



BIHAR – JHARKHAND ASSOCIATION OF NORTH AMERICA

(BJANA)

BY-LAWS

(Proposed Amendments were passed into Law on March 22nd, 2015 at the BJANA Holi'2015 Event & General Body Meeting at the Ballroom, Royal Albert Palace, Edison, New Jersey)

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BJANA Objectives

Migration is in the nature of man/woman and though he/she is appreciative of the fact that he/she has to adopt the way of life in the new land, he/she need not abandon the people, the culture, and the tradition of the land he/she once lived in.

It is in such pursuit that the people from Bihar and Jharkhand, India, living in North America formed BANA in 1970s and agreed to remain united by virtue of a common and glorious past despite the recent political divide and renamed BANA in 2004 to BIHAR-JHARKHAND ASSOCIATION OF NORTH AMERICA (BJANA), with a view to:

- Provide a common forum for the people from the State of Bihar and Jharkhand to exchange views affecting their social life.
- Promote social and cultural activities of Bihar and Jharkhand in North America.
- Promote the general welfare of the people of Bihar and Jharkhand origin and ancestry both in India and North America through charitable activities. Such activities may include providing scholarships, helping financially disadvantaged and with basic human needs, etc.
- Assist people seeking vital medical and educational help.
- Assist visitors, immigrants, and dignitaries from the State of Bihar and Jharkhand in accomplishing their noble missions in North America.

Article I

Section 1. The association may have regional offices at such other places as the activities of the association may require.

Section 2. The broad objectives of the association shall be as enunciated in the Objectives of the By-Laws.

Article II

Membership

Section 1. A life/annual/honorary member of BANA shall become a life/annual/honorary member of BJANA respectively.

Section 2. Any individual eighteen years or older, who subscribes to the objectives of the BJANA may become a member upon the approval of the Executive Committee and subject to the rules and regulations prescribed by the By-Laws of the BJANA. Any person of Bihar and Jharkhand origin or related to such person(s) will become BJANA member by registering themselves in BJANA Member's email directory which is available at <http://BJANA.org> website.

Section 3. Whenever the word "member" is hereafter mentioned, it shall mean a registered member (life, annual and honorary) on the current membership roster maintained by the Executive Committee.

Section 4. The immediate family members and friends of BJANA shall be entitled to participate in all activities of BJANA and shall be entitled to all privileges of BJANA members except voting rights. Immediate family members will consist of spouse and minor children. All registered members who also satisfy the requirement as under the Article VII, Section 2 of this ByLaws, shall have voting rights.

Section 5. An honorary membership may be awarded to a distinguished person upon approval of the Executive Committee. He/she shall be entitled to all membership privileges as provided in Section of 4 of Article II.

Section 6. There will be no fee for membership. However all members are encouraged to donate to the BJANA fund for it's operation and charitable works.

Section 7. The Executive Committee shall maintain list of all registered members. The Executive Committee shall verify all signatures on the petition, nominations, ballots, etc. for the purposes of validating voting rights and other business transactions.

Article III

Chapters of BJANA:

Section 1. In pursuant to Section 3, Article I, chapters of the BJANA may be opened in different locations of North America.

Section 2. A chapter in North America will be headed by one area representative who will be nominated by the Executive Committee. The area representative shall be a member of the BJANA and shall be entitled to membership privileges as provided in Article II.

Section 3. The area representative shall be responsible for promoting membership in his/her area and conduct programs and activities of the BJANA as per the directives of the Executive Committee. The area representative may form a committee consisting of BJANA members in pursuit of their activities.

Article IV

Executive Committee:

Section 1. The business and the property of the BJANA shall be managed and controlled by an Executive Committee which shall serve for a term of two calendar years. The Executive Committee members shall hold office until the annual meeting of all members or until the election and induction of their successors. The Executive Committee shall be elected by voting by the members. There will be 10 year term limit for serving in the executive committee.

Section 2. The Executive Committee shall consist of a core group of five officers plus a minimum of four committee members. Each officer and member shall serve until the term of the Executive Committee expires, or until his/her resignation or removal. The Executive Committee can grow to a maximum of 25 members with 5 officers (or office bearers) and 20 committee members.

