

# BINAM ARIZONA ASSOCIATION (BAZ) CONSTITUTION

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## Revision history

Version	Date	Description
1.0	August 10 <sup>th</sup> , 2013	Initial release and adoption
1.1	October 08 <sup>th</sup> , 2016	Amendment updates
1.2	October 13 <sup>th</sup> , 2018	Amendment updates
1.3	May 14 <sup>th</sup> , 2022	Amendment updates
1.4	September 09 <sup>th</sup> , 2023	Amendment updates

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## Constitution of BINAM ARIZONA ASSOCIATION (BAZ)

### ARTICLE 1: NAME & PURPOSE

#### Section 1: Name:

The name of the association is BINAM ARIZONA (BAZ)

#### Section 2: Purpose:

BAZ is a cultural and development association that aims at bringing Bamilékés living in Arizona together, and at engaging in activities and projects with the purpose of raising awareness of the Bamiléké culture in the United States. BAZ is a community and cultural based organization that shall have purposes including but not limited to the following:

- 2.1 Educate and promote the Bamiléké culture in Arizona (USA).
- 2.2 Promote unity amongst the Cameroonian Bamiléké community in Arizona through regular social gatherings and activities.
- 2.3 Provide assistance to members who are experiencing hardship situations such as loss of loved ones.
- 2.4 The association will enroll in a program that will assist with the repatriation of deceased member's remains or those of relatives as stated in these articles. Members must be in good standing to benefit from this service.

### ARTICLE 2: MEMBERSHIP AND DUES

#### Section 1: Membership

##### 1.1. Eligibility:

Membership to BAZ is exclusive to any person having at least one Bamiléké parent or spouse. To become a member, any person shall be required to fill an application and submit to the Constitution Committee for purpose of ensuring eligibility criteria are satisfied. A person fulfilling the exclusivity criteria shall pay a nominal registration fee..

1.a The first half shall be paid on the day of registration

1.b The second half shall be paid within two (02) months following the registration

1.b.1 If conditions listed in 1.a & 1.b are not fulfilled, the prospective member shall lose his/her membership and the money shall be forfeited

There shall be a waiting period of (02) months during which, new members shall not be eligible for any benefits from BAZ.

##### 1.2. Duration of membership:

Membership expires on December 31 of each calendar year and shall be renewed by paying the annual registration fees no later than March 15 of the following calendar year for all existing members as of January-1<sup>st</sup> of said year.

Members must attend meetings regularly. Spouse and siblings of members must register individually in order to become members. Members must pay their dues as required by the association.

1.3. Types of membership/benefits:

1.3.1 **Individual** – Each member shall pay a yearly membership fee of \$50.

1.3.2 **Siblings** – Each membership is individual and in the case of death of parents, the help is individual

1.3.3 **Married couples** – Membership is individual, (i.e.: Membership is \$100 per married couple). In case of a child's death, two payouts will be made to a married couple. In the same light, in the case of another member losing a child, married couples pay two contributions. There is no limit on number of children.

1.3.4 **Students** – Shall pay membership fee of \$50. Tontine is optional for students but, participation in the general bank is mandatory.

1.4. Guests:

Any person attending a general meeting for the first time shall be referred to as a guest. A person shall not be a guest after attending two (02) regular monthly meetings sessions without becoming a member. This applies only to Bamilékés residing in AZ but not yet registered with BAZ.

1.5. Membership categories:

1. All Bamilékés, who register with BAZ automatically becomes lifetime members of the association and are assigned a unique ID based on their date of registration.
2. Passive members: Members, who do not renew their memberships are considered passive members and shall not enjoy the benefits provided by BAZ.

**Section 2: Membership Dues**

Section 2.1: Registration Fee

There will be an annual registration fee of \$50. This money will be used to run the association and to cover other supplemental expenses.

