



**BY LAWS  
OF  
PURBASHA INC, ATLANTA  
2018**

## **ARTICLE I – Name, Location & Offices**

### 1. Name

The name of the organization shall be “PURBASHA INC” (the “Corporation”)

### 2. Location & Principle Office

The principle office of the Corporation for the transaction of its business shall be P.O. Box 2904 Alpharetta, GA 30023

## **ARTICLE II – Purpose, Vision & Mission**

### 1. Purpose

PURBASHA shall be registered in the state of Georgia, and shall be a non-profit and non-political organization engaged in promoting Bengali culture & heritage, various community activity and charitable cause.

### 2. Vision

The vision of the association is to become a leading beacon of Bengali language, literature, art, culture and heritage in the state of Georgia.

### 3. Mission

To promote Bengali language, literature, art, culture and preserve and pass on the rich and vibrant Bengali heritage among young second generation Bengali community in United States of America.

To create cross cultural interaction and appreciation of diverse cultures.

To engage in cultural exchanges with like-minded organizations.

To participate in social welfare activities.

To encourage participation of youth in the activities of the association

## **ARTICLE III – Membership**

### 1. Membership

Any person, who is over the age of 18, interested in Bengali language and culture, may become a member of the Corporation on payment of the membership fee. Membership shall be valid for the current fiscal year and subject to subsequent renewals. All members need to abide the By Laws of the Corporation.

### 2. Types of Membership

There shall be four types of membership:

(a) Individual

(b) Student (Full time student / Post doctoral fellow)

(c) Family (defined as the member, the spouse, dependent children and dependent parents living with the member at the same address or at a managed care facility)

(d) Student Family (defined as a family where either both adults are students (Full Time / Post Doctoral fellow) or one adult is a student and the other adult is a homemaker. It includes dependent children and dependent parents (living with the member at the same address or at a managed care facility)

### 3. Intellectual Property of Members

List (soft or hard copy) of PURBASHA members or their personal information should not be disclosed or sold by any PURBASHA member to any type of media, network, advertisers, sponsors, newspaper or organization.

#### 4. Annual Membership Fee

The PURBASHA Core Committee (PCC) in association with current Executive Committee shall decide the annual membership fee amount for each category of membership and the due date for the current fiscal year. Notification of the membership dues shall be provided to the members of the immediate past year by the executive committee at least two weeks prior to the due date. Membership dues, once paid, shall not be refundable.

#### 5. Tenure

Annual membership period is from 01<sup>st</sup> January to 31<sup>st</sup> December (Fiscal Year). A person or a family can apply for annual membership by paying the annual membership fee at any time of the Fiscal Year and will remain valid till one day prior to following year's same date. No proration in the annual membership fees will be allowed, i.e., full membership fee has to be paid regardless of timing of payment. The very first payment date of your membership is considered as your 1<sup>st</sup> day as a member in the Corporation.

#### 6. Membership Rights

No Member shall have any right or interest in any of the property or assets of the Corporation. All corporate property is irrevocably dedicated to the purposes described within these Bylaws of the Corporation. No part of the net earnings of this Corporation shall inure to the benefit of any of its Members, Officers or any other persons. Also no members shall have any right or interest in any property or assets of the Corporation at the time of leaving the Corporation.

#### 7. Limit on Membership

PURBASHA Core Committee may decide to have a maximum cap on the member count. Upon such decision is reached, any new membership request may be put on hold or denied. The cap on membership will be decided later.

#### 8. Background Checks

Any individual with a criminal background, who has ever been indicted or convicted with criminal activity in United States of America or abroad, will not be eligible to become member of the Corporation.

#### 9. Voting

A member and spouse under family membership or student family membership category shall be allowed to cast one vote each. A single or student member shall be allowed to cast one vote. A vote can only be cast in person. Dependent parents and children shall not have any voting privilege. Currently there is no voting system in the Corporation.

#### 10. Waiver Release

By becoming a member of the Corporation or attending any events organized by the Corporation, the attending person or the member gives up the right for himself/herself or his/her family or heirs to sue or file a lawsuit against the Corporation, and its Directors, officers and volunteers for any issues.

#### 11. Medical Reimbursement

The Corporation does not assume any responsibility for or obligation to provide anyone with financial or other assistance, including but not limited to medical, health or disability benefits or insurance of any nature. Also members or attending persons cannot claim whatsoever of any first aid treatment or other medical services for injuries resulting from participation in any events organized by the Corporation.

