



gainesville
bengali
association

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BYLAWS

Version 1.0

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Table of Contents

Amendment History.....	4
Article I. Definitions.....	5
Name of the Corporation.....	5
Principal Office.....	5
Purpose.....	5
Organization Status.....	5
Majority.....	5
Communication Channels.....	5
Article II. Membership.....	7
Membership.....	7
Membership Dues.....	7
Article III. Executive Committee & Responsibilities.....	8
Board of Directors.....	8
Appointment & Term of Office Bearers.....	8
Responsibilities.....	9
Article IV: Meeting, Notice to Meeting & Voting.....	10
Meetings.....	10
Notice to Meetings.....	10
Voting Eligibility.....	10
Voting Privileges.....	11
Article V: Election Process.....	12
Election Committee.....	12
Nomination Process.....	12
Election Process.....	12
Lack of Nominations.....	13
Article VI. Amendment of Bylaws.....	14
Article VIII. Transition.....	16
Article IX. Dissolution of the Association.....	16

Amendment History

The following table shall capture the history of changes made to this document.

Date Of Change	Change Details	Change Proposed by	Change Approved by	General Body Meeting Reference
08/15/2016	Bylaws Document Creation	Swarup Bhunia	General Body	08/06/2016

Article I. Definitions

Name of the Corporation

The name of the corporation is **Gainesville Bengali Association (GNVBNG) Inc**, hereinafter referred to as the “**Association**”. The abbreviation GNVBNG shall also refer to the Association.

Principal Office

The principal office of the corporation shall be located at **5018 NW 57th St, Gainesville, Florida 32653**. The meetings of members and directors shall be held at such places within the State of Florida, County of Alachua, as may be designated by the Board of Directors.

Purpose

The purpose for which the corporation is organized is to promote the Bengali culture, literature and heritage amongst the members of the Association and to advance cultural exchanges with other similar organizations in the United States. The Association will encourage, drive and promote religious and cultural activities for and on behalf of the Bengali community of Gainesville, Florida. The Association shall organize and sponsor various festivals and cultural activities to achieve these objectives.

Organization Status

The Association shall be a non-profit organization and shall exist as an incorporated organization of its members. The Association shall be a non-commercial, non-sectarian and non-partisan entity, and the name of the Association or the name of any office bearer of the Association shall not be used in any partisan interest if not related to the objectives of the Association as stated in the purpose.

Majority

For the purpose of this document, the term “Majority” shall mean any number equal to or more than FIFTY ONE PERCENT (51%) of the total count.

Communication Channels

The Association shall secure and own the following communication channels for use by the Association and its Board members.

Website: www.gnvnbg.org; www.gnvnbg.com

Twitter: @GNVBNG

Facebook: @GNVBENG

Facebook Group: www.facebook.com/GNV-BNG

Mailing List: gnvnbg@googlegroups.com; gnvnbg-office-bearers@googlegroups.com

The Ownership of all the above channels shall remain only with the current Office Bearers.

Article II. Membership

Membership

The membership of the Association shall consist of individuals of age 18 and over in each family, regardless of their ethnic origin, religion, race and gender, provided the individual or the family pays membership dues and agrees to abide by the bylaws of the Association.

Membership Dues

Annual membership dues for the members shall be as follows:

Family This shall include immediate family and not relatives beyond parents	\$50
Student Family – Funded Students with a family and are receiving financial support of some form for their study. Family shall include immediate family and not relatives beyond parents	\$30
Students Single – Funded Students receiving financial support of some form for their study	\$15
Students – Non-funded Students receiving no financial support for their study	\$10

At the beginning of the year, the Executive Committee shall inform the members of the dues, as approved by the general body, for the annual membership for the association as well as for all individual events for the year. Alternatively, some members/member families may elect to make an one-time annual payment, which will include annual membership fee and contributions for events for the whole year, for an amount as determined by the general body. The annual membership dues can be revised by the Executive committee in an operating year to be effective from the next year after discussion in a general body meeting and with agreement of majority of general membership.

Article III. Executive Committee & Responsibilities

An Executive Committee shall be elected for one calendar year by general membership to carry out all activities to fulfill the mission of the association. The election will be held under the supervision of a Nominating Committee at the annual general body meeting of the Association at the end of each year preferably in the month of November.

Board of Directors

The Executive Committee shall consist of the following office bearers, here in after referred to as “Board”:

- The President
- The Secretary
- The Treasurer
- The President-Elect
- Two Directors
- Student Director

Appointment & Term of Office Bearers

Secretary, Treasurer and President-Elect shall be elected for a term of One-year by general membership.