Section 2.2: Trouble (Emergency) Fund

- 2.2.1 Each member of the association shall pay a trouble fund of \$100 within the first three (03) months of membership.
- 2.2.2 Each time a payout is made from the trouble fund, members shall be given a period of three (03) months to replenish the trouble fund account. Any person who does not replenish his/her trouble fund within the said time period shall lose his/her membership to the group. All trouble fund amounts already contributed to The Association by such a member shall be forfeited to the Association.
- 2.2.3 If the amount of trouble fund is insufficient at the moment of payment of a benefit to a member, each member shall be given an immediate levy. The amount of this levy shall be determined by the amount of money in the individual's trouble fund account at that time.
- 2.2.4 Only registered members who are up-to-date with their trouble fund contributions shall benefit from it. Fund from the trouble fund shall be disbursed immediately after the event occurs so as to assist the member adequately.

Subpart 2.2.1: **The trouble fund shall be replenished as follows:**

2.2.1.1 In the event of death afflicting a registered member, a member's child or, a member's parent, BAZ shall give a lumped sum of \$2,000 from the trouble fund to assist the bereaved party. In cases involving a family of two or more registered members suffering the loss of a qualified loved one, this distribution will be done individually. The only exception shall be in the case of death of the child of a registered couple. In the latter case, only one disbursement shall be made to the bereaved couple. Spouses residing outside of Arizona are also covered.

Each member shall designate a beneficiary in the event of death to that member. BAZ strongly encourages all members to enroll with SAGI.

2.2.1.2 In case of serious illness of a registered member (i.e. Hospitalization lasting at least 3-days), the afflicted member shall be given a lumped sum of \$500 from the trouble fund account. Members shall then be given a Levy to replenish the trouble fund. The amount of this levy shall be determined by the number of registered members at the time of illness in question.

Members may benefit from this only once per calendar year. Pregnancy related hospital confinement shall not constitute hospitalization. Each member shall designate a beneficiary in the event of death to that member.

### Section 2.3: Joyful Events

Communications for all joyful or special occasions such as Birth, Wedding, Graduations, house-warming, etc. will be made to the group via email and recorded in the "**Events notebook**". In the specific cases of New Birth and Marriages, the Association shall present a gift of an amount not exceeding \$100 to the new parents or new couples (who must be in good standing with their membership).

### Section 2.4: "Tontine" and General Bank

- 2.4.1 There are two mandatory tontines: The general tontine and the general bank fund. Mandatory for ALL.
- 2.4.2 Every member of BAZ shall have at least a share in the Tontine and at least a share in the Bank.
- 2.4.3 Any tontine participant shall be an active member of BAZ at the time of registration to the tontine.
- 2.4.4 The tontine shall be conducted as a standing item on the agenda. Time slot will be determined by Executive members.
- 2.4.5 A late fee of \$10 shall be assessed to any member who fails to contribute to the Tontine during the pre-determined time slot.
- 2.4.6 A minimum contribution of \$25 is necessary to open a General Bank account. Although encouraged, regular contribution in the General Bank is not mandatory.
- 2.4.7 Members can subscribe for Tontine for as many shares as desired at the beginning of each cycle. The full cycle of the Tontine shall be 1-year.
- 2.4.8 This form of tontine yields one or more beneficiaries every meeting session. The cycle starts at the beginning of the year and shall end at the December meeting of the same year.

2.4.9 Contribution shall be in form of CASH or approved types of electronic payments such as Zelle (i.e. no check, money order, credit cards, etc.)

2.4.10 Any late fees collected from the tontine shall be put into the Association general fund.

Section 2.5: Fines

2.5.1 A member who is not physically present during a special gathering to comfort/assist a bereaved member will have to explain him/herself in front of the general assembly during a regularly scheduled meeting.

2.5.2 There'll be no monetary penalty in cases mentioned in 2.5.1 for the aim of this association is to develop a community with sense of brotherhood and not punishment.

### **ARTICLE 3: EXECUTIVE BOARD**

#### **Section 1: Power and Duty**

The property and affairs of the association shall be under the direction of its Executive Board. The Board is responsible for overall policy and direction of the Association and delegates responsibilities for day-to-day operations to committees heads appointed by the executive or the general assembly. The Board may establish, as needed, offices and programs to accomplish the association's stated purposes.

#### **Section 2: Structure**

The structure of the association shall consist of an executive office, a council of elders and the members' base.

