

বঙ্গালী ক্যামেসামিসিয়েশন অফ গ্রেটার মিকনাগো

Bengali Association of Greater Chicago

## **Bengali Association of Greater Chicago Constitution & By-Laws**

### **Article 1 Name**

The name of the organization shall be "Bengali Association of Greater Chicago" hereinafter referred to as the Association.

### **Article 2 Objectives**

Section 2a To promote and sustain religious, charitable, educational and literary activities on behalf of the Bengali community and

Section 2b To provide a forum for exchanging ideas and views with various national and international organizations of similar interests and

Section 2c To collect or transfer charities and donations for educational religious and socioeconomic purposes and

Section 2d To provide a forum for cultural and social activities which provide education on the heritage, culture or traditions of Bengal, and

Section 2e To take such other sections of general interests and well-being of the members of the Association, as may be required, and

Section 2f All of the above objectives shall be limited to those permitted under Section 501(c)(3) of the Internal Revenue Code and the Illinois General Not For Profit Corporation Act, or the corresponding section of any future Federal tax code or Illinois Not For Profit Corporation Act, respectively, in order for the Association to file and maintain non-profit or not for profit status and for contributions to the Association to be deemed tax-deductible to the extent allowed by Federal and State law.

### **Article 3 Membership**

Section 3a Eligibility: Upon recommendation by a member in good standing of the Association and subscribing to the objectives stated in the Constitution, any person 18 years or older may become a member of the Association. The said person shall be a member of the Association upon payment of the current annual membership dues and shall become a member in good standing after six months of continuous membership. Upon payment of the current annual membership dues, all family relations of the said person residing in the same household shall automatically become members of the Association.

Section 3b The Executive Committee of the Association shall have the authority to designate, establish or amend the categories of membership in the Association listed below with written notification to the General Body. The Executive Committee shall have the sole authority to determine the eligibility of all applicants for membership.

Section 3c Membership Categories: The following establish the categories of membership in the Association. Categories are established for the purpose of determining applicable dues and fees for activities of the Association and for voting rights defined under Article 4.

1. Regular Member: Any self supporting person over 18 years of age.
2. Member Emeritus: Those individuals or couples (either spouse) who are currently members in good standing of the Association, have been members

in good standing of the Association for fifteen (15) years or longer and have reached the age of 70. Members Emeritus shall be exempt from annual membership dues set forth below and shall be recognized in a special Member Emeritus Section in the beginning of the annual telephone directory. Members Emeritus are not exempt from Greater Family Program (GFP) annual fees or individual admission fees to pujas, concerts and other events. Members Emeritus shall pay GFP and admission fees at current Senior Member rates. The Member Emeritus status does not extend to, or include, any progeny.

3. Senior Member: Any person over 65 years of age.
4. Student Member: Any self supporting person over 18 years of age who is currently enrolled as a full time student in a recognized institution of higher learning.
5. Youth Member: Any person under the age of 18 years with a parent or guardian currently holding membership in The Association.

Section 3d Dues and Fees: The Executive Committee shall have the authority to establish the current annual membership dues and GFP and admission fee structure. Any changes to the established dues and fee structure shall require written notification to the General Body.

Section 3e Interest in Property: No person, by virtue of membership, shall acquire or hold any vesting right or any severable interest in any property or assets of the Association.

Section 3f Contributions: The Executive Committee of the Association may specify procedures and standards for the acceptance of any contribution, devise or bequest of real or personal property, or other assets, or any interest therein, provided that the acceptance of the same shall not be inconsistent with the purposes for which the Association is established.

#### **Article 4 Voting Rights and Nomination and Election Procedures**

Section 4a Voting Rights: Individuals of all membership categories of the Association, except Youth Members, who are members in good standing, shall have the right to vote.

Section 4b Nomination Process

1. The Standard Nomination Form shall be distributed to the general membership.
2. A Standard Nomination Form must be completed for all individuals desiring to serve as a member of any Committee of the Association currently eligible for election. All nominees shall be a member in good standing at the time of nomination and attest to their desire to run for election and, if elected, serve on a particular Committee.
3. Nominees for officers and members at large of the Executive Committee may choose to identify themselves as a slate (identified by the Presidential Nominee's full name) if they intend to serve as a single team.
4. An individual must receive at least 5 nominations from members in good standing of the Association to be included on the election ballot.
5. The deadline to submit a Standard Nomination Form to the Nomination Committee shall be one month prior to the regularly scheduled Annual General Body Meeting.

