
Constitution and By-Laws

CIRCASSIAN BENEVOLENT ASSOCIATION

383 OLDHAM ROAD, WAYNE, NEW JERSEY 07470

The Circassian Benevolent Association Constitution and By-Laws

Table of Contents

Constitution

Article I	Name
Article II	Purpose
Article III	Membership
Article IV	Structure
Article V	Executive Board
Article VI	General Membership Meeting
Article VII	Finances
Article VIII	Auditing Committee
Article IX	Bylaws
Article X	Amendments
Article XI	Ratification
Article XII	Permanent Council



By Laws

Article I	Membership
Article II	Conduct of Business
Article III	Voting
Article IV	Budget
Article V	Suspension or Termination of Membership
Article VI	Quorum
Article VII	Executive Board
Article VIII	Duties of the Officers
Article IX	Standing Committees
Article X	Dues
Article XI	Finance
Article XII	Reference
Article XIII	Declaration
Article XIV	Addendum
Article XV	Definitions

Constitution

Article I Name

The name of the organization is "The Circassian Benevolent Association," established on June 19, 1952.

Article II Purpose

1. To study and foster all matters pertaining to the welfare of the Circassians in America in the religious, social, cultural, creative, athletic, and benevolent fields, and to strengthen the cooperative ties among the Circassians wherever they may be to preserve and nurture the Circassian heritage.
2. To give aid and support to the Circassians residing in the United States and elsewhere.
3. To provide voluntary assistance to its members and their families in sickness or distress as well as proper and decent interment in case of death.
4. To maintain and foster an interest in civic affairs and to instill in its members principles of the United States Constitution and to encourage naturalization and the acquisition of the United States citizenship.
5. To receive, hold, care for, invest in and operate real or personal property, or both, and to use and distribute from time to time all the income therefore and the principal thereof, as well, exclusively for religious, charitable, literary, or educational purposes, either directly to individuals or by means of contributions to organizations duly registered to carry on religious, charitable, literary or educational activities consistent with the constitution of the Corporation providing,, However that no part of such income or principal shall be contributed to any organization whose net earnings or any part thereof inures to the benefit of any private shareholder or individual or any substantial part of the activities of which is carrying on propaganda or otherwise attempting to influence legislation.
6. No part of the net earnings of the Corporation shall inure to the benefit of any member, trustee, officer or any private individual (except reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes) and no member, trustee, officer, or any private individual shall be entitled to share in the distribution of any corporate assets on the dissolution of the Corporation. No part of the activities of the Corporation shall be carrying propaganda or otherwise attempt to influence legislation, or participation in or intervening in any political campaign on behalf of any candidate for public office.
7. Upon the dissolution of the Corporation or the winding-up of its affairs, the assets of the Corporation shall be distributed exclusively to religious, charitable, literary, or educational organizations which would then qualify under the provisions of Section 501C3 of the Internal Revenue Code and its regulations as they now exist or as they may hereafter be amended.

Article III Membership

All Circassians, their Circassian relatives and their Circassian friends who are interested in the purposes of this organization and are willing to abide by its Constitution and Bylaws may become a member of the Association, providing they are not known to have ever engaged in the activities referred to in Article V of the Bylaws. (Amended 10/3/1999 & Ratified 3/17/2002)

Article IV Structure

The Association is comprised of three elected governing bodies:

1. The Permanent Council
2. The Executive Board
3. The Auditing Committee

Article V Executive Board

1. The officers of the Executive Board shall be the President, Vice-President, Recording Secretary, Correspondence Secretary, Treasurer, Financial Secretary, Standing Committee Liaison, Public Relations Officer. (Committee chairperson should not be considered part of the Executive Board). (Amended & Ratified 01/27/2013)
2. The President and Vice-President shall be elected on the same ticket, by secret ballot, by voting members as prescribed by Article III of the Bylaws. The ticket receiving the highest number of votes shall be declared elected. (President and Vice-President must be of Circassian decent and they must be knowledgeable in

Circassian history and traditions and able to speak Circassian and English effectively). (Amended & Ratified 01/27/2013)