#### 12. Permission

The Corporation can use the name, voice, picture, image, likeness, performance, video and/or motion pictures of members and person attending the events organized by the Corporation for distribution and exhibit these throughout the world without charge or restriction. This will include and may not be restricted only for upload to Corporation's website, Facebook, Instagram and Twitter and other social media platforms. No one can claim for damages based on the use of said name, voice, picture, image, likeness, performance, video and/or motion pictures.

## ARTICLE IV – PURBASHA Core Committee

### 1. Authority

The supreme authority of the Corporation and the governance and management of the affairs of the Corporation shall be vested in the PURBASHA Core Committee (PCC); and all the powers, duties, and functions of the Corporation conferred by these Bylaws, state statutes common law, court decisions, or otherwise, shall be exercised, performed, or controlled by or under the authority of the PURBASHA Core Committee. The governing body of the Corporation shall be the PURBASHA Core Committee. The PCC shall have supervision, management and control of affairs related to the Corporation and shall set the policies as deemed necessary.

### 2. Eligibility

The Members of the PURBASHA Core Committee shall have all founding members of the Corporation and last 3 years PURBASHA Presidents and Current Fiscal Year President. Members of PURBASHA Core Committee cannot be a member of other regional organizations similar in nature. If any members of PCC leaves the organization, that individual cannot be part of PCC when he rejoins the organization at a later point.

### 3. Tenure

PURBASHA Core Committee has Founding Members, ex Presidents and Current President. The Founding Members are constant and will continue to be part of PCC until his or her earlier resignation, removal from office or death. The Ex Presidents shall hold his or her office/part of PCC for the term of three (3) Fiscal years for which he or she is selected or appointed, and until his or her earlier resignation, removal from office or death. Any Officer of PCC may be removed, with or without cause, by the affirmative vote of three-fourths (3/4) of the full Purbasha Core Committee whenever in its judgment the best interests of the Corporation will be served thereby.

### 4. Responsibilities

The PCC responsibilities shall include:

- (a) Governance and Management of Corporation
- (b) Uphold the vision and By Laws of the Corporation
- (c) Running the overall operations of the Corporation in collaboration with the current Executive Committee
- (d) Financial planning of the Corporation and perform audit of all monetary transactions
- (e) Creating new ideas and developing new strategies for the growth of the Corporation
- (f) Ensure compliance with 501 (c) (3) requirements.
- (g) Registering the organization, paying insurance, and paying other yearly relevant dues
- (h) Chair the Annual General Meeting
- (i) Assist the Executive Committee in venue selection and reservations
- (j) Assist the Executive Committee in External Artist selection
- (k) Deliver a preliminary operating framework and budgetary guidelines for the current EC
- (l) Maintain up to date email distribution list of the members
- (m) Develop Leadership within the Corporation
- (n) In cases of an emergency created by the resignation of EC of the Corporation, the elected members of the PCC shall take over the functions of the Executive Committee.

### 5. Compensation

No members/officer of the Corporation shall receive directly, or indirectly, any salary or compensation from the Corporation.

### 6. Meetings

The PURBASHA Core Committee may hold its regular meetings at such place or places within or outside the state of Georgia, as it may from time to time determine.

### 7. Termination & Resignation

Any officer of PCC may be removed from office, with or without cause, by three-fourths (3/4) of the full PURBASHA Core Committee at a special meeting of the PCC called for that purpose. An elected Member of the PCC may resign by submitting a letter of resignation to all the officers of PCC.

8. Chairperson of PURBASHA Core Committee

The senior most Ex President will serve as the Chairperson of PURBASHA Core Committee until his or her tenure ends, earlier resignation, removal from office or death

## **ARTICLE V – Executive Committee**

The Executive Committee of the Corporation shall comprise of the President, a Vice President (optional), a General Secretary, a Treasurer and a Cultural Secretary. The Executive Committee shall manage the activities of the organization for one fiscal year. The Executive Committee members cannot be members of some other similar organization while serving in the team. No two members from the same family can be a part of the Executive Committee for the same fiscal year. The President of the Executive Committee shall be selected by the PURBASHA Core Committee and the rest of the executive committee shall be selected by the President. The President can consult with any PCC members at the time of forming the Executive Committee. The executive committee will be declared at the Annual General Body Meeting.

