

Approved Bylaws of THE NEW IRAN

Third Edition

These bylaws were approved by unanimous vote of supports with real identities on December 2nd, 2011 and from this date on, implementation and compliance of its provisions are binding on THE NEW IRAN, Inc. and its members.

Structure of THE NEW IRAN

THE NEW IRAN's structure has been founded on popular democracy, meritocracy, administrative and financial transparency and the separation of power as well as mutual monitoring.

The people: Within THE NEW IRAN's structure, the people hold the preeminent position and it is the supporters with real identities who are positioned to elect the key officers of THE NEW IRAN.

Supporters of THE NEW IRAN

1. Anonymous Supporters

- This group of supporters are individuals who adopt pseudonyms and chose to remain anonymous.
- This group can cooperate with THE NEW IRAN on their individual merit and capabilities within the prominent ranks which would correspond with THE NEW IRAN's bylaws and in certain cases according to these bylaws have the right to vote or be voted.
- Anonymous supporters who register on the website prior to the commencement of the first round of the Board elections will be considered among the founding members.
- For security reasons, all those who live in Iran will only be registering with pseudonyms in order to support THE NEW IRAN.

2. Supporters with Real Identities

- Supporters with real identities are those who are of Iranian origin and whose actual appellation can be verified by THE NEW IRAN. According to THE NEW IRAN's bylaws, this group can participate as candidates and voters in THE NEW IRAN's elections.
- True name of Supporters with real identities, who have voting right, must be published on THE NEW IRAN's website for public notice.
- Supporters with real identities, who are known by another name to the others (like Shirin Ahmadi as well known by Batool Ahmadi) or who have a long name (like Ali Asghari Mahaabadi Khaiyat Bashi) after identification may request from THE NEW IRAN to publish their name more appropriately on the website for example: Shirin Ahmadi instead of Batool Ahmadi, or Ali Asghari instead of Ali Asghari Mahaabadi Khaiyat Bashi. And THE NEW IRAN based on its decision, may approve this request if a recent photo of the supporter has been published on THE NEW IRAN's website.
- Supporters with real identities who have registered on the website prior to the commencement of the first round of Board elections are considered among the founding members.
- 'Of Iranian origin' signifies an individual who is either born in Iran or whose one of parents or grandparents had been born in Iran.

Board of Trustees: THE NEW IRAN's Board of Trustees is the preeminent legal authority of the organization and its members will be chosen by supporters with real identities. The main duties of the members of the Board of Trustees will be to oversee legal and operational duties of the organization.

Operational framework: The main duties of the operational framework will function as the planning and enforcement of necessary projects that are designed to support the Iranian people's freedom movement for the prompt dissolution of the Islamic Republic. The director of operations will be THE NEW IRAN's most principle enforcement authority.

THE NEW IRAN's Provision Council of Transitional Period: This council's main duty is to compile proposed administrative rules and regulations for the purpose of the governance of the country during the transitional period which will be in keeping with the demands and suggestions of the Iranian people. Members of the council will be elected through direct voting by supporters with real or anonymous identities.

THE NEW IRAN's Board of Trustees

Main Duties of THE NEW IRAN's Board of Trustees

1. During the first meeting, members of the Board of Trustees will elect a president, secretary and treasurer from amongst themselves.
2. All decisions made by the Board of Trustees should be according its internal bylaws.
3. Retaining a reputable law firm for the purpose of legal and lawful organizational registration of THE NEW IRAN
4. Legal standardization of the articles of association of THE NEW IRAN based on consultation with the organization's attorneys, which will be constituted on the articles of

the bylaws ratified and in keeping with the civil and statutory laws where THE NEW IRAN is registered as an organization.