3. The President shall appoint the remaining officers of the Executive Board and present their names to the Permanent Council for approval. The President will replace anyone who fails to secure the approval of the Permanent Council because of membership status or voting eligibility. (Amended 10/31/1999 & Ratified 3/17/2002)
4. Any member of the Permanent Council who is nominated by the President as a candidate for office on the Executive Board shall resign from the Council to serve on the Executive Board.
5. The Imam or his representative is an ex-officio member of the Executive Board and is also appointed by the Permanent Council.
6. The President's term of office shall be for two years and shall not exceed two consecutive terms. The President may run again, after two terms have elapsed.
7. Elections are held during the month of December every two years. (Amended & Ratified – 07/28/2013)
8. The Executive Board shall have the power to transact all the Association's business and initiate such studies as it deems advisable for the realization of the purposes of the Association. All decisions are carried by a majority vote.
9. The Executive Board shall meet once a month or at the request of one of its members.
10. The Executive Board must develop annual goals and present them at the first General Membership Meeting of each year. (Amended & Ratified 02/05/2017)

Article VI General Membership Meeting

1. General Membership Meetings shall be held each year on a quarterly basis (or four times per year). Additional General Membership Meetings may be held as necessary. (Amended & Ratified 02/05/2017)
2. The President of the Association shall announce the dates of the quarterly General Membership Meetings at the beginning of the year. Members shall be notified of the agenda two weeks in advance of the time of any General Membership Meeting. (Amended & Ratified 02/05/2017)
3. The President shall call the meeting to order and relinquish the chair to the elected Chairperson.
4. The Recording Secretary records the proceedings, and after being audited by the Meeting Chairperson, sends a copy of the minutes to the Permanent Council and the Executive Board.
5. A meeting Chairperson shall be elected for a two-year period. In the event of the Meeting Chairperson's absence, a temporary Meeting Chairperson may be elected for that meeting.
6. All General Membership Meetings are not to exceed three hours in length, including breaks for prayer.
7. All General Membership Meetings shall follow the standard format:
 - a. Call to order
 - b. Approval of previous minutes
 - c. Report from the Executive Board (President)
 - d. Report from the Permanent Council
 - e. Report from the Treasurer
 - f. Report from the Auditing Committee
 - g. Old Business
 - h. New Business Adjournment

All reports must be in writing and should be kept as part of the General Membership Meeting records

8. The Executive Board shall hire a secretary on a part-time basis to take minutes at the General Membership Meetings and perform other clerical duties as needed.

Article VII Finances

1. The income of the Association shall consist of initiation fees, monthly dues, donations, and revenue from parties or publications.
2. Delinquency in payment of monthly dues for six consecutive months prior to a voting date shall result in the loss of voting privileges.

Article VIII Auditing Committee

1. The Auditing Committee shall be composed of three officers.
2. The term of office shall be two years with no limitation on reelections.

3. Time of election is the same as election of the officers of the Executive Board.
4. The Auditing Committee shall have the right to check the records of the Treasurer, the Secretaries and all the remaining Committees of the Association.
5. The Auditing Committee will present a full and detailed report on its findings and recommendations to the Permanent Council, Executive Board and the General Membership Meeting once every twelve months.
6. In the event that an Audit Committee member vacates their position during a given term, new nominations and elections shall be made at the first General Membership Meeting following the vacancy. Candidates shall be elected by a 51% majority of voting members present at a General Membership Meeting with duly constituted quorum. (Amended & Ratified – 08/17/2014)

Article IX Bylaws

The Association may adopt such By-Laws which are necessary to carry out its purposes and functions. By-Laws may be adopted, repealed, or amended by a 51% majority of voting members present at a General Membership Meeting with duly constituted quorum. (Amended & Ratified – 07/28/3013)

Article X Amendments

The Constitution may be amended by a 51% majority of voting members present at a General Membership Meeting with duly constituted quorum as long as it receives the approval of the Permanent Council. (Amended & Ratified – 07/28/3013)

Article XI Ratification

The Constitution shall be declared ratified if a 60% majority of voting members present with duly constituted quorum vote in favor of it or 51% majority of voting members present at the next membership meeting with duly constituted quorum vote to ratify it. (Amended 10/31/1999 & Ratified 3/17/2002).

