

TABOU CONNECTION

CONSTITUTION & BYLAWS

CONSTITUTION

PREAMBLE

We, the former refugees of Tabou Cote D'Ivoire and/or having a connection to the jurisdiction of Tabou and its environs, Côte d'Ivoire, have seen the need to establish an organization to enhance unity, solidarity and the well-being of our friends, family and members, and mindful of our obligation and responsibility to promote cooperation amongst ourselves and the world at large, do hereby resolve to organize ourselves in a non-for-profit organization to be known as TABOU CONNECTION.

ARTICLE I – NAME

The name of this organization shall be TABOU CONNECTION, which may be referred to as "TC."

ARTICLE II. PURPOSE

The purposes for which TABOU CONNECTION (TC) has been organized are as follows:

Section 1. To create, form, establish and maintain an organization to unite individuals of Liberian and African descent in the United States and other parts of the world who were once refugees in Tabou, Côte d'Ivoire.

Section 2. To encourage the members of this organization to become involved in community life through their participation in various charitable, educational, and cultural activities.

Section 3. To promote and encourage scholastic achievement, educational excellence, and intellectual advancement; to solicit, collect, and otherwise raise money for charitable, educational, philanthropic, and benevolent purpose and to expand such monies for such purposes.

Section 4. To identify problems affecting members and to implement programs and activities to resolve such problems.

Section 5. To aid, assist, cooperate, co-sponsor and otherwise engage in concerted action with private and governmental agencies and organizations on cultural and other programs.

ARTICLE III: MEMBERSHIP

Section 1. Definition: Membership of TC shall be open to, individuals from all parts of the world irrespective of sex, age, ethnicity, race, or religion; however, the member must be of good moral character and must subscribe and pledge to abide by the rules and regulations of the organization. The General Membership is the entire membership of the Organization, consisting of all qualified and accredited members in good standing. These include those who pay dues and are eligible to vote on relevant matters of the Organization.

Section 2. Role of General Membership: The General Membership shall be the ultimate authority of TABOU CONNECTION.

Section 3. Legislative Body: The General Membership shall be the legislative (law-making) body of TABOU CONNECTION. However, it shall not attempt executive work, rather shall commit executive responsibility to the Board of Directors. In this respect, the General Membership shall require full reports from its leaders.

Section 4. Voting Rights: Each accredited member of the Organization present at the annual meeting hereafter referred to as "annual convention" or any duly called meeting of the General Membership shall be entitled to one vote each on each matter submitted to a vote of the General Membership. The voting age shall be 18 years of age and above.

Section 5. Annual Meeting Registration Fee: All accredited members of the Organization attending the annual convention of the General Membership shall pay a registration fee; the amount of which shall be determined by the Board of Directors and approved by a majority vote of the General Membership.

ARTICLE IV. ORGANIZATION

Section 1. Structure: The organization shall be comprised of three organs: a) The General Membership, b) The Board of Directors, and c) The Executive Officers

Section 2. Board of Directors: The governing body of the organization shall comprise of a Board of Directors. The Board shall be responsible for the supervision, control, direction, and shall manage the affairs of the organization in accordance with governing documents. The Board

of Directors shall consist of five (5) elected members. The President shall also serve on the Board of Directors as a non-voting member.

Section 3. Executive Officers: The Executive Officers of organization shall be the President, Vice President, Secretary, Treasurer, and Chaplain. The president may appoint assistants as set forth in the Bylaws of the organization.

Section 4. Elections and Appointments: The organization shall establish procedures for the election of Officers and Directors. Such procedures shall be outlined in the Bylaws of the organization.

Section 5. Terms of Office: The Executive Officers shall be elected for a term of two years. The Board of Directors shall be elected for a term of three years. Terms shall begin at the close of the Annual Convention and continue until their successors are elected and assume their offices.

ARTICLE V: MEETINGS

Section 1. Annual Convention: The annual membership meeting of the Organization shall be held once a year. The General Membership at the Annual Convention shall decide on the date and location of the next convention.

Section 2. Regular Meeting: Regular meetings of the Organization shall be held each month, unless otherwise determined by the Leadership due to unforeseen and/or unavoidable circumstances.

Section 3. Membership Roll: A membership roll showing the list of members as of the record date, certified by the secretary of the Organization, shall be produced at any meeting of members upon the request thereof any member who has given written notice to the Organization that such request will be made at least ten days prior to such meeting. All persons appearing on such membership roll shall be entitled to vote at the meeting.

