

## **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 recognized in a special

Member Emeritus Section in the beginning of the annual telephone directory. Members Emeritus shall pay 1. Membership Dues; 2. GFP and 3. 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 open positions of 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.
  - i. The nominees for the positions of Banga Bhavan Chairperson, Operations, Facility Management/Maintenance, Fundraising & Marketing, and Deputy Treasurer will be nominated for a 1-year term.
  - ii. The nominees for any other Executive Committee position not mentioned in Article 4b 3 i, including but not limited to, President, Vice President, Secretary, Treasurer, and Members-at-Large will be nominated for a 1-year term.
  - iii. Nominees for officers and members-at-large of the Executive Committee

cannot populate positions mentioned in Article 4b 3 i if those positions will already be occupied by members in good standing serving the remainder of their term.

- 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 or no later than the last day of Durga Puja, whichever is later in the calendar year.
- 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 a Board of Trustees, Executive Committee, Special Fund Committee, By-Laws Committee, and Nomination Committee with additional ad hoc committees as deemed necessary by these committees or by the General Body.

1. Organizational structure and responsibility of the Association shall be as follows:
  - a. General Body Membership

- i. Board of Trustees (oversight body representing General Body)
- ii. Executive Committee (chief executive body of the Association)
- iii. Special Fund Committee (management of Association capital funds).
- iv. Nomination Committee (management of nomination and election process)
- v. By-laws Committee (management of the Constitution)

2. When the Board of Trustees is deliberating the actions of any committee, such committee's representative on the Board shall remain engaged in all deliberations, but shall abstain from any formal vote on the matter.

Section 5b: Board of Trustees shall be an oversight body of the Association directly representing the General Body and shall be the final arbiter of all conflicts and issues between all other committees. Issues involving the Board of Trustees shall be resolved through a General Body Meeting of the Association.

1. Responsibilities:

- a. Board of Trustees, hereafter referred to as "Board", shall be the trustees of the Association membership to ensure the activities of Association comply with the objectives of Article 2 of the BAGC Constitution.
- b. The Board shall be responsible for articulating, interpreting and updating, as applicable, these objectives for the purposes of long term strategic planning and development.
  - i. Such long term planning and development shall not in any way diminish, abolish or abrogate any of the rights and responsibilities of the Executive Committee, Special Fund Committee, By-laws Committee or the Nomination Committee.
- c. The Board shall meet at least four times a year, preferably in April, July and in October, preceding identified events on BAGC calendar and again in January the following year. The Board shall report of its opinions and findings to the General Body at as many events as possible and give an Annual report after its January meeting. The Board may communicate with General Body as needed.
- d. The Board, as the oversight body of BAGC, shall receive quarterly reports from the Executive, and Special Fund Committees. Such reports shall be reviewed for compliance with fiduciary responsibility of the Board and the charter of BAGC, under section 501(c)3 of the Internal Revenue Code and Illinois General Not-For-Profit Act as well as corresponding State and Federal statutes (see under Article 2f).
- e. The Board, in event of any non-compliance or any other serious events of adverse consequence to BAGC, involving BAGC or any of its components, shall be responsible for formulating an action plan in order to expedite and complete an investigation, hearings and rectification of such matters.
- f. In the event that the action plan noted above does not lead to resolution of the non-compliance issue or such resolution is not satisfactory to the Board, the Board shall present such issue to the membership for final resolution. This presentation shall be at next regularly scheduled General Body Meeting or a

special General Body Meeting at the discretion of the Board.