6. The Nomination Committee shall forward the names of all valid nominees, with contested position and slate, if applicable, to the Executive Committee for inclusion in the notification of the Annual General Body Meeting under the agenda item “Annual Election of the Governing Body”.

**Section 4c Election Process**

1. The Annual Election of the Governing Body (Election) shall be conducted during the regularly scheduled Annual General Body Meeting held in late October or November, coincident with Kali Puja. The Election shall be one of the first three orders of business of the Annual General Body Meeting with voting conducted concurrently with the other business of the General Body Meeting. Polling booths shall remain open during a substantial portion of the Meeting determined by the Nomination Committee based on anticipated and actual membership participation.
2. The Nomination Committee shall prepare the official Election Ballot identifying the election year, the positions eligible for election and the nominees for each contested position. The Executive Committee nominees shall be identified as a slate (elected in whole, not individually) headed by the Presidential nominee.
3. The ballot shall have two parts: an anonymous ballot section and a numbered receipt section, separated by a perforated line. All ballots for each year's election shall be sequentially numbered and the Nomination Committee shall track ballot numbers with an official membership roster provided by the Association Secretary to discourage vote fraud.
4. The election schedule and logistics shall be coordinated by the Executive Committee under the supervision of the Nomination Committee.
5. The election shall not commence until a quorum is reached at the General Body Meeting, there shall be no provision for absentee or mail-in balloting and the final vote tally shall be announced before the end of the General Body Meeting.

**Article 5 Governing Body**

**Section 5a** The governing body of the Association shall be vested in an Executive Committee that shall consist of the corporate officers; President, Vice-President, Secretary and Treasurer and chairpersons of the administrative Standing Committees defined below as members-at-large. Two additional reserved non-voting positions of member-at-large are required to be filled in by the immediate past President and immediate past Treasurer. An exception is made when either person is re-elected into a titled position in the current Executive Committee, in which case the corresponding reserved position shall remain unfilled.

**Section 5b** The Executive Committee shall be elected every year by voting among the membership. The term of office for each Executive Committee shall be one calendar year (January 1 - December 31). No officer of the Executive Committee can hold the same office in a subsequent Executive Committees for more than two consecutive terms.

**Section 5c** **Standing Committees:** The corporate structure of the Association shall include administrative Standing Committees charged with the organization and implementation of activities required to ensure satisfactory execution of their portfolios within Executive Committee approved budgets. The exact number and

portfolio of Standing Committees shall be determined by each Executive Committee, but shall include at least the following:

Cultural, Food, Newsletter, Puja, Sports, Facility, Youth and Website/Email.

Section 5d

A Nomination Committee shall impartially conduct the annual nomination and election each year as detailed below for the following year's Executive Committee.

1. Committee Guidelines:

- a. The Executive Committee shall form the Nomination Committee by selecting four members in good standing of the Association not serving on the current Executive Committee and representing four of the seven different geographic regions defined in Section 10b.
- b. Members of the Nomination Committee shall not be nominated for any post in the new Executive Committee to be elected.
- c. No one person shall be chosen/selected for the nominating committee for two consecutive years.
- d. The Nominating Committee shall be formed by August of each year.
- e. The President of the current Executive Committee shall be the Chairman of the Nominating Committee.

Section 5e

A Special Fund Committee shall be an advisory committee that considers projects, individuals and events that require special funding for financial support and plan strategies to raise funds to be disbursed from this fund. The funds raised by this committee shall be deposited in a dedicated bank account called the Special Fund Account and shall be maintained by the Treasurer of the Association.

1. Limitations regarding the use of the Fund:

- a. The Special Fund shall not be used for the day to day operations of the BAGC. However, a portion of this Fund may be used for the purchase of the capital items for BAGC, provided the price of each item exceeds \$500.00. No part of this Fund shall be distributed to its members, trustees, officers, political parties or other private persons except for charitable purposes. The Fund shall not be depleted to an amount below the minimum balance limit which shall be set at each year's General Body Meeting.

