of directors to other non-profit organizations that have qualified as exempt organizations under section 501(c)(3) of the Internal Revenue Code, and for promotion of the objectives set forth in other clauses of Article 2;
- g. Engage in other activities related to educating the public concerning the issues related to the wellness of the physically and intellectually disabled.

Article 3 Directors

Section 1. Number

The corporation shall have at least five (5) directors and collectively they shall be known as the board of directors.

Section 2. Qualifications

Any individual willing to serve the intellectually and physically challenged without any compensation.

Section 3. Powers

Subject to the provisions of the laws of this state and any limitations in the articles of incorporation and these bylaws relating to action required or permitted to be taken or approved by this corporation, the activities and affairs of this corporation shall be conducted and all corporate powers shall be exercised by or under the direction of the board of directors.

Section 4. Duties

It shall be the duty of the directors to:

- a. Perform any and all duties imposed on them collectively or individually by law, by the articles of incorporation, or by these bylaws;
- b. Meet at such times and places as required by these bylaws. Telephonic attendance at the meetings is acceptable;
- c. Register their mailing and email addresses with the secretary of the corporation, and notices of meetings mailed to them at such addresses shall be valid notices thereof.
- d. Develop and oversee organizational policies and goals, budgeting, fundraising, and disbursing of the corporation's funds as per the articles of incorporation, or other provisions of these bylaws. Directors shall avoid self-dealing and conform to the Conflict of Interest Policy of the corporation;
- e. Represent the interest of the corporation with the public at large, and assist with recruiting other philanthropic individuals, supporters, or those sympathetic to the cause of the disabled to serve on the board of directors;

Section 5. Term of Office

Each director shall hold office for a period of one (1) year and until his or her successor is elected and qualifies.

Section 6. Compensation

Directors shall serve without any compensation monetary or otherwise. No loans or guarantees of loans will ever be made to the directors.

Section 7. Place of Meetings

Meetings shall be held at the principal office of the corporation unless otherwise provided by the board or at such other place as may be designated from time to time by resolution of the board of directors.

Section 8. Regular Meetings

Regular meetings of directors shall be held on the First day of February and on the First day of every other month thereafter at 7.00 p.m., unless such day falls on a legal holiday, in which event the regular meeting shall be held at the same hour and place on the next business day.

At the regular meeting of directors held on the First day of August, directors shall be elected by the board of directors. Voting for the election of directors shall be by written ballot. Each director shall cast one vote per candidate, and may vote for as many candidates as the number of candidates to be elected to the board. The candidates receiving the highest number of votes up to the number of directors to be elected shall be elected to serve on the board.

Section 9. Special Meetings

Special meetings of the board of directors may be called by the president, the secretary, by any two directors, or, if different, by the persons specifically authorized under the laws of this state to call special meetings of the board. Such meetings shall be held at the principal office of the corporation or, if different, at the place designated by the person or persons calling the special meeting.

Section 10. Notice of Meetings

Unless otherwise provided by the articles of incorporation, these bylaws, or provisions of law, the following provisions shall govern the giving of notice for meetings of the board of directors:

- a. Regular Meetings.** No notice need be given of any regular meeting of the board of directors.
- b. Special Meetings.** At least one week prior notice shall be given by the secretary of the organization to each director of each special meeting of the board. Such notice may be oral or written, may be given personally, by first class mail, by telephone or by email, and shall state the place, date, and time of the meeting and the matters proposed to be acted upon at the meeting.

Section 11. Quorum for Meetings

A quorum shall consist of a majority of the members of the board of directors.

Except as otherwise provided under the articles of incorporation, these bylaws, or provisions of law, no business shall be considered by the board at any meeting at which the required quorum is not present, and the only motion which the chair shall entertain at such meeting is a motion to adjourn.

Section 12. Majority Action as Board Action

Every act or decision done or made by a majority of the directors present at a meeting duly held at which a quorum is present is the act of the board of directors, unless the articles of incorporation, these bylaws, or provisions of law require a greater percentage or different voting rules for approval of a matter by the board.

Section 13. Conduct of Meetings

Meetings of the board of directors shall be presided over by the president of the corporation, or in his or her absence, by the secretary of the corporation, or in the absence of each of these persons, by a chairperson chosen by a majority of the directors present at the meeting. The secretary of the corporation shall act as secretary of all meetings of the board, provided that, in his or her absence, the presiding officer shall appoint another director to act as secretary of the meeting.

Meetings shall be governed by such provisions as may be approved from time to time by the board of directors, insofar as such rules are not inconsistent with or in conflict with the articles of incorporation, these bylaws, or with provisions of law.

Section 14. Vacancies

Vacancies on the board of directors shall exist (1) on the death, resignation, or removal of any director, and (2) whenever the number of authorized directors is increased.

