

ETHIOPIAN COMMUNITY ORGANIZATION OF KANSAS CITY (ECOKC)

BYLAWS
June 2021



ETHIOPIAN COMMUNITY ORGANIZATION OF KANSAS CITY (ECOKC) BYLAWS

ARTICLE 1 – PREAMBLE

We Ethiopians and Ethiopian-Americans residing in Kansas City Metropolitan area:

COGNIZANT OF, the linguistic and cultural richness and diversity of our Ethiopian Community within the multicultural society of Kansas City

COGNIZANT OF, the need for an organization to represent us and provide us with a means to achieve the objectives stated below and

IN ORDER, to tackle common problems facing the community, to maintain beneficial customs of the community, to adapt to the customs, laws and life styles of the United States of America, and to be successful in our endeavors;

DESIRING, to have a strong organization that is independent from any racial, political, and religious beliefs;

NOW, THEREFORE, replacing the previous bylaws and adopt these amended bylaws of 2021.

CHAPTER I: ESTABLISHMENT

ARTICLE 2- NAME

The name of the organization shall be "Ethiopian Community Organization of Kansas City" and "ECOKC" in its abbreviated form. ECOKC shall be a non-political, non-religious and non-discriminatory organization in its services. It shall operate within the meaning of Section 501(c)(3).

ARTICLE 3 - APPLICABILITY

These bylaws shall apply to members of the organization who resides in the Kansas City Metro area and throughout the states of Missouri and Kansas.

ARTICLE 4 - PRINCIPAL OFFICE

ECOKC shall have its principal office located in the state of Missouri. The address of the organization is P.O. Box 8594, Kansas City, MO 64141. (CURRENTLY THE ORGANIZATION HAS NO PHYSICAL ADDRESS).

The organization may also have branch offices in other parts of the Kansas City metropolitan area, if needed.

ARTICLE 5 – DEFINITIONS

In this bylaw,

“**Ethiopian-American**” means a member who is Ethiopian origin and citizen of the United States of America.

“**Kansas City Metro**” means the area including Kansas City metropolitan and other parts of the States of Missouri and Kansas.

“**Member**” means member of the organization who meets qualification for membership, as

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defined in this bylaw, and fulfill his/her duties. It includes members elected to offices of the organization.

“Family” means the spouse, child, and parents who are also household members

“Organization” means Ethiopian Community Organization of Kansas City

“ECOKC” means Ethiopian Community Organization of Kansas City

ARTICLE 6 – Mission, Vision and Core Values

Mission

- To engage community members in identifying community needs and developing programs and projects designed to meet aspirations of the community
- To facilitate a seamless integration of all Ethiopians into the American society
- To increase community awareness in all matters that impacts the community
- To contribute to the social, cultural, and civic life of the Kansas City Metropolitan area
- To preserve and share Ethiopian ancient history and rich cultural heritage

Vision

A strong, vibrant, and united community of Ethiopians and Ethiopian-Americans living in the Kansas City Metropolitan area that is socially and economically empowered. A community that provides a lasting foundation for generations of Ethiopians to be successful and active members of their society while preserving their rich Ethiopian social and cultural heritages with the intent of passing it to the next generation. We envision citizens that are informed, responsible and law abiding that are the foundation of healthy community.

Core Values

Guiding us in our mission are our core values:

- Celebrating diversity in gender, age, ethnicity, religion and political viewpoint of our community members
- Operating and managing ECOKC with accountability and transparency
- Striving to serve the community with at most respect and sensitivity
- Creating a welcoming environment where members learn, grow and have enjoyable experience
- Partnering and creating stronger relationships with other organizations to realize our vision
- Choosing dialogue and discussions to solve problems

CHAPTER II: Purpose

ARTICLE 7 - OBJECTIVES AND PURPOSES

1. To bring Ethiopians and Ethiopian-Americans in the Kansas City Metro area closer and create common forums to promote their common history and tradition.
2. To promote and develop understanding, friendship and social interaction between

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Ethiopians, Americans and all other communities.