2. Operation of the Fund:

- a. The Special Fund Committee consisting of seven members will manage the Fund. The officers who are entrusted with similar responsibilities in the BAGC Executive Committee will conduct the actual financial transactions. No part of this Fund should be spent without prior approval of the Special Fund Committee. All Committee decisions shall be published in the BAGC newsletter before the fund is actually spent. This measure will keep the members informed of the Committee decisions. Adherence to this rule may be exempted in the case when an emergency donation is to be made from this Fund. A summary account of the Fund shall be presented at each General Body Meeting. On dissolution of this Special Fund Committee, all assets from the Fund will be transferred to the BAGC.

3. Fund Governing Body

- a. Three of the members will be from the current Executive Committee and the remaining four members (community representatives, not standing members of the Executive Committee) will be elected from four different

geographic regions defined in Section 10b. Each member shall be a member of BAGC in good standing and shall have one vote. The President, Treasurer and Secretary of the current BAGC Executive Committee will have an automatic status and right to the Special Fund Committee membership. Any change of personnel in the aforesaid portfolios of the Executive Committee will be similarly reflected in the Special Fund Committee.

4. The President of the Executive Committee will be the presiding officer of this committee. The term of office for the Executive Committee representatives is for a calendar year, whereas the tenure of office for the community representatives is for two years. No community member shall serve on this committee for more than two consecutive terms.
5. The community members shall be nominated either by the local representative of the Executive Committee or by any member from the representative geographic zone. The confirmation of the nominees shall be made by simple majority vote in the General Body Meeting. If a vacancy is created in the position of a community member, this will be temporarily filled by an appointee of the local representative of the same geographic zone until the earliest General Body Meeting, when a duly elected member will replace the appointee. The same appointee also may serve on the committee if duly elected. In this case the term of office for such a member will be counted from the calendar year of the election.
6. Any change in the rules and policy affecting either the operating policy or the composition of the committee shall be made only with majority approval in the General Body Meeting.

#### Section 5f

The Bylaws Committee's charter will be to proactively review the Association's Constitution and Bylaws and when appropriate, prepare amendments for presentation to the General Body for consideration and ratification. The Bylaws Committee shall also accept formal amendment proposals or informal suggestions from the membership at large and prepare such for presentation to the General Body through the Executive Committee for consideration and ratification.

1. Committee Structure
  - a) The Bylaws Committee shall consist of at least five members and not exceed seven members.
  - b) Two of the Committee members shall be the current Executive Committee President and Secretary.
  - c) The remaining general membership representatives shall be members in good standing of the Association who are not serving on the Executive Committee.
  - d) The term of office for the Executive Committee representatives on this Committee shall be for the duration of their service on the Executive Committee.
  - e) The term of office for duly elected general membership representatives shall be for two years. No general member representative shall serve on this Committee for more than two consecutive terms.
  - f) The Chairperson of the Committee shall be elected by consensus within the Committee.

2. Appointment of Committee Members
  - a) The appointment of the Executive Committee representatives shall be automatic upon their election to the Executive Committee.
  - b) The general membership representatives shall be nominated by any member in good standing. The confirmation of the nominees shall be made by simple majority vote during a General Body Meeting.
  - c) If a vacancy is created in the position of a general membership representative, a temporary member shall be appointed by the Executive Committee with an appointee from the general membership not serving on the Executive Committee.
  - d) The temporary member shall serve until the earliest General Body Meeting at which time a duly elected member shall replace the temporary appointee. If the temporary member is duly elected, he/she shall become a regular member of the Committee and shall serve a full term from the date of election.

**Article 6 Duties and Responsibilities of Committee Members**

- Section 6a President: Supervises all activities of the Association and the Executive Committee in accordance with the constitution and by-laws; calls and presides over all meetings of the Executive Committee and the General Membership. The Executive Committee shall conduct its activities in a democratic way and the President shall have the deciding vote in case of a tie.
- Section 6b Vice-President: Assists the President in discharging the President's functions; assumes the duties of the President in the absence of the latter; co-ordinates the programs and social activities of the Association.
- Section 6c Secretary: Keeps the minutes of the Executive Committee and General Body meetings; prepares and submits reports of the activities of the Association at General Body meetings; serves as the official correspondent of the Association.
- Section 6d Treasurer: Financial bookkeeper of the Association; responsible for all collections and disbursements in conjunction with Executive Committee; prepare and submit reports of financial activities of the Association at the General Body meetings and that report shall be audited by a member of the Association not affiliated with the Executive Committee.
- Section 6e Members-at-large: Assist the President, the Vice-President, the Secretary and the Treasurer in organizing the assigned activities.
- Section 6f Area Representation: Each member of the Executive Committee shall act as an area representative in establishing a liaison between the Executive Committee and the Membership. The Executive Committee shall consist of representatives of at least one half of the Membership by geographical regions defined in Section 10b.