2. Membership:

- a. A member of Board of Trustees shall be required, beyond being a member in good standing of BAGC, to comply with the following:
    - i. Trustees shall not serve concurrently on any other governing body of the Association during his or her tenure on the Board.
    - ii. Additionally, at least one of the following criteria shall be satisfied:
      - 1) Served at least one term as an elected officer position in BAGC.
      - 2) Demonstrate sustained, documented activity and leadership in BAGC for at least 15 years.
    - iii. Member in good standing for a minimum of 10 consecutive years in BAGC and a current resident of the metropolitan Chicago area.
    - iv. Not serving on any other Board or Executive Committee of another chartered group that may be reasonably considered a competing organization during the tenure of this position.
    - v. Candidate shall be at least 35 years of age.
  - b. There shall be nine (9) Trustees, all with voting rights.
    - i. Three trustees serving one-year terms will be the current Executive Committee President, Treasurer and Banga Bhavan Chairperson.
    - ii. Six (6) trustees shall be directly elected by the membership at a regular or special General Body Meeting to nominal three-year terms. Elections shall be in a staggered schedule to ensure that the Board has at least four elected Trustees with multi-year experience.
    - iii. Trustees who are appointed as a mid-term replacement for two years or less shall be eligible to stand for election for a full term in the next scheduled election.
  - c. No full term elected trustee shall serve more than one consecutive three-year term.
  - d. Two trustees serving one year terms shall be the current Executive Committee President and Treasurer.
  - e. No full term elected trustee shall serve more than one consecutive three year term.
3. Election: Election of trustees shall follow the process defined in Article 4 Section 4c. However, a Trustee candidate shall be required to obtain signatures of twenty BAGC members for nomination.
4. In the event of resignation or inability to serve, a temporary Trustee named by the Executive Committee shall fill such vacancy. A replacement Trustee shall be nominated and elected at the next duly scheduled General Body Meeting of BAGC.
5. An elected member of the Board may be removed by resolution of the Board of Trustees for the following circumstances:
- a. The member is absent (in person or via teleconference) from three (3)

consecutive scheduled meetings and the reasons for such absences are not considered satisfactory by the Board.

- b. The member has shown a blatant disregard for his or her fiduciary responsibilities to safeguard the interests of the BAGC as determined by the Board.
- c. Felony criminal prosecution and conviction by any recognized court.

Section 5c Executive Committee: The committee shall be responsible for day-to-day operation of the Association, including Banga Bhavan, represent the Association, including Banga Bhavan, in all legal and financial proceedings, organize the regularly scheduled annual socio-religious events, and submit all State and Federal corporate filings.

- 1. The Executive Committee shall consist of five corporate officers of the Association; President, Vice-President, Secretary, Treasurer, Banga Bhavan Chairperson; and chairpersons of the administrative Standing Committees defined below as members-at-large.
  - a. 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.
    - i. 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 vacant.
  - b. Three additional reserved voting positions of Operations, Facility Management and Maintenance and Fundraising, Marketing and Facility Rental shall report directly to the President and will provide direct assistance to the Banga Bhavan Chairperson.
  - c. One additional reserved voting position of Deputy Treasurer shall report directly to the President and will provide direct assistance to the Treasurer.
  - d. 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.

## 2. Committee Responsibilities

- a. 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.
  - i. The President of the Association shall be the official representative of the Association.
  - ii. Banga Bhavan will be the registered office of the Association.
- b. 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.
- c. 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.