Article XII Permanent Council

1. Statute
 - a. The Council is a permanent body known as "The Permanent Council of the Circassian Benevolent Association."
 - b. Changes in the Status of the Council or its dissolution could be affected only by a vote of 75% of all the voting members of the Association in writing while physically present, with no proxies accepted. Failure to secure a quorum as stated will lead to indefinite postponement. (Amended & Ratified – 07/28/3013)
 - c. The Permanent Council shall consist of nine members. (Amended & Ratified – 08/17/2014)
2. Responsibilities
 - a. Reviewing the management of the estate, the cemetery and proper utilization of the assets of the Association in conformity with the Constitution and Bylaws of the Association including the care of the corporate documentation and reporting any violation to the general membership. (Amended 10/31/1999 & Ratified 3/17/2002)
 - b. Review, study, and report to the general membership meeting the annual budget submitted by the Executive Board for the activities of the Association.
 - c. Reporting every six months to the General Membership about the state of the estate of the Association.
 - d. The assumption of the role of the Arbitrator with binding decisions in all controversies affecting the Association, according to the Constitution and By Laws and presenting these decisions in a General Membership Meeting whose vote and decision are final and binding.
3. Rights and Authorities
 - a. Legislation of its own rules and regulations on how to execute its responsibilities as long as such rules and regulations are not in conflict with the Constitution and By Laws and are approved by the General Membership. (Amended 10/31/1999 & Ratified 3/17/2002).

- b. The authority to carry out the above mentioned responsibilities as long as such authority is not in conflict with the Constitution and Bylaws. (Amended 10/31/1999 & Ratified 3/17/2002).
- c. The authority to call a General Membership Meeting of the Association by so instructing the Executive Board.
- d. The power to expel any member of the Permanent Council who is negligent of his duties or engages in activities which are in conflict with the Constitution and Bylaws of the Association. Such members shall be provided with notice of the charges and opportunity to be heard by the Permanent Council prior to expulsion. Such members can be re- instated in the permanent council by a 51% majority of voting members present at a General Membership Meeting with duly constituted quorum. (Amended 10/31/1999 & Ratified 3/17/2002).
- e. The Addition of new members or filling vacancies in the Permanent Council shall be by nomination from the Executive Board for approval by the Permanent Council and ratification by the General Membership. In the event a nominee is rejected by the Permanent Council or the General Membership, nominations shall continue until the approval of the Permanent Council and ratification of the General Membership Meeting is received. If a vacancy is not filled within 6 months of being vacant, nomination of members will be held in a membership meeting, voted on, and accepted by the Permanent Council with a 51% vote. (Amended 10/31/1999 & Ratified 3/17/2002).
- f. Simultaneous membership in the Permanent Council and the Executive Board is prohibited. A Permanent Council member shall hold office for a term no longer than six years, and shall not remain in one position of the following positions for a period of more than two years: Chairperson or Vice-Chairperson. (Amended 10/31/1999 & Ratified 3/17/2002) (Amended & Ratified 01/27/2013)

By Laws

Article I Membership

Membership is divided into four categories and defined as follows:

1. **Regular** – an applicant who is approved by the Executive Board, and then ratified at the next scheduled General Membership Meeting.
2. **Retiree** – an applicant who has attained the age of 65 or over and is approved by the Executive Board and then ratified at the next scheduled General Membership Meeting.
3. **Student** – an applicant who has attained the age of 18 and is a full-time student who is approved by the Executive Board and then ratified at the next General Membership Meeting. Student fees apply only to full-time students 21 of age and under.
4. **Honorary** – granted by the General Membership for exceptional service to the Association, regardless of membership status or citizenship.

Article II Conduct of Business

1. All orders of business shall follow the standard format:
 - a. Call to Order
 - b. Registration of absentees
 - c. Approval of the minutes of the previous meeting
 - d. Report from the Executive Board
 - e. Report from the Treasurer
 - f. Report from the Secretaries
 - g. Report from the Standing Committees
 - h. Report from the Special Committees
 - i. Old Business
 - j. Good and Welfare
 - k. Adjournment

The reports presented should be written or typed, signed, read to the members and then forwarded to the Chairperson.

2. Special Membership Meetings: Can be called at any time by the President or Vice President. The Executive Board or the Auditing Committee may also call a Special Membership Meeting if 10% of voting members requested such a meeting. Special Membership Meetings shall follow the standard format:
 - a. The President of the Association shall call the Special Membership Meeting by instructing the corresponding Secretary two weeks in advance of the time of the meeting and the reason of the meeting.
 - b. The President shall call the meeting to order and relinquish the chair to the elected chairperson.
 - c. The Recording Secretary reports the proceedings and after being edited by the meeting chairperson, sends a copy of the minutes to the Circassian Benevolent Association governing bodies.
 - d. Presentation of meeting subjects by the chairperson.
 - e. Discussions of issues by members.
 - f. Vote
 - g. Adjournment.

