

BHUTANESE COMMUNITY ASSOCIATION OF PITTSBURGH (BCAP)

BY-LAWS

Bhutanese Community Association of Pittsburgh



BY-LAWS
OF
THE BHUTANESE COMMUNITY ASSOCIATION OF PITTSBURGH (BCAP)

PREAMBLE.

Respecting the feeling and desire of the Bhutanese to come closer and get united in Pittsburgh for any cause,

Considering the need of a common forum for the Bhutanese to voice for fulfilling their basic requirements,

Recognizing the immense contribution of the volunteers towards the community through their various forms of selfless services,

Aiming to assist the community members pursue and achieve the objectives of preserving their distinctly rich cultural heritage, language and indigenous arts and skills they have brought with them,

Ensuring that the Bhutanese in Pittsburgh live in dignity and respect that they deserve,

Encouraging and supporting the people on advancement of their children in education and help in providing humanitarian assistance to the families,

Reaffirming the commitment of all Bhutanese to cooperate and collaborate with all individuals and groups sharing common feelings and issues,

Facilitating the Bhutanese populace has an easy and comfortable integration into the American mainstream society through civic education,

Realizing the fact that a large number of Bhutanese families have resettled in Pittsburgh and are facing tremendous challenges such as mental health, thus:

The Bhutanese community members living in Pittsburgh, keeping in view with the objectives of meeting their needs and challenges, establishes the **Bhutanese Community Association of Pittsburgh (BCAP)** by bringing its By-laws into immediate effect.

ARTICLE I

NAME AND PURPOSE

Section 1: Name: The name of the organization shall be the **BHUTANESE COMMUNITY ASSOCIATION OF PITTSBURGH**, here in after referred to as **BCAP**.

Section 2- Purpose: BCAP is registered as a 501(c)(3)non-profit incorporated under the laws of the State of Pennsylvania. BCAP is a cultural, charitable and humanitarian organization serving the greater Pittsburgh area, and with its office in Brentwood Borough.

ARTICLE II

MISSION, VISION AND PHILSOPHY

BCAP will strive to mobilize resources to improve the quality of life for Bhutanese community members in the region, reaching out to vulnerable families and individuals in a culturally-appropriate way.

BCAP's mission is to ensure a high quality of life for all members of the Bhutanese community in Pittsburgh, and to support their integration into American society through culturally-informed services and activities.

BCAP's vision is for a vibrant Bhutanese community where all persons are enabled to reach their fullest potential and traditional culture is celebrated and shared.

BCAP is grounded in the philosophy of volunteerism. Guided by our mission and vision, BCAP will strive to expand its services to vulnerable families and individuals without regard to color, faith, gender, sexual orientation, physical or mental condition, ethnic origins or nationalities.

ARTICLE III

MEMBERSHIP

Section 1: All individuals within the Bhutanese community shall be considered members. However, no members, other than the Board of Directors, shall have the right to vote on organizational as well as other matters.

ARTICLE IV

BOARD OF DIRECTORS

Section 1-Board role, size and compensation: BCAP will be governed by the Board of Directors. There shall be minimum seven and maximum eleven Board of Directors. Board members shall seek out members of the Bhutanese community qualified to serve as directors. They shall be recruited through personal contacts, postings of available openings in public places in the community, and through advertisements posted to BCAP's social media and Website.

The board is responsible for overall policy and direction of the association, and delegates responsibility of day-to-day operations to the staff and committees. The board receives no compensation other than reasonable expenses. Board members shall not be personally liable and shall be entitled to indemnification by the Association to the fullest extent permitted by law.

Section 2-Terms: There are no term limits for board members, and the board shall nominate at least two board members from outside the Bhutanese community.

Section 3-Meetings: The mandatory meetings of board of BCAP are held quarterly during the months of January, April, July and October. Special meetings and committee meetings may be called at any time whenever deemed necessary by members of the board.

Section 4-Board elections: During the last quarter of each fiscal year of the board of directors shall elect new members to replace those who may be leaving the board at the end of the fiscal year. This election shall take place during a regular meeting of the directors, called in accordance with the provisions of these bylaws.

Section 5-Election procedures: New directors shall be elected by a majority of directors present at such a meeting, provided there is a quorum present. Directors so elected shall serve a term beginning on the first day of the next fiscal year.

Section 6-Quorum: A quorum must be attended by at least forty percent of board members for business transactions to take place and motions to pass.

Section 7 — Officers and Duties: There shall be four officers of the board, consisting of a president, vice-president, secretary and treasurer. Their duties are as follows:

The president shall convene regularly scheduled board meetings, and shall preside or arrange for other members of the Executive Committee to preside.