Section 3. The Executive Committee shall formulate plan and administer such activities as to fulfill the aims and objections of the BJANA and shall consist of the following elected positions:

1. a) President
2. b) Vice President
3. c) General Secretary
4. d) Joint Secretary
5. e) Treasurer
6. f) Four Members.

No officer and member shall hold more than one position at any time.

Section 4. The Executive Committee shall have the power to appoint twelve (16) additional Executive Committee members in order to compensate for long term absence or inactivity on the part of elected Executive Committee members in order to form a more cohesive and stronger team. These appointments will be made by the executive Committee following their election on as needed basis. The total number of officers and members on the team shall not exceed twenty one (25).

Section 5. The President shall preside over all meetings of the Executive Committee of the BJANA. He/she shall hold and exercise general charge and supervision of the affairs of the BJANA and shall additionally perform such other duties as may be assigned to him by the Executive Committee in keeping with the policy of the BJANA regarding organizational and administrative matters.

Section 6. Vice President shall be responsible for promoting membership of the BJANA. In addition, he/she shall assist the President in carrying out his/her responsibilities and, in the event of the President's absence or disability, shall hold and exercise the powers of the President.

Section 7. The General Secretary shall have charge of such books, documents, and papers as the Executive Committee may determine. He/she shall attend to and keep the minutes of the meetings of

the members of the BJANA. He/she shall keep a record, containing the names, alphabetically arranged, of all members of the BJANA, showing their places of residence, and such books (electronic or hard copies) shall be open for inspection as prescribed in the By-Laws. He/she may sign, with President in the name and on behalf of BJANA, and contracts or agreements authorized by the Executive committee. He/she shall, in general, perform all duties relating to the office of the General Secretary, subject to the control of the Executive Committee, and shall do and perform such other duties as may be assigned to him/her by the Executive Committee.

Section 8. Joint Secretary shall assist the General Secretary in carrying out his/ her responsibilities.

Section 9. The Treasurer shall have the custody of all funds, and property of the BJANA, subject to such regulations as may be imposed by the Executive Committee. When necessary or proper, he/she may endorse on behalf of the BJANA all collections of checks, notes, and other obligations and shall deposit the same to the credit of the BJANA at such bank or banks or depository as the Executive Committee may designate. He/she shall make such payment as may be necessary or proper on behalf of the BJANA. He/she shall enter regularly on the books of the BJANA to be kept by him/her for the purpose, full and accurate account of all money and obligations received and paid or incurred by him/her for the account of the BJANA and shall exhibit such books at all reasonable times to any member on application at the office of the BJANA. He/she shall, in general, perform all the duties incumbent on the office of the Treasurer, subject to the control of the Executive Committee.

Section 10. The members of the Executive Committee shall participate in the planning of activities of the BJANA in conjunction with other office bearers of the Executive Committee. They will become members and/or coordinators of special subcommittees as and when designated by the President and on the advice of the Executive Committee. A BJANA member/ non-member may be asked to serve on such committees if beneficial to the cause of such committees.

Section 11. All member of the Executive Committee shall be honorary and shall receive no salary for their services, except as reimbursement for expenses incurred on behalf of the BJANA.

Section 12. Any member of the Executive Committee may resign at any time by given written notice of such resignation to the President of the BJANA and shall take effect upon the approval by the President and on the advice of the Executive Committee.

Section 13. Any member of the Executive Committee may be removed from the Executive Committee by the affirmative vote of either two thirds of Executive Committee or members present at a special meeting

of the members of the BJANA called for the purpose. The removal from the Executive committee shall be for the malfeasance, for conduct detrimental to the interest of the BJANA, for lack of sympathy with its aims and objectives, or for refusal to render reasonable assistance in carrying out its purposes. Any executive member proposed to be removed shall be given two week's notice and shall be entitled to appear before and be heard the Executive Committee at such meeting.

Section 14. The President or any other office bearer of the Executive Committee may resign at any time. Such resignation shall be made in writing and shall take effect upon approval of the executive committee.

Section 15. An vacancy on the Executive Committee occurring during the term of the Executive Committee may be filled for the unexpired portion of the term as follows:

1. a) President: The Vice President shall become President for the remainder of the term.
2. b) Vice President, General Secretary, Joint Secretary, and Treasurer: Executive Committee members shall fill in such vacancies for the remainder of the term.
3. c) Executive Committee Members: The vacancy shall be filled from the general membership of the BJANA for the remainder of the term by nomination for the Executive Committee.

