

Constitution of Bangladesh Development Initiative as Adopted in 1988

ARTICLE I: NAME AND LOCATION

Section 1:

Name of the Not-for profit Organization: Bangladesh Development Initiative (BDI).

Section 2:

The location of the registered office shall be at 812 Hope Street, Pittsburgh, PA 15220, USA. Should the location need to be changed, the new location shall be at such a place as permitted by law and the Certificate of Incorporation and as determined by the Executive Committee.

ARTICLE II: AIMS AND OBJECTIVES

The Organization is formed in order to support Bangladeshi People's voluntary efforts in improving their living conditions. These basically include ensuring the availability of the following: food, health care, home, clothes and education. In particular, the aims and objectives of the Bangladesh Development Initiative (BDI) are:

Section 1:

1. To support policy research that can be fruitful in the formulation and implementation of national policies to ensure the above.
2. To support industrialization and acceleration of rural development of Bangladesh as a means to alleviating poverty.
3. To foster solidarity relationship with the people of North America so that democratic aspiration of the people get rightful support and encouragement.
4. To initiate cultural exchange so that international understanding becomes easier between the people of Bangladesh and world community.
5. To publish books, pamphlets, research dissertations to enhance the above objectives.
6. The underprivileged classes and women will be the focus of all developmental efforts.

Section 2:

- A. No part of the earnings or assets of the Organization shall be used to the benefit of or be distributable to its members, officers, or other private persons, except that the Organization shall be authorized and empowered to pay reasonable compensation for services rendered, and to make payment and distribution in the furtherance of the purpose set forth in Article II thereof.
- B. The Organization shall not carry on any activity not permitted to be carried on (a) by a corporation exempt from Federal Income Tax under Section 501 (c) (3) of the Internal Revenue Code of 1954, or the corresponding provision of any future U.S. or Internal Revenue Law, or (b) by a corporation, contributions to which are deductible under Section 170 (c) (3) of Internal Revenue Code of 1954, or the corresponding provision of any future U.S. Internal Revenue Law.
- C. The Organization may make contributions to Organizations that qualify as exempt Organization

under Section 501 (c) (3) of the Internal Revenue Law or the corresponding provision of any future laws.

ARTICLE III: MEMBERSHIP, FEES AND DUES

Section 1:

The membership of the Organization shall consist of Members and Honorable Members.

A. A Member of the Organization shall be any person who is resident in North America.

B. The Executive Committee may grant Honorary Memberships to any individual who has made significant and outstanding contributions in preserving the aims and objectives of this Organization. Honorary Members will not have the right to vote.

Section 2:

All members of the Organization must subscribe to the Constitution & By-Laws of the Organization to obtain and retain membership in the Organization. Members must have paid their dues, payable on an annual basis.

Section 3:

Only Members of the Organization who have paid their dues for the current fiscal year shall be eligible to vote in the election of the Organization.

Section 4:

The annual dues shall be in an amount as determined by the Organization in the By-Laws of the Organization.

ARTICLE IV: ADMINISTRATION AND OFFICES

Section 1:

The general management of the Organization shall be vested upon the Executive Committee.

Section 2:

The Executive Committee shall be composed of the President, Vice President, General Secretary, Treasurer and the Executive Members. All members of the Executive Committee shall be members who retain the power to vote. The Executive Committee shall be elected for a term of four (4) years.

Section 3:

Any vacancies in the office of the Secretary or Treasurer shall be filled by appointment by the Executive Committee. Vacancy caused by the President will be filled by the Vice President.

ARTICLE V: MEETINGS

Section 1:

The time and place of all meetings shall be decided by the Executive Committee. The Executive Committee shall meet at least once a year, or as often as need be to conduct business. There shall at least one meeting of the entire membership every year at a place and date designated by the Executive Committee. Notice of the time and place of all meetings, except those of the Executive Committee, shall be mailed to all members at least two months prior to such meetings. Special meetings may be called by the President or by the majority of the Executive Committee.

Section 2:

Quorum of the meetings of the Executive Committee shall be considered three members or greater. In case of a lack of quorum, the President shall have the power to designate a chairman of a subcommittee to act as member of the Executive Committee for that meeting.

Section 3:

The President shall have the right to break a tie.

ARTICLE VI: AMENDMENTS

Amendments to the constitution can be made by the general membership only. Any proposed amendments shall be submitted to the Executive Committee in writing by ten active members or by the Constitution and By-Laws Committee. Amendments of this constitution may effected by three-fourths of the active membership present at a regular meeting provided that such amendment has been mailed to all members at least three months prior to such a meeting. Amendments may also be made by mailed ballot. Ballot must be received by the Executive committee two weeks prior to regular meeting.

ARTICLE VII: COMMITTEES

All committees shall be appointed by the Executive Committee. The standing committees shall be:

- A. Membership Committee
- B. Committee of Publications and Advertisements
- C. Advisory Committee
- D. Constitution and By-Laws Committee
- E. Fund-raising Committee
- F. Any Committee deemed necessary by the Executive Committee

ARTICLE VIII: DUTIES OF EXECUTIVE COMMITTEE

Section 1: President

The President shall be the chief Executive Officer of the Organization and shall perform all duties incident to the office of the President and such other duties as may be designated by the Executive Committee. He/she shall preside at all meetings of the Organization and of the Executive Committee. He/she shall make such appointments as are required or authorized by the Constitution and by the Executive Committee. He/she may sign, with the General Secretary, or any other proper officer of the Organization, authorized by the Executive Committee, all deeds, mortgages, bonds, contracts or other instruments which the Executive Committee has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Executive Committee to some other agent of the Organization. He/she shall designate all official delegate and representatives to other groups: he/she shall appoint such special Ad-Hoc Committees as may be necessary to further the objectives of the Organization; and he/she may discontinue any such Committee in consultation with the Executive Committee, when its purpose has been served.

Section 2: Vice President

The Vice President shall perform the duties of the President in his/her absence. The Vice President shall be the President for the following term.

Section 3: General Secretary

The General Secretary shall keep the minutes of the meetings of the Organization and the Executive Committee and perform all duties assigned to him/her by the President or the Executive Committee. He/she shall perform all duties incident to the office of General Secretary.

Section 4: Treasurer

The Treasurer shall receive and be the custodian of the funds of the Organization. He/she shall present to the Executive Committee a proposed budget for the ensuing fiscal year and this budget in final form shall be approved by the Executive Committee prior to the beginning of the fiscal year. He/she shall make a complete financial report at the annual business meeting of the Organization.

ARTICLE IX: DISSOLUTION

Upon the dissolution of the Organization, the elected officials shall, after paying or making provisions for the payment of all the liabilities of the Organization, dispose of all the assets of the Organization exclusively for the purpose of the Organization, in such manner, or to such Organizations organized exclusively for charitable, cultural, or scientific purposes as shall at the time qualify as an exempt Organization or Organizations under Section 501 (c) (3) of the Internal Revenue Code of 1954 or the corresponding provision of any future U.S. Internal Revenue Law, as the elected officials decide. Any such assets not so disposed of shall be disposed of by the court of appropriate jurisdiction of the county in which the principal office of the Organization is then located, exclusively for such purposes or to such Organization or Organizations as said court shall determine to be organized and operated exclusively for such purposes.