



Bylaws of Tsin'At Eritrean-American Association of DFW, Inc.





Preamble

One of the many Eritrean traditions, which Eritreans all over the world proudly are trying to preserve as much as possible, is the communal financial and emotional support of one another during time of mourning and hardships. Even though all Eritreans do their best to follow this tradition, at times the life style of the country they live in can make complying very hard. Eritreans in Dallas Fort Worth Metroplex as all Eritrean immigrant communities, have always rallied to help each other. Considering the continual growth of Eritreans in North Texas, it has become urgent and prudent to organize community members and find an effective and efficient way of keeping this valuable tradition. The idea of forming an organization that will provide consistent help to community members has been discussed by community leaders for long time. This organization is formed by volunteer community members to turn the idea into reality.

The organization is open to all Eritreans regardless of their political, religion, ideological persuasions. The organization shall not participate in, or intervene in (including the publishing or distribution of written, audio or visual materials) any political or religious campaign. The organization raises funds from members that will be readily available to help members cover some of the expenses associated with the death of loved ones. The organization will also help pass the tradition to the next generation in much organized way.

ARITCLE 1 - NAME

Section 1.00 Name

The name of the organization shall be "Tsin'At Eritrean-American Association of DFW, Inc." (hence, here after called "the Association or the Organization").

Section 1.01 Type of organization

It shall be a 501(c) 12 nonprofit organization and incorporated under the laws of the state of Texas.

ARITCLE 2 - PURPOSE

Section 2.00 Purpose

The purpose of the organization is to provide financial assistance to its registered members and/or member's beneficiary upon the death of a member, and/or a registered family member(s).



ARITCL 3 - MEMBERSHIP

Section 3.00 Membership

- A. Membership shall be open to all Eritreans and persons of Eritrean origin who:
1. Accepted and agreed to abide by the bylaws of the association and;
 2. Established a minimum of one-year residency in DFW Metroplex and its environs with a valid official identification as proof of residency.
- B. Membership type/status:
1. Single Adult membership is a membership of one person who is 18 years of age or above.
 2. Family unit membership is a membership of a family household of two or more which includes:
 - i. Married couples
 - ii. Married couples with biological or adopted children under the age of 23.
 - iii. Single parent with biological or adopted children under the age of 23.
 - iv. Two or more siblings who live together with at least one member over the age of 18, and all the registered dependents must be under the age of 23.
- C. Membership is granted after all of the following three conditions are met:
1. Membership application form is correctly completed and submitted.
 2. Membership registration and other fees are fully paid as stated in Section 3.01.E of this document.
 3. Applicant has accepted all the provisions of the bylaws and signs the document showing their agreement
- D. Membership shall be confirmed by executive board within 30 days.
- E. Membership effective date will be the date the application is filed if all the requirements in "C" above are met and the Board approves.
- F. A person of non-Eritrean origin married to an Eritrean shall have full membership rights as long as the marriage is legal at the time of application. However, if the couple are divorced the non-Eritrean member can continue membership as long as he/she fulfills the organization's requirements. However, the non-Eritrean's membership and benefit cannot be extended to non-Eritrean future marriage.
- G. Registered members who have moved to other states can retain membership for as long as he/she desires provided he/she fulfills the obligations stipulated in this document.



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- H. A dependent of a registered member who reaches age of 23 must file a new application within 90 days of his/her birthdate with the Board. This is considered change in membership status and section "3.01.H" will apply. However:
 - 1. Membership benefits shall remain in effect without any interruption or waiting period for the 90 days.
 - 2. If a dependent fail to file a new application within 90 days of his/her birthdate in file, his/her membership automatically will be considered a voluntary cancellation. If the person elects to establish membership at a later date, he/she can do so by registering as a new member.