3. To provide advice and counseling to community members who are new comers to the Kansas City Metro area on how to adapt to traditions and life styles of the United States of America.
4. To advise and support the community members in times of death, sickness, accident, job loss, physical injury, etc.
5. To create a powerful community that stands for every member of the organization who accepts its bylaws irrespective of his/her religion, gender, race, age, or political opinion and affiliation.
6. To advise and train community members against crime, substance abuse, and illegal practices.
7. To preserve and pass our rich Ethiopian heritage to the next generation.
8. To prevent and cope with human rights violations and injustice community members may face.
9. To promote and strengthen participation of community members in political, economic, higher education and academic training.
10. To coordinate with other Ethiopian organizations in promoting the interest of the community abroad.
11. To organize and conduct activities aimed at fostering cultural exchange with other communities in Kansas City metropolitan area.
12. To provide a bridge that will foster economic or other types of exchange between United States of America and Ethiopia.

ARTICLE 8 – REVENUE SOURCE

To achieve its objectives and purposes, ECOKC shall have the following revenue sources:

1. Monthly/Annual membership dues
2. Grants and donations from County, State, and Federal agencies
3. Contribution and donations by individuals, businesses, or organizations.
4. Sponsorship of initiatives, activities, or programs by individuals, businesses, or organizations.
5. Fundraising activities to be planned and executed.

ARTICLE 9 – MEMBERSHIP DUES

1. Monthly membership due shall be a minimum of \$5.00 for individual member and \$10 for family.

CHAPTER III: ORGANIZATIONAL STRUCTURE

ARTICLE 10 - BOARD OF DIRECTORS

ECOKC shall have Board of Directors comprising of at least five (5) and at most eleven (11) members. Except for such powers as may be delegated by the bylaws to members, officers or committees of ECOKC; the management of the business of ECOKC shall be vested in its Board of Directors, hereinafter may referred to as the Board.

The Board shall function in accordance with the following provisions;

1. The Board of Directors shall consist of at most eleven (11) members elected at General Assembly (GA) meeting of the organization. Five (5) of the eleven (11) members elected will make up the Executive Committee. Eligible members may be co-opted by the Board.
2. The Board of Directors shall review, analyze and approve policies, procedures, project plans, program activities and services of the organization on a regular basis.
3. The Board of Directors shall ensure assets and funds of the organization are well kept and spent for appropriate purposes.
4. The Board of Directors shall ensure all functions and activities of the organization are in compliance with the bylaws and with existing State and Federal laws.
5. The Board of Directors shall review and approve the annual operating budget of the organization.
6. The Board of Directors shall review any and all leases, agreements, promises, debts, loans and contracts related to all of the organization's properties.
7. The Board of Directors shall approve expenses in excess of \$1,000.00
8. Board members shall research and submit methods to strengthen the organization and increase participation of the General Assembly.
9. The Board shall meet quarterly and as often as the business of the organization require. The President shall chair the meeting or delegate it to any of the members as he/she sees it fit. Fifty one percent (51%) or more of the members of the Board of Directors shall constitute a quorum.
10. The Board of Directors shall handle matters that are not clearly and specifically covered in the bylaws, and decisions made to address such matters shall be supported by seventy-five percent (75%) of attending board members.
11. Any member of the Board who wishes to resign from function(s) shall submit in writing to the President and/or the Secretary, his/her intention to resign at least 15 days prior to the date of resignation. The Board will consider the resignation at its next meeting. Members resign from the Board may retain membership in the organization.
12. A special meeting of the Board may be called on the instruction of any three (3) members, provided they request the Secretary in writing to call such a meeting and state the business to be brought before the Board. A meeting of the Board shall be called within ten days' notice.

