

AMENDMENTS TO THE BYLAWS
BENGALI ASSOCIATION OF GREATER ATLANTA, INC.

Amendment No. 009/2010

This resolution adopted by the Board of Directors amends Section 3.1 (d) of Amendment No. 004/2008 in its entirety with the following:

- 3.1 (d) Annual membership periods is from *Saraswati Puja* to following year's *Saraswati Puja*. A person or a family can apply for annual membership by paying membership fee at the time of *Saraswati Puja* or any time up to Durga Puja of that year. Annual Membership will remain in effect from the time of membership to the following *Saraswati Puja*.

This amendment was accepted and ratified by the Board of Directors at the meeting held on September 14, 2010 at Atlanta, Georgia. The proceedings were appropriately recorded in the Minutes of the Meeting held on September 14, 2010. The stipulations herein will be effective September 14, 2010.

Amendment No. 010/2010

This resolution adopted by the Board of Directors amends Section 4.3 (a) & (b) and 4.6 of Amendment No. 005/2008 in entirety with the following:

- 4.3 (a) The Board of Directors will form an Election Committee by a month before Laxmi Puja for the election of Executive Committee and the same election committee will remain in effect until the election of new Board of Directors completes on the day of Saraswati Puja.
- i. *Election Committee:* The Committee will consist of 3 Board of Directors, chosen by a majority vote of the Board of Directors.
 - ii. *Purpose:* To solicit nominations for election of new Directors and the Executive Committee; conduct elections following rules and regulation described in by-laws; and certify all election results regarding its validity.

The Election Committee should notify the Board of Directors valid nominations within 5 business day and make the final decision regarding the elected position(s) in consultation with the Board of Directors. Election Committee member(s) shall not campaign, canvass or recruit for any candidate and shall not disclose any confidential information pertaining to election *except the Board of Directors*.

- (b) *Nomination:* Any BAGA member in good standing who is currently serving or has previously served full term as a member of the Executive Committee including the 2010 Executive committee (even though 2010 Executive committee's tenure is truncated because of the effectiveness of this term amendment) may be nominated as a candidate for election to the Board of Directors. The nomination must be proposed by a member in good standing

and seconded by two (2) additional members in good standing. The nomination petition must be signed by the nominee, the nominating member and the nomination supporting member. One member cannot nominate more than one candidate. Nomination must be sent to the Election Committee at least 15 days prior to the date of election. *All valid nominations will be placed on the BAGA website within 2-weeks from the date of nomination submission.* A member in good standing in a calendar year is one who has paid his/her dues by Durga Puja of that calendar year to BAGA and subscribes to its purpose as stated in Article II of the Bylaws.

- 4.6 *The Chairperson:* The Board of Directors shall elect a new Chairperson among themselves by a simple majority vote of all the Directors on yearly basis. The Chairman of the Board will coordinate the day to day activities; convene any meeting to govern and control and have an extra vote in case of a deadlock. *The Chairperson will keep the key original documents such as Certificate of Deposits, long term contracts, any strategic documents and/or information pertinent to BAGA's long term interests.* The Chairperson shall preside over all Board meetings and act on behalf of the Board of Directors and fulfills *Objectives* stated in Section 2.3. In his/her absence, a Chairperson may designate a Director to temporarily preside over Board meetings.

This amendment was accepted and ratified by the Board of Directors at the meeting held on September 14, 2010 at Atlanta, Georgia. The proceedings were appropriately recorded in the Minutes of the Meeting held on September 14, 2010. The stipulations herein will be effective September 14, 2010.

Amendment No. 011/2010

This resolution adopted by the Board of Directors amends Section 5.1 of ARTICLE V of BYLAWS of the Bengali Association of Greater Atlanta and to replace Section 5.1 of Article V and Amendment No. 006/2008 in their entirety with the following:

- 5.1 *The Executive Committee*
- (a) Shall comprise of the President, joint Vice-presidents, a Secretary, and a Treasurer.
 - (b) The Election Committee as defined in Section 4.3 (a) will conduct election of the Executive Committee. The nominations for Executive Officers should reach the Election Committee no later than fifteen (15) days prior to the election. All valid nominations upon validation should be placed on the BAGA website within 7-days or as soon as possible.
 - (c) The Executive Committee will be elected through a secret ballot by BAGA members in good standing during *Laxmi Puja* on yearly basis following a general body meeting convened by the Chairman of the BAGA Board of Directors. If any executive officer position(s) is/are uncontested or no nomination is received by the closing date of nomination submission, there will be no election for the position(s) and the nominee(s) will be elected unopposed or appointed by the Board of Directors.

- (d) The Executive Committee members must be BAGA members with good standing for twelve months prior to be elected in this position. Any Executive Committee or BOD member has to wait at least one year before he/she can be nominated as a member of the Executive Committee.
- (e) The 12-month term of the new Executive Committee will begin on January 1 and will end December 31 of that year. The official turnover meeting with the BOD and the outgoing Executive Committee will be held by 1st week of January and all documents are turned over to the new Committee.
- (f) The Board of Directors will facilitate and oversee the smooth handover of all necessary documents as well as monetary transactions between the previous and the newly elected Executive Committee.
- (g) The new Executive committee may begin preparation for Saraswati Puja in December of previous year. The outgoing Executive committee shall notify the Board of Directors and the new Executive committee of current financial information including accounts balance, and provide the new Executive committee key transitional and organizational help. The Board of Directors will ensure availability of seed money to the new Executive committee to begin with its function.
- (h) The Executive Committee may form various sub-committees to help in their day-to-day activities and shall inform the Board of Directors about the sub-committees. The names of the Executive Committee and the sub-committee members will be posted in the BAGA website at the beginning of each term.
- (i) The President and/or the Treasurer shall present financial and other documents to the Board of Directors on a quarterly basis.

This amendment was accepted and ratified by the Board of Directors at the meeting held on September 14, 2010 at Atlanta, Georgia. The proceedings were appropriately recorded in the Minutes of the Meeting held on September 14, 2010. The stipulations herein will be effective September 14, 2010.

Resolution of Adoption of Amendments 009/2010 through 011/2010

Bengali Association of Greater Atlanta was organized under the laws of the State of Georgia on September 13, 1999. The Amendments numbered 009/2010 through 011/2010 to the original and amended Bylaws were approved by the by the Board of Directors on September 14th, 2010 and are effective from September 16th, 2010. These Amendments supersede any and all previous amendments to the original Bylaws dated September 1, 1999, from the aforementioned effective date.

This resolution of adoption was unanimously approved and accepted by the Board of Directors and was recorded accordingly in the Minutes of the Meeting.

	<u>Board of Directors</u>	<u>Signature:</u>	<u>Date:</u>
1	Mr. Mridul Paul	Mridul Paul	9-14-2010
2	Mrs. Shanta Gupta	Shanta Gupta	9-14-2010
3	Mrs. Srimita Ray Choudhuri	Srimita Ray Choudhuri	9-14-2010
4	Mr. Surajit Roy	Surajit Roy	9-14-2010
5	Mr. Dibyendu De	Dibyendu De	9-14-2010
6	Mr. Umasankar Mondal	Umasankar Mondal	9-14-2010