Section 3.01 Membership Requirements / Duties

- A. Members are required to abide by all requirements of these bylaws and related policy and procedures that are designed and established to implement this document.
- B. Members must complete membership application and related information gathering forms timely and accurately. A member is responsible for the consequences of untimely filing and/or providing wrong information.
- C. Members are required to provide state issued ID or other official documents to establish residency and date of birth for themselves and for all family unit members included in the registration form.
- D. Members are required to provide beneficiary information in the required form.
- E. Members are required to pay a onetime non-refundable registration fee:
 - 1. \$ 50 if registered on or before 03/31/2019
 - 2. \$ 100 if registered after 03/31/2019
- F. Members are required to pay an annual membership fee within the first 30 days of member's anniversary date. The anniversary date is the date of registration on the application as signed by the Treasurer. Membership fees are set as follows:
 - 1. Single Adult \$150
 - 2. Married Couple..... \$225
 - 3. Married Couple with children under 23 years of age.....\$300
 - 4. Single parent or guardian with children under 23 years of age\$225
 - 5. Siblings who live together with at least one member over the age of 18 and all the registered dependents are under 23 years of age..... \$225
- G. If GB assess additional fees per Article 4, Section 4.02, Subsection H-3-I of this bylaw, members are required to pay supplementary assessed fee within 30 days from the GB's levy date.



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- H. Effective 10/01/2020, members shall pay \$25 per incident (death of a member) per household (membership type).
- I. Members who did not pay annual membership and/or additional assessed fee by the due date are considered delinquent and the following procedures will apply.
 - 1. A written reminder shall be sent out to the last address on record after 31 days of the due date and shall be followed by a phone call.
 - 2. A delinquent member can only keep his/her membership by paying membership fee or assessed fee plus late fee of 10% of total due, within 60 days after the due date.
 - 3. If a member fails to pay membership fee or assessed fee plus late fee of 10% of total within 90 days after the due date, the board must terminate his/her membership.
 - 4. A delinquent member has a right to request a review by the GB for an exception due to hardship.
- J. Change in status of membership requires:
 - 1. A new application and registration form with official supporting document.
 - 2. A change of status fee of \$25 except for addition of new born or adoption.
 - 3. Update of beneficiary's information.
 - 4. Mandatory presence of both divorced couples in person to sign the change of status form and other related documents.
 - 5. Copies of legal separation documents filed with the Secretary if only one party to the separation is completing and signing the change of status form.
- K. Members are required to register new family members (new born and adopted children) within 90 days of birth or arrival to qualify for rights and benefits.
- L. Members are required to update address change as soon as possible.
- M. Members are required to update marriage status change as soon as possible. Unless marriage status is officially submitted with necessary updated information such as change in beneficiary and family members; and the Board recognizes acceptance and issues a confirmation of change in marriage status the original file is the official document for any decision.
- N. If a member fails to update any change that affect his/her status of membership, the original information in file is the official document for all practical purposes.
- O. All members are expected to attend meetings and assist in the programs and activities.
- P. Family members and any member in general is responsible to inform verbally and in writing the Board's Executive Committee, sickness, death and imprisonment of a member as soon as he/she has the information.



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Section 3.02 Member's Rights

- A. Membership is voluntary; a member has a right to terminate membership at any time.
- B. A member has a right for benefits as stipulated in the benefit section of this bylaw.
- C. A member who fulfills all of his/her duties has a right to attend the members' general meetings.
- D. A member of age 25 and above has a right to hold office.
- E. A member of age 18 and above has a voting right.
- F. Spouses and domestic partners have one vote each as an individual.
- G. Members have the right to ask questions, share ideas and/or express concern in writing and in periodical meetings and receive answers within 30 days. However, a member who is not satisfied with answers or resolutions provided by the Executive Committee (EC) has a right to request the Executive Chair/Secretary to escalate his/her case to the Governing Board. The Executive Chair/Secretary shall escalate the case to the Board within 45 days.
- H. A member has a right to change his/her beneficiary at any time. Beneficiary change shall be in writing and be filed with the EC. However, in case of married members both parties must be present or there should be a legal document that supports the change.
- I. In any formal general meetings of the association that requires a quorum, a member who attends the meeting shall represent oneself. Count or vote by proxy is not allowed. The deliberation and votes shall only be made by those who are physically attending the meeting. However, for any formal committee and sub-committee meetings (such as executive or finance committee) a member who attends the meeting via conference call or other means can be counted for quorum and represent oneself to vote.
- J. A Member who fulfilled his/her duties has the right for a copy of general organization information. However, a member has no right to request, access or copy any data that have private information of other members

Section 3.03 Membership Benefit

- A. Membership benefits are available after six months of registration.
- B. All claims shall be filed with the secretary in writing and shall include a copy of death certificate when available. However, the association shall not delay service while waiting for the certificate.
- C. Effective 10/1/2020 membership benefits shall be based on longevity as a member. The vesting period for all members will be calculated as follows.