**Article 7 Vacancies**

The order of succession to the Presidency until the next election shall be the elected Vice-President, Secretary, and Treasurer. Other vacancies may be filled by nominations from the Executive Committee.

## **Article 8      *General Body Meetings***

At least one meeting of the General Membership of the Association must be held every year. At any general meeting, the quorum shall consist of at least one-fourth of the total membership. The President shall call another meeting in the event of a lack of quorum. With one-fourth of total members' signatures and with a specified agenda, any member of the Association may request the President to call a General Body meeting. In such case (s), the President shall call the Special General Body meeting.

## **Article 9      *Amendments to Constitution***

Section 9a      This constitution and its by-laws may be amended according to the detailed amendment procedure outlined below:

Section 9b      Submission of Proposed Amendment

Any proposed amendment to the BAGC Constitution must be submitted to the BAGC Bylaws Committee with a request for distribution to the BAGC members. The proposed amendment shall be presented in a structured format with particular emphasis on, but not limited to, intent/purpose, potential benefits to the organization, operational mechanisms, administrative procedures and details of potential financial impact.

Section 9c      Administrative Review

Within 30 days of its receipt, the Bylaws Committee shall review the proposed amendment to insure that it meets the objectives of the BAGC, as outlined in Section 2 of the constitution and for completeness as outlined in Section 9b above. All commentary and feedback must be communicated directly to the author of the proposed amendment.

Section 9d      Distribution of Proposed Amendment

After the Bylaws Committee has reviewed a proposed amendment, it shall forward a formal Amendment Proposal to the BAGC Executive Committee for distribution to the BAGC membership within a 30-day period.

Section 9e      Review and Written Comment Period for BAGC Members

1. The BAGC members shall be allowed a period not less than 30 days to review and provide written comments on the proposed amendment.
2. Written comments and proposed modifications may be submitted to the Secretary of the BAGC via certified mail.
3. The Secretary of the BAGC shall record and submit all written comments received within the allowed comment period to the author(s) of the proposed amendment.
4. The author(s) of the proposed amendment shall evaluate the written comments and proposed modifications. The author(s) reserve the right to adopt only those that are deemed appropriate.
5. The author(s) of the proposed amendment shall submit the final draft of the proposed amendment to the BAGC Executive Committee for ratification in a General Body Meeting.
6. A simple majority write-in from the BAGC members against the proposed amendment, submitted during the review and comment period, shall remove the proposed amendment from further consideration.

Section 9f      Ratification in General Body Meeting

1. The BAGC Executive Committee shall notify the BAGC members regarding the General Body Meeting and the particular agenda item regarding the proposed amendment at least 15 days in advance.
2. The final draft of the proposed amendment will be presented for ratification in a General Body Meeting by the author(s).
3. BAGC members present at the General Body Meeting shall be allowed the opportunity to present their viewpoints in support or against the final draft of the proposed amendment.
4. A two-thirds majority vote in the General Body Meeting with quorum shall be required for passage of the proposed amendment.
5. Proposed amendments may also be ratified at the General Body Meeting through the submittal of a two-thirds majority write-in from the BAGC members.

**Section 9g** Adoption of the Ratified Amendment  
Proposed amendments that are ratified in a General Body Meeting as outlined in Section 9f shall be adopted by the BAGC Executive Committee within 15 days. The language in the BAGC Constitution shall be modified accordingly by the BAGC Secretary to reflect the adoption of the ratified amendment.

**Article 10** *Miscellaneous Provisions*

**Section 10a** If an elected member of the Executive Committee is absent from three (3) the Executive Committee meetings and the reasons for such an absence are not considered satisfactory by the Executive Committee, a resolution may be passed for removing the absentee member from the Executive Committee.