- d. 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.
  - i. The auditor shall be appointed by the Executive Committee.
  - ii. The Deputy Treasurer will assist the Treasurer in discharging the Treasurer's responsibilities and will also be responsible for the day-to-day bookkeeping of Banga Bhavan financial activities.
- e. Banga Bhavan Chairperson: Responsible for the overall day-to-day operations of the Banga Bhavan for the Association and reports directly to the President of the Association. The Chairperson shall be the presiding officer of all Banga Bhavan Subcommittee meetings.
  - i. The Banga Bhavan Chairperson in conjunction with the Administrative Subcommittees shall:
    - a) be responsible for short term (annual) day-to-day operations and utilizing the Banga Bhavan facility in order to advance the Objectives of the Association as outlined in Article 2 of the Constitution and By-Laws,
    - b) manage all matters relating to the Banga Bhavan facility on behalf of the BAGC General Body including, but not limited to, financial management (budgeting, fund raising, sub leasing, etc.), future modification or maintenance, renting for private uses, utilization, etc.
    - c) manage utilization and schedule use of the facility by BAGC members and outside users. The order of preference for the use of the facility shall be: 1) sanctioned BAGC activities, 2) public activities of BAGC affinity groups, 3) private activities of BAGC members and 4) activities of non-members and outside groups. Such non-member and outside group requests must be sponsored in writing by a BAGC member in good standing.
    - d) create and periodically update a formal Facility Operation Manual which shall include, but not be limited to, standard operating procedures, directory of personnel and vendors, emergency contact information, standard rental rate sheet for members and non-members which shall be adjusted on an annual basis to account for operational cost escalations, rental form including rental indemnity release.
    - e) develop and maintain the facility in a manner in compliance with all regulatory laws and consistent with industry standards applicable to other similar organizations or agencies.
  - f. 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.
  - g. Administrative Subcommittees [Members-at-Large]: The corporate structure of the Association shall include Administrative Subcommittees 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 Administrative Subcommittees shall be determined by each Executive Committee, but shall include at least the following.

- i. Cultural, Food, Newsletter, Puja, Sports, Facility, Youth and Website/Email, Operations, Facility Maintenance and Management and Fundraising, Marketing and Facility Rental.
  - ii. Administrative Subcommittee Members-at-Large for Pujas, Facility Management and Fundraising/Marketing shall directly assist and coordinate with the Banga Bhavan Chairperson to manage day-to-day operations and the utilization of the Banga Bhavan facility.
3. The Executive Committee, including the Banga Bhavan Chairperson and Administrative Subcommittee Members-at-Large, shall be elected every year by voting among the membership as outlined above in Article 4.
- a. The term of office for each Executive Committee shall be one calendar year (January 1 - December 31).
  - b. No officer of the Executive Committee, including the Banga Bhavan Chairperson and Administrative Subcommittee Members-at-Large, shall hold the same office for more than two consecutive terms.

Section 5d      Nomination Committee: The committee shall impartially conduct the annual nomination and election each year as detailed below for all Committees positions with terms expiring that year. All elected Committees and positions shall take office on January 1st of the upcoming year.

1. Committee Guidelines:

- a. The Board of Trustees shall form the Nomination Committee by selecting four members in good standing of the Association not serving on any current 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 Governing Body or positions 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. A member of the Board of Trustees shall be the Chairman of the Nominating Committee.

Section 5e Special Fund Committee: The 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. The Treasurer from the current Executive Committee and the remaining six members (community representatives, not standing members of the Executive Committee) will be elected from different geographic regions defined in Section 10b. Each member shall be a member of BAGC in good standing and shall have one vote. The Treasurer 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. One of the elected community members shall be the presiding officer of this committee. The term of office for the Executive Committee representative 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

Bylaws Committee: The committee shall 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.

Section 5g:

Through amendment the Banga Bhavan Committee shall be transformed into the Banga Bhavan Subcommittee operating under the leadership of the Banga Bhavan Chairperson and reporting directly to the President of the Executive Committee. The Banga Bhavan Subcommittee will administer and maintain the property, referred to as Banga Bhavan,

as the permanent registered address of the BAGC with all local, state and federal agencies having jurisdiction. In addition, the Banga Bhavan shall serve as the Association's corporate headquarters and provide facilities for BAGC meetings, functions and outside activities as stipulated below.

Banga Bhavan Subcommittee: The subcommittee, hereafter referred to as "BBSc", shall be responsible for planning, developing, maintaining, managing and utilizing the Banga Bhavan facility in order to advance the Objectives of the Association as outlined in Article 2 of the Constitution and By-Laws.

1. Nature and Status

- a. BBSc shall be a subcommittee of the Executive Committee of the Bengali Association of Greater Chicago (BAGC).
- b. This subcommittee shall be directly responsible to the President of the Executive Committee of the BAGC.
- c. The outlook of the BBSc shall include short-term (day-to-day) management, planning, budgeting and utilization of the Banga Bhavan.