5. Retaining a reputable accounting firm for the purpose of monitoring the process of the receipt of financial assistance and funding, and other monetary matters pertaining to THE NEW IRAN as set forth on a time table.
6. Extension of the official contract with Virtual NGO LLC for the purpose of obtaining the permit for the use of THE NEW IRAN software without any cost.
7. Establishment of elections of the Elections Monitoring Group
8. Election of THE NEW IRAN's CEO.
9. Vote of confidence on the elected managers of TNI's secretariats that have been introduced by the CEO
10. Monitoring activities of THE NEW IRAN's Provision Council of Transitional Period
11. Approval of the necessary budget for the various sectors of THE NEW IRAN
12. Monitoring of operations of the various sectors of THE NEW IRAN for the purpose of:
 - Guaranteeing the application of THE NEW IRAN's operations which will be based on goal and the five basic principles of the organization
 - Lack of discrepancy in the operations of the organization with the civil and statutory laws where THE NEW IRAN is registered as a legal entity organization
 - Total transparency in relation to THE NEW IRAN's financial affairs

Formation of THE NEW IRAN's Board of Trustees

1. The number of THE NEW IRAN's Board of Trustees will be seven individuals.
2. Term of service and membership in the Board of Trustees is six months.
3. The election of the Board of Trustees will take place every six months. As such new and meritorious individuals can therefore present themselves for candidacy on the Board of Trustees.
4. Members of the Board of Trustees can serve a maximum of four consecutive terms which will be two years. Subsequent to the two year service, the individuals who are interested in continuing to serve on the Board of Trustees must spend at least the period of one term outside of the board in order to be eligible to run as candidate for their next term.

Necessary Qualifications for Candidates of the Board of Trustees

1. Supporter with real identity to THE NEW IRAN

2. Minimum age : 35 years
3. At least ten years before candidacy for THE NEW IRAN's Board of Trustees, the candidate should have left Iran and have lived abroad and never has taken a trip back home (to Iran) ever since then.
4. At least for six months has been a supporter with real identity
5. At least for three months has taken an office in organizational structure of THE NEW IRAN
6. On approval of the Board of Trustees the Elections Monitoring Group may place a nominee's name on list of candidates even if his/her conditions doesn't met with one or several of the above conditions mentioned in articles 3,4,5.
7. Possessing a grasp of the Farsi language, with the ability to speak, read and write Farsi.
8. Not having a history of opposition to national interests of Iran and Iranians or prior background in illegal activities, as well as a court conviction (in democratic countries) for charges such as fraud, counterfeiting and defamation.
9. Commitment to at least fifteen hours of volunteer work per week and try to participate in all meetings of the Board of Trustees
10. Facility with emailing and the internet
11. Upon the Elections Monitoring Group decision a background check on the candidates will be conducted by the Credential Secretariat.
12. Complete response to application questionnaire requesting membership to the Board of Trustees will be devised by the Elections Monitoring Group and specific section of the responses indicated in the questionnaire will be published subsequent to approval.

Process of Elections of Board of Trustees of THE NEW IRAN

1. The Elections Monitoring Group should prepare and introduce a time table for Election of the Board of Trustees which should include: deadline for nominations, deadline to debate and campaign, start and end time for voting
2. Should the number of candidates be less than the necessary quota however, the window for candidacy will be extended for maximum of two months.
3. Announcement of candidacy for membership on the Board of Trustees and elections of THE NEW IRAN's Board of Trustees will only be communicated via the organization's website.
4. Should any of the candidates be interested in debating each other the Elections Monitoring Group can oversee the time and method of said debate. During this period the voters will be able to learn more about the qualifications of the candidates via THE NEW IRAN's website as well as other methods.