7 months to 12 months	13 months to 18months	19 months	20 months	21 months	22 months	23 months	24 months
\$7,500	\$11,250	\$11,875	\$12,500	\$13,125	\$13,750	\$14,375	\$15,000



- D. The benefit claim shall be paid in full within 5 business days to the beneficiaries as follows:
- 1) To the legal spouse of the deceased in the boards file; unless registered married couples specifically identify other first (primary) beneficiary and inform the board in a written form.
 - 2) In the event the first beneficiary (primary beneficiary) listed in the board's file is deceased, or unable to accept the benefit due to legal incapacitation, the benefit claim shall be paid in full to the next on line in the order of priority listed in the board's file, as designated in the beneficiary form/ application form.
 - 3) In the event that there is no other beneficiary listed in the board's file, the organization will be responsible to administer the burial service; and any unexpended remaining funds shall be deposited in the general fund of the organization.
 - 4) In the event the registered member is deceased and there is no over 18 years of age listed in the board's file, the organization will be responsible to administer the burial service; and any unexpended remaining funds shall be deposited in the general fund of the organization.
- E. In the event a member dies before the completion of the six-month waiting period, the Association shall pay \$3,000.00 to the beneficiary of the deceased and deliver flowers that shouldn't exceed \$300 in cost. If the family of the deceased requests any non-financial assistance, the Association shall help in funeral arrangements and logistics as capacity allows.
- F. Benefit and claims are determined based on the last updated information in member's file with the organization.
- G. Delinquent members will lose their benefits if membership is discontinued as stipulated in section 3.01 above and 3.04 below.
- H. If a member is hospitalized and is unable to pay dues, he/she or a representative, may inform the association's leadership in a written form, and request an extension of the due date till the member is able to fulfill his/her obligation. In such a situation the board has the right to be flexible and affirm the subject's membership. However, after release from hospital, it is the member's duty to pay his/her share within 30 days or within the time period agreed with the board; otherwise membership shall be terminated.
- I. If a member is in prison and is unable to pay his dues, he/she or a representative, may inform the leadership of the association in a written form and request an extension of the due date till the member is able to fulfill his/her obligation. In such a situation the board has the right to be flexible and affirm the subject's membership and benefits for up-to 1 year. However, after release from prison, it is the member's duty to pay his/her share within 30 days or within time period agreed with the board; otherwise membership shall be terminated.



Section 3.04 Membership Termination/Cancelation

A. Voluntary cancellation

1. Members have a right to cancel membership anytime for any reason.
2. Paid annual fee will not be refunded, however, membership will be considered active and covered for benefits till the end of the association's fiscal period.
3. Advance payments for more than one year, other than the year of cancelation, will be refunded in full.

B. Involuntary termination

1. Board has the right to terminate/cancel membership of members who did not pay annual membership and/or additional assessed fee by the due date and are considered delinquent.
2. The board has the right to terminate any member based on disruptive and detrimental activities to the association's values filed with the board secretary by the chairman of the EC after due process and hearing.
3. Member terminated by the GB for any other reason other than delinquency shall be refunded:
 - i. A prorated amount of the annual fee paid in the current (cancellation fiscal year).
 - ii. A full refund of the principal advance payments for more than one year, other than the year of cancellation. No interest will be calculated or refunded.



ARTICLE 4 – ORGANIZATIONAL STRUCTURE

Section 4.00 General Structure

- A. The association's General Assembly (GA) is the highest authority of the organization.
- B. The association shall have a Governing Board (GB) of twelve (12) directors elected by GA; nine of them shall be the Board of Directors (BD) and three of them shall be the Internal Auditors (IA).
- C. The BD shall form the following permanent committees:
 - 1. Executive committee (EC) consists of six members of the GB: Chairperson, Vice Chairperson, Secretary, Assistant Secretary, Treasurer, and Assistant Treasurer.
 - 2. Finance committee (FC) consists of five members of GB: Treasurer, Assistant Treasurer, and the three IAs.
 - 3. Public relations committee (PRC) consists of 5-7 members: The three GB-PR members, GB secretary and assistant secretary; and two skilled individuals identified from the general members if needed.
- D. The GB can form additional temporary committees and subcommittees as needed to conduct the association's business. Members can be selected from within the BD and/or from the general pool of members

