

CONSTITUTION AND BYLAWS OF THE BANGLADESH MEDICAL
ASSOCIATION OF NORTH AMERICA- CALIFORNIA

ARTICLE I: NAME

THE NAME OF THIS ORGANIZATION SHALL BE THE BANGLADESH MEDICAL
ASSOCIATION OF NORTH
AMERICA-CALIFORNIA. IT SHALL BE A NON PROFIT ORGANIZATION INCORPORATED
UNDER THE LAWS
OF THE STATE OF CALIFORNIA.

ARTICLE II: PURPOSE AND AIM

The association is organized exclusively for educational, scientific, cultural and charitable
purposes.

To bring together and to improve communication between the physicians who are of
Bangladeshi

origin or have trained in the various Medical and Dental Colleges of Bangladesh, and are
currently

residents of the United States or Canada, and other physicians

To aid and assist medical students and physicians in obtaining specialized medical training and
in post-

training job placement in North America.

To institute and provide specific services to meet the needs of the members of the association
and

Bangladesh Physicians community in North America at large.

To conduct seminars and other educational programs which acquaint members in North
America and

physicians in Bangladesh of newer developments in the field of medicine.

To render medical assistance to the indigent people in North America, and in Bangladesh,
whenever

possible.

To make contributions to organizations that qualifies as exempt organizations under Section 501
(c) (3)

of the Internal Revenue Code of 1954, or the corresponding provision of any future U.S. or
Canadian

Laws:

To provide mutual assistance and cooperation between this Association and other medical
societies in

North America.

To maintain a registry of members in the association.

ARTICLE III: MEMBERSHIP:

III A: TYPES OF MEMBERSHIP

ACTIVE MEMBERSHIP: LICENSED PHYSICIANS OF BANGLADESH ORIGIN RESIDING IN
CALIFORNIA

PHYSICIANS IN TRAINING AND RESEARCH

RETIRED, DISABLED OR OTHERWISE INACTIVE PHYSICIANS OF BANGLADESH ORIGIN
RESIDING IN CALIFORNIA

AFFILIATE MEMBERSHIP:

-AMERICAN PHYSICIANS OF BANGLADESH ORIGIN LOCATED IN FOREIGN COUNTRIES WHO

ARE ENGAGED IN MEDICAL MISSIONARY, EDUCATIONAL OR PHILANTHROPIC ENDEAVORS.

-DENTISTS WHO HOLD THE DEGREE OF D.M.D OR D.D.S RESIDING IN CALIFORNIA

-PHARMACISTS WHO ARE ACTIVE MEMBERS OF AMERICAN PHARMACEUTICAL ASSOCIATION.

TEACHERS OF MEDICINE OR OF THE SCIENCES ALLIED TO MEDICINE WHO ARE CITIZENS OF

UNITED STATES OF AMERICA.

HONORARY MEMBERSHIP;

-PHYSICIANS OF FOREIGN COUNTRIES WHO HAVE ACHIEVED PRE EMINENCE IN THE PROFESSION OF MEDICINE AND WHO ATTEND A CONVENTION OF THE BANGLADESH MEDICAL ASSOCIATION OF NORTH AMERICA.

-ANY INDIVIDUAL WHO HAS MADE SIGNIFICANT AND OUTSTANDING CONTRIBUTION IN PRESERVING THE AIMS AND PURPOSE OF THE ASSOCIATION.

THEY WILL NOT HAVE THE RIGHT TO VOTE.

LIFE MEMBERSHIP

MEMBERS CONTRIBUTING A MINIMUM SUM OF \$3000.00 SHALL BE ADMITTED AS LIFE MEMBERS AND WILL BE EXEMPT FROM PAYING ANNUAL DUES

ARTICLE III B: MEMBERSHIP ELIGIBILITY & REQUIREMENTS:

MEMBERSHIP IS GRANTED AFTER COMPLETION AND RECEIPT OF A MEMBERSHIP APPLICATION AND FULL PAYMENT OF ANNUAL DUES, PROVIDED THERE IS NO DISAPPROVAL

OF ETHICAL AND JUDICIAL AFFAIRS.

IN CONSIDERING APPLICATION FOR MEMBERSHIP, INFORMATION AS TO THE CHARACTER,

ETHICS, PROFESSIONAL STATUS AND PROFESSIONAL ACTIVITIES OF THE APPLICANT MAY BE

CONSIDERED. THE EXECUTIVE COMMITTEE SHALL PROVIDE FOR AN APPROPRIATE HEARING

PROCEDURE TO BE PROVIDED TO THE SAID APPLICANT IF THERE IS ANY OBJECTION.