Section 16. At any meeting for the Executive Committee, the presence of seven members shall constitute a quorum in the transaction of any business. When a quorum is present to conduct a meeting, it will not be broken by subsequent withdrawal of any member.

Section 17. The members of the Executive Committee may not enter into transaction, or otherwise act for and on behalf of the BJANA prior to the approval of the Executive Committee.

Section 18. All corporate powers, except such as are otherwise provided for in these By-Laws and in the laws of the State of New York, shall be and are hereby vested in and shall be exercised by the Executive Committee. The Executive Committee may be general resolution delegate to its subcommittee, or to individual members of the Executive Committee such powers as it sees fit.

Section 19. The Executive Committee, pursuant to Section 501 (C) (3) of the non-profitable Corporation Law, shall present at the annual meeting of members and file with the minutes there of a report verified by the President and the Treasurer or by a sub-committee of the Executive Committee, showing:

- a) The whole amount of real and personal property owned by the BJANA, where located, and where and how invested;
- b) The names and places of residence of the persons admitted to membership in the Executive Committee during the year, and
- c) A complete financial statement showing a balance sheet, and receipt and expenditure incurred during the year, compiled by a CPA.

Section 20. The fiscal year of the BJANA shall be from January 1 to December 31 of the year.

Article V

Advisory Board:

Section 1. BJANA may constitute an Advisory Board which will consist of twelve distinguished persons whose contribution to the functioning of the BJANA is considered valuable. Such Board shall be formed by the recommendation of Executive Committee. The number of members can be increased or decreased at the discretion of the Executive Committee.

Section 2. A member of the Advisory Board may or may not elect to subscribe to the membership fee and become a BJANA member. If he/she does not elect to become a member, he/she will enjoy the privilege of an honorary membership.

Section 3. An Advisory Board may be formed for a term of two years and may be extended for consecutive tenures by the Executive Committee.

Article VI

Meetings:

Section 1. A general meeting of the members of the BJANA shall be held bi-annually to conduct transactions of business. Holi, Diwali & Summer Picnic gatherings can be considered as general meeting of members where the scheduled election, results of the election and other activities of the Executive Committee will be discussed.

Section 2. The agenda of the Bi-annual Meeting may constitute the following items, however, the agenda will be up to the discretion of the Executive Committee:

1. a) Calling the meeting of order
2. b) Proof of notice of meeting or waiver thereof
3. c) Reading of the minutes of the last biannual meeting
4. d) Reports of Executive Committee; as per section 18 of Article IV. e) Election of Executive Committee office bearers
5. f) Transaction of any other business

Section 3. A meeting of the Executive Committee shall be held on a regular basis decided by the Executive Committee at designated places and times. Teleconference may be used as a substitute for in-person meeting as and when decided by the Executive Committee.

Section 4. Special meetings of the Executive Committee for any purpose or purposes may be called by the President acting on his/her own or at the request made in writing by three members of the Executive Committee. The notice for such meetings shall state the purpose or purposes thereof and indicate at whose request the meeting is being called.

Section 5. All Executive Committee members are expected to treat any communication via email as official. It's member's responsibility to provide current valid email address for record.

Article VII

Election:

Section 1. Executive Committee can have total 25 members with 5 office bearers and a maximum of 20 Executive committee members. 5 Office bearer and a minimum of 4 members are required for team election nomination filing.

Section 2. All member 18 years and older shall be considered as a voter provided they have their Full Name, current Postal address in North America, Email address and Phone Number recorded with BJANA.

Section 3. Voting process can only be done electronically to encourage maximum participation from members. (By electronic Voting, intention behind this law has been to conduct election in an online fashion, without any need to send and receive paper or electronic ballot)

Section 4. As part of nomination form filings, teams running for the election are required to agree with the Election Committee rules and also agree that they will abide by the Election Committee's decision in regard to the election results which will be final and binding to all teams.

Section 5. After the successful completion of the election, the Election Committee shall cease to exist.

Section 6. In the case of non-filing of nominations, the retiring Executive Committee shall nominate an Ad-hock Committee to continue the business of the association for one year.

Section 7. The Election Committee shall follow Sections 8 through 25 of Article VII as Guidelines in conducting elections of BJANA Executive Committee. These guidelines will assist Election Committee in resolving demands arising during the election process. The Election Committee may make suitable changes in the schedule, time, place, and date of the election if deemed necessary to conduct the election properly.