5. The complete qualifications of the candidates will be published on THE NEW IRAN's website in order to properly inform and be checked by all. As such everyone concerned will have the opportunity to present any proof or documentation regarding the unfitness of individual candidates to the Elections Monitoring Group.
6. Only supporters with real identities who have registered and joined THE NEW IRAN prior to the launch of the elections, are permitted to vote during the elections.
7. Each one of the voters can vote for candidates to the number of announced vacant seats.
8. The list of voters in the elections of the Board of Trustees will be published on THE NEW IRAN website following the closing of the ballots and election window.
9. Candidates who bring in the most votes will assume the vacant seats and will be elected to the Board of Trustees.
10. In the case of a tie in the number of votes between candidates such as none of them can be adopted for the empty seat, the Elections Monitoring Group will hold a new election for those candidates who are tied, within the first forty eight hours. Should a concession occur between the two tied candidates during the forty eight hour window, said elections will not take place.
11. Should there be yet another tie in the new round of elections between the already tied two candidates; the Elections Monitoring Group will conduct a transparent lottery based on the equal number of cast ballots.

12. All of this article after the fourth round of election of the Board of Trustees will be erased from this bylaws.

According to existing bylaws in the upcoming election which must be held for four seats and considers termination of services of

Dr. Kianzad
Mr. Ghajar
Dr. Foroutan
Dr. Karimi

This election won't be held and their services will be extended for another three months and the Board of Trustees will continue its duties with its eleven existing members for the next three months. After three months the Board of Trustees' election will be held for seven seats.

During this time if anyone of the board members withdraws from his/her membership until withdrawal of four members a new election won't be held and in this case the following quorum will be considered for recognizing the Board of Trustees' meetings and decisions:

- In phase of Board of Trustees with ten members, the quorum for recognizing a board meeting will be presence of seven of its members and the quorum for recognizing its decision will be seven affirmative votes
- In phase of Board of Trustees with nine members, the quorum for recognizing a board meeting will be presence of seven of its members and the quorum for recognizing its decision will be six affirmative votes
- In phase of Board of Trustees with eight members, the quorum for recognizing a board meeting will be presence of six of its members and the quorum for recognizing its decision will be six affirmative votes

- In phase of Board of Trustees with seven members, the quorum for recognizing a board meeting will be presence of five of its members and the quorum for recognizing its decision will be five affirmative votes

Cash or Non-cash/In-kind Financial Assistance

1. A list of all the cash or non-cash/in-kind financial assistance to THE NEW IRAN, including dates, amounts and names of donors will be published on THE NEW IRAN's website. Donors can request to remain anonymous.
2. THE NEW IRAN can solicit and accept funding from any source, unless the sources and conditions of the use of said funds is in conflict with the organization's bylaws or is in conflict with the current laws of the region or country.

Election of Chief Executive Officer and Secretariat Officials to THE NEW IRAN's Divisions

1. The CEO has complete authority in conjunction to hiring or terminating directors and other employees of the organization. CEO should present his/her reasons for terminating services of any director of a specific secretariat, to the Board of Trustees at the first opportunity.
2. The elected directors of secretariats by CEO must be confirmed by the Board of Trustees.
3. Determination of the qualifications of the CEO, designation of his/her duties and salary, and his/her election is among the Board of Trustees duties. The CEO cannot also be a member of the Board of Trustees.

THE NEW IRAN's Provision Council of Transitional Period

Election of Representatives to the First Term of the Provision Council of Transitional Period

1. Among the duties of the Board of Trustees is the prompt coordination of the interim election bylaws and the election of the Provision Council of Transitional Period with the supervision of the Elections Monitoring Group.
2. Until which time the permanent bylaws of the Provision Council has been compiled and ratified, all determinations will be based on a 75% affirmative vote of the members. (For example, if there are a total of five members of the council, at least four of the votes must be affirmative).
3. Supporters with real or anonymous identities can be elected as member of the Provision Council of Transitional Period.
4. Membership to the Provision Council of Transitional Period is only on an individual liability basis and not on the basis of representation of any organization or political party.

5. Announcement of candidacy for membership to the council and voting for candidates can only be done via THE NEW IRAN's website.

The council's duties

- A. The council's main duty is to compile proposals for scheduling plans, rules and regulations for the transitional period, and to consider and review compatriots and political groups demands and suggestions in how will be suitable to transfer the administration to those elected by people
- B. One of its main duties will be compilation of a democratic constitutions' draft for future of Iran with necessary foresights for a republican or parliamentary monarchy system for suggesting to compatriots.