Section 4. Special Meetings: Special meetings of the Organization may be called by the leaders. The secretary shall create a notice of such meeting to be sent to all members who were not present at the meeting.

Section 5. Action by Members without a Meeting: Whenever members are required or permitted to take any action by vote, such action may be taken without a meeting, but by written consent, setting forth the action so taken, signed by all the members entitled to vote thereon.

Section 6. Proxies: Every member entitled to vote at a meeting of members or to express consent or dissent without a meeting may authorize another person or persons to act for him by proxy through a written consent.

Section 7. Board of Directors Meetings: The Board of Directors shall meet at least once every quarter.

Section 8. Executive Officers Meeting: The executive officers shall meet at least once every month and as many times as necessary to execute their responsibilities.

Section 9. Order of Business: The order of business at all meetings of the general membership shall be as follows:

1. Opening Prayer
2. Roll Call
3. Reading of the minutes of the preceding meeting
4. Reports of committees
5. Reports of officers
6. Old and unfinished business
7. New business
8. Benediction
9. Adjournment

ARTICLE VI: QUORUM

Section 1: Quorum: A quorum shall consist of two-thirds (2/3) of the membership. As outlined in the Bylaws, the number required should be small enough to ensure that a quorum will usually be present but large enough to protect TC against decisions being made by a small minority.

ARTICLE VII: Annual Membership Fee

Section 1. Annual Membership Fee: All members and officials shall pay an annual fee of \$150; this includes the annual convention sitting fee. Voluntary contributions and/or pledges will be accepted from any member or other individuals who wish to contribute. Dues shall be used to support the programs and activities of the organization and for the administration, and purposes of the organization.

ARTICLE VIII: IMPEACHMENT, REMOVAL & RESIGNATION

Any elected officer may be impeached for malfeasance; dereliction of duties, improper acts not befitting an officer of the organization, negligence or embezzlement as set forth in the organization Bylaws.

ARTICLE IX: FISCAL MATTERS

Section 1. Fiscal Year: The fiscal year of the organization shall run from January 1 to December 31 and shall be concurrent with the calendar year.

Section 2. Budget: At its Annual Convention, the General Membership will approve the budget of the organization as presented by the President. The budget may be amended at regular meetings to reflect changes in programs.

Section 3. Disbursement: The Financial Secretary, and Treasurer shall counter-sign all checks drawn on the official account of the organization. All checks signed by these two officers authorized in this section shall be deemed official provided that the Treasurer is one of the signatories. Disbursement of any amount greater than five hundred U.S. dollars (\$500) must be approved by the Board of Directors.

Section 4. Debt: Neither the President nor any officer shall incur any debt or sign any contract, which require the expenditure of funds without the consent of the General Membership.

Section 5. Reimbursement: No officer or committee of the organization shall be paid for the official discharge of his or her responsibilities. However, individuals or committees of the organization shall be reimbursed for expenditures incurred while conducting business on behalf of the organization provided the Executive Officers approved such business. These provisions shall not preclude the organization from hiring professional services of members or non-members.

ARTICLE X. ORGANIZATION REPRESENTATIONS

Section 1. The Motto: The Motto of the TABOU CONNECTION shall be: "Togetherness, Peace and Unity"

Section 2. Seal: There shall be an Organization Seal of the TABOU CONNECTION, and such shall be used on all official and related documents of the Organization.

Section 3. Colors: The Organizational colors of the TABOU CONNECTION shall be Green, White and Red.

ARTICLE XI. DISSOLUTION CLAUSE

Section 1. Intended Viability: It is the intention of the membership that TABOU CONNECTION remains a permanent and lasting entity. Its dissolution shall require a two-thirds (2/3) majority vote at the meeting of the General Membership.

Section 2. Dedication and Distribution of Assets upon Dissolution

a) **TC** was organized exclusively for charitable and other purposes specified in section 501 (c) (3) of the Internal Revenue Code of 1986 or any successor section, including for such purposes, the making of distributions to organizations that qualify as an exempt

organization under section 501 (c) (3) of the Internal Revenue Code of 1986, or corresponding section of any future federal tax code.

b) No part of the net earnings of TC shall inure to the benefit of its members, directors, officers, or other persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the exempt purposes of TC as set forth in the purpose clause hereof.

c) In the event of dissolution, the residual assets of TC after satisfaction of all debts and expenses, will be distributed to one or more organizations with similar purposes which are exempt as organizations described in section 501(c) (3) of the Internal Revenue Code of 1986, or corresponding section of any future federal tax code, or shall be turned over to the federal government, or to a state or local government, for a public purpose.