The vice-president shall preside in the absence of the president, and perform other such duties as designated by the board.

The secretary shall be responsible for keeping records of board actions, including overseeing the taking of minutes at all board meetings and distributing them for approval prior to the next board meeting.

The treasurer may assist in the preparation of the budget, and help to develop fundraising plans, and make financial information available to board members and the public.

Section 8-Vacancies: When a vacancy on the board exists mid-term, the secretary must receive nominations for new members from present board members in advance of a board meeting. These nominations shall be sent out to board members with the regular board meeting announcements, to be considered and voted upon at the next board meeting. These vacancies will be filled only to the end of the particular board member's term.

Section 9 - Resignation, termination, and absences: Resignation from the board must be in writing and received by the secretary. A board member may be terminated from the board due to excess absences of more than two unexcused absences from board meetings in a year. A board member may be removed for other reasons by a three-fourths vote of the remaining directors.

Section 10 – Conflict of Interest: Board members will readily disclose any potential conflict of interest, making it a matter of record when the interest becomes a matter of board action. Board members shall not vote or use personal influence on any matter, which might constitute a conflict of interest, and the minutes of any meeting where this might occur duly show that they have abstained from voting due to the potential of or occurrence of a conflict of interest. Board members may state opinions or positions on any matter described above, or answer pertinent questions to which they may lend my expertise, so long as they absent themselves from a board vote on the matter.

ARTICLE V

COMMITTEES

Section 1 — Committee formation: The board may create committees as needed, such as fundraising, strategic planning, etc.

Section 2 — Executive Committee: The board officers serve as the members of the Executive Committee. Except for the power to amend the articles of incorporation and bylaws, the Executive Committee shall have all the powers and authority of the board of directors in the intervals between meetings of the board of directors, and is subject to the direction and control of the full board.

Section 3 — Budget Committee: The budget committee shall include the treasurer in addition to three other board members. The Budget Committee is responsible for reviewing fiscal procedures and, along with staff, they shall assist with and review the annual budget. The board must approve the budget. Any major change in the budget must be approved by the board or the Executive Committee. The fiscal year shall be the calendar year. Annual reports are required to be submitted to the board showing income, expenditures, and pending income. The financial records of the organization are public information and shall be made available to board members and the public.

ARTICLE VI DUTIES AND RESPONSIBILITIES

Section 1 — Executive Director: The executive director is hired by the board. The executive director has day-to-day responsibilities for the organization, including carrying out the organization's goals and policies. The executive director will attend all board meetings, report on the progress of the organization, answer questions of the board members and carry out the duties described in the job description. The board can designate other duties as necessary.

Section 2 — Through the use of a strategic planning process, the Board shall periodically set goals and objectives for BCAP. This plan shall provide a framework around which the day-to-day operations of BCAP are carried out. Each year, the Board shall assess progress toward meeting those goals and objectives.

Section 3 — The board shall work with BCAP to identify community members who may act as representatives for communities and neighborhoods identified as having a significant Bhutanese population. Such identified representatives will work with BCAP and the board, acting as liaisons to communicate the needs and concerns of their particular neighborhoods. This information will be taken into account in helping to inform BCAP's strategic plan. Community representation will be reviewed a minimum of once each year in order to make sure local needs are being met and to account for any possible demographic changes.

ARTICLE VII AMENDMENTS

Section 1 — Amendments: These bylaws may be amended when necessary by two-thirds majority of the board of directors. Proposed amendments must be submitted to the secretary to be sent out with regular board announcements.

ARTICLE VIII

DISSOLUTION

Section 1-Dissolution: BCAP shall be dissolved if two-third members of the Board of Directors vote to dissolve the organization. The notice concerning the dissolution of the BCAP shall be served to the members of the Board of Representatives by the President at least one month before the special meeting called for the same purpose. The Board of Directors shall have the ultimate duty and power to formalize the dissolution.

Upon the dissolution of BCAP, after payment in full of all its debts, obligations, and necessary final expenses, or after the making of adequate provision therefore; all moveable and immoveable assets, cash, checks, money orders or any other properties registered under BCAP shall be donated to such corporations having tax exempt status under section 501 (C) (3) of the Internal Revenue Code or corresponding section of any future tax code, or to the federal Government, or to a state or local Government for a public purpose. Any such assets not disposed of shall be disposed of by the Court Of Common Pleas of the county in which the principal office of BCAP is located.

CERTIFICATION

These bylaws were approved at a meeting of the board of directors by a two-thirds majority vote on October 15, 2016.