Section 2.1: The Executive office

2.1.1 Composition of the executive:

- The executive body is made of three (3) members sharing responsibilities as follow: The Family-head also known as President, his/her first assistant also known as the Treasurer in charge of all financial matters and the second assistant also known as the Secretary in charge of all executive communications.

2.1.2 Executive mandate:

- Individual mandate shall apply to each member of the executive board. Only one position that of the secretary will be filled annually by general assembly vote. The secretary mandate will effectively extend over a 3-years period. During the first year, the elected candidate will serve the role of secretary. During the second year, s/he shall serve the role of treasurer and during the third year, s/he will serve role of president (also known as family head).
- There is no limit on number of terms a member can serve as member of the executive.

2.1.3 Shuffling of the Executives:

- The shuffling of the executive will be done to ensure continuity and leadership development of future leaders within the community.

- At end of year, the exiting family-head shall be recognized and thanked for his/her service to the organization and shall be succeeded by his/her first assistant also known as treasurer. Simultaneously, the second assistant to the exiting head of family shall be promoted to treasurer. The association at that moment shall have to elect a new secretary in charge of communications.
- In event of resignations, death or relocation outside of AZ in the executive office, the association should move to immediately fill in the position of Secretary. The remaining executive members would then move up as needed following the aforementioned succession plan.

#### 2.1.4 Executive functions:

- To ensure the ability of any executive board member to effectively represent the organization anytime
- Agenda should be reviewed and approved by all executive members prior to general assembly meetings.
- All executive decisions should require at least two-third approval votes from all three members in the executive
- In case of short vacations within the executive office, all executive decisions shall require consultation with the general assembly.
- The family-head is ultimately responsible to conduct meetings or other gatherings of the association or to delegate such role to any member in good standing with the association.

#### Section 2.2: Council of Elders:

Holds no power but rather, an honorary designation with open terms at the discretion of Executive board

- Serves as advisors to the Executives and provides guidance
- Helps resolve complex issues or disputes within the Association
- Inaugurate the Executives at beginning of their terms and recognizes outgoing Executives
- Defining criteria of BAZ Council of elders include a combination of the following:
  - a) Good understanding and desire to promote Bamilékés' culture
  - b) In-depth knowledge of BAZ constitution and values
  - c) Prior service as member of the Executive board
  - d) Respected seniors within the community
  - e) Needs in to good standing with the membership dues and obligations

Section 2.3: Members' base:

- Makes up BAZ General Assembly
- Helps define the strategy and roadmap for the Association
- Members actively serves on one (1) or more committees
- Host monthly meetings and/or community events

**Section 3: Quorum**

For purposes of meetings and actions of the executive, a majority of two-thirds of the board and a minimum of five registered members shall constitute a quorum. If less than majority of the executives are present at a meeting, the meeting will be adjourned. Any decision made during a regular general assembly meeting is only binding if the quorum is met. Any constitutional amendment shall require more than 66.7% (i.e. 2/3) of registered members physically present in the house where the vote is held to vote in favor of the amendment.

**Section 4: Elections**

All 3 executive bureau positions shall be elected from a slate of nominees presented for each position at a general assembly meeting for a mandate of 2 years. The elections structure will be as follows: every 2 years, in September will be held the presentation of candidates, in October will be held the Electoral Campaigns, and in November will be held the actual elections where the assembly will vote for each position.

**Section 5: Resignation**

Any executive member may resign from the Board at any time by giving written notice to the President or Secretary of the Board. Such resignation shall take effect at the time therein and, unless otherwise specified. Resignation will be conditional upon returning all documents and/or properties belonging to the association.

**Section 6: Removal of an Executive**

An executive board member may be removed by a two-thirds majority vote of the general assembly BUT only if this has been included in the preliminary agenda published prior to the meeting. Removal of an executive board member shall be done in situations when such removal would best serve the interest of the association. Violations that shall result in removal of an executive include:

- 6.1 Deliberate disregard for the organization
- 6.2 Failure to uphold the constitution
- 6.3 Failure to attend meetings or to deliberate in good faith
- 6.4 Embezzlement or mismanagement of BAZ funds

**Section 7: Vacancies**

The board shall have the power to fill vacancies on the board for the remainder of a term by the affirmative vote of the majority of registered members.