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13. If a maximum of three (3) vacancies occur on the Board in between the GA meetings, whether through resignation or any other reason, they shall be filled by the Board until the next GA meeting. If more than three (3) such vacancies occur, the Board shall call an emergency GA meeting within a thirty-day (30) period and get an election run.
14. The Board shall have the authority to utilize ECOKC's funds towards the achievement of ECOKC's objectives in any manner it deems fit within the law and shall be responsible and accountable to the GA. The Board has the power to borrow funds from banks or other lenders, pay debts or sign contracts to benefit ECOKC.
15. The Board shall establish committees as deemed necessary, with such powers and duties as it shall determine from time to time. A charter for each committee should address the committee's purpose, composition, authority, roles and responsibilities, how and when meetings will be held, and how meeting minutes will be written and approved.
 - a. Standing Committee: Standing Committees are established on a permanent basis. These committees analyze issues within their areas of jurisdiction and make recommendations to the Board. A standing committee also monitors and evaluates the performance of the whole organization in relation to its responsibility. All standing committees report to the ECOKC Executive Committee.
 - b. Ad Hoc Committee: The Board may also organize special or ad hoc groups for specific purposes and limited duration. These working groups shall be made up of board members and non-board members who are suggested and approved by the Board. These groups/teams shall carry out their assigned functions, make recommendations to the Board of Directors, and disband.
16. The Board, for operational purposes, shall amend the type of committee that would be formed. Depending upon needs existing at any time, the Board shall form new committees and/or fold or merge existing ones.
17. Unless otherwise provided by the Board, meetings of a Standing Committee shall be called by the Chairperson of the committee and may be held upon 24 hours verbal or written notice given to the members prior to such a meeting. A majority of the members of any committee shall constitute a quorum.
18. The affairs of ECOKC shall be managed by the Board. The Board shall have the power to make, alter, amend and delete its rules and regulations for its own government and change its officers and fill any vacancy that may occur in the Executive Committee.
19. Any member of the Board who is absent from three (3) successive meetings of the Board or who has missed fifty one percent (51%) of the meetings of the Board in any one year without proper written justification, shall be vacated at the discretion of the Board.
20. Any Board member may be removed from office for due cause by the affirmative vote of at least seventy-five percent (75%) of the Board. Any such Board member shall be

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entitled to written notice, sent by registered mail, of the meeting at which such removal is to be voted upon and shall be entitled to appear before the Board and to be heard at the meeting. Such notice shall be sent at least five (5) days prior to such meetings.

ARTICLE 11 – OFFICERS

The officers of ECOKC shall be the President, the Vice-President, the Secretary, the Treasurer, the Public Relations Officer of ECOKC and such other officers as the Board may appoint. The Board shall appoint these officers from among its members. Such appointment shall be communicated to the members of ECOKC by written notice no later than 30 days after election of the board.

PRESIDENT

The president with prior decision of the Board of Directors, shall have the power or authority to enter into agreements or sign contracts in the name of the organization. S/he shall be accountable for the Board. Detail functions and responsibilities include:

1. The President shall, if present, call and preside at all meetings of the General Assembly, the Executive Committee and the Board of Directors. S/he shall sign all instruments that require her/his signature and shall have the power and perform the duties usually vested in the office of the President and shall have such other powers and duties as may from time to time be assigned to her/him by the Board.
2. The President shall appoint chairpersons for committees and sub-committees as may be required or as s/he may find necessary. The President shall advise the Board about the establishment of such committees and shall seek the Board's approval on the nomination of the chairpersons.
3. Unless otherwise specified by the Board, the President shall have full power and authority on behalf of the organization to vote in person or by proxy at any meeting of the stakeholders of any corporation, organization or institution in which ECOKC may have interest and/or is represented.
4. The President shall appoint individuals to work as members of an ad hoc committee or a special task force group that will initiate new program inputs and initiatives. Individuals identified to work on the committee or task force should have the necessary skills and contacts. The President shall advise the Board about the formation of such committee meeting.
5. The President shall ensure Board members are fulfilling their duties in compliance with the bylaws.
6. The President shall encourage the Executive Committee and the Board members to fulfill their duties effectively and in a diligent manner.
7. The President shall promote discussion and understanding between members of Board of Directors.
8. The President shall ensure assets and funds of the organization are well maintained; takes urgent corrective action to address wasteful and improper activities.