1. President

Must have completed 5 fiscal years in the Corporation from his/her first membership payment date (which is considered as Day 1 as a member of the Corporation) before nominating himself/herself for the post of President. The President shall be the principal executive officer of the Corporation and will report to the Chairperson of PURBASHA Core Committee. The President shall lead the organization efficiently and effectively, responsible and accountable for successful conduct of all events during his/her tenure. The President shall coordinate the work of the other Executive Committee members. He/She shall also act as a spokesperson and represent the association in inter-organization matters and shall keep other executive committee members abreast on those matters. Members of the same family cannot be President of the Corporation in any consecutive years.

2. Vice President

This is an optional position and must have completed 4 fiscal years in the Corporation from his/her first membership payment date (which is considered as Day 1 as a member of the Corporation) before nominating himself/herself for the post of Vice President. In the absence of the President, or in the event of his death or inability or refusal to act, the Vice President shall perform the duties of the President until a decision is made by PURBASHA Core Committee.

3. General Secretary

Must have completed 2 fiscal years in the Corporation from his/her first membership payment date (which is considered as Day 1 as a member of the Corporation) before nominating himself/herself for the post of Secretary. The Secretary shall act as the Go-To-Market (GTM) lead of the Corporation. A Secretary shall perform such other duties as shall from time to time be assigned to him or her by the President or PCC.

4. Treasurer

Must have completed 3 fiscal years in the Corporation from his/her first membership payment date (which is considered as Day 1 as a member of the Corporation) before nominating himself/herself for the post of Treasurer. The Treasurer shall have custody of all the funds and keep a full and accurate account for the receipts and expenditure, make disbursements in accordance with the budget as approved by the PCC. He/She shall also present a financial statement in the Annual General Body Meeting.

#### 5. Cultural Secretary

Must have completed 2 fiscal years in the Corporation from his/her first membership payment date (which is considered as Day 1 as a member of the Corporation) before nominating himself/herself for the post of Cultural Secretary. The Cultural Secretary shall co-ordinate all cultural activities to be performed by the members of the Corporation in the current Fiscal year.

#### 6. Tenure

Each Officer of the Executive Committee shall hold his or her office for the term of one (1) Fiscal year for which he or she is selected or appointed, and until his or her earlier resignation, removal from office or death. Any Officer of EC may be removed, with or without cause, by the affirmative vote of three-fourths (3/4) of the full PURBASHA Core Committee whenever in its judgment the best interests of the Corporation will be served thereby.

#### 7. Vacancies

A vacancy in any office arising at any time and from any cause may be filled for the remaining term at any meeting of the PURBASHA Core Committee.

#### 8. Meetings

The Executive Committee may hold its regular meetings at such place or places within or outside the state of Georgia, as it may from time to time determine. A member of Purbasha Core Committee (PCC) must be present in any Executive Level meetings.

## **ARTICLE VI – Other Committee**

The President shall appoint other committees, subcommittees, or task forces as may be necessary or desirable and which are not in conflict with other provisions of these Bylaws. The duties of any such committees shall be prescribed upon their appointment. Each member of a committee must have completed one (1) Fiscal year in the Corporation and shall continue as a Member until the next Annual General Body Meeting. The tenure of these committees will be for the current fiscal year.

## **ARTICLE VII – Finances**

#### 1. Corporation Fund Management

The Corporation shall keep its funds in a bank which is FDIC insured. The President, Treasurer and any one (1) member of PCC may sign checks on the said bank of the Corporation. The Corporation shall maintain a SAVING and CHECKING account. All transactions shall happen from the CHECKING account. If the Corporation Fund ever exceeds \$250,000.00 (which is the insurance limitation by FDIC), another SAVINGS/CHECKING account should be opened to split the fund. This is to ensure that 100% of Corporation Fund is always insured for maximum security against any kind of financial loss. At the start of each Fiscal Year – a sum of \$5000 shall be allocated to the current Executive Committee for running the Corporation. Any surplus shall be transferred to the SAVINGS account.

#### 2. Financial Transaction Process

All financial transactions of PURBASHA should be conducted through its designated bank account. Making transaction through personal check or cash and later reimbursement is highly discouraged. The financial records may be audited, if deemed necessary, once at the end of the fiscal year. No individual member of the Corporation is allowed to make profit, financial gain, earn salary or any form of compensation (for time and effort) from the Corporation. However, the Corporation may hire outside professionals, contractors or institution during various community events and expense will be paid out from the Corporation Fund.

