

## **BAC Constitution**

### **ARTICLE I: NAME**

1. The name of the organization will be **BANGLADESH ASSOCIATION OF CHICAGOLAND.**

### **ARTICLE II: OFFICE**

2. The registered office will be located in the greater Chicago area.

### **ARTICLE III: OBJECTIVES AND ACTIVITIES**

3. To develop and promote friendship and mutual understanding among the members and other people in the community.
4. To help immigrants, visitors and students coming from Bangladesh acclimate to the American way of life.
5. To enhance Bangladeshi culture.
6. To promote relationships with other organizations.
7. To collect funds and organize cultural and educational activities.

### **ARTICLE IV: TYPE AND PURPOSE**

8. This will be non-political and non-profit organization and will be registered with the State of Illinois.
9. The Corporation is organized exclusively for charitable, educational, religious or scientific purposes within the meaning of section 501 (C) (3) of the Internal Revenue Code.

### **ARTICLE V: MEMBERSHIP**

10. Membership and all the activities will be open to the public interested in the activities of the organization.
11. Membership will be of the following categories:(A)
  - A. Individual membership : Any person above the age of eighteen (18) will have one vote.
  - B. Family Membership: Will include children. Both spouses will have votes.
  - C. Sponsors: Payment of \$250.00---voting right as in A and B.
  - D. Patrons: Payment of \$500.00---voting right as in A and B.
  - E. Honorary membership: The Board of Directors will have the authority to bestow honorary life membership on any person(s) of its choice. Honorary members have not vote.
12. Fees for the membership will be set by the Board of Directors at the beginning of the fiscal year, and will be payable at the time of application. Fees for the renewal of membership, without interruption, will be due by 31st of January each year. Membership rights will be suspended if fees are not received by that time and will remain so until membership is made current by payment of fees. Only those who become members or renew membership by the 31st January, will be considered members for the full year.

### **ARTICLE VI: BOARD OF DIRECTORS**

13. The Board of Directors, henceforth referred to as the Board, while members of the Board will be referred to as Officers, will consist of seven persons who will bear the following designations:
  - o **President**
  - o **Executive Secretary**
  - o **Treasurer**
  - o **Vice President Cultural Affairs**
  - o **Vice President Public Relations**
  - o **Vice President Social Affairs**
  - o **Member-at-Large**

o **Member-at-Large**

14. They will be elected to a two year term.

15. Additional non-voting Officers may be appointed to the Board by the President.

16. **Responsibilities of the Officers:** Each officer will have a portfolio of responsibilities, and will have one vote when Board is made through voting . Additional responsibilities may be assigned to an Officer through mutual agreement with the President and the said Officer.

17. **PRESIDENT:** Will be the Chief Executive Officer of the Association; will preside over all meetings of the Association, will have executive function of supervising all Offices; will appoint ad-hoc Committees and additional officers, if necessary; will be signatory, with the Executive Secretary and the Treasurer, on all bank accounts of the Association; and will perform all other duties incidental to the office of the President.

18. **EXECUTIVE SECRETARY:** Will convene and organise all meetings; will maintain minutes of the meetings; will preside over meetings in the absence of the President. will maintain membership lists; will be the custodian of the Seal; will be ex-officio member of all committees and will co-ordinate their functions; will be a signatory, with the President and the Treasurer, on all bank accounts of the Association; and will furnish a report to the members at the Annual Meeting.

19. **VICE PRESIDENT CULTURAL AFFAIRS:** Will organize all cultural programs; will appoint committees to help him/her fulfill the responsibilities; will be the custodian of all audio-visual equipment of the Association; and will furnish report to the members at the annual meeting.

20. **VICE PRESIDENT PUBLIC RELATIONS:** Will keep members abreast of Association information through letters and other means of communication; will maintain liaison with external organizations and individuals; will appoint committees to help him/her fulfill the responsibilities will furnish report to the members at the annual meeting.

21. **VICE PRESIDENT SOCIAL AFFAIRS:** Will organize the annual picnic, sports events and other events as assigned by the Board; will procure necessary facilities and equipment for the cultural programs; will appoint committees to help him/her fulfill the responsibilities; and will furnish report to the members at the annual meeting.