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9. The President shall write letters to accounting and finance committee to release funds for operational expenses and related association activities upon approvals by the Board.
10. The President shall prepare internal procedures on member disciplinary action and implement it upon approvals by the majority of the Board.
11. The President shall carry out other duties assigned by the Board.

VICE-PRESIDENT

The Vice-President shall be vested with all powers and shall perform all the duties of the president in her/his absence.

1. The Vice-President shall execute duties assigned to him/her by the President
2. The Vice-President shall carry out other duties as needed.

SECRETARY

The Secretary shall issue or cause to be issued notices for all meetings of the GA and the Board, have charge of the Minute of the organization, sign with the President and other signing officers of the organization such instruments as require his signature and shall perform such other duties as the term of her/his engagement call for or the Board may from time to time properly require of her/him. Detail functions and responsibilities include:

1. The Secretary shall attend all meetings of the General Assembly, Executive Committee and the Board of Directors and record all such proceedings.
2. The Secretary shall collect and record all minutes of the Standing Committees.
3. The Secretary shall announce, with instruction from the President, meetings of the General Assembly, Executive Committee and the Board of Directors as well as special meetings.
4. The Secretary shall receive outgoing and incoming letters; distribute to concerned bodies.
5. The Secretary shall follow up and provide report to the president on execution of projects of committees in set time table and within allocated budget.
6. The Secretary shall maintain official register of members of the organization
7. The Secretary shall carry out other duties as needed.

TREASURER

The Treasurer shall perform the duties relating to all financial matters of the organization and shall have custody of accounts of all its business transactions and properties. The Treasurer shall provide adequate and correct reports on the financial situation of the organization to the board on a quarterly basis or upon its request. Detail functions and responsibilities include:

1. The Treasurer shall receive all monies and valuable paid to the organization and shall be responsible for the deposit of the same to ECOKC's account.
2. It shall be the duty of the Treasurer to verify the accuracy of all bills submitted to her/him and to determine whether such bills arose from work or services properly

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authorized by the Board or a delegated officer thereof. After having satisfied herself/himself of the accuracy of the bill, receipt of the service or item purchased, the treasurer shall make the payment within a reasonable time.

3. The Treasurer shall properly account for the funds of the organization and shall ensure that the accounting books and records are properly kept. S/he shall present a full account of receipts and disbursement to the Board at least quarterly and shall, through the Board submit to the General Assembly financial statement duly audited by Audit & Supervision Committee elected by the General Assembly.
4. The Treasurer shall serve as the chairperson of the Accounting and Finance Committee.
5. The Treasurer shall ensure every member pays the monthly/annual dues.
6. The Treasurer shall deposit all funds received within Five (5) working days.
7. The Treasurer shall prepare and submit monthly income and expense statements to the Executive Committee.
8. The Treasurer shall ensure organization's account is readily available for audit within reasonable time.
9. The Treasurer shall issue sequentially numbered receipts with official seal for money received.
10. The Treasurer shall carry out other duties as needed.

PUBLIC RELATIONS OFFICER

The Public Relations Officer shall be responsible for the promotion of the purposes and objectives of the organization. S/he shall prepare documents on activities of the organization for publication through mass media, flyers, radio, and internet media upon approval by the Board. Detail function and responsibilities include:

1. The Public Relations Officer shall promote the works and activities of the organization in a manner that will serve to attract more members
2. The Public Relations Officer shall establish engagement tools such as a monthly newsletter and a recognition program that can provide value to the organization members and/or donors.
3. The Public Relations Officer shall publish and distribute information upon approval by the Board to the members of the organization and/or the general public.
4. The Public Relations Officer shall publicize and disseminate the aims and objectives of the organization.
5. The Public Relations Officer shall serve as the chairperson of the Public Relations Committee.
6. The Public Relations Officer shall arrange a mechanism by which principal activities of committees are documented and released to the public
7. The Public Relations Officer shall ensure all written and electronic interviews are pre-

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approved by the Board of Directors for publication.