President: The incumbent President-Elect shall be appointed as President for the next year thus providing continuity of businesses and initiatives into the next committee.

Directors: The President, Secretary, Treasurer and President-Elect shall appoint two Directors from among the general membership for a minimum period of 2 years. This term can be extended for subsequent 2 years by the Board. Directors can step down during the term for any reason, upon which the Board can appoint new Director within 30 days of the change.

Student Director: To bring representation and to promote transparency, the student members shall elect a representative to be the Student Director as part of the Board. The term of a Student Director shall not be more than 2 years. The selection/election shall be informed to the Executive Committee within 15 days of election of the Executive Committee.

The office bearers of the Executive Committee shall serve without any monetary compensation. Two or more office bearers shall not be from one registered family.

Responsibilities

President: The President shall: (a) be responsible for the overall function of the Executive Committee, (b) preside over and conduct all Executive Committee and general body meetings, (c) coordinate the activities of other office bearers to achieve the goals of the Association, and (d) be the spokesperson for the association to communicate with other similar organizations in the United States to exchange ideas and further the cause of the Association.

Secretary: The Secretary shall: (a) act as an aid to the President, and (b) carry out the duties of the President in his/her absence, (c) be responsible for correspondences of all matters of the Association to its members, (d) record the minutes of the Executive committee and general body meetings, (e) serve as the principal point-of-contact for cultural activities, and (f) perform other duties delegated to him/her by the President, the Executive Committee or the membership as a whole.

Treasurer: The Treasurer shall: (a) be responsible for the financial operation of the Association, (b) keep an accurate account of all revenues and expenses for all activities throughout the year, (c) be, in addition to the President, authorized to sign the Association's bank checks by virtue of their ex-officio positions and (d) present a financial report at the last general body meeting of the year preferably in November, and at other times if required by the Executive committee or the general membership.

President-Elect: The President-Elect shall: (a) be responsible for all cultural and festive activities throughout the year, (b) assist the board in planning and organize various events to promote the Bengali culture and traditions, (c) if financially feasible, invite well-known artists or groups of artists from outside for performances, and (d) assist the board in coordinating student related activities.

Student Director: The Student Director shall: (a) be responsible for all fund collection activities among students, (b) communication of events to students, meeting minutes, notifications to students. Last but not the least, be the voice of the students to the Association and to the Board.

Directors: The Directors shall provide guidance to the Board on key decisions and take responsibilities wherever requested by the Board.

Article IV: Meeting, Notice to Meeting & Voting

Meetings

General Body Meeting (GBM): The Board shall call at least TWO General Body Meetings in a calendar year which shall encompass all valid members of the Association. The timing and venue of one of these meetings shall coincide or occur along with any event scheduled for the members. There is no specific quorum required for such a meeting as it is used only for information sharing. There shall not be any other decision/change/election activities in a GBM.

Annual General Body Meeting (AGM): The AGM shall be called exclusively for the following purposes:

1. Passing the Annual Financial Statement by the members
2. Election of next year's Board members
3. Approvals for budget or projects
4. Amendments of Bylaws

Quorum: The AGM shall be considered in quorum if at least 30% of the registered members attend the same. In the absence of a quorum, the meeting shall be adjourned to another date. If the second meeting still doesn't have the requisite quorum, the President shall call the AGM in motion on that date.

Emergency General Body Meeting (EGM): The Board or one-third of its members (at least 2 members) can call for an Emergency meeting for any urgent matter. At least President/Secretary/Treasurer needs to be part of the requesting team for an EGM. Same Quorum rules as for an AGM is applicable for the EGM. However, adjournment can be done for 2 hours on the same day instead of another date.

Notice to Meetings

GBM & AGM: The Board shall give at least 4 weeks of notice for conducting a GBM and AGM. The location of these meetings shall not be outside the county limits.

EGM: The Board shall give at least 48 hours of notice for conducting an EGM.

Such notices shall be sent via official email and also posted on the Association Website.

Voting Eligibility

Every member who has paid in full their dues for the calendar year shall be a member and hence shall be eligible for attending any General Body Meeting. If a member has not paid their dues for the calendar year

shall lose the eligibility to vote in the AGM. Proof of membership, if called for by the Association or the Election Committee, must be provided to the Secretary of the Association (or other designated representative) prior to any rights of membership being exercised.

Voting Privileges

There shall be 2 votes for a Family irrespective of how many members are registered as part of their family. All other members have 1 vote per registration.

Article V: Election Process

The Election process will be part of the Agenda of the AGM and shall follow above mentioned rules of notice and quorum. The election process shall be completed before 31st December of the calendar year thus providing sufficient time for the new Board to take charge of the new year.