CONTINUED MEMBERSHIP IS CONTINGENT UPON BEING UP- TO - DATE ON MEMBERSHIP

DUES. THE MEMBER HAS TO ABIDE BY ALL THE PROVISIONS OF THE ARTICLES OF INCORPORATION, THE BYLAWS AND ANY RULES AND REGULATIONS SET FORTH BY THE

ASSOCIATION. IN AN EVENT THAT THE MEMBER FAILS TO PAY THE ANNUAL DUES WITHIN

THE FISCAL YEAR, THE EXECUTIVE COMMITTEE MAY ELECT TO TERMINATE SUCH MEMBER'S

MEMBERSHIP.

THE EXECUTIVE COMMITTEE MAY EXCUSE MEMBERS FROM PAYMENT OF DUES TO ALLEVIATE FINANCIAL HARDSHIP OR BECAUSE OF FORCED RETIREMENT FROM MEDICAL

PRACTICE DUE TO PHYSICAL DISABILITY. DUES EXEMPTIONS FOR FINANCIAL HARDSHIPS OR

DISABILITY SHALL BE REVIEWED ANNUALLY.

LOCAL CHAPTER MEMBERS MAY BECOME MEMBERS OF THE PARENT ORGANIZATION.

ARTICLE III C: TERMINATION OF MEMBERSHIP

GROUND FOR TERMINATION OF MEMBERSHIP CAN OCCUR IF ANY OF THE FOLLOWING

EVENTS TAKE PLACE:

THE RESIGNATION OF THE MEMBER. RESIGNATION SHALL NOT RELIEVE A MEMBER OF

UNPAID DUES, OR OTHER CHARGES PREVIOUSLY ACCRUED

THE FAILURE OF THE MEMBER TO PAY THE ANNUALS DUES WITHIN THE TIME ALLOCATED BY THE EXECUTIVE COMMITTEE

THE DETERMINATION BY THE EXECUTIVE COMMITTEE THAT THE MEMBER BE EXPELLED

BECAUSE OF LOSS OF HIS/ HER CALIFORNIA LICENSE AS A PHYSICIAN OR FOR CAUSE BASED

ON THE MEMBER'S BEHAVIOR OR CONDITION, IF SUCH BEHAVIOR OR CONDITION IS DETERMINED BY THE EXECUTIVE COMMITTEE TO BE INCONSISTENT WITH WHAT IS IN THE

BEST INTEREST OF THE ASSOCIATION AND ITS OPERATION.

THE MEMBERS INVOLUNTARY TERMINATION OF MEMBERSHIP

RESIGNATION SHALL NOT RELIEVE A MEMBER OF UNPAID DUES, OR OTHER CHARGES PREVIOUSLY ACCRUED.

ARTICLE IV: OFFICERS:

THE EXECUTIVE COMMITTEE WILL BE COMPOSED OF THE PRESIDENT, IMMEDIATE PAST PRESIDENT,

GENERAL SECRETARY, TREASURER, CULTURAL SECRETARY, SCIENTIFIC SECRETARY, CHIEF PATRON,

YOUNG PHYSICIAN SECRETARY, AND THE MEMBERS- AT- LARGE.

THE EXECUTIVE COMMITTEE SHALL BE RESPONSIBLE FOR OVERALL POLICY AND DIRECTION OF THE

ASSOCIATION AND DELEGATE RESPONSIBILITY FOR DAY-TO-DAY OPERATIONS.

THE EXECUTIVE COMMITTEE SHALL SERVE WITHOUT PAY

ARTICLE V: DUTIES OF THE EXECUTIVE COMMITTEE:

THE GENERAL MANAGEMENT OF THE ASSOCIATION SHALL BE VESTED UPON THE EXECUTIVE

COMMITTEE

1. PRESIDENT: THE PRESIDENT SHALL, BY VIRTUE OF THE OFFICE, BE THE CHIEF EXECUTIVE OFFICER.

THE PRESIDENT SHALL PRESIDE AT ALL THE EXECUTIVE MEETINGS, AND PERFORM DUTIES ASSOCIATED WITH THE OFFICE
THE PRESIDENT SHALL APPOINT ALL COMMITTEES, TEMPORARY OR PERMANENT.
THE PRESIDENT SHALL SEE ALL BOOKS, REPORTS, AND CERTIFICATES REQUIRED BY LAW ARE PROPERLY KEPT OR FILED.