Subpart 7.1: An Executive position shall be considered vacant if the elected officer absents from three (3) consecutive general monthly meetings. Under such circumstances, the following process shall be applied:

7.1.1: President

In event of vacancy in the position of President, the Treasurer shall be immediately promoted to the position of President in order to fill the vacancy. Simultaneously, the Secretary shall be promoted to position of Treasurer and, a new Secretary shall be elected by majority vote decision during the next general monthly meeting.

**7.1.2: Treasurer**

In event of vacancy in the position of Treasurer, the Secretary shall be promoted to Treasurer and, a new Secretary shall be elected by majority vote decision during the next general monthly meeting.

**7.1.3: Secretary**

In event of vacancy in the position of Secretary, a new Secretary shall be elected by majority vote decision during the next general monthly meeting.

**Section 8: Compensation**

No member of the board shall be compensated for board service unless they are traveling on business related to the association and incur personal expenses that can be reimbursed.

**ARTICLE 4: MEETINGS**

**Section 1: Regular Meetings**

The association members shall meet once a month on the second Saturday of the month. Meetings shall be hosted by individual members in a rotary sequence which shall be determined by random draw at the beginning of each year. Meetings shall officially begin at 6pm. All official business and deliberations shall end by 9:00pm.

**Section 2: End of Year Meeting**

There shall one (1) end-of-year meeting organized on a pre-agreed date in December. The main purpose of this event shall be to celebrate milestone achieved during the year and to make proposals for the next year. Members may be requested to make additional financial contributions toward this meeting if need arise. This amount shall be determined by the quorum during a regular meeting. Date and Venue for this meeting shall be communicated via group email at least 30-days before such meeting.

**Section 3: Teleconference Participation and Vote**

Board members are expected to attend board meeting on a consistent and regular basis. Continued absence without a satisfactory reason may result in removal from the board. Members may participate and vote by teleconference if necessary.

**Section 4: Voting**

At all general meetings, each registered member shall be entitled to have one (1) vote. Proxy voting is not permitted.

**ARTICLE 5: OFFICERS**

**Section 1: Office and Term**



The officers of the association shall be a President, Secretary and Treasurer. Officers shall hold office until their successors are duly qualified and nominated or until his or her death, resignation or removal in the manner stated within these articles.

## **Section 2: Responsibilities and Duties**

### **2.1 President**

The president shall have general supervision of the affairs and business of the association subject to the control and direction of the board. S/he shall preside at all meetings of the board and executive committee or arrange for other members of the Executive Committee to preside at each meeting. S/he shall appoint such special committees, not provided for in the bylaws, as s/he deems necessary and/or such special committees, as the board requires. The president shall be familiar with the programs, policies, and financial matters of the association and shall coordinate the work of the various committees to meet the association's objectives. S/he shall be in charge of overall relations with all other agencies and foundations, sign approved warrants, drafts, and contracts; and act for the board in emergencies if actions must be taken before the board can meet. Such actions are subject to ratification at the next board meeting.

### **2.2 Secretary**

The secretary shall take the minutes of the annual meeting, regular meetings, and the executive committee meetings, and be responsible for their distribution to members; prepare and distribute the list of officers and board members with their addresses and telephone numbers and the list of standing committees to the board following the annual meeting; prepare all of the correspondence of the board, including letters of welcome to new members, general information about the association and board membership, letters of thanks to retiring board members, and responses to resignations. The secretary shall maintain a file of all appropriate correspondence and documents and shall appoint a secretary pro-tem in his or her absence.

### **2.3 Treasurer**

The treasurer shall have general responsibility for the supervision of association operating funds, bank account(s). The treasurer and the president or the secretary shall have the authority to sign all checks, and withdraw funds from the association bank accounts. Board approval shall be required for amounts over \$100. The treasurer shall prepare and present a balance sheet during each meeting. The treasurer shall provide for an audit report to the general assembly at the end of each quarter. This report shall be aligned with the audit committee prior to presentation.

