

FINAL DRFAT

US-BSO CONSTITUTION

August 5, 2007

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ARTICLE I: NAME

The name of the organization shall be **US-BANGLADESH SOCIAL ORGANIZATION**, US-BSO, a voluntary non-governmental and non-profit organization.

ARTICLE II: MISSION AND GOALS

MISSION

To promote and enhance the well being of the community through various activities in Bangladesh and United States in particular, and other places if feasible.

GOALS

Organize efforts and implement programs to improve education and health in Bangladesh and US.

Organize and implement actions to instill the heritage, culture and values of Bangladesh and US to the next generation, and encourage acquiring and providing leadership roles in the community.

Organize and stage cultural activities through the active participation of both Bangladeshi and American communities.

Contribute meaningfully to the community through action-oriented programs in a proactive manner.

ARTICLE III: MEMBERSHIP

FOUNDING MEMBERS

The Bangladeshis who are taking part in the formation of this organization shall constitute the Founding Members of the Organization. The names of the Founding Members are included in the addendum to this constitution.

Patrons

Anyone believing and sharing in the mission and goals of this organization can become a Patron by completing an application and approved by the Board of Founding Members.

ARTICLE IV: ORGANIZATIONAL STRUCTURE

Section 1: Structure

The Organization shall have the following three units:

- The Board of Founding Members
- The Board of Directors
- The Board of Patrons

Section 2: The Board of Founding Members

The group of Bangladeshis mentioned by name in the addendum shall constitute the board of Founding members. The future spouse of those founding members who are single or whose spouse is not in United States at present will automatically become founding members as they join their spouse here in the United States. If and when the number of members falls below seventeen, the board of Founding members shall become known as Board of Founding/Core members, and the board as a body shall decide to add at least one new core member but the total shall never exceed the original number of Founding members.

Section 3: The Board of Directors

The Board of Directors shall consist of nine members from either the Founding Members or Board of Patrons. The Founding members shall select members of the Board through consensus. If a consensus cannot be reached, the Board shall be selected by an approval of 4/5th of the Founding members. The immediate past Chairperson shall automatically become Director Member as the ex-officio.

The Board shall create a three member standing committee from the Board of Directors to take and implement decisions during emergency situations, with the Chairperson always as one of the members and the other two selected by the Board, the two serving for one year. The decisions taken and implemented by the standing committee must be communicated to the Board of Directors within two days, and later ratified by the Board.

The Board members can implement their responsibilities by including members from either the Board of Founding members or Patrons. All Board of Directors

decisions should preferably be developed through consensus, failing which approval from at least six of the members would be required.

The members of Board of Directors shall be responsible for all their organizational actions to the Board of Founding members. If the Board of Directors fails to perform according to the Constitution, the Board of Founding members shall have the power and right to dissolve the existing Board and constitute a new one. After two years, the Board of Founding members shall select a new Board of Directors, and the selection must be completed at the latest by the second Sunday in the month of September.

The term of the Board shall be for a two-year period, commencing on October 1st, with the term of the first Board beginning on October 1st 2007. Any time a member of the Board is unable or unwilling to continue, the Founding members shall select a replacement at the shortest possible time. The Board shall execute the mission and goals and oversee the day-to-day affairs of the organization. The Board shall organize as follows:

1. The Chairperson
2. Director of Office Affairs
3. Director of Financial Affairs
4. Director of Publication/Communication Affairs
5. Director of Cultural Affairs
6. Director of Education Affairs
7. Director of Health Affairs
8. Director of Youth and Sports Affairs
9. Director Member

The responsibility of the Board members shall be as follows:

The Chairperson

The Chairperson is the chief executive of the Board, and executor of the executive powers of the organization vested in the Board. The Chairperson shall be responsible for the day to day to running of the Organization. All must keep the Chairperson aware of all activities of the organization at all times.

Director of Office Affairs

The Director of Office affairs shall be responsible for maintaining the official activities of the Organization, including meeting notifications and arrangements. Besides, shall be responsible for all duties incidental to the office and any other duties assigned to by either the Chairperson or the Board.

Director of Financial Affairs

The Director of Financial affairs shall be responsible for all the financial affairs of the Organization. Prepare and maintain all financial reports of the Organization and help present the reports to the members. Besides, shall be responsible for all duties incidental to the office and any other duties assigned to by either the Chairperson or the Board.

Director of Publication/Communication Affairs

The Director of Publication/Communication affairs shall be responsible for all the communications related activities of the Organization, including communication to the members, developing and maintaining a functioning and updated website, publication of annual magazine. Besides, shall be responsible for all duties incidental to the office and any other duties assigned to by either the Chairperson or the Board.

Director of Cultural Affairs

The Director of Cultural affairs shall be responsible for all culture related activities of the Organization, including organizing and presenting cultural functions and events to celebrate and cherish Bangladeshi, US and other cultures. Besides, shall be responsible for all duties incidental to the office and any other duties assigned to by either the Chairperson or the Board.

Director of Education Affairs

The Director of Education affairs shall be responsible for designing, creating and implementing projects and activities for promoting education and awareness. Besides, shall be responsible for all duties incidental to the office and any other duties assigned to by either the Chairperson or the Board.

Director of Health Affairs

The Director of Health affairs shall be responsible for designing, creating and implementing projects and activities for promoting education and awareness. Besides, shall be responsible for all duties incidental to the office and any other duties assigned to by either the Chairperson or the Board.

Director of Youth and Sports Affairs

The Director of Youth and Sports affairs shall be responsible for all the Youth and Sports related activities of the Organization. Besides, shall be responsible for all

duties incidental to the office and any other duties assigned to by either the Chairperson or the Board.