Any director may resign effective upon giving written notice to the president, the secretary, or the board of directors, unless the notice specifies a later time for the effectiveness of such resignation. No director may resign if the corporation would then be left without a duly elected director or directors in charge of its affairs, except upon notice to the office of the attorney general or other appropriate agency of this state.

Directors may be removed from office, with or without cause, as permitted by and in accordance with the laws of this state.

Unless otherwise prohibited by the articles of incorporation, these bylaws, or provisions of law, vacancies on the board may be filled by approval of the board of directors. If the number of directors then in office is less than a quorum, a vacancy on the board may be

filled by approval of a majority of the directors then in office or by a sole remaining director. A person elected to fill a vacancy on the board shall hold office until the next election of the board of directors or until his or her death, resignation, or removal from office.

Section 15. Nonliability of Directors

The directors shall not be personally liable for the debts, liabilities, or other obligations of the corporation.

Section 16. Indemnification by Corporation of Directors and Officers

The directors and officers of the corporation shall be indemnified by the corporation to the fullest extent permissible under the laws of this state.

Article 4 Officers

Section 1. Designation of Officers

The officers of the corporation shall be a president, a secretary, and a treasurer. The corporation may also have a vice president, assistant secretaries, assistant treasurers, and other such officers with such titles as may be determined from time to time by the board of directors.

Section 2. Qualifications

Any person with a passion to serve the intellectually and physically disabled may serve as officer of this corporation. Skills in public speaking, fundraising and professional/practical skills are highly valued.

Section 3. Election and Term of Office

Officers shall be elected by the board of directors, at any time, and each officer shall hold office until he or she resigns or is removed or is otherwise disqualified to serve, or until his or her successor shall be elected and qualified, whichever occurs first.

Section 4. Removal and Resignation

Any officer may be removed, either with or without cause, by the board of directors, at any time. Any officer may resign at any time by giving written notice to the board of directors or to the president or secretary of the corporation. Any such resignation shall take effect at the date of receipt of such notice or at any later date specified therein, and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 5. Vacancies

Any vacancy caused by the death, resignation, removal, disqualification, or otherwise, of any officer shall be filled by the board of directors. In the event of a vacancy in any office other than that of president, such vacancy may be filled temporarily by appointment by the president until such time as the board shall fill the vacancy. Vacancies occurring in offices of officers appointed at the discretion of the board may or may not be filled as the board shall determine.

Section 6. Duties of President

The president shall:

Serve as the chief executive officer of the corporation and shall supervise and control the affairs of the corporation and the activities of the officers. He or she shall perform all duties incident to his or her office and such other duties as may be required by law, by the articles of incorporation, or by these bylaws, or which may be prescribed from time to time by the board of directors.

Unless another person is specifically appointed as chairperson of the board of directors, the president shall prepare the meeting agendas and preside at all meetings of the board of directors.

Serve as the spokesperson for the corporation at public events.

Facilitate the ability of others to report any wrongdoings within the corporation by drafting a whistle blowing policy.

Except as otherwise expressly provided by law, by the articles of incorporation, or by these bylaws, he or she shall, in the name of the corporation, execute such checks, or other instruments which may from time to time be authorized by the board of directors.

Section 7. Duties of Secretary

The secretary shall:

Certify and keep at the principal office of the corporation the original, or a copy, of these bylaws as amended or otherwise altered to date.

Keep at the principal office of the corporation a book of minutes of all meetings of the directors, recording therein the time and place of holding, whether regular or special, how called, how notice thereof was given, the names of those present or represented at the meeting, and the proceedings thereof.

Ensure that the minutes of meetings of the corporation, any written consents approving action taken without a meeting, and any supporting documents pertaining to meetings, minutes, and consents shall be contemporaneously recorded in the official records of this corporation. "Contemporaneously" in this context means that the minutes, consents, and supporting documents shall be recorded in the records of this corporation by the later of (1) the next meeting of the board, or other body for which the minutes, consents, or supporting documents are being recorded, or (2) ninety (90) days after the date of the meeting or written consent.

See that all notices are duly given in accordance with the provisions of these bylaws or as required by law.

Be custodian of the records and of the seal of the corporation and affix the seal, as authorized by law or the provisions of these bylaws, to duly executed documents of the organization.

Exhibit at all reasonable times to any director of the corporation, or to his or her agent or attorney, on request therefor, the bylaws and the minutes of the proceedings of the directors of the organization.

Provide a public disclosure of the corporation's exemption application and annual tax returns on the corporation's website.

In general, perform all duties incident to the office of secretary and such other duties as may be required by law, by the articles of incorporation, or by these bylaws, or which may be assigned to him or her from time to time by the board of directors.

Section 8. Duties of Treasurer

The treasurer shall:

Have charge and custody of, and be responsible for, all funds and securities of the corporation, and deposit all such funds in the name of the corporation in such banks, or other depositories as shall be selected by the board of directors.

Receive, and give receipt for, monies due and payable to the corporation from any source whatsoever.