22. **TREASURER:** Will keep all financial records and keep the Board abreast of the financial status of the Association; will manage all funds of the Association; will disburse funds authorized by the Board to meet all the debts and obligations of the Association; and will furnish a financial report to the members at the annual meeting and to all required government agencies.

23. **MEMBER-AT-LARGE:** Will be the immediately former President, Executive Secretary or Treasures (in order of succession); and will provide advice and continuity to the Board.

24. **ADVISORY COMMITTEE:** The President may appoint an Advisory Committee to help the Board perform its functions successfully. The Advisory Committee members will have no voting rights in the decision making process of the Board.

**ARTICLE VII: FISCAL YEAR AND TERMS OF THE BOARD**

- 25. The fiscal year of the Association start on the 1st of January and end on the 31st December each year.
- 26. The term of the Board will be for two years, starting on the 1st of January and ending on the 31st of December of the subsequent year. Prior to the conclusion of the term, election will be held for new Officers on the first Sunday of November. The retiring Board must transfer all offices and materials of the Association to the newly elected Board by the 1st of January.

**ARTICLE VIII: MEETINGS**

- 27. The Board will meet as often as necessary for the smooth functioning of the Association.
- 28. General Meeting(s) of the members may be called by the Executive Secretary, as necessary. Notice of such meetings must be mailed to all members, and must be post-marked at least fifteen (15) days Notice prior to the meeting.
- 29. Notice of Special Meeting(s) must be mailed to all members, and must be post-marked at least four (4) weeks prior to the meeting. Such meeting(s) may be of one or more of the the following kind, and must have a quorum as specified against each category:
  - (A) By-Election Meeting(s)\_\_\_ will require no quorum.
  - (B) No-Confidence Meeting(s)\_\_\_ will require a quorum of majority of the voting members.
  - (C) Requisition Meeting(s)\_\_\_ will require a quorum of on fourth (1/4) of the voting members.
  - (D) Dissolution Meeting(s)\_\_\_ will require a quorum of majority of the voting members.
  - (E) Amendment Meeting(s)\_\_\_ will require a quorum of on fifth (1/5) of the voting members.
- 30. An Annual Meeting of the members will be held on the First Sunday of November of each year.
- 31. Signatures of one-fourth (1/4) of the total membership will be needed to initiate (C) and (D).
- 32. Different Committees will meet as often as necessary.

**ARTICLE IX: ELECTION**

- 33. Election of new Officers will be held during every alternate Annual Meeting on the first Sunday of November, and will be held by ballot. Every full member who has paid his/her dues at least 90 days prior to the election date will have the right to vote.
- 34. ELIGIBILITY FOR NOMINATION TO THE BOARD: To be candidate for presidency will require to be either a member in good standing for a period of at least three (3) years, one (1) of which must be immediately past year, or be an Officer in the past and a member in good standing for a period of at least one (1) immediately past year.
- 35. NOMINATING COMMITTEE: Will consist of three (3) members. A Chair Person of the Committee and two members. The Committee will function as follows:
  - 36. (A) It will get input from members to develop a slate of candidates for the members of the Board and will publish the slate for information of the general members at least seven (7) weeks prior to the annual meeting.
  - 37. (B) Along with the published slate, the Nominating Committee will notify general members to submit any nominations they may have for all Offices to be elected to the Election Committee five weeks prior to the Annual Meeting.

Committee five weeks prior to the Annual Meeting.

38. ELECTION COMMITTEE: An Election Committee of three (3) members will be appointed by the current Board. The Election Committee then will notify the general membership of the names of all nominees at least three (3) weeks prior to the Annual Meeting, at which the voting will be done by ballot and will be conducted by the Election Committee. Voting by mail will be allowed, but no proxy voting will be allowed.

Election will be decided by the plurality of votes.

#### **ARTICLE X: DEATH, RESIGNATION AND INCAPACITY**

39. In case of legal incapacity to perform duties because of any above cause, the following procedure will be followed:

40. (A) In the case of the President, Executive Secretary or Treasurer, and if tenure of office is more than six months there will be bye election.