Director Member

The Director Member shall be responsible for assisting the Chairperson and the Board in discharging the duties of the Organization. Besides, shall be responsible for all duties incidental to the office and any other duties assigned to by either the Chairperson or the Board.

Section 4: The Board of Patrons

Any person believing and sharing the mission and goals of this organization can become a member of the Board of Patrons by completing an application and approved by the board of Founding Members, the application to be developed and approved by the Board of Directors. The initial twelve board of patrons members will not be required to fill out the application.

ARTICLE V: FISCAL AND OPERATIONAL YEAR

The fiscal and the operational year of the organization shall begin on October 1st of each year and end on September 30th of the following year.

ARTICLE VI: MEETINGS

Robert's rule of official conduct will be followed at all times in all meetings. The presence of at least 3/5th of appropriate members in a meeting shall constitute quorum for the meeting.

Board of Director's Meeting

The Chairperson shall call at least four meetings in a year and preside over the meetings of the Board of Directors, and shall designate another member of the Board to preside over the meetings in his/her absence. The Chairperson shall have the right to call an emergency meeting and if deemed necessary can include the Founding members.

Board of Founding Members' Meeting

The Chairperson shall call a meeting at the beginning of each fiscal year with the Board of Founding Members to present the financial accounts and apprise them of the major activities of the organization, and seek their approval of all major upcoming projects. Every other year, beginning in 2009, the Chairperson shall

call a meeting of Founding members by the second Sunday in September for selection of members of new Board of Directors.

Annual Meeting

The Chairperson of the Board of Directors shall inform all the founding members and patrons about the achievements and other relevant happenings of the organization in an annual gathering, no later than the month of September of each year.

Special Meeting

The founding members as a body shall have the right to call a special meeting of the founding and board of directors' members at any time with the approval of at least half of the founding members. They shall inform the members of the reason for the meeting and provide them with the agenda, place and time of the meeting.

ARTICLE VII: RECORDS, ACCOUNTS and AUDITS

The records of the Organization shall consist of its articles of incorporation and amendments, and also minutes of all meetings, register of founding members and patrons, financial documents, and such other records. The records of the organization shall be kept in English or Bengali and shall remain with the Board of Directors.

The Chairman and the Director of Financial affairs jointly shall maintain the bank and other accounts of the organization. The Board of Directors shall complete auditing the accounts of the organization no later than thirty days after the end of each fiscal year, and electronically present it to the Board of Founding members.

All communication relating organizational meetings and decisions must be in the written format, and must be uploaded to the organization's website no later than one week after decision making, and the Chairperson and Director of Communication affairs shall be responsible for the proper execution of this.

ARTICLE VIII: OFFICE, POST OFFICE BOX, WEBSITE

The Organization shall maintain a physical location as its office, when it becomes financially viable, before which temporary accommodations should be arranged. The Chairperson and the Director of Office affairs shall be responsible for a functional Post Office Box, and the Chairperson and Director of Communication affairs shall be responsible for a functioning and updated Website of the Organization.

ARTICLE IX: AMENDMENTS

A Founding member or a Patron can present any proposed amendment to the constitution in writing to the Board of Founding members. The Founding members as a body shall discuss and make a decision within sixty days after receiving the proposition, and the approval of at least 4/5th of the members would be required for passage of the amendment, and the decision shall be made in writing and sent to the Board of Directors for record keeping. An enacted amendment shall become effective thirty days after approval by the Board of Founding members.

ARTICLE X: ANNUAL MEMBERSHIP FEE

All founding members shall be required to pay an annual membership fee, the amount of such fee to be decided by the board of founding members on an annual basis.

ARTICLE XI: DISSOLUTION

In the extremely unlikely event the Organization needs to be dissolved, the Board of Founding members as a body shall decide and discharge of all the affairs of the Organization. After paying off all liabilities, the surplus fund shall be distributed among the founding members but limited to the maximum of their individual contributions; however, those not wanting their portion of the fund may collectively decide and donate the fund to a worthy non-profit social organization. Any surplus fund above the amount of total individual contributions of all Founding members must be donated to a worthy non-profit social organization.

ADDENDUM

The following twenty-one members having come together and resolved to create an NGO with the above-mentioned Name, Mission, and Goals shall constitute the Founding Members of the Organization.

1. Ahmed, Ghyasuddin
2. Ahmed, Nowsheen
3. Ahmed, Rikta
4. Amin, Mohammad Miftahul
5. Amin, Nurul
6. Chowdhury, Abdur Rahman
7. Chowdhury, Ferdoushi
8. Chowdhury, Mahmud
9. Chowdhury, Nasir
10. Haseen, Lutfu
11. Hossain, Mokerrom
12. Hossain, Sabina
13. Islam, Nazrul
14. Kabir, Abuzar
15. Kabir, Mohammad Humayun
16. Kabir, Selima
17. Mokerrom, Nasrin
18. Sarker, Momtaz
19. Sarker, Muhammad Abdur Razzak
20. Shamim, Meherun Nesa
21. Yousuf, Hasan

The following twelve members shall constitute the initial members of the Board of Patrons of the Organization.

1. Akter, Parvis
2. Alam, Momtaz Akter
3. Alam, Saiful
4. Alam, Shahin Akter
5. Alam, Shamsul
6. Amin, Mohammed Khairul
7. Amin, Romana
8. Huq, Ainunnahar
9. Huq, Shamsul
10. Kareem, Abu Shahed
11. Kareem, Fahmida
12. Sulaman, AKM