**Section 10b** Area Representation shall be based on seven (7) general geographic regions, each of which are identified as follows:  
Suburban North, Near North, Northwest, West, Southwest, South and Near South and City of Chicago.

**Section 10c** The Association adopts Roberts Rules of Order, latest edition, as default parliamentary procedures of the Association during administrative meetings unless such procedures, as applicable, are stated otherwise in this Constitution and Bylaws or explicitly adopted by a simple majority of the Membership at the time of an administrative meeting.

**Section 10d** The President of the Association shall be the official representative of the Association and the registered office of the Association shall be determined by the Executive Committee.

**Section 10e** Until a well-defined membership is established or six months, whichever is earlier, the first Executive Committee shall have extraordinary judgment to interpret all clauses in this constitution related to membership.

**Section 10f** This meeting on 12/11/76 shall be considered as the first General Body meeting to ratify the constitution of the Association and in this meeting an Ad-hoc Committee is empowered to run the election for the formation of the first Executive Committee.

**Section 10g** The President or Treasurer shall sign any check drawn on the Association account less than \$500.00. Checks of \$500.00 or greater shall require the signature of both the President and Treasurer, or the Vice-President or Secretary if either principal signatory is absent.

Section 10h An Auditor shall be nominated by the Executive Committee.

**Article 11 Dissolution**

Section 11a Upon dissolution of the Association, the net assets of the Association shall be disposed only to such organizations whose objectives are not in conflict with the objectives of the Association.

Section 11b The Executive Committee with the approval of the General Body of the Association shall select the specific organization(s) and determine distribution of the net assets. Any such assets not so disposed shall be disposed by the Court of the Common Pleas of the county in which the principal office of the Association is then located.

**Article 12 Collection and Disposition of Funds**

Section 12a All funds collected shall be free from any limitations which are incompatible with the objectives of the Association.

Section 12b No part of the net earnings of the Association shall be distributed to its members, trustees, officers or other private persons except for charitable purposes or except for payment of reasonable compensation for services performed.

Section 12c The Executive Committee may appoint special committees for collection and administration of special funds and distribution of such special funds shall be done with the approval of the Executive Committee.

Section 12d Such a special committee shall prepare a draft constitution, which is not in conflict with the intent and the objectives of this Constitution and by-laws.

Section 12e A two-thirds majority vote of the Executive Committee is required for approval of such draft constitution of the special committee.

**Article 13 Amendments**

Section 13a In the General Body Meeting held on November 18, 1984 at the Eisenhower Junior High School in Darien, Illinois, the following resolutions were adopted by voice vote:

1. Due to the expanded activities of the Association, an amendment to the by-laws governing the structure of the Executive Committee was taken to increase the number of members-at-large from five to eight.
2. A Special Fund Committee was formed.
3. Commencing with 1985, a Youth Subcommittee under the leadership of the BAGC Executive Committee will be formed.

Section 13b A General Body Meeting was held on November 13, 1993 at Tefft Middle School in Streamwood, Illinois. An amendment relating to the 'Formation of Nomination Committee' was proposed and passed by voice vote.

Section 13c In the General Body Meeting held on November 1, 1997 at Tefft Middle School in Streamwood, Illinois, a resolution concerning a new membership category called Member Emeritus was adopted by voice vote.

Details of the Member Emeritus membership category

1. Objective: The new member category called Member Emeritus will be created for those individuals or couples (either spouse) who
  - a. are currently members of BAGC and

- b. have been members of BAGC for 15 years or longer, and
  - c. have reached the age of 70
2. Member Emeritus status shall entitle those members to:
- a. a permanent exemption from annual membership
  - b. a listing in a special Member Emeritus section in the beginning of the annual telephone directory
3. Guidelines
- a. Member Emeritus status is intended solely to recognize and honor our elders in the community who have been long term participants and supporters in the growth of a vibrant BAGC.
  - b. Member Emeritus status does not include free GFP status or free admission to pujas, concerts and other events. Members Emeritus would pay the same rate as all other senior citizens.
  - c. Member Emeritus status does not include any adult children or grandchildren of the Member Emeritus.

Section 13d A General Body Meeting was held on April 24, 1999 at Tefft Middle School, Streamwood Illinois. An amendment to Article 9 relating to the 'Amendment Procedures of the BAGC Constitution' was proposed and passed by voice vote.

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