

SVECA first draft

CONTENT:

“Content is to be organized after the following by-law final draft is completed.”

ARTICLE 1: NAME AND PURPOSE

1.1: NAME

The legal or official name of the organization is:

Silicon Valley Ethiopian Community Association (SVECA).

It can also be referred as:

San Jose Silicon Valley Ethiopian Community Association

Or South Bay Ethiopian Community Association

Or San Jose metropolitan area Ethiopian Community Association

Here after, it will be referred as SVECA

1.2: PURPOSE

SVECA is registered by IRS as code 501 (c) (3) none-profit organization whose sole purpose is to help address the unique challenges the Ethiopian community in the area faces, strive for higher goals, and help the community to integrate with the other US communities.

ARTICLE 2: PREAMBLE

We Ethiopians and Ethio-Americans, residing in San Jose Silicon Valley are:

COGNIZANT OF, the fact that members of the community have full right to become a member, elect or be elected to be officer, provide service, or gain benefit as member of the community.

COGNIZANT OF, the requirement for the by-laws to be all inclusive that allow membership regardless of any social, gender, cultural or religious differences.

RECGNIZING, the fact that without using all its potential resources of the community, SVECS will not be able to achieve its vision.

NOW, THEREFORE, we have created SVECA with the following by-laws on **dd/mm/2021**

ARTICLE 3: VISION, MISSION, AND VALUE

3.1: VISION

To have community owned center where community members can use for various types of services such as education, consulting, family celebrations, other organizational events, recreational activities, and essential community services.

3.2: MISSION

To be completely committed and work tirelessly to build up towards achieving our vision. In doing so to be inclusive of all community members and encourage everyone to contribute in each person capacity.

3.3: VALUE

Boards, Committees, and any subcommittees of SVECA are to be completely transparent to members. Every member of the community will be treated equally regardless of religion, gender, ethnicity, or other differences. SVECA will also promote positive relationship with other Ethiopian communities in the larger bay area and other communities at large.

ARTICLE 4: MEMBERSHIP

4.1: Member:

All persons of Ethiopian origin over 18 years old who reside in San Jose Silicon Valley and surrounding cities in CA who agrees to abide by the Bylaws of the Association can be Members of the Association. Proactive and concerted efforts shall be made to Recruit general membership as well as leadership from existing Ethiopian mass Organizations. The Association shall have the following membership.

4.2 Classifications:

- a) Voting members:** Any person of Ethiopian/Ethiopian origin residing legally in Silicon valley and surrounding cities of CA who have fully paid their membership fees and have all the Privileges of membership, i.e., Voting and holding elected office.
- b) Associate members:** Those who abides by the bylaws of SVECA and fulfil membership obligation Have all the privileges of membership except voting and being elected to office.
- c) Honorary Members:** Are individuals who have gained recognition in the Ethiopian Community and have been recommended by at least two members and have received a 51% vote in the affirmative during an annual meeting of the General Assembly of SVECA. They have all the privileges of membership except for voting and holding office.

4.3 Membership Fees:

Regular Family membership: \$15/Month ?

Regular Individual membership: \$10/Month

Associate membership: \$10/Month

Seniors: \$5/Month

Students: \$2/Month

It is only The General Assembly that can alter membership fees.

4.4 Rights of voting Members:

Voting members of the Association shall have the right to attend and Vote at all general and special meetings, to nominate and vote for, or to be a candidate for the SVECA Executive Board membership of the association or in any other position to be proposed by the Assembly of Board members, to be an officer of the Association.

4.5 Responsibilities of voting Members:

- a) Members are individually and jointly required and expected to participate and contribute as much as possible to build the community.
- b) Members are obligated to pay membership fees on time.
- c) Members are obligated and required to attend meetings whenever called upon, Share their views and exercise their voting rights
- d) Members are required to abide by the SVECA Bylaws.
- e) Members are required to respect the elected officers.

ARTICLE 5: BOARD OF TRUSTEE (BOT)

5.1 Purpose:

- a) The main purpose of BOT is to make sure that SVECA is stable and secure at all time. It protects SVECA from any attempt to violate or by-pass the by-laws. If it discovers potential exposure which is not covered by the current by-law, it proposes amendment to the general assembly.
- b) BOT is the highest authority of the organization and final arbiter of any issues that are not resolved within board of directors, or between SVECA members and BOD.
- c) Whenever there are complaints from SVECA members, or BOD members, or any time BOT has a need to monitor activities of the BOD, meeting observer can be sent from BOT to sit and monitor BOD meetings and report to BOT as needed. When there is such a requirement, BOT will notify BOD chair/vice chair in writing stating the reason for the observation. Once the required facts are collected, BOT will notify the chair/vice chair of BOD in writing about completion of the observation.