41. (B) In all other cases, the Board will fill vacant position by co-option

#### **ARTICLE XI: AMENDMENT OF THE CONSTITUTION**

42. Amendment of the whole or part of this Constitution may be made in a general meeting convened for such purposes by two-thirds (2/3) of voting members present.

43. Amendment(s) must be proposed by a voting member and seconded by another and submitted to the Board at least 90 days prior to the meeting. The Board may reject the amendment outright, or present it to the general meeting for consideration with or without its own proposed modification but will have no authority to approve it.

#### **ARTICLE XII: INUREMENT OF INCOME**

44. No part of the net earning of the corporation will inure to the benefit or be distributable to its members, trustees, officers or other private persons except that the corporation will be authorized and empowered to pay a reasonable compensation for the services rendered.

#### **ARTICLE XIII: OPERATIONAL LIMITATIONS**

45. Notwithstanding any other provisions of these articles, the corporation will not carry on any other activities not permitted to be carried on (a) by corporation exempt from Federal Income Tax under section 501 (c) (3) on the Internal Revenue Code of 1954 (or the corresponding

provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under section

170 (c) (2) on the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

#### **ARTICLE XIV: SUBSERVIENCE TO ILLINOIS LAW**

46. The laws of the State of Illinois will supersede in case of any conflict with these rules. In case of any conflict on another nature, the interpretation of the Board will be final.

#### **ARTICLE XV: REVOCATION AND RECALL**

47. Membership of any person(s) may be revoked on the recommendation of the Board by two-thirds (2/3) of member present in a general

meeting provided the said two-thirds at least actual a simple majority of the enure voting membership. The person whose membership is to be revoked must be informed of this proceeding at least sixty days prior to the general meeting.

#### **ARTICLE XVI: RULES OF ORDER**

48. Robert's rules of order will govern all meetings of the Association.

**ARTICLE XVII: DISSOLUTION**

49. The Association may be dissolved in a special meeting convened for such purpose by three fourth (3/4) of voting members present and the Board after paying all debts and liabilities. All assets of the Association will be disposed off as per law and Internal Revenue codes then existing.

50. Upon dissolution of the Corporation, The Board of Trustee will, after paying or making provisions for the payment of all liabilities of the

Corporation, dispose off all the assets of the Corporation exclusively for the purpose of the corporation in such manner, or to such

organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes or will at the

qualify as an exempt organization , or organization under section 510 (c) (3) of the Internal Revenue Code of 1986 (or corresponding provisions of future United States Internal Revenue Law), as the Board or Trustees will determine. Any such assets not so disposed will be disposed off by the Court of Common Pleas of the county in which the principal office of the corporation is located, exclusively for such purposes or to such organization or organizations, as said court will determine, which are organized and operated exclusively for such purposes.

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Signed \_\_\_\_\_  
Signed \_\_\_\_\_  
Mukit Hossain, President  
Shamsul Islam, Executive Secretary

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Signed \_\_\_\_\_  
Rukunul Islam, Treasurer  
Sultana, Vice President, Cultural Affairs

\_\_\_\_\_  
Saira

\_\_\_\_\_  
Kuhina Choudhury, Vice President Public Relations  
Chowdhury, Vice President, Cultural Affairs

Tanina

\_\_\_\_\_  
Mohammad Sirajullah  
Member-at-Large  
&  
Ammendment Committee Chairperson

**Proposed AMENDMENT OF THE CONSTITUTION  
DATED OCTOBER 22, 1995**

After considering all the proposals received the Board hereby put to the Membership the following amendment:

**PARAGRAPH 13**

The Board of Directors (henceforth referred to as the Board, while members of the Board will be referred to as Officers) will consist of seven persons who will bear the following designation:

- o **President**
- o **Executive Secretary**

- o **Executive Secretary**
- o **Treasurer**
- o **Vice President Cultural Affairs**
- o **Vice President Public Relations**
- o **Vice President Social Affairs**
- o **Member-at-Large**

Additional post of "Vice President Sports Events" be added. In line 2 the word "Seven" be changed to 'Eight'.