### **2.4 Chief Whip**

This shall be a variable position. The executive shall designate a Chief Whip at the start of all general assembly meetings. The role of the Chief Whip shall be to assist the executive by maintaining order during meetings.

## **ARTICLE 6: COMMITTEES**

### **Section 1: Standing Committees**

There shall be standing committees as set forth hereinafter and such others as determined by the general assembly. The board in consideration of the committee's specific task shall determine the number of members assigned to a

committee. The director as liaison to any committee may appoint a staff member. The standing committees of the Board are: Executive, Personnel, Program and Finance. The Board may add additional standing Committees. The president of the Board shall appoint chairpersons of each committee who shall be directors of the Board. The President and Executive Board shall be members of all standing committee but may not necessary head the committee. Each board member will be required to serve on at least one committee. The term of all Standing Committees shall be for two years.

**Section 2: Executive Committee**

This committee shall consist of the officers of the board, who shall meet at the call of the president and act for the association between regular board meetings. A majority of the committee shall constitute a quorum. The executive committee must report on actions as have been taken at the next regular board meeting. Any action must be ratified at the next regular or special meeting of the board. This committee may be asked to consider matters affecting association programs and make recommendations for board action.

**Section 3: Service/Program Committee**

After study and analysis of the kinds of services required by the community, this committee shall recommend to the board the most appropriate priorities for allocating resources. The service committee shall propose the board policies, plans, and directions to assist in establishing the future direction and emphasis of the association; act in an advisory capacity to the director as requested by the director; and consider those recommendations regarding services, policies, plans, and administration of same, seeking board approval as required.

**Section 4: Finance Committee**

The treasurer is the chair of the Finance Committee (if such Committee is in place). Treasurer shall ensure that all of the bank books, and other notes and cash, whether restricted or unrestricted funds, are kept secure at all times and if practical in the physical custody of or on deposit with a bank or trust company exercising trust powers. Treasurer shall ensure that expenditures are within budget. Under no circumstance shall expenditures for functions or events surpass allocated budget voted by the general assembly.

**Section 5; Ad hoc Committees**

The president, with board approval, shall appoint special or ad-hoc committees charged with specific responsibilities, and their terms shall be determined at the time of appointment by the president. Special committee members may or may not be board members.

**ARTICLE 7: ADMINISTRATION**

**Section 1: The Secretary**

The Secretary is the administrative officer of the Association. He / She will oversee the organization's operations and will carry out the directives of the Board. He/She is under the general supervision of the Board. He/She shall have general supervision and employment powers over the entire association

**Section 2: Responsibility**

- 2.1. **Programs.** The Secretary working in conjunction with the services committee shall plan and administer the programs approved by the board and interpret and implement policy of the association.

- 2.2. **Budget.** The executive shall submit budget requests to the finance committee and operate within the approved budget.
- 2.3. **Other Organizations.** The President or Secretary shall represent the association through participation in those organizations, which further the association's interests.
- 2.4. **Other Social Services.** The Publicity Secretary shall cooperate with and complement other social service agencies to the best advantage of the community.
- 2.5. **Long Range Plans.** The Executive Board shall prepare long-range plans with the executive committee for review and approval by the board.
- 2.6. **Officers and Committees.** The Secretary shall provide assistance to the officers and committees of the association in the discharge of their duties.
- 2.7. **Conflict of Interest.** An executive board member shall engage in no activity through which s/he derives personal profit through doing business with the association. S/he shall not engage in any activity which conflicts with association business.

**Section 3: Transactions** - The official signatories of all the association's transactions would include any two members of the presiding executive.

**Section 4: Fiscal Year** - The fiscal year—shall be from January 11 to January 10. The Executive Board is empowered to change the fiscal year when necessary.

## **ARTICLE 8: AMENDMENTS**

The bylaws of the association may be amended or new bylaws adopted by an affirmative vote of two-thirds of the board of directors at any regular or special meeting provided written notice of the proposed action shall have been given in the notice of the meeting.

(Amended on 09/09/2023)