

**By-laws of the Chinese Consolidated Benevolent Association, Inc. of Fresno (CCBA), Fresno, California ... (Approved on November 17, 2018)**

**Chapter 1 – General Provisions**

Article 1 – The association is known as the Chinese Consolidated Benevolent Association of Fresno, Inc., as delegate of the Confucius Church of Fresno.

Article 2 – The Association was jointly founded by the Ning Young Association, Yin Hoy Association, Young War Association, Kong Chow Bow On Association, Yun War Association and Sam Yup Association, and other allied parties. They initially started the Confucius Church of Fresno, the predecessor of the Chinese Consolidated Benevolent Association, Inc. of Fresno (CCBA).

**Chapter 2 – Objectives**

Article 3 - As a not-for-profit organization, the objectives of this association are to promote the common interests of the Chinese community, to encourage benevolent activities of the Chinese community, to promote Chinese culture, and to further the well-being of the Chinese community.

**Chapter 3 – Membership**

Article 4 – Organizational membership:

Members of any recognized local Chinese organization having no conflict with the CCBA, and are willing to abide by these bylaws of the CCBA, are eligible to become organizational members of the CCBA. Said members shall have the same rights and obligations as all other members. Each of these organizations may elect to seat a representative on the Board of Directors of the CCBA.

Article 5 - Individual Membership:

Any person 21 years of age or over who has resided in the Fresno area for at least two continuous years, who agrees and is willing to abide by the bylaws of the CCBA, and believes in community service, is eligible to become a member of the CCBA. The Individual shall have the same rights and obligations as all other members.

## Chapter 4 - Organization

### Article 6 – Board of Directors (The Board)

The Board shall manage the functions of the CCBA. The Board consists of 15 members-at-large and one representative from each of the allied organizations. The immediate past president and past vice president shall remain members of the Board. The officers of the Board shall be elected from the members of the Board.

### Article 7 - Advisors

All board members who have served on the Board for 5 or more years, and who have been presidents and/or vice presidents for 4 (2 terms) or more years, if willing, may be elected as advisors to the Board.

### Article 8 - Honorary members of the Board

All members who have served on the Board for 5 or more years who cannot serve as officers, but are still interested in serving the CCBA, may be elected to become honorary members of the Board of Directors. As such, they are still eligible to vote and be elected.

### Article 9 – Officers of the Board

The Board includes the following officers: The President & the Vice President, the Chinese Secretary & assistant, the English Secretary & assistant, the Treasurer & assistant, the Property Manager and assistant, the Director of Youth Activities & assistant, the Chairperson for the Chinese School Board, the Manager for Activities/festivities, the Manager of Public Relations and assistant. Officers of each department are elected from the Board for a term of two years.

### Article 10 - Operating funds

There are at present no mandatory membership dues. All funds come from voluntary contributions.

### Article 11 - Meetings of the Board

The regular meetings take place every 3 months. Additional meetings can be called by the President or Vice-President. Meetings shall be run by the President.

### Article 12 - Notice of meetings

Members of the Board shall be given notice at least 7 calendar days in advance by writing, telephone, or other means. An excuse from a meeting must be presented to the President prior to or within a reasonable time after a called meeting; otherwise an absence shall be considered a no-show.

#### Article 13 - Meeting Quorum

A quorum consists of a minimum of 7 board members. Any voting matters shall require a quorum to be present.

#### Article 14 - Meeting Minutes

The minutes of meetings shall be recorded in English as the standard, with the use of Chinese expressions as needed. The Chinese version of the minutes shall serve as a reference for those who do not read English  
**(EFFECTIVE December 30, 2018)**

#### Article 15 - Vacant Positions

If for any reason an officer cannot continue to serve his/her post, the assistant shall assume said post, and an election shall be held to fill the position of the assistant. If necessary, the Board may form an ad hoc committee to elect another board member to fill such vacancy to serve out the term. If the President or the Vice President cannot carry on the regular duties, the Chinese secretary shall assume the position. (Chain of Succession should the positions become vacant: President, Vice-President, Chinese Secretary, and English Secretary).

### **Chapter 5 - Board Decisions and Asset Management**

#### Article 16 - Board Decisions

Once the required quorum of 7 board members is present, all motions shall be seconded, with the exceptions stated in Article 17, and are voted on with decisions made based on majority vote, and recorded in the minutes.

#### Article 17 - Management of Assets

For matters that pertain to the management of assets, a two-thirds vote of board members attended shall be required.