ARTICLE XII. AMENDMENTS

This constitution may be amended by two-thirds majority of the General Membership at the annual convention or special meetings after allowing 30 days for review of the amendment by all interested members.

BYLAWS

Article I: General Use

Section 1. Use of Name and Marks: The use and publication of TABOU CONNECTION name and marks shall be in accordance with its governing documents and official policies.

Article II: Annual Dues/Membership fee

Section 1. Dues: The Annual Dues or membership fee for members of TC shall be **\$150.00** dollars payable in U.S. currency in advance of the Annual Convention.

Section 2. Timing: Dues are on a twelve (12) months basis from meeting date of application. The Board of Directors will review the dues schedule before each Annual Convention. Their recommendations shall be presented at the Annual Convention for approval.

Section 3. Non-payment of Dues: Non-payment of dues by a member shall be considered equivalent to a resignation. The name shall be dropped from the membership rolls unless extenuating circumstances are given or known.

Article III Membership

All prospective members must submit an application accompanied by an application fee of **\$25** dollars payable in U. S currency. Said application is to be approved or rejected by the Membership Committee. If rejected, the membership chairperson shall provide an explanation, and a full refund will be made.

Section 1. Membership Benefits: The privileges of membership are those of voting, and the participation in all functions of the organization.

Section 2. Voting: Eligibility to vote is limited to members in good standing. Simple majority, except where specifically noted in the Constitution and Bylaws decides all voting. The Responsibility of conducting the balloting rests with the Elections Committee.

Section 3. Benevolence Fund: In accordance with the stated purposes of TABOU CONNECTION, a Benevolence Fund (the Fund) or Goodwill shall be established by the General Membership and managed by the Board of Directors, through the Office of the President, for the benefit of members during bereavement and other challenging times. The following rules and guidelines shall govern use of the Fund:

- Bereavement funds shall be distributed for the death of immediate family members to include:
 - Spouse
 - Child by birth or adoption or 100% guardianship
 - Parents &
 - Siblings
- The total amount to be donated to each member shall be \$200.
- Only one disbursement is allowed per member in a fiscal year; TC shall identify with sympathy card for subsequent deaths within a fiscal year.
- Amounts disbursed shall be the same for all members in good standing who have contributed to the Benevolence Fund.
- As enumerated in Article II, section 3 of the Bylaws, the Board of Directors shall determine assistance through the Fund.

Article IV: Duties of Officers

Section 1. Board of Directors: The Board of Directors shall supervise the affairs of the organization; they shall serve as an advisory arm for the main purpose of checks and balances of the organization. They shall also be responsible to raise funds for the smooth operation of the organization and approve all projects and procedures formulated by the Executive Committee. The Board shall review complaints against elected officers and advise accordingly.

Section 2. Number, Tenure, Requirements, and Qualifications:

- a. The number of Directors shall be fixed from time-to-time but shall consist of four members including the President.
- b. The members of the Board of Directors shall, upon election, immediately enter upon the performance of their duties and shall continue in office until their successors shall be duly elected and qualified. All members of the Board of Directors must be elected by a majority vote of the members present and voting at the Annual Convention.
- c. No two members of the Board of Directors related, or marriage/domestic partnership may serve on the Board of Directors at the same time.
- d. Each member of the Board of Directors shall be a member of the Organization whose membership dues are paid in full and shall hold office for up to a three-year term as submitted by the Membership committee.
- e. Each member of the Board of Directors shall attend at least four (4) meetings of the Board per year.

Section 3. President: The President shall preside at all general meetings of the organization. He/She shall exercise general supervision over the affairs and activities of TC and shall serve as a member ex-officio on all committees except the Elections and other committees. In addition, the President appoints all committee chairpersons, subject to the approval of the Board of Directors. He/she also serves in any other capacity as required elsewhere in the Constitution and Bylaws.

Section 4. Vice-President: In the absence of the President, the Vice-President shall assume the duties of the President.