8. The Public Relations Officer shall carry out other duties as needed

ARTICLE 12 – EXECUTIVE COMMITTEE

The Executive Committee shall consist of the President, Vice President, Secretary, Treasurer and Public Relation Officer of ECOKC and shall be the legal representative of the organization. The Executive Committee shall be responsible for all matters concerning the day-to-day operations of the organization except those matters specifically reserved for the Board of Directors. The president shall call and preside at all meetings of the Executive Committee. Three (3) members of the team shall constitute a quorum at any meeting. The Executive Committee shall have the following functions and responsibilities:

1. Executes the day-to-day operations of the organization.
2. Keeps and maintains registration of its members.
3. Represents the organization regarding external relations and negotiates with others.
4. Outlines plans that strengthen the organization and submits to the Board of Directors; implements upon approval.
5. Prepares and submits written operational report for Board of Directors review twice a year.
6. Ensures members of the organization are receiving appropriate services in accordance with the bylaws; follow up to ensure that members are fulfilling their assigned duties.
7. Prepares organization's annual budget and action plan and submits for the Board of Directors; implements upon approval.
8. Hires and manages temporary and permanent employees.
9. Outlines and submits various activities designed to raise funds and materials needed to implement plans of the organization for the Board of Directors review; execute upon approval.
10. Ensures assets, finance, and documents of the organization are maintained carefully.
11. It shall hold regular meeting at least every month and evaluate operations of committees and gives directives.
12. May approve expenses up to \$1,000.00.

ARTICLE 13 – ELECTION OF BOARD OF DIRECTORS

1. Procedure and requirements for Board of Directors election
 - a. The board shall call the General Assembly at least four (4) weeks prior to an election date.
 - b. The board shall form a seven (7) member election committee (Ad-Hoc) composed of three (3) advisory councils and four (4) members.

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- c. The board shall schedule the date of election and positions open for election
 - d. The board shall aid the election process as needed.
 - e. The election committee shall solicit nomination from the community for able and willing candidates to serve.
 - f. After carefully reviewing possible candidates, the election committee shall provide list of candidates to the board to be announced to the General assembly.
 - g. The election committee shall determine the vote casting process.
2. The Board of Directors shall consist at most of eleven (11) members.
3. The term of elected members to the Board shall be four (4) years.
4. The term of Officers (Executive Committee) elected by the Board of Directors shall be two (2) years.
5. Five (5) members of the Board shall be designated to serve for the first two years. Thereafter, the GA shall elect five (5) or six (6) members alternately every two years.
6. Board members as well as officers may be re-elected for one more term when their current term expires.
7. Members with at least two years standing shall be eligible for nomination to the Board. Every member of ECOKC shall have one vote for each vacancy on the Board at the annual GA meeting.
8. Pending the approval of the upcoming General Assembly meeting, any appointed member shall finish the term of office of the individual he/she replaces.
9. There shall be a three-month transition period from the day of election before the term of the incoming board starts. During the transition period the outgoing board will continue to serve and will have the powers vested in the bylaws.
10. To avoid special elections, candidates for Board of Directors who did not receive enough votes during election to join the board may be retained for a term of less than two years (until the next election) as a potential replacement of board members who may leave their positions before completing their terms of services. The replacement will be based on their ranking in the election result.
11. Qualification: Board Members shall be nominated based on the following qualifications to serve the organization:
 - a. An individual with a belief to promote and serve within the bylaws herein.
 - b. A personal quality of a commitment to serve without any bias based on gender, race, religion, or ethnic origin.
 - c. An affirmation in the stated purposes of the organization.
 - d. A personal quality of being able to provide services that can support and promote the objectives of the organization.

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- e. An individual that is free of felony.
- f. An individual that has resided in the state of Kansas and/or Missouri for a minimum of two years.
- g. An individual that has been an active participating member for a minimum of two years.

ARTICLE 14 – ADVISORY COUNCIL

The advisory Council consisting of nine (9) members shall be formed as follows:

1. The board of Directors shall appoint nine (9) advisors from diverse backgrounds to serve a three (3) year term.
2. The council is convened by the Board of Directors to give advice and support on matters of critical importance impacting the organization.
3. The Board of Directors shall also delegate a subset of the council (2-3 members) as Governance Committee with the authority to address transparency, independence, accountability, and management oversight.
4. Both the Advisory Council and Governance Committee shall be governed by a charter that the council will draft and subsequently get approved by the Board of Directors.