Section 8. In order to hold the general election, the Executive Committee shall meet between the month of August and September of the election year and nominate three Election Committee members and demonstrate the process of online voting through software/services it has selected/contracted for conducting the on-line election. Voters shall be able to cast their votes by following a website link sent to them through a secure email directly from the Election Committee, and by making their selection of a team slate in full privacy of their own.

Section 9. BJANA executive team will nominate a two person team to meet and work with the Election committee on the ongoing issues or to arrange a meeting with executive team members & office bearers if there is a need to discuss any issues and need. All such discussions shall be treated as confidential.

Section 10. Election Committee shall decide all the dates related to the election process in consultation with BJANA Executive Committee in a way that does not interfere with the Executive Committee's ongoing event preparations. The Election Committee shall mail a notice announcing the election schedule and related dates for Nomination filing, Withdrawal, Team introductions, Election day, Results announcement at least four weeks before the election day. Any BJANA team interested in running should reach out by phone or email to the Election Committee to request a copy of Nomination Form.

Section 11. Each team running for election will be required to submit their team members' profile and introduction of team members & office bearers as part of the nomination filing. The profiles of team members should include team's vision and not exceed two standard Letter size pages when printed in min. size 10 font.

Section 12. Oversight of transition to the new team: Election Committee shall oversee the transition of following information to the new team. Election committee shall not request nor have any access to this information. The new committee shall acknowledge receiving all such informations.

- 12.1 Website – password change
- 12.2 Email Vendor - Contact name and password change
- 12.3 Email addresses – password change of contact@bjana.org, cultural@bjana.org, info@bjana.org, vaishali@bjana.org, youth@bjana.org
- 12.4 Number of votes received in for or against competing team members

Section 13. Sensitive information such as Bank and similar account information should change hands and new President and Treasurer should assume control in a separate meeting between the office bearers of outgoing and incoming committees. President and Treasurer of both teams will decide on place, date and time they should meet and transfer the control of these details.

Section 14. Election Committee should use email address with bjana.org domain only for all email communications they need to send to Members and Voters. No individual email addresses of election committee members should be used in communicating with BJANA members. This email should also have email forwarding service and each election committee members should receive a copy of the email sent to that particular email address. In order to provide privacy to Members and Voters, only three election committee members should receive these emails pertaining to election matters. Personal email can however be used to communicate with participating team leaders.

Section 15. Election Committee shall consult BJANA Executive Committee for interpretation of existing Bylaws and Guidelines and also consult in cases when existing Bylaws do not cover for certain situations. Executive Committee shall, in consultation with Election Committee, pass resolution to provide appropriate guidelines. Election Committee decisions shall be final and binding in accordance with the ByLaws.

Section 16. Nominations for Executive Committee election shall be based upon a team (or a "Slate") that must be voted on as such. Team shall include President, Vice-president, General Secretary, Joint Secretary, Treasurer and (called Officers) and four Executive Committee members. There will be no election of an individual candidate. Each slate of nine candidates must be proposed by a non-candidate member and seconded by a non-candidate member. The nominations must be received by the Election Committee as per the Election Schedule. No member may run for two office positions simultaneously

and appear on two slates. Only members as defined in Article II shall be eligible for nomination, proposing, seconding and voting.

Section 17. The Election Committee shall keep a chronological record of each team's nomination received. It shall verify and acknowledge each nomination. Any candidate on the team may withdraw his or her nomination by notifying team's nominated president and the Election Committee. The final list of teams will be announced by the Election Committee as per the Election Schedule.

Section 18. The latest ByLaws with amendments and a list of voters consisting of valid phone numbers, postal and email addresses shall be provided by the Executive Committee to the Election Committee on or before an agreed upon schedule.

Section 19. The Election Committee shall verify the qualification of all voting members. All voting members and candidates for election must be registered in BJANA member directory by the date defined by the Election Committee and in accordance with Section 2 of the Article VII. The Election Committee shall have the right to verify the list of voters for their right to vote. Missing email addresses or phone numbers shall disqualify a voter.

Section 20. Each team running for election will be required to submit their team members' profile and introduction of team members & office bearers as part of the nomination filing. The profiles of team members should include team's vision and not exceed two standard Letter size pages when printed in min. size 10 font.