New Paragraph 21a be introduced as:

Vice President SPORTS EVENTS: Will organize all kinds of Sports and Athletic events both in-door and out-door and form his/her own Sub-Committee and shall furnish a report at the annual meeting.

Paragraph 21

Line 1 the words 'SPORTS EVENTS' be omitted.

Paragraph 28

General Meeting(s) of the members may be called by the Executive Secretary, as necessary. Notice of such meetings must be mailed to all members, and must be post-marked at least fifteen (15) days prior to the meeting.

Add "on the advice of the Board" in line 1 between "Secretary" and "as necessary".

Paragraph 34

**ELIGIBILITY FOR NOMINATION TO THE BOARD.** To be a candidate for presidency one will require to be either a member in good standing for a period of at least three (3) years, one (1) of which must be the immediately past year or be an Officer in the past and a member in good standing for a period of one (1) immediately past year. To be eligible for all other offices, one must be a member in good standing for a period of at least (1) immediately past year.

Be amended to read: To be a candidate for Presidency one will require to be either a member in good standing for a period of three (3) years and must have been a Voting Member during immediately past election, or be an Officer in the past, a member in good standing now and a voting member during immediately past year.

To be eligible for all other Offices one must be a member in good standing now and a Voting Member during the immediately past election.

**NOMINATION COMMITTEE:** It will consist of three (3) members. A Chairperson of the Committee and two members will be elected with the Board. This committee will work as follows:

A. \*\*\*work to \_\_\_\_\_ to include from the members to develop a slate of candidates for members of the Board and will publish the slate information for the information of the general membership at least seven (7) weeks prior to the annual meeting.

B. Along with published slate, the Nomination Committee will notify the general members to submit any nominations they may have for all the Offices to be elected to the Election Committee five (5) weeks prior to the annual meeting.

**PARAGRAPH 38: BE OMITTED ALTOGETHER**

**ELECTION COMMITTEE:** In Election Committee of three (3) members will appointed by the current Board. The Election Committee then will notify the general membership of the names of all nominees at least three (3) weeks prior to the annual meeting, at which the voting will be

done by ballot and will be conducted by the Election Committee. Voting by mail will be allowed, but no proxy voting will be allowed. Election will be decided by the plurality of votes.

**BE AMENDED TO READ**

An Election Committee of one 1 Chairperson and two (2) members will be elected by the Board at least Ten (10) weeks prior to the date of Annual Meeting. The committee will invite nominations for various posts from the general members at least Seven (7) weeks prior to the date of Annual meeting. The committee after checking for validity will prepare and publish a list of all valid candidates at least five (5) weeks before the Annual Meeting. The Committee after checking the validity of all valid candidates by three (3) weeks prior to that of the annual meeting. The election shall be held at the Annual Meeting on the first Sunday of November and conducted by ballot. Voting by mail (all kinds), but no proxy voting, will be allowed. On exceptional cases if on the election day no candidate is found for a specific post (X-s) nomination that post(s) will be accepted for that post only. The results of the election will be decided by the plurality of votes.

A new paragraph 47A be introduced as:

The Board by Two Thirds (2/3) majority or general members by the signature of one fourth (1/4) of the total membership may initiate and call a general meeting for the specific purpose of "No Confidence Motion" on any elected member(s) and such a motion will need Two Thirds (2/3) majority of members present provided proper quorum is present. The membership is reminded of the following procedures:

A. A parliamentarian will be appointed by the President at the beginning of the meeting, whose opinion will be the final on any matter of ambiguity.

B. The proposed amendment be rejected, passed or passed with modification as a whole or part thereof.

C. No new amendment can be brought to the floor.

D. One fifth (1/5) of the total membership forms the quorum and a vote of two thirds (2/3) of the membership present will be needed to pass the amendment. In this particular situation abstinence will be construed as negative vote(s).

E. If for any unforeseen circumstances the meeting of October 22 is not materialized, the proposals will be presented at the annual meeting.