The Provision Council of Transitional Period should try to complete the above duties in a period of six months after ratification of its internal bylaws by the Board of Trustees of THE NEW IRAN.

Composition and Structure of the Provision Council of Transitional Period of THE NEW IRAN:

Provision Council of Transitional Period is composed of two structural units:

A. Supervisors and Board of Directors

1. Board of Directors of the Provision Council of Transitional Period consists of three supporters with real identities and two anonymous supporters of THE NEW IRAN.
2. Election of the Board of Directors will be held in two stages based on electoral bylaws compiled and ratified by the Board of Trustees.
3. In stage one under supervision of Election Monitoring Group a few members of THE NEW IRAN whether supporters with real or anonymous identities will be elected as supervisors by votes of all THE NEW IRAN's members whether supporters with real or anonymous identities.
4. In stage two the council's supervisors will elect three supporters with real identities and two anonymous supporters as members of the Board of Directors of the Provision Council of Transitional Period of THE NEW IRAN based on their merits, management competence and prudence.
5. Supervisors can't themselves be elected as members of the Board of Directors of the Provision Council.
6. Membership duration of supervisors and the Board of Directors' members will be 9 months and can be extended by the Board of Trustees of THE NEW IRAN.
7. The Board of Directors in their first meeting must select a member from one of its three members with real identities as spokesperson.
8. The Board of Directors of the Supervision Council is responsible for compilation of internal bylaws of the Supervision Council that will be binding after being approved by the Board of Trustees.
9. The Board of Directors on a periodical basis according to its internal bylaws or on request of the Board of Trustees should present its progress report to the Board of Trustees.
10. Any amendments made on internal bylaws of the Provision Council should be approved by the Board of Trustees.

11. In line with the Supervision Council's duties, its Board of Directors should organize different special commissions to analyze requirements and issues of transitional period and to suggest plans for different issues and how to handle it.

12. Membership qualification for commissions of the Supervision Council is based on internal bylaws of the Supervision Council and it could consult with or use services of all suitable and competent persons, groups and organizations who may not even be THE NEW IRAN's member. Membership of anyone of supervisors is permitted in special commissions.

13. Decisions of different commissions will be ratified according to their internal bylaws and then will be presented to the Board of Directors of the Provision Council of Transitional Period.

B. General Assembly

1. Supervisors and the Board of Directors of the Provision Council with spokespersons of special commissions will be attending members of General Session of the Provision Council of Transitional Period.

2. Normal meetings of General Session will be held every two weeks in a virtual conference room and on request of the Board of Directors and or anyone of the commissions an emergency meeting will be held.

3. Main duty of General Session is to hear progress reports of each commission and to provide advice and suggest improvements methods to them.

The council's debates

Ideological problems must have no place in the council's discussions and debates and will lead to termination of membership in the council. Ideological discussions like propagation for any kind of government for the future of Iran are allowed in "Political Parties and organizations" division of THE NEW IRAN.

Necessary Qualifications for Nominees of Supervisors Posts and Candidates of the Board of Directors of the Provision council

1. Minimum age : 25 years
2. Possessing a grasp of the Farsi language, with the ability to speak, read and write Farsi.
3. Holding a bachelor degree from one of colleges or universities of the world.
3. Not having a history of in opposition to national interests of Iran and Iranians or prior background in illegal activities, as well as a court conviction (in democratic countries) for charges such as fraud, counterfeiting and defamation.
4. Facility with emailing and the internet

Elections Monitoring Group

1. The Elections Monitoring Group will have three members and at least one of its members must have facility with emailing and the internet.
2. The member of the Elections Monitoring Group cannot nominate themselves as a candidate participating in elections they are to monitor.