ARTICLE 15 – AUDIT & SUPERVISION COMMITTEE

The General Assembly (GA), at its annual meeting, shall appoint an Audit & Supervision Committee of three (3) members for a two-year term. The committee shall be composed of members who are professionals in finance, business and management. As the transactions of ECOKC grow, the GA may approve the hiring of an external auditor. The committee shall have the following functions and responsibilities:

1. It shall check the books and records of ECOKC and report to the GA its findings at least once a year.
2. It may check ECOKC records during the year when it deems necessary to check compliance to bylaws provisions and standard accounting practices.
3. It shall prepare the procedures of book-keeping and accounting for the organization and get it approved by the Board. Distribute the procedures to various departments.
4. It shall prepare audit reports on activities of the Accounting and Finance Committee every six months and other time as may be found necessary.
5. At any time as may be necessary, it may conduct an audit on financial and/or operational matters and submit a report to the Board or the General Assembly.
6. It shall prepare transition documents to facilitate a smooth hand-over.
7. It shall confirm plans and projects are completed within the allocated budget and timetable.
8. It shall be accountable to the General Assembly.

ARTICLE 16 - CONFLICT OF INTEREST

1. It is in the best interest of the Organization to be aware of and properly manage all conflict of interest and appearances of conflict of interest, as described below:
 - a. An officer, employee or volunteer, including a Board member, (or family member of any of the foregoing) is a party to a contract, or involved in a transaction with ECOKC for goods and services.
 - b. An officer, employee or volunteer, (or family member of any of the foregoing) has a material financial interest in a transaction between ECOKC and an entity in which the officer, employee or volunteer, or a family member of the foregoing, is an officer, agent, partner, associate, trustee, representative, receiver, guardian, or custodian.
 - c. An officer, employee or volunteer (or family member of any of the foregoing) is engaged in some capacity or has a material financial interest in business or enterprise that competes with ECOKC.
 - d. Gifts, gratuities, entertainment or other favors from individuals or entities can result in conflict of interest when the gift/entertainment/ favor was intended to duly influence the duties and responsibilities of the officer, employee or volunteer. This does not preclude acceptance of gifts of nominal or insignificant value which are not related to any transaction or activity of ECOKC.
 - e. Any other situation that may create the appearance of a conflict, in connection with a person who has influence over the activities or finances of the organization.
2. All circumstances of conflict of interest should be disclosed to the Board and decision made as to what course of action ECOKC or the individuals should take so that the best of the Organization is not compromised.
3. Confidentiality: Each officer, employee or volunteer shall exercise care not to disclose confidential information acquired in connection with disclosure of conflict of interest or potential such conflicts may adversely affect the interest of the organization. Furthermore; officers, employees and volunteers shall not disclose or use information relating to the business of ECOKC for their personal benefit or the benefit of family member(s).
4. The Board may develop internal policy and guidelines to manage conflict of interest as outlined above.
5. In the selection or hiring process of salaried officers or employees, the Board of Directors shall observe the "conflict of interest" provisions:
6. The Board of Directors who are vested with the power of authority to select or hire salaried officers or employees shall not select or hire any candidate(s) who is (are) their immediate family member(s) unless such candidate(s) is (are) the most

qualified candidate(s).

7. Elected Board of Directors should avoid business with the organization. If an elected Board of Director has a financial interest in an item under consideration, the Director must identify the interest. In that case, The Director will be excluded from voting on that particular issue.
8. Should a grantor organization of which ECOKC enters into agreement or signs contract with, have more restrictive policies, their restriction shall be controlling.

