

BYLAWS OF THE NORTHWEST CHINESE CULTURAL ASSOCIATION

ARTICLE I. NAME

The name of this organization shall be NORTHWEST CHINESE CULTURAL ASSOCIATION (NWCCA).

ARTICLE II. OBJECTIVES

Section 1. This organization shall be non-profit and apolitical. Its objective shall be to promote and to encourage friendship among individuals who are interested in Chinese culture and to promote friendship and understanding among Chinese community and the greater communities.

Section 2. To accomplish this objective, the organization shall organize, promote and support activities related to Chinese culture, such as Chinese New Year celebration, Summer Picnic and other cultural events.

Section 3. This organization is organized exclusively for charitable purposes within the meaning of section 501 (c)(3) of the Internal Revenue Code.

ARTICLE III. MEMBERSHIP

Members of this organization shall consist of individuals who are interested in the Chinese culture and who have paid the annual membership fees.

ARTICLE IV. OFFICERS/BOARD OF DIRECTORS

Section 1. OFFICERS/BOARD OF DIRECTORS

A. The board of this organization shall consist of up to 11 NWCCA members who are elected by general memberships and shall have a term of two years and maximum three consecutive terms.

B. The board directors should have overlapping terms to have 1/3 of new board directors elected annually.

C. The officers shall include the President, Vice President(s), Secretary and Treasurer, selected among existing Board Directors with a term of two years. A majority vote of the existing Board members may extend a Director's term for him/her to serve the entire officer's term. The Board Directors must be elected out of its membership.

D. The Board shall be self-perpetuating. Vacancies, when they occur, shall be filled by a majority vote of the existing Board members.

E. A NWCCA nonmember may be elected as a board member. It is up to the current board of directors' discretion to approve or reject. If approved, the person must become a NWCCA member.

F. All Board Directors are expected to perform duties as defined in the Bylaw. A majority vote at the board meeting may conclude removal of a board member should there be reason or concern that a board director is not able or capable to perform these duties within reason.

Section 2. AUTHORITY OF THE BOARD

A. The Board shall be responsible for managing and organizing the general affairs of the organization.

B. The Budget of the organization must be approved by the Board. The disbursements of funds shall be by checks signed by two out of four signatories authorized by resolutions of the Board of Directors.

Section 3. The President shall preside at all meetings of the Board of Directors. In the event of his/her absence, such responsibility will be discharged by the Vice President or the Secretary.

ARTICLE V. MEETINGS

Scheduled meetings of the Board of Directors will be made at the discretion of the officers. In the event the Board is unable to meet at the scheduled times, alternate arrangements may be made to make up the meeting. A special meeting may be called as needed and notice will be provided to all Board members at least one week in advance.

ARTICLE VI.

Section 1. AMENDMENTS

These BYLAWS may be amended at any regular meeting of the general memberships by a majority vote of the members.

ARTICLE VII.

Section 1. Notwithstanding any other provision of these articles, the organization shall not carry on any activities not permitted by an organization described in section 501 (c) (3) of the Internal Revenue Code (or corresponding section of any future federal tax code).

Section 2. Upon dissolution after paying or adequately providing for the debts and obligations of the organization, the remaining assets shall be distributed to a non-profit fund, foundation or corporation organized and operated exclusively for the purpose specified in section 501 (c) (3) of the Internal Revenue Code and which has established its tax-exempt status under that section.

Section 3. Total annual donations from the NWCCA are limited to 10% of the NWCCA annual income. Donations must be related to Chinese culture and/or Chinese community. Special purpose donations can be arranged and approved by the board of directors through fund raising events for that special purpose.

ARTICLE VIII. NWCCA property

Section 1. NWCCA Website, online e-mail address, mailing list, phone numbers, annual recordings of membership including past years, financial assets, and meeting minutes are the property of the NWCCA. All NWCCA property must be transferred from the previous board to next board.

Article IX. Privacy Statement

Section 1. Membership information collected by the NWCCA is confidential and will not be shared without the prior approval of the membership.