3. Officiating on and monitoring the process of preparing and conducting the elections.
4. Analysis of documented complaints in relation to the elections.
5. Official confirmation of the election results.
6. Should documentation and proof be provided against the qualifications of any candidate, elected members or the total results of an election, the Elections Monitoring Group will have complete authority to null and void the results.
7. Should for any reason, a number of the seats of the Board of Trustees become vacant, the Elections Monitoring Group will have complete authority for the remaining period of that round to act as follows:
 - A. To invite candidates of the same round of election, in order with the highest votes to fill the vacant seats.
 - B. If all the vacant seats couldn't be filled, at the first opportunity a new election must be held for the vacant seats.
8. The period of service of the members of the Elections Monitoring Group on elections will be for a period of six months and the members of this group can serve a maximum of four consecutive rounds (up to two years). The elections of the Elections Monitoring Group will take place once every six months.
10. In case of emergencies the Elections Monitoring Group has authority to amend elections time table accordingly to the case. For example: in case of earthquakes, because of important events happening inside Iran or technical problems of THE NEW IRAN's website/software.

Dissolution of the Elections Monitoring Group

Should written request be presented by one third of the supporters with real identities for dissolving of the Elections Monitoring Group, the Board of Trustees must arrange an election with the supporters with real identities within five days of the receipt of the request.

Should the dissolution of the Elections Monitoring Group be approved by way of a majority vote, the Board of Trustees is responsible for holding the election for new members of the Elections Monitoring Group within fourteen days.

Dismissal of members of the Elections Monitoring Group

1. For the dismissal of any of the members of the Elections Monitoring Group the votes of at least two thirds of the members of the Elections Monitoring Group is required.
2. If for any reason a number of the seats of the Elections Monitoring Group are vacated, the Board of Trustees has complete authority for the remaining period of that round to act as follows:
 - A. To invite candidates of the same round of election, in order with the highest votes to fill the vacant seats.
 - B. If all the vacant seats couldn't be filled, at the first opportunity a new election must be held for the vacant seats.

Dissolution of the Board of Trustees

1. Should written request be presented for dissolution of the Board of Trustees by request of one third of the supporters with real identities, the Elections Monitoring Group within seven days of the receipt of the request, must put the request to the vote of the supporters with real identities.
2. Should the dissolution of the Board of Trustees be approved by way of a majority vote, the Elections Monitoring Group is responsible for holding the election for new members of the Elections Monitoring Group within fourteen days.
3. During dissolution time of the Board of Trustees until end of new election of the Board of Trustees a temporary board consisting of one representative from the Election Monitoring Group, CEO and Spokesperson of the Provision Council of Transitional Period will handle duties of the Board of Trustees.

Dismissal of Members of the Board of Trustees

For the dismissal of any of the members of the Board of Trustees the votes of at least two thirds of the members of the Board of Trustees is required.

Dissolution of THE NEW IRAN

THE NEW IRAN's Board of Trustees can with a 75% absolute vote of said board, put the dissolution of THE NEW IRAN to the vote of the supporters with real identities. With the ballots cast by a 75% of majority affirmative votes, THE NEW IRAN will be dissolved.

5. The Board of Trustees is therefore responsible for consulting with THE NEW IRAN's attorneys on the process of dissolution of the organization in keeping with the civil and statutory laws where THE NEW IRAN is registered as an organization.

Changing or Amending THE NEW IRAN's Approved Bylaws

In order to make any change or amend these bylaws, except for the goal and five basic principles of the organization, a written request by one third of the supporters with real identities or a vote by 75% of the Board of Trustees is necessary. Should there be such a request, the Elections Monitoring Group is responsible for putting said request to a vote by the supporters with the real identities. With a two thirds affirmative vote of the participants, the suggested changes and amendments will be ratified.

Drafted Stipulation of Acceptance of Liability by Volunteers to THE NEW IRAN

Whereas an individual membership in an elected or initiated division of THE NEW IRAN, or if an individual is confirmed by initiation, said individual must accept and sign the attached drafted stipulation.