Section 5. Treasurer: The Treasurer shall receive all Organization funds and keep them in a bank or repository selected or approved by the Board of Directors. Accurate records must be kept of all monetary transactions. The Treasurer shall require a bill or signed vouchers for all disbursements and will issue receipts for all incoming funds as stipulated in the constitution. The Treasurer must present a monthly financial report at each Board of Directors and general meeting. All records to be audited by the Board of Directors annually within sixty (60) days of the Annual Convention and to be kept a minimum of three (3) years.

Section 6. Secretary: The Secretary shall keep the original minutes of all Executive and general meetings of the organization, which shall be an accurate and official record of all business transactions. He/She shall maintain a current membership list and all other records as directed by the Board of Directors. He/she shall communicate with donors and make copies of all donations received. All donations and mail of the organization shall be sent to a place approved by the Board of Directors.

Section 7. Vacancy of an Elected Office: In the event of a vacancy of any elected office (as defined in the Constitution) for any reason, the Board of Directors shall appoint a successor to serve the unexpired term within thirty (30) days of the vacancy.

Section 8. Expulsion: The General Membership, by two thirds (2/3) majority vote, can expel any member of the Organization for the following reasons:

- A. Misconduct and/or other behavior unbecoming of a member of TC.
- B. Malfeasance in office and other related matters

Elected officers may be expelled from office for failing to attend five (5) consecutive meetings without extenuating circumstances.

ARTICLE V: STANDING AND AD HOC COMMITTEES

Section 1: Standing Committees: The standing committees of this organization. shall be:

- A. Election Committee:
- B. Finance Committee
- C. Membership Committee
- D. Scholarship & Education Committee
- E. Outreach Committee
- F. Newsletter & Magazine Committee
- G. Media & Social Committee

Section 3 – Committee Roles and Responsibilities:

- **Election committee**
 - Will have a chairperson, co-chair, and secretary.
 - Administer voter registration activities.
 - Process all registration applications from qualified applicants.
 - Issue voter registration cards to qualified voters.
 - Maintain accurate voter registration statistics.
 - Prepare ballots for elections.
 - Conduct elections in accordance with the election guidelines.
- **Finance committee**
 - Will be chaired by the Treasurer and assisted by an appointed financial secretary.
 - Provide financial oversight for the organization.
 - Develop an annual operating budget.
 - Present the budget to the Board of Directors for approval.
 - Monitor adherence to the budget.

- Monitor Expenditures and Income and report significant variances to the board.
 - Maintain accurate financial records including record of contracts for the organization.
 - Ensure policies and procedures for financial transactions are documented in a manual, and the manual is reviewed by the board quarterly, and updated as needed.
 - Ensure approved financial policies and procedures including tax regulations are being followed.
 - Attend all scheduled monthly committee meetings.
- **Membership committee**
 - Will have a chairperson, co-chair, and a secretary.
 - Develop means to recruit/retain members and renew membership.
 - Devote time to membership marketing.
 - Contact prospective members in person, by phone or email to invite them to join the organization.
 - Contact all new active members personally by phone or email to welcome them to the organization and invite them to the next meeting.
 - Respond to disgruntled members' calls and solicit feedback for improvement.
 - Contact delinquent members prior to cancellation and encourage them to renew.
 - Greet and introduce new members and prospective members at meetings.
 - Host membership open house/meeting for prospective members.
 - Host new member receptions/orientations quarterly.
 - Plan and implement an annual member-get-a-member campaign.
 - Provide on-going recognition, thanks, and incentives for active members.
 - Provide support and encouragement through a call or email to members.
 - Provide prospect and delinquent member list.
 - Attend all scheduled monthly committee meetings.
- **Scholarship & Educational Committee**
 - Will have a chairperson, co-chair, and secretary.
 - Plan, promote and coordinate educational activities as appropriate for the organization.
 - Schedule education offerings for the organization such as workshops and seminars on relevant topics.
 - Engage and invite professionals of various disciplines to present on relevant topics.
 - Develop education opportunities for members.