Section 4.01 The General Assembly (GA)

- A. General Assembly (GA) formation
 - 1. The GA, the highest authority of the association, is considered to be in legal and official business, only if 51% of the association's eligible voting members are physically present at the meeting place and time.
 - 2. The GA's regular meeting is conducted once a year by the participation of eligible members to vote. The GA may have special meetings called by the GB in accordance with the procedure for special meetings.
 - 3. GB shall call annual regular GA meeting no later than 60 days after the end of the associations fiscal period.
 - 4. The GB shall decide, time and place of all GA meetings; and the GB shall inform all members 30 days in advance of the date of the regular or special meetings.
 - 5. The GB shall use contact information available on file with the Board to mail and/or call members. The GB shall document that it has done a reasonable effort to reach members. However, it is the responsibility of each member to update her/his contact



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information in file; and also, follow-up and ask updates about the activity of the association.

6. A 2nd regular GA of the association can be called by the GB due to lack of quorum of a regular GA meeting. The meeting will proceed and considered legal if 40% of eligible members are in attendance; and the decisions made by this GA meeting are final & binding until the next regular GA unless 75% eligible members call a special meeting and 75% of the attendees vote to reverse those decisions.
7. Special GA meetings: Members have a right to demand special GA meeting through petition signed by at least 40% of the eligible members to discuss about specific issues; but 51 % of the association's eligible voting members must physically be present and:
 - i. Special meeting request should be filed with the secretary of the executive committee.
 - ii. The agenda of the meeting shall be limited to the issues stated in the petition.

B. GA authorities and duties

1. The GA as the highest authority of the organization at its official sessions has the following duties and responsibilities:
 - i. Forming the association's GB per the guideline below (4.01 C).
 - ii. Reviewing and approving the GB and IA annual financial and performance reports.
 - iii. Amending the bylaws per the guideline below (Section 5.04)
 - iv. Addressing and resolving special circumstance issues.
 - v. Providing high level policy guides.

C. Forming the association's GB

1. The General Assembly (GA) establishes a Governing Board (GB) of 12 directors by electing a group or a set of nine (9) Board Directors (BD), and by individually electing or appointing three (3) Internal Auditors (IA).
2. Election of the GB and IA shall be by written ballot.
3. Election of the nine (9) board directors (BD) and the three (3) IA shall be in one session but separate ballots or voting procedures.
4. The first nine (9) candidates for board of directors who received the highest number of votes; and the first three (3) candidates for internal auditors who received the highest number of votes, shall be the elected officials to serve in the GB.
5. The association shall use a staggered term of office (term limit) which will be effective after two years from the first GB formation or at the commencing of the third year of the association.



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6. Term of service (term limit) of each GB member (individual director) is three years; except for the following that applies only to the first GB members in order to start the staggered system:
 - i. 1/3 or four of the first GB members shall have two years term limit (one of them being IA).
 - ii. 1/3 or four of the first GB members shall have four years term limits (one of them being IA).
7. Excluding the provision or stipulation specified on Section 4.01 C-6 above, the GA replaces every year 1/3 or four of the longest serving existing GB members by newly elected members who were not GB members for the past two consecutive years.
8. In the event of death, incapacitation or resignation of a board member, the GB assigns the responsibilities of the vacating BD to one or more of its remaining members till the next GA meeting; however, if three positions (1/4th) of BD are vacant, the GB shall call GA meeting within 60 days to elect replacements.

Section 4.02 The Authorities and Duties of GB

- A. The GB has the highest authority in between the GA meetings.
- B. The GB shall elect from the **nine** BDs, by a written ballot, the association's: Chairperson; Vice Chairperson; Secretary; Assistant Secretary; Treasurer; Assistant Treasurer; Public Relations Chair; and, Public Relations Officers (2).
- C. The GB is collectively responsible and accountable for:
 1. Legal and regulatory compliance.
 2. Proper planning, directing and monitoring the activity of the organization in compliance with the bylaws of the association and relevant policies and procedures.
 3. Each member of the GB is fulfilling his/her responsibility.
- D. GB meetings:
 1. The GB shall have at a minimum three regular meetings in a fiscal year; the meetings shall be held once every four months; the GB may also have special meetings as much as needed if called in compliance with this bylaws' guideline.
 2. GB meetings must have a quorum of eight of the members, one of them being an IA. No GB meeting shall be considered decision maker if the minimum quorum is not present.
 3. Board chair, board vice chair, board secretary, or any four other members of the GB, or two of the internal auditors can call special meetings of the Board. However, no GB meetings shall be held without the presence of at least three EC members and an IA.