- d) Using the time cycle and rules of the by-laws, it collects nominations for BOD membership from SVECA members, and manages the election at the general assembly. For each election cycle, BOT creates temporary committee to collect nomination and conduct the election.
 - If volunteers are not found in BOT, election committee members can be outside of BOT.
 - Unless there are no volunteers, election committee members are not to conduct consecutive elections.
- e) BOT decisions must be presented at annual general assembly for approval. To override BOT decision, 2/3 vote of attendees of the general assembly is required.
- f) Meeting Quorum is 51% of current members of BOT.
- g) Decision made by 51% of attendees is final.

5.2 Structure:

- a) BOT is created by the first founding members of SVECA
- b) The required number of members of BOT is determined by the founding members.
- c) BOT will have one chairperson one vice chairperson and one secretary.
- d) Chairperson is rotational. New chairperson is to volunteer or elected by BOT members once a year. No chairperson is to serve more than 2 contiguous years.
Note: There were differences on this item. The descent view is not to force the rotation if one does good work as a chairperson.
- e) When the Chairperson is not available or when the chairperson mandates it, the vice chairperson can operate as a chairperson.
- f) The secretary takes minutes, distributes taken minutes to BOT members, and organizes all documents for future reference in a format where all BOT members can access.

5.3 Function:

- a) The chairperson or vice chairperson calls for meetings consulting with the secretary and BOT members.
- b) The chairperson or vice chairperson chairs all BOT meetings.
- c) The secretary is volunteered or elected by BOT members. There is no time limit for the secretary but can be replaced by request.
- d) BOT is required to have minimum of one meeting per year. Other meetings can be called as needed.
- e) The required one meeting is to be held at the end of the fiscal year and prior to the annual general assembly meeting of SVECA .
- f) In this meeting BOT will review any issues and identify matters that can be presented to the general assembly.
- g) The BOT works with the BOD to schedule and set agenda for SVECA end of fiscal year annual general assembly.
- h) In summary BOTs functions are Judiciary and election proceedings for new officers.

ARTICLE 6: BOARD OF DIRECTORS (BOD)

- 6.1 Powers: All activities and affairs of the Association shall be managed by the Board of directors, who shall have appropriate and legitimate powers to exercise these functions.
- 6.2 Number of Directors: The number of Directors of the Board **determined by the number of major committees and four executive members.**
- 6.3 Election of Directors: Directors of the Board shall be elected to two-year terms of office by dues-paying members at the annual meeting of the general membership. Nominations for these Officers shall be taken from the membership and shall be announced to the **members thirty days in advance** of the meeting Incumbent Directors may be nominated for re-election.
- 6.4 Voting: Each Director shall have one, and only one, vote on all matters coming before the Board.
- 6.5 Resignations: Any Director may resign from current position, if resignation is submitted in writing, and such **resignation is accepted by the Board.** Resignations by the Chair and the Vice-Chair of the Board shall be formally submitted to the Board of Directors for their approval.
- 6.6 Removal: Any Director who has missed **three consecutive meetings without reasonable notice** or cause or a director who does not execute once responsibilities ethically and professionally can be suspended by the board majority decision. BOD must notify in writing the suspension and the reason for suspension to the suspended member and BOT within one week from the day of decision. The suspended director can appeal to BOT for reconsideration. BOT is required to make ruling and notify BOD within one month after receiving notification. If decision of BOT is to reconsider, then it will mediate between member and BOD. If decision is for removal, the director and BOD are notified in writing explaining the cause for termination and explaining the steps taken to reach to the final decision.
- 5.7 Vacancies: Vacancies created by resignation, removal, or other causes, shall be replaced by BOT from alternate/reserve directors as temporary position which shall be ratified by general assembly. If there is no alternate member available, BOT can work with BOD to fill the vacancy from regular members.

ARTICLE 7: THE GENERAL ASSEMBLY

- 7.1 The general assembly is the highest authority of SVECS.
- 7.2 BOD decisions that require general assembly approval or rejection requires 51% of attendees.
- 7.3 BOT decisions that require general assembly approval can be rejected by 2/3 of attendees only.
- 7.4 General assembly emergency and annual meetings are scheduled by coordination of BOD and BOT or when 10% of current members demand it.
- 7.5 General assembly meetings are co-chaired by BOT and BOD chairpersons or vice-chairpersons.

ARTICLE 8: AMENDMENTS

- 8.1 Any change in the by-laws require approval of 2/3 of attendees of the general assembly.
- 8.2 Unless originator of amendment proposal is convinced by other members, or BOD, or BOT, and drop it, the suggested amendment must be presented to the general assembly for adoption.
- 8.3 The BOT has custody of Current or amended SVECA by-laws. It makes sure that all parties that need to have copies have most current document.

ARTICLE 9: FISCAL YEAR

First day of the fiscal year is July 1st and end of fiscal year is June 30th.

ARTICLE 10: DISSOLUTION

- 10.1 Dissolution requires vote of 75% of all members.
- 10.2 All members have to be notified and allowed to vote including in absentia or a Delegate.
- 10.3 Those who did not vote, will be notified by BOT in writing giving them two weeks to respond. If no response, it will be considered as abstain.