

# **The Bylaws of the Chinese Association of West Michigan**

**(Revised in February 2016)**

## **Article One: Founding Principles**

### **Section 1:** Name and Nature of the Organization

The name of this organization is The Chinese Association of West Michigan.

The Chinese Association of West Michigan is a 501 (C) (3) non-profit organization legally registered in the State of Michigan. Its official name in English is The Chinese Association of West Michigan (Thereafter known as CAWM).

### **Section 2:** Mission Statement

- 1) To promote fellowship, mutual understanding and support among the Chinese community;
- 2) To promote the understanding of Chinese culture and heritage within the Chinese community;
- 3) To encourage the Chinese community to participate in various local community activities;
- 4) To promote mutual understanding between the Chinese community and other ethnic groups;
- 5) To protect the just and legal rights and benefits of the Chinese community.

### **Section 3:** CAWM is headquartered in Grand Rapids, Michigan.

## **Article Two: Membership and Membership Dues**

### **Section 4:** Membership

The membership consists of individuals and families, who agree with the mission statement, follow the Bylaws, pay membership dues, and are interested in furthering the goals and objectives of CAWM.

**Section 5:** The amount of membership due is determined with consensus by the Board of Directors in accordance with the needs of different periods.

**Section 6:** CAWM members enjoy rights, privileges and obligation as established by the CAWM, including, but are not limited to the following:

- 1) The right for members 18 or older to be elected and/or to elect other members for office, and the right to vote at the General Assembly of CAWM;
- 2) All other benefits and privileges solely and exclusively established for members in CAWM-sponsored activities.
- 3) Members have the obligation to assist the activities of the Association.

**Section 7:** CAWM Sources of Revenue and Expenditure

Sources of Revenue:

- 1) Membership dues;
- 2) Donations and the income from other sources.

Outlays:

- 1) Routine operating expenses;
- 2) Subsidies to affiliated groups;
- 3) Assistance to special needs of members and the community at large in special circumstances.

### **Article Three: Organizational Structure**

**Section 8:** CAWM consists of all its members.

**Section 9:** The General Assembly of CAWM.

- 1) The General Assembly is the supreme form of the organization and holds the ultimate decision-making authority for CAWM;
- 2) The General Assembly convenes at least once each year by the Board of Directors.
- 3) Any member, with endorsement of at least one thirds of the membership, may request a special session of the General Assembly after notifying the membership in writing. The Board of Directors, upon receiving such request, shall call for the session between seven (7) and fourteen (14) calendar days.

- 4) A quorum is defined by at least one half of the membership present at the General Assembly for voting purposes. Absent of a quorum, the Board of Directors shall adjudicate the validity of a voting procedure. Unless stipulated otherwise in the Bylaws, for a resolution to take effect, it must be approved by at least one half of the members present at the General Assembly.

**Section 10:** The Board of Directors of CAWM

- 1) The Board of Directors (the “Board”) is the permanent decision-making and executive body, responsible for the decisions and actions of the General Assembly. During the General Assembly adjourned, the Board is entitled to make all decisions for the Association.
- 2) Responsibilities of the Board:
  - To amend and adopt the Bylaws;
  - To establish long-term goals and directions for CAWM, make decisions on major issues, and raise funds;
  - To approve expenditures, oversee financial operations, and determine membership dues;
  - To convene of the General Assembly.
- 3) The Board consists of fifteen (15) directors. Each director serves a term of three (3) years and there is no term limit.
- 4) New Directors are nominated by the current Board and elected by the members at the annual General Assembly.
- 5) Any director may resign with prior written notice to the Chair of the Board. The vacancy shall be filled via voting at the next annual General Assembly.
- 6) By a two-thirds majority of the total Board of Directors, any association administrative cadres’ duties may be dismissed. Deposed officials may retain their governing duties.
- 7) In principle, the Board of Directors holds a meeting at least once a quarter, to be called by the president (chairman of the Board, see article 11). The Board may hold special meetings as called upon endorsement of at least one thirds of the Directors or by emergent and important topics. Any Board meeting must have at least two-thirds of the Board members present to be considered to form a quorum. Any resolution must have endorsement of over half of the Board members present to be deemed passed.