CHAPTER IV: MEMBERSHIP

ARTICLE 17 – MEMBERSHIP

1. Membership shall be open to any person who agrees to abide by the basic principles of the organization and these bylaws and promises to actively support the aims and objectives of the organization as set out in this document.
2. Active Members are persons of families who have made application for active membership to the organization and paid the prescribed dues, and whose applications have been verified by the Board. Family membership will consist of two members, the applicant and spouse, and minor children.
3. Associate Members are those who support the objectives of the organization and provide financial and/or other support. Associate members cannot vote or be nominated for an office but may attend any GA meeting and are entitled to participate in other activities of the organization. The Board of Directors shall rectify the application of Associate members.
4. Honorary Members are individuals who have rendered valuable services to the organization. The Board shall identify such individuals and present their name to the GA meeting for approval. Honorary Members are exempted from paying any membership fee. Honorary Members, like Associate members, cannot vote or be nominated for an office but may attend the GA meeting and are entitled to participate in other activities of the organization.
5. Any member may withdraw from the organization at any time, without prejudice.
6. The failure to pay membership fees when due, may result in loss of good standing in the organization. Membership dues shall be determined by the Board and may be reviewed by the GA. All membership fees and contribution in kind are non-refundable.
7. The Board can recommend the expulsion of any member from the organization for a well-founded reason. Any such member shall have the right to attend and defend the GA meeting discussing his/her expulsion.

ARTICLE 18 – QUALIFICATION OF MEMBERSHIP

To be a member, an individual shall meet the following criteria:

1. Be Ethiopian origin.
2. Complete membership application form and give informed consent to be bound by the

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bylaws of the organization.

3. Pay monthly/annual membership dues
4. Be older than 18 years of age

ARTICLE 19 – RIGHTS OF MEMBERS

1. Equal access to services of the organization according to the bylaws
2. Unlimited right to express opinions at meetings
3. Rights to elect and be elected for office according to the bylaws
4. Right to have monthly/annual membership dues waived if unable to pay because of job loss, sickness, accident, etc.

ARTICLE 20 – DUTIES OF MEMBERS

1. To be present at meetings
2. To comply with the bylaws
3. To pay annual dues
4. To conserve and efficiently use assets and services of the organization

ARTICLE 21 – CANCELLATION FROM MEMBERSHIP

1. The Board of Directors will terminate members who have failed to comply with the bylaws and the stated purposes of the organization. Termination of membership shall be decided by at least two-thirds of the Board members present at the meeting.
2. A member shall be expelled from membership upon proof that s/he imposed his or her political, religious, racial, and related opinions on other members.

CHAPTER V: MEETINGS

ARTICLE 22 – GENERAL ASSEMBLY (GA) MEETING

1. The Board shall call and hold at least two GA meetings within a year. The first shall take place no later than six (6) months after the election of the Board of Directors. All members of the community may attend the GA meeting, but only those registered and in good standing six (6) weeks prior to such meetings shall be eligible to cast votes. For such meetings, fifty one percent (51%) or more of the members in good standing shall constitute quorum.
2. The GA shall have the power to elect the Board of Directors and remove such Board or its officers with just cause.
3. Except as provided in the preceding sub-sections, individual members of the organization shall have no right, power or authority to act for or on behalf of the organization.
4. The approval of the GA shall be required:

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- a. To amend this bylaw or any part thereof
- b. To provide for merger into or with another corporation, association or organization.
- c. To provide for the voluntary dissolution of ECOKC or
- d. For the sale, long term lease or exchange of Real Property of ECOKC

ARTICLE 23 - SPECIAL MEETINGS

In cases of necessity, the President or 1/3 of the members of the Board of Directors may initiate a call for a special meeting through the President.

CHAPTER VI: FINANCIAL REGULATIONS

ARTICLE 24 - BOOK OF ACCOUNT

1. The corporation shall keep accounts of its receipts, expenditures and properties.
2. The President may decide on monthly operational expenses not to exceed five hundred (500) dollars. Other expenditures exceeding five hundred (500) dollars shall have the approval of the Board of Directors. The Board may decide to increase this amount as and when necessary.
3. In the case of emergency expenses, the President along with the Secretary and the Treasurer may release an amount.