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4. All members of the GB shall be notified the place and time of regular and special meetings at a minimum a week in advance.
 5. The act of the majority of the board members present at a meeting at which a quorum is present shall be the act of the board.
 6. In the event of a tie during a vote, the board chair shall have the power to swing the vote based on his/her discretion. In the absence of the Board chair, the Vice Chairperson shall have the power of the board chair.
 7. No member of the board shall vote on any matter that would involve a conflict of interest. If the existence of conflict of interest is not clear or challenged, the issues shall be decided by a majority vote of the board members present at the meeting. The board member in question shall not vote and shall not be counted towards the quorum requirement.
- E. The GB is responsible for regular and special GA formation/meetings as stipulated in Article 4 above. The GB has the authority to:
1. Review and recommend amendments to the agenda and logistics prepared by the EC for the GA meetings.
 2. Review and request clarifications on financial and performance reports prepared by IA for the GA meetings. However, GB must respond timely to audit findings and take appropriate actions to implement recommendations.
- F. GB is responsible to inform and notify via US mail, telephone or voice mail at the last updated members address or phone number in file about GA meetings.
- G. The GB is responsible for plans and procedures of elections for offices inside this association; and the IA are responsible to monitor if fair and transparent elections are practiced at all times and at all levels in accordance with the bylaws.
- H. The GB is responsible to monitor the financial status of the association. Consequently, the GB:
1. Reviews and approves revenue and expenditure budgets as prepared by the Finance Committee (FC)
 2. Reviews at a minimum, quarterly financial reports that include details of revenues and expenditures prepared by the Treasurer and FC and reviewed by the IAs.
 3. Has the authority to:
 - i assess additional fees of up to \$100 per member if reserve fund balance fails below \$30,000 per FC report.
 - ii call an emergency meeting of GA if the association is faced with a challenge beyond its capacity or cannot meet the financial obligations per FC assessment.



Section 4.03 GB members vacating

- A. GB member vacating his/her position for any reason is required to return all association's assets and documents in his/her possession to the EC no later than one month after the date of vacating the position. Otherwise the GB shall take necessary legal action.
- B. Voluntary resignation from the board must be in writing and shall be filed with the board secretary.
- C. A board member shall be terminated from the board:
 - 1. Due to excessive absence, more than three unexcused absence from the board meetings in a year.
 - 2. For reasons detrimental to the association as determined by 2/3rd vote of the remaining board members.
- D. Terminated board member shall have the right to present his/her case at the general members meeting (GA) and can ask for general members to vote to reinstate board membership.

Section 4.04 Executive Committee (EC) Authority and Duty

- A. The EC is the highest authority in between GB meetings and shall conduct the regular business of the organization.
- B. The EC is collectively responsible and accountable for:
 - 1. Legal and regulatory compliance.
 - 2. Proper planning, directing and monitoring the activity of the organization in compliance with the bylaws of the association and relevant policies and procedures.
 - 3. Each member of the GB is fulfilling his/her responsibility.
- C. Chairperson of the EC has the following authority and responsibility:
 - 1. Reports to the GB and acts as the spokesperson of the association.
 - 2. Runs the day to day activities of the organization.
 - 3. Keeps Stamp and Seal of the association.
 - 4. Convenes the regular and special meetings of the GA, GB and the EC.
 - 5. Coordinates meeting and prepares agendas in cooperation with the vice chairperson and secretary.
 - 6. Ensures that the GB and all other committees/organizations and individual officials are in compliance with the association's bylaws and the GA decisions and guidelines.
 - 7. Plans, directs, monitors and follows-up that the decisions of the GB are implemented.