Disburse, or cause to be disbursed, the funds of the corporation as may be directed by the board of directors, taking proper vouchers for such disbursements.

Keep and maintain adequate and correct accounts of the corporation's business transactions, including accounts of its assets, liabilities, receipts, disbursements, gains, and losses.

Exhibit at all reasonable times the books of account and financial records to any director of the corporation, or to his or her agent or attorney, on request therefor.

Render to the president and directors, whenever requested, an account of any or all of his or her transactions as treasurer and of the financial condition of the corporation.

Prepare, or cause to be prepared, the financial statements to be included in any required reports such as tax returns and other reports to the state or agencies of the state.

In general, perform all duties incident to the office of treasurer and such other duties as may be required by law, by the articles of incorporation, or by these bylaws, or which may be assigned to him or her from time to time by the board of directors.

Section 9. Compensation

Officers shall serve without any compensation monetary or otherwise.

Article 5 Execution of Instruments, Deposits, Funds, and Gifts

Section 1. Execution of Instruments

The board of directors, except as otherwise provided in these bylaws, may by resolution authorize any officer of the corporation to execute and deliver any instrument in the name of and on behalf of the corporation, and such authority may be general or confined to specific instances. Unless so authorized, no officer shall have any power or authority to bind the corporation by any engagement or to pledge its credit or to render it liable monetarily for any purpose or in any amount.

Section 2. Checks and Notes

Except as otherwise specifically determined by resolution of the board of directors, or as otherwise required by law, checks, drafts, promissory notes, orders for the payment of money, and other evidence of indebtedness of the corporation shall be signed by the treasurer and countersigned by the president of the corporation.

Section 3. Deposits

All funds of the organization shall be deposited from time to time to the credit of the corporation in such banks, or other depositories as the board of directors may select.

Section 4. Gifts

The board of directors may accept on behalf of the corporation any contribution, gift, bequest, or devise solely for the nonprofit purposes of this corporation as set forth in Article 2.

Article 6 Records, and Reports

Section 1. Maintenance of Records

The corporation shall keep at its principal office:

- a. Minutes of all meetings of directors indicating the time and place of holding such meetings, whether regular or special, how called, the notice given, and the names of those present and the proceedings thereof;
- b. Adequate and correct books and records of account, including accounts of its properties and business transactions and accounts of its assets, liabilities, receipts, disbursements, gains, and losses;
- c. A copy of the corporation's articles of incorporation and bylaws as amended to date.

Section 2. Directors' Inspection Rights

Every director shall have the absolute right at any reasonable time to inspect and copy all books, records, and documents of every kind related to the corporation, and shall have such other rights to inspect the books, records, and documents of this corporation as may be required under the articles of incorporation, other provisions of these bylaws, and provisions of law.

Section 3. Periodic Report

The board shall cause any annual or periodic report required under law to be prepared and delivered to state offices and agencies of this state, to be so prepared and delivered within the time limits set by law.

Article 7

IRC 501(c)(3) Tax Exemption Provisions

Section 1. Limitations on Activities

No substantial part of the activities of this corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and this corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

Notwithstanding any other provisions of these bylaws, this corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code.

Section 2. Prohibition Against Private Inurement

No part of the net income or assets of this corporation shall ever inure to the benefit of, or be distributable to, its directors, officers, or other private persons.

Section 3. Distribution of Assets

Upon the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation, shall be distributed to a non-profit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code. Such distribution shall be made in accordance with all applicable provisions of the laws of this state.

Article 8

Amendment of Bylaws

Section 1. Amendment

Subject to the bylaws of this corporation and except as may otherwise be specified under provisions of law, these bylaws, or any of them, may be altered, amended, or repealed and new bylaws adopted by approval of the board of directors. Copies of the bylaws and future amendments shall be distributed to all parties concerned.

Article 9

Construction and Terms

If there is any conflict between the provisions of these bylaws and the articles of incorporation of this corporation, the provisions of the articles of incorporation shall govern.

Should any of the provisions or portions of these bylaws be held unenforceable or invalid for any reason, the remaining provisions and portions of these bylaws shall be unaffected by such holding.

All references in these bylaws to the articles of incorporation shall be to the articles of incorporation, or other founding document of this corporation filed with an office of this state and used to establish the legal existence of this corporation.

All references in these bylaws to a section or sections of the Internal Revenue Code shall be to such sections of the Internal Revenue Code of 1986 as amended from time to time, or to corresponding provisions of any future federal tax code.

ADOPTION OF BYLAWS

We, the undersigned, are the founding initial officers of this corporation, and we consent to, and hereby do, adopt the foregoing bylaws, consisting of a total of twelve (12) pages, as the bylaws of this corporation.

Dated: September 15, 2012

RevaPeer

Reva Peer (President)

RakeshPeer

Rakesh Peer (Treasurer)

RenuPeer

Renu Peer (Secretary)