Section 21. Only Election Committee shall be authorized to contact BJANA eligible voters through email and educate them about the teams in the fray. It shall send introduction/profile of all teams either in the same email or separate email or along with the email that would carry link to the online ballot to the eligible voters.

Section 22. Under no circumstances, candidates for the election should be given access to the email and postal addresses of BJANA member community. For team's canvassing requirements, Election committee may decide to disclose phone numbers and names of members only under a written undertaking from the team members so that they are bound to not release this information to any unauthorized entity/business/person. All liability of such lapses or disclosure of such private information shall be transferred from BJANA to individual team members.

Section 23. For the matter of communications between teams in the fray and the Election Committee, only person from the team running for 'President', 'General Secretary' or a team member appointed by these two office bearers, shall be allowed to take part in official discussions and correspond with the Election Committee.

Section 24. Teams have a right to lodge complains/concerns to Executive committee about any election matter. Based on the merit of the issue, Executive Committee may decide to take up this matter with Election Committee and find a resolution by making changes to guidelines.

Section 25. After election is conducted and results announced, all voting records shall be archived for a period of three years under the custody of the Election Committee.

Article VIII

Amendment to the By-Laws:

Section 1. A proposed amendment to the By-Laws shall be submitted to the General Secretary in a written petition signed by not less than Three Executive Committee members of the BJANA. The Executive Committee shall study the proposed amendment, and after its approval present it for voting at an extraordinary meeting of the general body of the BJANA. For amendments to pass, each must be approved by at least two-thirds of the Executive Committee of the BJANA present and voting at the Executive Committee meeting, and by a majority of the members present and voting at the general body meetings.

Article IX

Bank Account:

Section 1. The Treasurer will be in charge of the bank passbooks, check books, etc., and shall maintain proper vouchers and/or cancelled checks for all expenses to best of their ability.

Section 2. The bank accounts shall be operated under the name of BIHAR – JHARKHAND ASSOCIATION OF NORTH AMERICA, and funds may be placed in interest bearing accounts or checking accounts or in both.

Section 3. The bank account shall be operated by any of:

1. a) The Treasurer/General Secretary/President for BJANA transactions.
2. b) The executive committee will empowered to decide if a joint signatures is required for any transactions exceeding \$2000.00 (two thousand dollars).

Article X

Contracts:

Section 1. Except as otherwise provided herein, the Executive Committee

may authorize any member or agent to enter into any contract or execute and deliver any instrument in the name of and on behalf of the BJANA and such authority may be general or confined to a specific instance; and unless so authorized by the Executive Committee, no member or agent shall have any power or authority to bind BJANA by any contract or engagement or to pledge its credit, or render it liable for any purpose, for any amount.

Article XI

Earnings and Investment:

Section 1. No member(s) of the Executive Committee or person connected with BJANA, or any other private individual shall receive at any time any of the net earnings or profits from the operation of BJANA provided, however, that this shall not prevent the payment to any such person of compensation for expenses incurred on behalf of BJANA in effecting any of its purposes as shall be fixed by the Executive Committee.

Article XII

Exempt Activities:

Section 1. Notwithstanding any other provision herein, no member, member of the Executive Committee or the representative of BJANA shall take any action or carry on any activity by or on behalf of BJANA not permitted to be taken or carried on by an organization exempt under section 501(c) (3) of the Internal Revenue Code and its regulations as they now exist, or as they may herein after be amended, or by an organization contribution to which are deductible as they now exist or as they may hereafter be amended.

Article XIII

Dissolution of the Organization:

Section 1. In the event of the dissolution of the organization, the assets and the liabilities of the organization shall be transferred to a willing organization of a comparable nature. The decision about the dissolution, as well as the transfer of assets and liabilities shall be approved by the Executive Committee. This proposal will be sent to the general body. An affirmative vote at the general body meeting will be required to approve the dissolution of the organization.

Section 2. In the event of the dissolution of the organization, the assets, and liabilities of the BJANA will be transferred to an organization of a comparable nature. The recipient organizations must be one which satisfies the requirement of the section 501 (c) (3) of the Internal Revenue Code, or Corresponding section of any future Federal tax Code or the assets shall be distributed to the Federal or State or local government for a public purpose.

– END –