THE PRESIDENT SHALL BE ONE OF THE OFFICERS WHO MAY SIGN THE CHECKS OR DRAFTS OF THE ORGANIZATION.

THE PRESIDENT SHALL HAVE SUCH POWERS AS MAY BE REASONABLY CONSTRUED AS BELONGING TO THE CHIEF OF ANY ORGANIZATION.

THE PRESIDENT ELECT SHALL PERFORM THE DUTIES OF THE PRESIDENT IN HIS/ HER ABSENCE.

THE PRESIDENT ELECT SHALL BE THE PRESIDENT THE FOLLOWING TERM.

2. THE GENERAL SECRETARY: THE GENERAL SECRETARY SHALL BE RESPONSIBLE FOR THE MINUTES

OF THE EXECUTIVE MEETINGS, KEEP ALL APPROVED MINUTES IN A MINUTE BOOK, SEND OUT

MEETING ANNOUNCEMENTS, SEND OUT COPIES OF MINUTES.

THE GENERAL SECRETARY SHALL FILE ANY CERTIFICATE REQUIRED BY ANY STATUTE, FEDERAL OR STATE.

THE GENERAL SECRETARY SHALL GIVE AND SERVE NOTICES TO MEMBERS OF THE ORGANIZATION.

THE GENERAL SECRETARY SHALL BE THE OFFICIAL CUSTODIAN OF THE RECORDS.

THE GENERAL SECRETARY SHALL BE ONE OF THE OFFICERS WHO MAY SIGN THE CHECKS OR DRAFTS

OF THE ORGANIZATION.

THE GENERAL SECRETARY SHALL ATTEND TO ALL CORRESPONDENCE OF THE ORGANIZATION AND

SHALL EXERCISE ALL DUTIES INCIDENT TO THE OFFICE OF SECRETARY.

3. THE TREASURER: THE TREASURER SHALL HAVE THE CARE AND CUSTODY OF ALL THE MONIES

BELONGING TO THE ASSOCIATION.

THE TREASURER SHALL KEEP RECORD OF THE ASSOCIATIONS BUDGET.

THE TREASURER SHALL PREPARE THE FINANCIAL REPORT AS NEEDED.

THE TREASURER SHALL BE ONE OF THE OFFICERS WHO MAY SIGN THE CHECKS OR DRAFTS OF THE

ORGANIZATION.

4. FINANCIAL COMMITMENT: THE EXECUTIVE COMMITTEE SHALL BE MADE AWARE OF, BY WRITING,

ANY FINANCIAL COMMITMENT IN THE FORM OF BUT NOT LIMITED TO SPONSORSHIP/ SCHOLARSHIP/GRANT APPLICATION, AND ANY DETAIL PERTAINING TO THE FINANCIAL COMMITMENT INCLUDING BUT NOT LIMITED TO A DETAIL DESCRIPTION OF THE PROPOSAL,

AMOUNT AND TYPE OF PROPOSAL, PROPOSAL ALLOCATION AND DISTRIBUTION, TOTAL PROJECT

BUDGET AND TIMELINE FOR THE PROJECT. IT MUST BE APPROVED BY THREE FOURTHS OF THE

EXECUTIVE COMMITTEE. IN AN EVENT THAT THE RULES ARE NOT ABIDED BY, THE EXECUTIVE

COMMITTEE MAY ELECT TO TERMINATE THE GRANT PROPOSAL.

ALL CHECKS AND DRAFTS AND WITHDRAWALS FROM THE ORGANIZATION'S ACCOUNTS, AND ALL

BILLS OF EXCHANGE, NOTES AND OTHER INSTRUMENTS FOR THE PAYMENT OF MONEY DRAWN,

MADE, ENDORSED OR ACCEPTED BY THE ORGANIZATION, SHALL BE SIGNED ON IT'S BEHALF BY THE

PERSON OR PERSONS THEREUNTO AUTHORIZED BY THE EXECUTIVE COMMITTEE.

THE EXECUTIVE COMMITTEE MUST APPROVE THE BUDGET AND ALL EXPENDITURE MUST BE WITHIN

THE BUDGET.