### **Chapter 6 – Miscellaneous**

#### Article 18 - Dismissal

Any board member/officer who has been repeatedly absent from three (3) consecutively scheduled regular meetings, unable to carry out his/her fiduciary duties, or has acted detrimentally to the objectives of the CCBA, may be dismissed. Said dismissal shall be based on a motion, seconded, and approved by the majority vote of the Board. In the event of such Board action, the President shall notify said Board member in writing of said dismissal to the last known address.

#### Article 19 - Language

December 30, 2018 to date of when English, rather than Chinese, is used for standard recording.

#### Article 20 - Records

All Board members shall sign their names in the permanent record book before each meeting. At the beginning of each meeting, the attendance records and minutes of the previous meeting shall be reviewed and approved.

#### Article 21 - Method of Voting

For each proposal presented, a motion shall first be made. This shall be seconded by another Board member. The President shall next call for a discussion, after which votes are cast. Board members shall have the right to request that votes be cast in anonymity; however, the President may call for a roll call vote to record the individual Board members present and their vote.

### **Chapter 7 – Elections**

#### Article 22 - Nomination and election of new Board members

A Board member who wishes to nominate a person for the Board shall first obtain consent from the nominee. The nomination can then be made at any Board meeting and put to a vote. The nomination is approved with a majority affirmative vote. If the number of nominees exceeds the number of vacancies on the Board, then the persons with the greatest number of affirmative votes shall be admitted to the Board.

#### Article 23- Election of Officers

The officers of the CCBA are elected from within the Board. The method of election is stated in Article 21. The term of each office is two years. Elections are held at the last meeting of the calendar year.

#### Article 24 - Notification

The Board shall timely notify the elected candidate of the successful election to the office.

#### Article 25 - Initiation of new Board member

A person, once elected to the Board, shall be sworn in to abide by the mission of the CCBA prior to voting as part of the Board membership.

## **Chapter 8 - Responsibilities**

### Article 26 - The President

Shall coordinate all governing functions, preside over all meetings, maintain order at meetings, oversee and execute meeting decisions, plan and execute all other activities related to the CCBA, and represent the CCBA in activities relevant to the CCBA. The President may spend up to \$300 on behalf of CCBA's funds on relevant activity.

### Article 27 - The Vice President

In the event the President cannot serve, or in the absence of the President, the Vice President shall carry out the duties of the President.

### Article 28 - The Secretary

Chinese: to coordinate CCBA matters with the President; to draft all documents, including each meeting agenda and the minutes of meetings; to remind the President of meeting times; and to receive and dispatch all correspondence in Chinese.

English: to carry out the same functions as the Chinese Secretary other than to carry out the written matter in the English language as needed.

### Article 29 - The Treasurer -Duties

All important receipts and expenditures shall be first authorized by the president after approval by the Board.

The Treasurer –Duties/financial. Limitations of the office of the treasurer  
Opening of bank accounts shall require the signatures of the president, the treasurer, the Chinese or the English secretary, and/or one to two other Board members. Withdrawals shall require at least two signatures of said Board members.

#### The Treasurer –Reports.

The treasurer shall issue a report to the Board regarding the CCBA's finances every 6 months. Once approved by the Board, the report is filed on record.

### Article 30 - Property manager

To manage, upkeep, and keep records of the real properties and assets of the CCBA. This includes the Confucius School and local cemetery interests.

### Article 31 - Youth activities

The CCBA believes in and promulgates the Confucian teachings of humility and respect. Youth activities are encouraged with that sense of value.

### Article 32 - The Chairperson of the Chinese school Board

To instill into students the traditional Chinese values; to establish and effect the teaching of relevant subjects; to make decisions on the teaching personnel; to plan the school schedule; to report on school activities; and to correspond with relevant educational organizations.

Article 33 - Public relations

To make public the matters of the CCBA after approval of the Board; to deal with the media such as TV, radio, reporters, newspapers; to manage external contacts; to host visitors.

### **Chapter 9 Future Amendments**

Article 34 - All bylaws and amendments shall be approved by a two-thirds vote of Board members before taking effect.

Article 35 - Dissolution.

Should this organization choose to dissolve, then the assets and net funds shall be transferred to a like organization of similar interests upon the approval of the Board currently in place.

Article 36 - Address of Record.

The official mailing address for official correspondence shall be:  
Chinese Consolidated Benevolent Association, Post Office Box 26883,  
Fresno, California, 93729 United States of America.

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