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8. Organizes and follows up the workings of all committees and subcommittees through the responsible officials in the area.
 9. Notifies GB members the passing of a member as soon as possible or within a reasonable time.
 10. May form a three-person temporary sub-committee to follow-up on the specific needs of the mourning family, if the family of the deceased member requests logistical help for the funeral.
 11. Ensures that periodical performance and financial reports are presented, first to the GB and then to the GA in the regular and special meetings.
 12. Escalates special issues to the attention of the board for consideration and or final decisions
- D. Vice Chair has the following responsibility and authority:
1. Runs the organization in the absence of the EC chair.
 2. Performs other duties as assigned by the executive EC or GB.
- E. The Secretary has the following responsibility and authority:
1. He/she is the Secretary of the GB and the GA
 2. Runs the organization in the absence of the EC chair and vice chair.
 3. Coordinates meeting and prepares agendas in cooperation with the chairperson and vice chairperson.
 4. Records minutes of GA, GB, and the EC meetings. Logs-in minutes of meetings. Reviews past meeting minutes on subsequent meetings. Ensures the results of the meetings are consistent with the agreed decisions of meetings.
 5. Takes a roll call of GA, GB, and EC attendees.
 6. Documents all agenda items and decisions of meetings.
 7. Archives all documents of the association.
 8. Enlists decisions proposed for implementation.
 9. Updates and documents the by-laws as amendments are approved by the GA.
 10. Prepares & archives forms necessary for the association's business.
 11. Archives all board members records.
 12. Handles all incoming and outgoing letters.
 13. Ensures the key to the post office is authorized or assigned to a responsible person upon consultation with the EC.



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14. Registers qualified new members after reviewing all required documents.
 15. Shall keep all membership records, operation and fiscal reports.
 16. Keeps operational policy and procedure of the organization.
 17. Sends notification of account delinquency to members as per treasurer request.
- F. The Vice Secretary has the following responsibility and authority:
1. Is responsible for all the above duties and responsibilities of the secretarial duty in the absence of the EC Secretary.
 2. Performs other duties as assigned by the GB, EC, EC Secretary.
- G. The Treasurer has the following responsibility and authority:
1. The treasurer is the chief financial officer (CFO) of the association.
 2. Leads and manages the affairs of the Finance Committee
 3. Manages and reports the association's financial activities.
 4. Maintains a financial work ethics that is accountable and transparent. Enforces strong internal controls over financial management.
 5. Leads the preparation of the association's budget. Monitors and follows up budget to actual revenues and expenditures.
 6. Keeps a calendar of legal filing requirements and deadlines; and shall have documented supporting evidences that all legal requirements are met in a timely manner.
 7. Makes sure that all financial transactions are handled per finance policy and procedure and are re properly documented.
 8. Keeps record of the association's assets. Ensures accurate and complete financial reporting and proper maintenance of financial records. Keeps account of receipts and disbursements in the books of the organization.
 9. Deposits amounts received intact within 48 business hours in the accounts of the organization.
 10. Pays for expenditure and or reimbursement as approved by the EC chair.
 11. Maintains and keeps all invoices and receipts in an organized and easily accessible and auditable manner.
 12. Shall be available to GB, EC, IA and other members to answer questions and clarify matters of concern.
 13. Provides information requested by the Internal Auditors or a member.



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14. Prepares monthly bank reconciliations of all open bank accounts per operational procedure of the organization and provides a copy to the IAs.
 15. Reviews membership records for financial obligation and assists the Secretary to hand out Identification Cards to members.
 16. Sends payment reminders to members.
- H. The Assistant Treasurer has the following responsibility and authority:
1. Is responsible for all the above duties and responsibilities of the treasurer's duty in the absence of the head treasurer.
 2. Performs other duties as assigned by the GB, EC, and the Treasurer.

Section 4.05 Public Relations Committee (PRC) Responsibilities and Duties

- A. The PRC is the committee that shall assist the GB of the association to increase the profile of and awareness about the activities of the association to all Eritrean and persons of Eritrean origin targeting audiences such as potential new members and skilled volunteers for desired tasks.
- B. The PR Chair shall be responsible to plan, direct, and monitor PR activity.
- C. The PRC shall work to increase public understanding and recognition of the contributions of the association.
- D. The PRC shall collaborate with other divisions, local sections, other society units and committees, individual members of the society, and external organizations to enhance the public recognition and prestige of the association.
- E. The PRC acts as the voice of the association as a non-profit mutual cooperation. The PRC sends messages to the general public that influences and protects the association's most important asset: its reputation.
- F. Solicits potential new members.
- G. Sends notification to members of regular and special meetings, additional fee assessments and other communication as required by the GB.
- H. Prepares and distributes documents, messages, reminders and notices and works in cooperation with the Secretary.
- I. Comes up with creative service ideas for members and ensures all important and useful information from members is channeled to the GB.
- J. When a member dies, the Chairman will give the sub-committee a guideline as to how they can participate in the program and services of the funeral.