THE EXECUTIVE COMMITTEE MUST APPROVE ANY MAJOR CHANGES IN THE BUDGET.

THE FISCAL YEAR MUST BE THE CALENDAR YEAR

5. RESIGNATIONS AND TERMINATION: RESIGNATION AND TERMINATION MUST BE IN WRITING AND

RECEIVED BY THE GENERAL SECRETARY.

AN EXECUTIVE MEMBER SHALL BE DROPPED FOR EXCESS ABSENCES.

AN EXECUTIVE MEMBER MAY BE REMOVED FOR OTHER REASONS BY A THREE-FOURTHS VOTE OF THE

EXECUTIVE COMMITTEE.

6. BOOKS AND RECORDS: THE ORGANIZATION SHALL KEEP

(a) CORRECT AND COMPLETE BOOKS AND RECORDS OF ACCOUNT

(b) MINUTES OF THE MEETINGS

ARTICLE VI: MEETINGS:

THE DATE OF THE MEETINGS SHALL BE SET BY THE EXECUTIVE COMMITTEE WHO SHALL ALSO SET

THE TIME AND PLACE.

NOTICE OF EACH EXECUTIVE COMMITTEE MEETING SHALL BE GIVEN TO EACH MEMBER NOT LESS

THAN 14 DAYS BEFORE THE MEETING.

AGENDAS SHALL BE PROVIDED AT LEAST 7 DAYS IN ADVANCE.

THE EXECUTIVE COMMITTEE SHALL MEET AT LEAST ONCE A YEAR OR AS NEEDED TO CONDUCT

BUSINESS EFFECTIVELY.

THE PAST EXECUTIVE MEMBERS SHALL BE NOTIFIED OF THE EXECUTIVE MEETING AND OTHER SALIENT ACTIVITIES
THE EXECUTIVE COMMITTEE MAY CALL SPECIAL MEETINGS.
THERE SHALL BE AT LEAST ONE ANNUAL MEETING OF THE ENTIRE MEMBERSHIP EVERY YEAR AT A PLACE AND TIME DESIGNATED BY THE EXECUTIVE COMMITTEE.
THE TIME AND PLACE OF ALL GENERAL MEETINGS, EXCEPT THE EXECUTIVE MEETINGS, SHALL BE NOTIFIED TO ALL MEMBERS AT LEAST 1 MONTH PRIOR TO THE MEETINGS.

ARTICLE VII: ORDER OF BUSINESS OF MEETING

ROLE CALL/SIGN IN
READING AND APPROVAL OF THE MINUTES OF THE PRECEDING MEETING
PRESIDENT REPORT
TREASURY REPORT
SECRETARY REPORT
SCIENTIFIC/CULTURAL SECRETARY REPORT
REPORTS OF COMMITTEES
OLD AND UNFINISHED BUSINESS
NEW BUSINESS
OTHER MATTERS
ADJOURNMENT.

ARTICLE VIII: VOTING

ALL MEMBERS OF THE EXECUTIVE COMMITTEE AND ACTIVE MEMBERS WHO HAVE PAID ALL THEIR DUES AND ARE MEMBERS OF GOOD STANDING SHALL BE MEMBERS WHO RETAIN THE POWER TO VOTE AND CAN BE NOMINATED FOR ANY POSITION TO THE EXECUTIVE COMMITTEE.
THE EXECUTIVE COMMITTEE SHALL BE ELECTED FOR A TERM OF 2 YEARS.
ALL EXECUTIVE MEMBERS ARE ELIGIBLE FOR REELECTION.
THE EXECUTIVE COMMITTEE SHALL PROVIDE THE NAMES OF THE NOMINEES FOR THE RESPECTIVE POSITIONS, WHICH SHALL BE NOTIFIED TO ALL THE MEMBERS ELIGIBLE TO VOTE. IF THERE IS NO OBJECTION THEN THE NOMINEE SHALL BE ELECTED FOR THE NEXT TERM.
IF THERE ARE 2 OR MORE NOMINEES FOR A POSITION, THEN AN OFFICIAL BALLOT SHALL BE PROVIDED TO THE MEMBERS ELIGIBLE TO VOTE. THE BALLOTS SHALL BE COLLECTED, VOTES COUNTED BY THE ELECTIONER COMMISSIONER. WHOEVER GARNERS THE MOST VOTES SHALL BE ELECTED AS THE NEW EXECUTIVE MEMBER. THE PRESIDENT SHALL HAVE THE RIGHT TO BREAK A TIE.