Election Committee

The President-Elect and Directors shall act as the Election Committee and be responsible for the Election process. The President-Elect shall act as the “Presiding Officer” for the entire process. The Election Committee shall not vote as they shall remain neutral in the process.

Nomination Process

The Election Committee shall send request for nominations to the members of the Association for the position of Secretary, Treasurer, President-Elect and Student Director. The Election Committee shall provide at least 8 weeks’ notice before the AGM in which the Election shall be conducted. Nomination requests shall have a last date after which the nomination process shall be closed.

Election Process

The Election of the office bearers shall be conducted during the AGM following the rules of quorum mentioned earlier. Upon confirmation of quorum the following steps shall be followed by the Presiding officer.

1. Presiding Officer will call for the nominations for a position, starting from Secretary
2. Members present will vote either by voice or by ballot depending upon the attendance and practicality
3. Members who are unable to join the meeting can send in their ballot through email or any other methods of communication in clear language, to the Presiding Officer, at least 24 hours before the AGM.
4. Selection of the Office Bearer will be by “Majority” of votes cast.
5. In the situation of no clear Majority, the Election Committee shall cast their votes to complete the process.
6. Upon completion of the Election Process, the Election Committee shall initiate the Transition Process and complete it within 2 weeks of the Election
7. All members shall be duly notified via email and the websites shall be updated to reflect the details of the incoming Board members.

Lack of Nominations

In the absence of any nominations, the President-Elect may request incumbent office bearers to continue for one more year. The maximum continuous term for any office bearer shall be a period of 2 years only.

Article VI. Amendment of Bylaws

The bylaws in this document can be amended at the AGM following the quorum rules mentioned earlier.

The following Articles **cannot be amended** once this document is incorporated along with the Association:

Article I. Definitions

Article VI. Amendment of Bylaws

Article VII. Dissolution of the Association

The following process shall be followed in amending all other sections of the bylaw, excluding the above.

1. Any member except the Election Committee members can request for an amendment of the bylaws
2. A request for an amendment stating Article for change, Existing language, New Language, Reason for change, shall be documented and sent by the requestor, through written document and/or email to the members of the Election Committee
3. All such requests shall be sent at least 2 weeks prior to the day of the AGM
4. The Election Committee shall table the list of amendment request on Association Website or through Group Email Distribution List
5. The Presiding officer shall read each amendment requests and call for a vote
6. Members can cast their vote either for or not approving the amendment.
7. Members can also cast absentee ballot at least 24 hours before the AGM start time
8. If an amendment is passed with “Majority” the Board shall incorporate the change into this document while updating the Amendment History.
9. The updated Bylaws document shall be made available to all members within 30 days of the AGM.
10. If and only if there is no clear “Majority”, the Election Committee shall cast its votes.

Article VII. Finances and Accounting

Banks and Accounts

The Association shall open a checking account and a savings account at a local bank selecting the bank that offers lowest fees for their services.

Authorized Signatory

For all transactions below \$500 the President or Secretary or the Treasurer of the Association shall be authorized to sign all checks and carry out pertinent financial transactions for the Association.

For all transactions above \$500, the signature of all three (President, Secretary and Treasurer) shall be required on checks and financial transactions for the Association.

For all transactions above \$5000, a full approval of the Board will be required.

Financial Records

The Treasurer shall keep all financial records, bank statements, reconciliation reports and book of accounts on behalf of the Association.

Accounting

The Treasurer shall be responsible for completing the Accounting requirements of State of Florida and IRS in order to maintain the Non-Profit status of the Association. The treasurer shall prepare Balance sheets and Income & Expenditure Statements at least twice in a calendar year: Once every six months; and present the same in the subsequent GBM/AGM. For the purpose of the AGM the Treasurer shall have the records examined by an accountant and present it to the members and seek passing of the same.

Article VIII. Transition

The outgoing Executive Committee shall transfer to the incoming Executive Committee all the official material at a joint meeting of both committees within 2 weeks after the election. The following areas shall be considered as mandatory transition:

1. All bank account ownership, unused checks, summary of Assets/Liabilities, list of pending payments and receivables
2. Ownership of all Communication Channels
3. All papers or non-standard communications

Article IX. Dissolution of the Association

In the event the Association's viability is challenged, the Executive Committee shall convene an EGM, following above mentioned quorum rules, and propose the dissolution. Upon approval by "Majority" of the members, the Board shall, after paying all of the liabilities of the Association, disburse the remaining assets of the Association to non-profit, tax-exempt charitable, scientific organizations as demarcated by the Federal Law governing the Non-Profit organizations.

All communication channels shall be closed and the ownership returned to the service provider.