Section 4.06 Finance Committee (FC) Duties



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- A. Lead by the Treasurer the FC is responsible for:
 - 1. Drafting of investment policy to be adopted by the GB
 - 2. maintenance and improvement of the fiscal policy.
 - 3. implementation of the fiscal policy to the association.
 - 4. preparation of the association's budget.
 - 5. collection of funds from members.
 - 6. forecasting of revenue and expenditure.
- B. Campaigns for the financial growth of the Association.
- C. Researches means of financial aid to bring-in funds from profit and non-profit organizations.
- D. Takes an active role in promoting the fund-raising programs that the association may propose.
- E. Cooperates with the IA in fulfilling their responsibility.

Section 4.07 Internal Audit Committee (IA) Duties

- A. Reports directly and is accountable to the GA.
- B. Issues bi-annual financial and performance report to the GB and annual report to the GA.
- C. The IA committee shall elect a chairperson/lead auditor from among them.
- D. Has a responsibility to follow up and ascertain that the association bylaws, budget, policy and procedure are strictly implemented at all times.
- E. Has the authority to request and get financial and operational documents at any time.
- F. Performs continuous desk review, regular quarterly and surprise audits to make sure organizational assets are being used for their intended use, all bank accounts are reconciled, and all transaction are reported and documented appropriately.
- G. Ensures all internal control procedures are followed in all organizational activities and reports and documents findings and recommendations.
- H. The IA is responsible to ascertain transfer of all documents and assets to newly elected officials are done timely and wholly. As a result:
 - 1. The IAs ascertain and retains signed documents that evidences that all original legal documents, financial records and statements, organization's management and membership documents, etc. are properly transferred to new elected or appointed officials.
 - 2. The IAs ascertain that all names and records in the local, state, federal governments and financial institutions are updated to reflect the newly elected officials.



ARTICLE 5 - Miscellanea

Section 5:00 General Administration Policies

- A. The official language of the Association is English.
- B. The GB has the responsibility to develop, design, and adopt policies and procedures to implement the bylaws.
- C. All businesses of the organization shall be conducted in professional manners:
 - 1. Meetings shall have agendas and minutes.
 - 2. Meeting procedures and expected norms and disciplines shall exist in a written form.
 - 3. Meeting time shall be scheduled and communicated in advance; and shall be respected by all participants
 - 4. Committees shall have written policies and procedures, that don't contradict the bylaws, in relation to their task.
 - 5. Projects shall have plans which include fiscal and time budget.
- D. Privacy of personal information: Personal information for these bylaws purpose includes social security number, address, phone number, marriage status, beneficiary, age and account status. The organization shall not share members' personal information with anyone except in the following circumstances:
 - E. Where required by law as a result of court order.
 - F. As part of external audit.
 - G. Any investigation by police in relation to suspicion of embezzlement.
 - H. Discipline and corrective actions
 - 1. The EC shall draft a written code of conduct and manner to be approved by the GB.
 - 2. If a member violates the bylaws of the association and shows any disruptive behavior, the Board can take disciplinary action up to termination.
 - 3. A member shall be warned formally to correct his/her behavior. Upon refusal, the EC will give a second warning in writing, and if this does not work, the EC will take up the matter to the GB and depending on the severity of the matter the GB may take disciplinary action up to and including termination.