**Section 11:** Executive Organization

- 1) The Association has the following actuator positions: president, vice president, secretary/treasurer and head of the executive committees. All association executive cadres shall be from the Board, serves a term of one year and there is no term limit.

- 2) The President shall be elected by the Board of Directors and confirmed by at least one half of the members present at the General Assembly. Other cadres are nominated by the president and confirmed by the Board.
- 3) Upon the resignation of the President, the Board of Directors shall immediately elect an interim President. The interim President shall assume all the power of the President till the end of the term.
- 4) Responsibilities of the President:
  - a. Serves as the chief executive officer of the Association;
  - b. Serves as the legal representative of the Association;
  - c. Serves as the chairman of the Board;
  - d. Presents the annual plan to the Board;
  - e. Approves all expenditures of the Association.
- 5) The Vice President assists the President. In the event of the President's incapacity to discharge his/her duties, the Vice President shall substitute for the President. The Vice President is in charge of accounts payable and issues checks (reimbursement documents signed by the president). The check shall be issued by the President if the Vice President needs a reimbursement
- 6) The secretary/treasurer is in charge of taking meeting notes, documenting and distributing notices, generating annual financial plan, handling tax and bank-related businesses, providing income and expenditure reports to the Board of director on a regular basis.
- 7) The Executive Committees are established as following:
  - a. Membership Management Committee
  - b. Chinese Education Committee
  - c. Member Activity Committee
  - d. Community Service Committee
  - e. Newsletter Committee
  - f. Web Management Committee
  - g. Art Festival Committee
- 8) The Board may decide to add or reduce the Executive Committee as needed.
- 9) The head of the Executive Committee is responsible for all matters related to the duties of the committee. Each Executive Committee may recruit committee members and the committee members serve a term of one year and there is no term limit.

#### **Article Four: CAWM Affiliates**

##### **Section 12: CAWM Chinese Language School**

- 1) CAWM Board of Directors appoints two of its members to serve as concurrent members of the Board of Directors of the Chinese Language School, with one of them being Chair of the Board.

- 2) The Board of Directors of the Chinese Language School is responsible for establishing its bylaws, with approval by the CAWM Board of Directors;
- 3) The Board of Directors of the Chinese Language School provides general guidance to the Chinese Language School;
- 4) CAWM Board of Directors appoints one member to participate in Chinese school administrators.

#### **Article Five: Honorary Director, Consultant**

**Section 13:** The Board may invite a number of honorary directors and advisers to provide advice and support for the work of the Association.

**Section 14:** The honorary directors and advisers serve a term of one year and there is no term limit.

#### **Article Six: Others**

**Section 15:** All decisions, resolutions or meeting notices are communicated by the CAWM leadership to the members in a timely manner, via letters, phone calls, or emails.

**Section 16:** The CAWM Newsletter is the official newsletter of CAWM, compiled and edited by the Newsletter Editor, and published electronically to the community at least four times a year.

**Section 17:** CAWM maintains a website. The web address is: [www.wmchineseassociation.org](http://www.wmchineseassociation.org).

**Section 18:** CAWM members or the Board of Directors may amend or repeal these Bylaws or adopt new bylaws, unless the articles of incorporation provide that the power to adopt new bylaws is reserved exclusively to CAWM members or that the board may not alter or repeal these Bylaws or any particular bylaw. Amendment of these Bylaws by the board require the vote at least three-fourths of the directors then in office. Amendments of these Bylaws by CAWM members requires the vote of at least a majority of CAWM members entitled to vote.

**Section 19:** These Bylaws shall be effective immediately upon approval of the General Assembly.

**Section 20:** The interpretation of the bylaw belongs to the Board.

**Section 21:** The Board may develop a variety of regulations needed to regulate the operation of the Association. No regulations in contradiction with the content of the Bylaws are valid.

**Section 22:** Any modifications to regulations shall be approved by two-thirds majority of the Board.