THE ELECTION COMMISSIONER SHALL NOT BE AN EXECUTIVE COMMITTEE MEMBER OR HAVE ANY CONFLICT OF INTEREST.

A QUORUM MUST BE ATTENDED BY AT LEAST 4 OR MORE INCLUDING THE PRESIDENT BEFORE

MOTION CAN BE MADE OR PASSED.

IN THE ABSENCE OF A QUORUM, NO FORMAL ACTION SHALL BE TAKEN EXCEPT TO ADJOURN THE MEETING TO A SUBSEQUENT DATE.

THE PRESIDENT SHALL HAVE THE RIGHT TO BREAK A TIE OF ANY VOTE.

ANY VACANCIES IN THE OFFICE SHALL BE FILLED BY APPOINTMENT BY THE EXECUTIVE COMMITTEE.

THE EXECUTIVE COMMITTEE SHALL APPOINT ALL COMMITTEES

ARTICLE IX: CONFLICT OF INTEREST

ANY MEMBER OF THE EXECUTIVE COMMITTEE WHO HAS A FINANCIAL, PERSONAL OR OFFICIAL

INTEREST IN OR CONFLICT (OR APPEARANCE OF CONFLICT) WITH ANY MATTER PENDING BEFORE THE

EXECUTIVE COMMITTEE, OF SUCH NATURE THAT IT PREVENTS OR MAY PREVENT THE MEMBER FROM

ACTING ON THE MATTER IN AN IMPARTIAL MANNER, WILL OFFER TO THE EXECUTIVE COMMITTEE TO

VOLUNTARILY EXCUSE AND WILL VACATE HIS/ HER SEAT FROM DISCUSSION AND VOTING ON SAID MATTER.

THE PROPERTY OF THIS ASSOCIATION IS IRREVOCABLY DEDICATED TO CHARITABLE PURPOSES AND

NO PART OF THE NET INCOME OR ASSETS OF THE ASSOCIATION SHALL BE USED FOR THE BENEFIT OF

OR DISTRIBUTION TO IT'S MEMBERS, OFFICERS OR PRIVATE PERSONS.

UPON THE DISSOLUTION OR WINDING UP OF THE ASSOCIATION, ITS ASSETS REMAINING AFTER

PAYMENT, OR PROVISION FOR PAYMENTS, OF ALL DEBTS AND LIABILITIES OF THE ASSOCIATION

SHALL BE DISTRIBUTED TO A NON PROFIT FUND AND OPERATED EXCLUSIVELY FOR CHARITABLE

PURPOSES AND WHICH HAS ESTABLISHED ITS TAX EXEMPT STATUS UNDER INTERNAL REVENUE CODE

SECTION 501 (c) (3).

NO SUBSTANTIAL PART OF THE ACTIVITIES OF THE ORGANIZATION SHALL BE THE CARRYING ON OF

PROPAGANDA, OR OTHERWISE ATTEMPTING TO INFLUENCE THE LEGISLATION, AND THE

ORGANIZATION SHALL NOT PARTICIPATE OR INTERVENE IN ANY POLITICAL CAMPAIGN
ON BEHALF
OF ANY CANDIDATE FOR PUBLIC OFFICE.

ARTICLE X: AMENDMENTS

THESE BYLAWS MAYBE AMENDED WHEN NECESSARY BY TWO-THIRDS MAJORITY OF
THE EXECUTIVE
COMMITTEE.

AT LEAST 10 GENERAL MEMBERS MAY SUBMIT ANY PROPOSED AMENDMENTS TO THE
EXECUTIVE

COMMITTEE IN WRITING.AMENDMENTS OF THE CONSTITUTION AND BY LAWS MAY BE
EFFECTED BY

THREE- FOURTHS OF THE ACTIVE MEMBERSHIP PRESENT AT A REGULAR MEETING
PROVIDED THAT

SUCH AMENDMENT HAS BEEN MADE AVAILABLE TO ALL THE MEMBERS AT LEAST
THREE MONTHS

PRIOR TO SUCH MEETING.

PROPOSED AMENDMENTS MUST BE SUBMITTED TO THE SECRETARY TO BE SENT
OUT WITH REGULAR

BOARD ANNOUNCEMENT

PROPOSED, APPROVED

NASIMA BEGUM, M.D. PRESIDENT

DATED, OCTOBER 2011