Section 5:01 General Fiscal Policies

- A. The association shall follow generally accepted nonprofit accounting and reporting standards of USA.
- B. The associations Fiscal Year (FY) shall be the calendar year ending December 31.
- C. The association shall only work with a line item budget adopted by the GA.
- D. The association shall have three major funds which will be accounted and reported separately: General Operating, Benefit Fund, and Special Purpose funds.
- E. The Benefit Fund of the association shall have a minimum of \$30,000 in its Benefit Fund account as a reserve. It is the responsibly of the Treasurer and FC to alert the GB if the associations fund is at risk of being at the minimum and if action is needed.
- F. The GB can assess up to \$100 per member per FY if reasonable forecasting indicates the balance of the Benefit Fund is at a risk of being at the minimum amount.
- G. The GB shall call the GA meeting if the desired minimum balance for Benefit Fund cannot be reached by the assessment of the \$100 per member per FY.
- H. The association's FC shall develop a conservative investment policy that shall not put at risk the association's principal at any time.
- I. The association's bank and investment accounts shall only be used for the association's business.
- J. All expenses require consultation with the Executive Committee chair.
- K. Payouts to Beneficiary(ies) are paid by check with two authorized signatures (by the Treasurer and Chairperson). However, the Secretary is also authorized to sign in the absence of one of the Executive members. All payout records & correspondence should be on a letter head and logo of the association.
- L. The Treasurer opens a separate bank account with a maximum of \$5,000 for petty cash expenses.
- M. For expenses of \$500 or over per incident, the consultation of the GB is required.
- N. Investment of funds shall be governed by the following priorities:
 - 1. Safety
 - 2. Liquidity
 - 3. Yield
- O. The GB must review the investment policy at least annually and adopt written proof of the review.



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- P. A compliance audit of management controls on investment and policy compliance must be performed annually.

Section 5.02 Advisory Boards (AB)

- A. The EC has the authority to form advisory boards as needed in different areas.
- B. An advisory board shall constitute at least three members who shall be from amongst individual nonmembers of the highest reputation, known for their highest acceptance, integrity and competence relevant to the works of the organization and especially having competence in matters of law, organization management, finance and other relevant fields.
- C. Each member of the AB has to be cleared by the GB.
- D. The AB may not exercise the authority of the governing Board or the executive committee to make decision on behalf of the organization but shall be restricted to making recommendation to the governing Board or executive committee.

Section 5.03 Arbitration.

- A. All claims and disputes arising under or relating to the bylaw or member agreement are to be settled by binding arbitration in the state of Texas or another location mutually agreeable to the parties.
- B. The arbitration shall be conducted on a confidential basis pursuant to the Commercial Arbitration Rules of the American Arbitration Association.
- C. Any decision or award as a result of any such arbitration proceeding shall be in writing and shall provide an explanation for all conclusions of law and fact and shall include the assessment of costs, expenses, and reasonable attorneys' fees.
- D. Any such arbitration shall be conducted by an arbitrator experienced in the nonprofit and shall include a written record of the arbitration hearing.
- E. The parties reserve the right to object to any individual who shall be employed by or affiliated with a competing organization or entity. An award of arbitration may be confirmed in a court of competent jurisdiction.
- F. Any complaint against other members shall be filed in writing with the executive secretary.
- G. The executive chair can escalate to the Board for direction or final decision.
- H. If a member is not satisfied with the executive committee resolution, he/she can ask the executive committee to escalate the case to the board.
- I. Any complaints against elective members or rejected claims shall be filed with the executive secretary in writing. The executive committee after consulting with board and advisory committee shall respond to all filed issues within 30 days.



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- J. Cases that are not settled internally maybe referred to arbitration.

Section 5.04 Amendments to Bylaws

- A. The General Assembly is the only body who can amend or change these bylaws.
- B. To make changes or amendments to these bylaws it is required that 60% of the members in the GA meeting approve each change.
1. Bylaws and amendments must be adopted by the affirmative vote of 70% of the quorum at regular or special GA.
 2. The following procedures shall be followed for bylaws amendments:
 - i. All proposals shall be presented to the executive secretary in writing.
 - ii. Each proposal shall state:
 1. The article and section of the bylaw including the wording as stated in the current bylaw.
 2. The proposed bylaws amendment(s)
 3. The rationale for the amendment(s)
 - iii. Members shall be notified and provided a copy at least a week ahead of the meeting that a motion to amend the bylaw has been put forward for voting.

Section 5:05 DISSOLUTION

- A. A petition by 51% of all members will be required for the “dissolution of the organization” to be an agenda for discussion in a general meeting.
- B. The executive board shall be responsible with the details and steps and proceedings.
- C. The organization may be dissolved only if 70% vote of good standing members is attained.
- D. Upon dissolution, after paying in full of all its debts, obligations, and necessary final expenses or making adequate provision thereof, all the remaining assets of the organization shall be distributed proportionally according to the members’ contributions that are in good standing on the date of the dissolution.
- E. The organization shall comply with all legal dissolution steps at the state and federal levels.

The end