The chairperson of Special Membership Meetings will have the same authority as the chairperson of General Membership Meetings as indicated in By Laws. (Amended 10/31/1999 & Ratified 3/17/2002).

Article III **Voting**

1. The right to vote is the privilege of the Regular, Retiree and Student members. Delinquency in payment of monthly dues of six consecutive months prior to a voting date shall result in loss of voting privileges until such delinquency is cured. New members are not entitled to vote during their first year of membership.
2. Voting by proxy is prohibited.
3. Motions are passed by simple majority.
4. Voting inside any governing body of the Circassian Benevolent Association must be an open ballot vote.

Article IV **Budget**

The Executive Board shall prepare an annual budget for all activities of the Association that shall be submitted to the Permanent Council for approval. The Executive Board and its Committees shall abide by the budget and any amendments thereto approved by the Permanent Council.

Article V **Suspension or Termination of Members**

The Executive Board has the power to suspend or terminate the membership of any member, regardless of the official position a member maybe holding in the Association, on grounds of alienation to the Association's interests and aims or conduct judged to be contrary to the dictates to the General Membership or the instructions of the Executive Board or for behavior resulting in dispute and hatred among the members or damaging to the reputation of the Circassians. The General Membership by a 51% majority vote of voting members present at a General Membership Meeting with duly constituted quorum can overturn that decision and reinstate the membership status. (Amended 10/31/1999 & Ratified 3/17/2002)

Article VI **Quorum**

The quorum will be considered attained if 51% of the Regular, Retiree and Student members are present. If no quorum is present at the scheduled lime, the call to order will be delayed for one hour and the quorum will be considered attained regardless of the number of members present.

Article VII **Executive Board**

1. A newly elected Executive Board will formulate a program within the guidelines of the budget reviewed by the Permanent Council and the proposals of the General Membership together with its own studies and interpretations. (Amended 10/31/1999 & Ratified 3/17/2002)
2. The Executive Board is accountable to the General Membership. All members have the right to question any and all of the officers on any issues related to the conduct of the functioning of the Association. (Amended 10/31/1999 & Ratified 3/17/2002)
3. The Executive Board can invite consultants and advisors to any of its meetings.
4. No member of the Association may run or be elected for the position of the President or Vice President unless they have been a voting member for a period of at least two consecutive years prior to the election.

Article VIII **Duties of the Officers**

1. President – represents the Association in all matters without exception, chairs the meeting of the Executive Board, and any meetings of the Association, appoints the members of the Executive Board and Chairpersons of the Standing Committees and replaces them. Should a tie develop, the President's vote breaks it. He appoints the Custodian to take care of the Mosque and the Center. (Amended 10/31/1999 & Ratified 3/17/2002).
2. Vice President – assumes the duties of the President in the President's absence or when so directed by the President. In the event that the Vice-Presidency is vacated during a given term, the President shall appoint a new qualified (as indicated by Article V.2 of the Constitution and Article VII.4 of the By-Laws) candidate within 45 days of the vacancy subject to ratification by the Permanent Council. (Amended & Ratified 01/27/2013) (Amended & Ratified – 08/17/2014)
3. Recording Secretary – records the minutes of the Executive Board and maintains the files and inventory

4. Correspondence Secretary – dispatches the letters dictated by the President, reviews letters received by the Association with the President, files all Correspondences, and mails the notices of the meetings.
5. Treasurer – Deposits the receipts in the bank designated by the Executive Board. He/she appoints a collector of the fees and the dues and keeps an up-to-date list of those members who have paid their dues and those in arrears. He/she submits that list to the Permanent Council, the Executive Board, and the General Membership Meeting once every six months. On December 1 of each year the Treasurer notifies each delinquent member, by certified mail, return receipt requested, of the potential loss of voting and membership if the total annual dues are not paid by December 31.
6. Chairperson of the General Membership Meeting – presides over the General Membership Meeting. He can expel any member disturbing or disrupting the meeting and may adjourn the meeting if order cannot be restored. He does not take part in the discussions.
7. Recording Secretary of the General Membership Meeting – may be the Recording Secretary of the Executive Board or another individual who can be elected at the beginning of the General Membership Meeting. The Recording Secretary will receive a list from the treasurer of members who have lost their right to vote or their membership. The list will be read to the members at the General Membership Meeting and given to the Chairperson.