2. Subcommittee Structure and Members

a. The structure of the BBSc shall be as follows:

- i. Subcommittee shall consist of the Banga Bhavan Chairperson, who is elected as an officer of the Executive Committee, the Banga Bhavan Operations Leader, Facility Management Leader, and Fund Raising Leader, who are elected Members-at-large, and the Deputy Treasurer. The current year Executive Committee President shall have direct authority over the BBSc and ultimately be responsible for its actions.

1) Subcommittee Responsibilities

- (a) The Subcommittee shall manage all matters relating to the Banga Bhavan facility on behalf of the Executive Committee including, but not limited to, financial management (budgeting, fund raising, sub leasing, etc.), future modification, maintenance, renting for private uses, utilization, etc.
- (b) The Subcommittee shall manage utilization and schedule use of the facility by BAGC members and outside users. The order of preference for the use of the facility shall be: 1) sanctioned BAGC activities, 2) public activities of BAGC affinity groups, 3) private activities of BAGC members and 4) activities of nonmembers and outside groups. A BAGC member in good standing must sponsor nonmember and outside group requests, in writing.
- (c) The Subcommittee shall create and periodically update a formal Facility Operation Manual which shall include, but not be limited to, standard operating procedures, directory of personnel and vendors, emergency contact information, standard rental rate sheet for members and non-members which shall be adjusted on an annual basis to account for operational cost escalations, rental form including rental indemnity release,
- (d) The Subcommittee and Executive Committee President shall develop and maintain the facility in a manner in compliance with all regulatory laws and

consistent with industry standards applicable to other similar organizations or agencies.

## 2) Individual Responsibilities

- (a) Banga Bhavan Chairperson: shall have overall responsibility of Banga Bhavan operations, under leadership of the BAGC President. He/she shall ensure applicable village, state, licensing and tax exemption requirements are met. Shall work closely with Facility Management Leader, Fund Raising Leader, Treasurer and Deputy Treasurer to ensure their individual objectives are met. He/she will be a strategic partner to the BAGC President in communicating Banga Bhavan issues and challenges and finding solutions. He/she shall help the BAGC President to meet overall BAGC short-term and long-term goals.
- (b) Banga Bhavan Operations Leader: shall manage day-to-day duties related to utilization/operations of the Banga Bhavan facility. Shall ensure that all village compliance needs are met. Shall organize all religious and cultural events at Banga Bhavan.
- (c) Facility Management Leader: shall be responsible for all Banga Bhavan renovation and maintenance needs. Shall provide a budget projection, related to facility improvement and maintenance, to Banga Bhavan Chairperson, Treasurer and Deputy Treasurer. Additionally, the Facility Management Leader shall maintain the record copy of all insurance certificates, permits and any applicable State, county or municipal licenses.
- (d) Fund Raising Leader: shall provide Banga Bhavan fund raising projections based on operating expenses, facility improvement and mortgage pay down requirements. Shall be responsible for the formulation and execution of a fund raising plan based on the projections. Shall manage Rentals of the Banga Bhavan facility, specifically marketing, promotion and monitoring.
- (e) Deputy Treasurer: shall assist Treasurer with Banga Bhavan related accounting. Shall be responsible for payment of all Banga Bhavan related bills and expenses. Shall be responsible for deposits of all fund raising checks, proceeds from events, collection form Hundi. Shall be responsible for the creation and mailing of IRS donation receipts. He/she shall be responsible for preparing Banga Bhavan financial statements and providing information for tax returns.

## 3. Financial Structure

- a. Annual Operating Budget: the Executive Committee will submit Banga Bhavan Operating Budget before end of January of each year. A deviation of more than 10% from previous year will require special review by BOT before approval.
- b. Capital Spending Limit and Guidelines for Sale or Purchase of New BAGC Facility: Capital expenditure over \$10,000 in a six month period will require approval for Special Fund Committee. Capital expenditure over \$50,000 in a six-month period will require approval from the BAGC General Body. Monies earmarked for specific projects from funds donated by members and/or sponsors (corporate or private) are not to be included in calculations of spending limits.