ARTICLE 25 - CHECK AND NOTES

Checks, drafts or promissory notes shall have at least two signatures. They shall be signed by the Treasurer and countersigned by the president. In the absence of either of the above, the Secretary has the right to replace either one. The Board can change signatories as and when necessary. The authorization shall be made in writing.

ARTICLE 26 - INSPECTION RIGHTS

Any member of the Board of Directors shall have the right to inspect the books of account or other financial records of the corporation at reasonable times. Request should be made in writing.

CHAPTER VII: MISCELENOUS PROVISIONS

ARTICLE 27 – INDEMNIFICATION

1. In the absence of fraud, gross negligence and bad faith, ECOKC Board members, Officers and members of ECOKC and each one of them, shall not be personally liable for any costs, debts, obligations or liabilities of the Ethiopian Community Organization of Kansas City. Each Board member and officers of the organization shall be entitled for indemnification from the organization against all costs, claims, liabilities, fines or penalties imposed upon or asserted against him/her by reason of his/her being or having been Board member or Officer, provided however, that no such exoneration or

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indemnification shall extend to any case in which any liability, fine, or penalty is imposed upon him/her by reason of the final judgment of a court of competent jurisdiction adjudging him/her guilty of gross negligence, bad faith, willful and fraudulent misconduct or any criminal offense.

2. The Organization shall operate without financial gain for its members. Any income/return or other accretion to the organization shall be used to promote its objectives.
3. The Officers and other elected or appointed members shall serve without remuneration and shall not receive directly or indirectly any compensation from their positions as directors or officers or members but may be paid reasonable amount to reimburse for expenses incurred by them in the performance of their duties.

ARTICLE 28 – AMENDMENT OF BYLAWS

1. The previous Bylaws of ECOKC is amended and is hereby replaced by these bylaws of 2019. Therefore, all the terms, agreements, provisions, rights and obligations specified herein govern all the affairs of ECOKC.
2. This bylaw may be amended and replaced as needed. Any amendment of the bylaws shall be decided by at least two-thirds (2/3) of all members of the Board.
3. Proposed amendments to these bylaws shall be submitted in writing to the Secretary over the signature of not less than three (3) members of ECOKC. The Board shall consider the proposed amendments and make its recommendation to the GA. All such proposed amendments shall be circulated among membership at least 14 days prior to the GA meeting.
4. Modifications in the form of amendments to the amendments may be presented from the floor.
5. Amendment, alterations, deletions, additions and rejection of these bylaws is not accepted without the voting approval of two-thirds (2/3) of the GA.

ARTICLE 29 – DISSOLUTION

1. ECOKC may be dissolved only when ALL the following conditions are met:
2. Unanimous decision of Board of Directors in favor of dissolution.
3. Seventy five percent (75%) of the GA in favor of dissolution.
4. Upon dissolution of ECOKC, no member of the Board shall have rights to earn or receive any profit or property of the organization.
5. All members shall agree, whether voluntarily or involuntarily, that after all debts and liabilities are satisfied, the Board of Directors distribute the remaining assets to humanitarian organization or association which carry on their work solely in the state of Missouri or Kansas.

ARTICLE 30 – FISCAL YEAR

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1. The fiscal and operational year of ECOKC shall begin on the first day of January and end on the last day of December each year.
2. The books, accounts and records of ECOKC shall be audited by the Audit & Supervision Committee as provided under Article 19. The audited financial statement shall be submitted to the GA as part of the annual report of the Board of Directors.

ARTICLE 31 – LANGUAGE CLAUSE

There are two versions of these bylaws (English and Amharic). Both versions being deemed authentic; for legal purposes, the English version is to be given priority of interpretation.

ARTICLE 32 – ADOPTION BY THE BOARD OF DIRECTORS

We, members of the Board of Directors of the Ethiopian Community Organization of Kansas City, consent to, and hereby do, adopt the bylaws of the organization.

CERTIFICATE

I, Secretary of the Ethiopian Community Organization of Kansas City, certify that the foregoing is a true and correct copy of the bylaws and that the Board of Directors duly adopted them on the date set forth herein.

X

Zekarias A. Felege
ECOKC Secretary