Article IX Standing Committees

1. The President appoints a Director Chairperson for each Standing Committee to achieve the aims enumerated in Article I of the Constitution.
2. The Director Chairperson chooses assistants regardless of membership status.
3. The Director Chairperson presents a draft of the Committee's projects and a budgetary request to the Executive Board for approval and allocation of funds.
4. The Director Chairperson notifies the President of the time and place of the meetings and provides the minutes of the meeting to the Executive Board. The President is an ex-officio in all committees.
5. The Standing Committee should meet regularly with the Executive Board Liaison.
6. Each Standing Committee should meet with the entire Executive Board at least biannually to discuss common issues and concerns.

Article X Dues

1. The initiation fee is \$50 and shall be accompanied by the application form. The fee shall be refunded in the event that membership has not been granted.
2. Monthly dues are as follows: (Amended & Ratified – 01/29/2012)

a. Regular	\$15.00
b. Retiree	\$7.50
c. Student	\$3.00
d. Honorary	N/A
3. Membership of new applicants shall be granted by a 51% majority of voting members of the Association present at a membership meeting with duly constituted quorum and made effective as of the date the Executive Board member received the application. (Amended & Ratified – 07/28/3013)
4. Failure to keep membership dues payments current for 36 consecutive months shall result in the termination of said member without prejudice. (Amended & Ratified – 07/28/3013)
5. Terminated individuals are free to re-apply as new members as outlined in this Article. (Amended & Ratified – 07/28/3013)

Article XI Finance

1. Saving accounts and a checking account shall be maintained by the Association in such financial institutions as may be designated by the Permanent Council. (Amended & Ratified – 08/02/2015)
2. The saving accounts shall be in the custody of the Permanent Council. The checking account shall be maintained by the Executive Board to facilitate transactions of daily business. (Amended & Ratified – 08/02/2015)
3. All income shall be deposited in the saving accounts of the Association. The Permanent Council shall automatically transfer the equivalent to one twelfth (1/12) of the approved annual budget to the Association's checking account on a monthly basis. Transfers from the saving accounts shall require the signatures of two members of the Permanent Council, the Chairman, Vice Chairman, or Secretary. (Amended & Ratified – 08/02/2015)

4. The checking account shall require the signature of two members of the Executive Board, the Treasurer and either the President or Vice-President.

Article XII Reference

1. Any points not addressed by the Constitution will be referred to the Permanent Council whose decision is binding, until such point(s) are presented to the General Membership for a vote whose decision is final and binding. (Amended 10/31/1999 & Ratified 3/17/2002)
2. Any issues not addressed, covered, or explained in the By Laws will be referred to the Executive Board, who will present them to vote in a joint meeting of all the Association's governing bodies (Executive Board, Permanent Council, and Auditing Committee). The decision made through a 51% vote is binding, until such issues are presented to the General Membership, whose decision is final and binding. (Amended 10/31/1999 & Ratified 3/17/2002)

Article XIII Declaration

The CBA is an alcohol-free and drug-free institution. This involves the prohibition of the presence, storage, consumption, dealing, distribution, or promotion of alcohol and illegal drugs inside the premises of the CBA. This prohibition involves any person present inside the CBA regardless whether that person is a member of the CBA or not. The CBA funds shall never be used for the purchase of alcohol and illegal drugs.

Article XIV Addendum

Auditing Committee - The Auditing Committee is responsible toward the Association and its members. It has the authority to retain and provide copies of any and all of the Association's documents. (Amended 10/31/1999 & Ratified 3/17/2002)

Article XV Definitions

1. Circassian: shall mean Adigha. (Amended 10/31/1999 & Ratified 3/17/2002)
2. Arbitration: This process of decision-making in the Association must be conducted by officials of the organization, whose involvement in this process does not constitute a conflict of interest or perception of conflict of interest. (Amended 10/31/1999 & Ratified 3/17/2002)