- Develop criteria for scholarships and other educational support.
 - Assist with networking for employment opportunities of new college graduates and other members.
 - Collaborate with membership and outreach committees.
 - Attend all scheduled monthly committee meetings.
- **Outreach Committee**
 - Will have a chairperson, co-chair, and secretary.
 - Oversee advertising and marketing of the organization.
 - Create an inviting climate for the organization.
 - Collaborate with the membership committee for member support.
 - Send an appropriate remembrance, (a card, flowers, donation, etc.) in the name of the organization in cases of serious illness or death of a member of the organization.
 - Develop means of engagement, networking and support for members and other organizations.
 - Collaborate with other organizations in volunteer services to various communities and other areas of need.
 - Attend all scheduled monthly committee meetings.
- **Newsletter & Magazine Committee**
 - Will have a senior and a junior editor and contributors.
 - Publish an annual newsletter/magazine following the Annual Convention
 - Collaborate with the Media & Social Committee for electronic publication and dissemination.
 - Newsletter editors will ensure current news information is published on the website.
 - Attend all scheduled monthly committee meetings.
- **Media & Social Committee**
 - Will have a chairperson, co-chair, and a secretary.
 - Maintain the organization's annual calendar of planned functions/events.
 - Plan, publicize and coordinate all events of the organization.
 - Have web editors/IT person to maintain the organization's website.
 - Establish and maintain TC's Facebook page.
 - Attend all scheduled monthly committee meetings.

Section 2: Ad hoc/special committee: The President, with the approval of the Executive Board shall appoint the chairpersons from the general membership. The

chairpersons may establish their committees from the general membership, subject to approval of the President.

Section 3. Dissolution: The president shall establish or dissolve such special committees, with the advice and consent of the Board of Directors, as from time to time may be required, to sustain the functions of the organization.

Article VI: Meetings

Section 1. Frequency of Other Meetings: In addition to the Annual Convention, at least three meetings shall be held each year at regular intervals. Such meetings may be conducted via Teleconference or other medium as deemed appropriate by the Executive.

Section 2. Quorum at Meeting: Subscribing Members shall constitute a quorum for transacting business at a regular meeting.

Section 3. Quorum at Board of Directors Meeting: A majority of the members of the Board of Directors (1/3) shall constitute a quorum at any meeting of the Board of Directors.

Section 3. Quorum at Executive Officers Meeting: A majority of the members of the Executive Officers (1/3) shall constitute a quorum at any meeting of the Executive.

ARTICLE VII: ELECTIONS AND PROCEDURES

The Board of Directors shall be elected for a period of three years. The Executive Officers shall be elected for a period of two years. All officers shall be eligible for reelection up to two consecutive terms.

Section 1. Nomination: The Elections Committee shall publish notice of open positions to the general membership at least 20 days prior to election and set the date by which nominations must be received. The names of candidates for nomination shall be submitted to the Elections Committee from within the membership in good standing in a form prescribed by the Committee. No person shall be a candidate for more than one (1) office per election cycle. In addition, members may nominate themselves.

Section 2. Ballots: In a contested election, the Election Committee shall provide a ballot containing the list of all nominees. Write-in vote for candidate shall be received at least twenty (20) days prior to the Annual Convention. For an uncontested election, the Election Committee will determine the procedures the election shall follow during balloting.

Tallying the Ballots. Ballots returned to the Secretary up to the time of counting shall be opened and counted at, or immediately after voting, the Annual Meeting by three tellers appointed by the President from among the Subscribing Members (voting grade) of the Section. For each office, the candidate receiving the highest number of votes cast shall be declared elected.

Article VIII: Amendments

Proposed amendments to the Bylaws will be submitted in writing to the Board of Directors, signed by Fifty (50) active members. The board will investigate and make their recommendations at the next meeting. Voting will proceed at said meeting with a simple majority of eligible Board members present and voting required for passage.

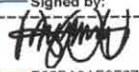
This Constitution and Bylaws shall supersede all previous documents and shall become effective August 11, 2018.

ADOPTED AND APPROVED by the General Membership on this 11th day of August 2018.

CONSTITUTION & BYLAWS COMMITTEE

1. Mr. Alexander Nevison-----

Signed by:




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----- Chair
2. Ms. Edna Freeman-----

E. Freeman

----- Member
3. Ms. Vero Campbell-----

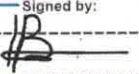
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----- Member
4. Mr. Isaac Browne-----

Signed by:



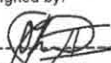
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----- Member
5. McSwain P. Forkoh-----

M. P. Forkoh

----- Member
6. Mr. Johnson Doe-----

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----- Member