#### 3. Disbursement of Corporation Fund after dissolution

If the Corporation disbands, the non-liquid assets of the association shall be transferred to an organization with similar purposes chosen by the association membership at a duly convened general body meeting (conducted specially for such purpose). If the Corporation disbands, the cash or liquid assets should be distributed to different charitable organizations.

## **ARTICLE VIII – Miscellaneous**

### **1. Communication Protocol**

The Corporation shall use PURBASHA Website, Email, Facebook as Twitter as the primary/official forms of communication within all members, as well as with external entity. President and PCC members shall be responsible for any official communications on behalf of the Corporation. No negative opinion/comments against an individual or group should ever be expressed in any official form of communications. No issue discussion or express of opinion should be done through any official mode of communication. Such engagement will be performed in the in-person meetings only. The Corporation shall not use Whatsapp or similar messaging application for official communication. Any views/opinions discussed/expressed in any other non official form of communications are not PURBASHA's views and the Corporation is not responsible for that.

### **2. Violation Handling Process**

It is possible that an individual/group or members, knowingly or unknowingly, violate the constitutional process depicted here in this document. Such violation should be resolved and corrected in most respectful and dignified manner. All grievances should be addressed to Corporation's official email address and then the Current President and Chairperson of PCC will assign an independent body to monitor the case. Face to face discussions or phone discussions will be scheduled with necessary parties and the independent body will try to resolve in most respectful and dignified manner.

### **3. Asset Management**

All non-perishable assets of the Corporation shall be stored in a climate controlled environment to preserve the value of Corporation's assets. This includes but is not limited to idols, puja related items, electronic equipment, etc. The assets of the Corporation shall not be used for personal events/use. No assets shall personally benefit any individual member, officer of the Corporation. The online assets of the Corporation shall include Website, Email, Facebook, Twitter, etc. are to be governed by the members of PCC. The online assets are to be used for Corporation related activities and shall not post any copyrighted material.

Each year, the current President can nominate a System Administrator to post on the current executive committee's behalf but it has to be approved by the Chairperson of PCC or Current President.

### **4. Password Policy**

All online assets shall be protected by passwords. Every year before Annual General Meeting, the passwords shall be refreshed for the coming year. Only Chairperson of PURBASHA Core Committee, Current Fiscal Year President and 1 member of PCC shall have access to all online assets. If other PCC members and Executive Committee members require access – a detailed justification is required. President shall circulate the category wise credentials to each individual group owners depending on their ownership (For e.g. Cultural/Publications & etc.) No personal post/emails are allowed from Corporation's online assets.

### **5. Insurance**

To the extent permitted by Georgia law, the Corporation may purchase and maintain insurance on behalf of any person who is or was an officer, employee, or agent of the Corporation, or is or was serving at the request of the Corporation as a trustee, officer, employee, or agent of another corporation, domestic or foreign, nonprofit or for profit, partnership, joint venture, trust or other enterprise. The Executive Committee along with any PCC members will represent the Corporation in the court for any lawsuit against the Corporation. The Corporation shall bear the all financial responsibilities regarding any lawsuit against the Corporation.

6. Refund Policy

Donation of any kind to a charitable organization is an irrevocable gift and cannot be refunded or returned. No goods or services to be provided by the Corporation in exchange for the donation. Donation or Annual membership fee is nonrefundable under any circumstances.

## **ARTICLE IX – Fiscal Year**

The fiscal year of the Corporation shall commence on January 1 of each year and end on December 31, until otherwise determined by the PURBASHA Core Committee.

## **ARTICLE X – Corporate Seal**

The Corporation shall have a seal, circular in design, bearing the words:  
PURBASHA INC  
Non Profit Corporation  
Georgia

## **ARTICLE XI – Amendments**

These Bylaws and the Articles of Incorporation may be amended from time to time by a two-thirds (2/3) majority vote of the full PURBASHA Core Committee members at any regular or special meeting called for the purpose of considering such amendment.

## **ARTICLE XII – Tax Exempt Status**

The affairs of the Corporation at all times shall be conducted in such a manner as to assure the Corporation's status as an organization exempt from taxation pursuant to I. R. C. section 501(c)(3).

## **ARTICLE XIII – Adoption of ByLaws**

PURBASHA INC. was organized under the laws of the State of Georgia on October, 09, 2010. These Bylaws were adopted by resolution of the initial members of the Corporation, and became effective on October, 09, 2010.