Sale of current Banga Bhavan or purchase of new BAGC facility will require approval from BAGC General Body,

- c. Automatic Pay down of Mortgage: Any balance over \$ 50,000 at the end of the calendar year will automatically go towards pay down of mortgage.
- d. Requesting Money from Special Fund Account:
  - (a) Between \$10,000 and \$29,999 shall be approved by the Special Fund Committee only.
  - (b) Between \$30,000 and \$99,999 shall require joint approval by the Special Fund Committee and Board of Trustees.
  - (c) Greater than \$100,000 or sale of the Banga Bhavan facility and or purchase of new property or buildings shall require joint review by the Special Fund Committee and the Board of Trustees and prior approval of the General Body by a simple majority at a regularly scheduled or special General Body Meeting.
  - (d) These thresholds may be adjusted by the Board of Trustees at its discretion and shall be further ratified through a majority vote in a General Body meeting.

#### 4. Recognition of Donors

- a. All donor contributions shall be acknowledged by a certificate as required by IRS regulations for tax-deductible donations.
- b. The Executive Committee shall not have the authority to confer naming rights to the Banga Bhavan in return for any individual, group or corporate donation without approval of the General Body.
- c. A list including the cumulative roll of Donors and elected officers of the Executive Committee shall be displayed publicly at Banga Bhavan. This list will be updated annually by the Deputy Treasurer by Saraswati Puja.

#### ***Article 6 Future Article***

Intentionally left blank for future use.

#### ***Article 7 Vacancies***

The order of succession to the Presidency of the Executive Committee until the next election shall be the elected Vice-President, Secretary, Treasurer and then members of the Board of Trustees. Vacancies on the Board of Trustees or other committees shall be filled by procedures outlined in their specific governance structure section in Article 5. If no specific procedure is stipulated, they shall be appointed by the Executive Committee until the next General Body meeting.

#### ***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

1. 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

1. 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

1. 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 by USPS mail and electronic mail (if available). The Amendment Proposal will also be posted at Banga Bhavan in full view of the 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 or electronic mail with a copy sent to the President.
- 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

1. 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 An elected member of the Governing Body, including a member of the Board of Trustees, may be removed by resolution of the entire Board of Trustees for the following circumstances:

- 1 A member is absent (in person or via teleconference) from three (3) consecutive scheduled meetings and the reasons for such absences are not considered satisfactory by the Board.
- 2 A member has shown a blatant disregard for his or her fiduciary responsibilities to safeguard the interests of the BAGC as determined by the Board.
- 3 Felony criminal prosecution and conviction by any recognized court.

Section 10b Area Representation shall be based on seven (7) general geographic regions, each of which are identified as follows.

1. 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 official communication of the BAGC to the membership shall be through the Samaj Sambad. All official communication and community news shall be published in English, although this does not preclude duplicate postings in Bengali. Additional means of

communication with the membership shall include email and posting on the BAGC website and any other internet based discussion forum such as Google Groups or Google Chat.

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.

### ***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 bylaws 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.
- 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.
- Section 13e A General Body Meeting was held on April 26, 2008 at Streamwood High School, Streamwood, Illinois. Amendments to Articles 5, 6, 7 and 10 creating the Banga Bhavan Committee and Board of Trustees were adopted by voice vote.
- Section 13f A General Body Meeting was held on November 2, 2013 at Streamwood High School, Streamwood, Illinois. Amendments to Articles 3, 4, 5, and 9 merging the Banga Bhavan Committee into the Executive Committee by creating the Banga Bhavan Subcommittee and some logistical updates were adopted by ballot vote. The vote was 108 in favor of the changes, 7 opposed and 5 spoiled ballots.