



ETHIOPIAN COMMUNITY LOS ANGELES

(E.C.L.A.)

(English) BYLAWS 9-28-2019, AMENDED 11-28-2020

ECLA English Version Bylaws

Effective Date September 28, 2019

Amended November 28, 2020

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INTRODUCTION

We, Ethiopians and Ethiopian Americans living in Los Angeles and the surrounding areas have willingly formed a renewed organization to address problems arising within our community in order to preserve our great cultural assets; to enhance gainful adaptations to the culture, laws and traditions of our new habitation; to create a strong community without any preference based on ethnicity, political opinion or religious beliefs; to coordinate, unite and expand the current services which are held by individuals or organized groups and enhance better results in delivery of service(s) to our community. As such, we have created this By-law and have resolved its passage on this day of SEPTEMBER 28, 2019.

Chapter 1

ESTABLISHMENT

Section 1. Name: The name of the organization is:

ETHIOPIAN COMMUNITY LOS ANGELES, (E. C. L. A)

Section 2. Jurisdiction of Bylaws: This Bylaw applies to members who live in Los Angeles and the surrounding areas.

Section 3. **Working Language:** The working language of the E.C.L.A. are Amharic and English.

Section 4 Address: The headquarters of the E.C.L.A. will be in the City of Los Angeles.

Section 5. Translation: In this Bylaw:

5.1 Ethiopian American: Ethiopian American refers to an American born of Ethiopian descent or married to an Ethiopian residing in the region and a member of the E.C.L.A.

5.2 Los Angeles and the Surrounding Area: Los Angeles and the surrounding area means members of the E.C.L.A. living in counties located in Los Angeles, Orange, San Bernardino, Riverside, and Ventura.

5.3 Member: Member means individuals that have fulfilled the obligations of membership requirements and includes those who are elected to hold office and perform duties of the E.C.L.A.

5.4 Family: Family means the member's husband or wife, children, and the parents living with them.

5.5 Organization: Organization refers to the E.C.L.A.

5.6 E.C.L.A.: E.C.L.A. means the Ethiopin Community Los Angeles.

5.7 General Assembly: General Assembly means the meeting of all individuals who meet the membership requirements and is the final ruling body of the E.C.L.A.

5.8 Board: Board means the eleven (11) elected members by the General Assembly.

5.9 Executive Committee: Executive committee means members elected or assigned by the Board who execute the day-to-day work of the E.C.L.A.

5.10 Executive Director: Director means a person elected or hired by the Board and is the authority for directing the work of the executive committee and represents the E.C.L.A.

Section 6. Name and Seal

- 6.1. As stated in Section 1 Using the name of the organization, the bylaws and the seal or adding and subtracting words in the bylaw is prohibited by law.

CHAPTER 2

Objectives

Section 7. E.C.L.A.'s Objectives

E.C.L.A. has the following objectives:

- 7.1. Enhance closeness among Ethiopians and Ethiopian-Americans and enable them to continuously develop their culture and enrich their history by creating a communal forum.
- 7.2. Create organizational strength without any preference based on ethnicity, political opinion, religious belief, age, etc. by all Ethiopians and Ethiopian-Americans who have accepted the by-laws and are working together to establish a strong community that defends our shared rights.
- 7.3. Devise ways and means to enable the sick, those with disabilities, those affected by death and accidents, the unemployed, and the new Ethiopian arrivals to efficiently transition into life in their new environment.
- 7.4. Provide support to our community members in healthy living through education, training, physical education, recreation etc., and creating a community center.
- 7.5. Provide counseling and training to the youth of our community to avoid destructive behaviors, criminal activities, and drug addictions; provide aid in rehabilitation.
- 7.6. Prepare and provide a venue(s) where the elderly relax and spend their day.
- 7.7. Provide defense by communally standing together when human rights abuse and lack of justice unfolds impacting members of our community.

- 7.8 Prepare programs involving health and medical professionals to educate our communities about topics like cancer, mental health, and autism. Provide help and support to the youth in securing opportunities for free education and service(s). Prepare educational panels to educate our youth on prevention and cure for different diseases.
- 7.9 Develop and strengthen national and cultural bonds with our native (birth) country Ethiopia and when able engage in creating conditions to provide aid to the people of Ethiopia.

Chapter 3

ECLA's Source of Funds

Section 8. E.C.L.A. Source of program funds:

- 8.1 Funds from annual membership fees.
- 8.2 From the preparation of different fundraising events.
- 8.3 Funds from government and foundation grants to fund E.C.L.A.'s project proposals.
- 8.4 Financial support from the good will of individuals and members of the E.C.L.A.

Section 9 : Membership Contributions/Dues

- 9.1 Individuals who accept the by-laws of E.C.L.A. and want to be members of the association will pay an annual fee of \$60 per person for general membership. (Amended Nov. 8, 2020)
- 9.2 United States (U.S.A) laws provide a 50% discount for retired members making their membership fees \$30.

Chapter Four

Organizational Structure, Powers and Duties

Section 10. General Assembly:

The general assembly is a meeting held by members in good standing and who promote the goals of the E.C.L.A. with the following duties and responsibilities:

- 10.1 Is the final decision-making body of the E.C.L.A.
- 10.2 Elects three (3) financial auditors and eleven (11) members of the board.
- 10.3 A year prior to the end of the board's term, it will elect and approve a new election committee.
- 10.4 Will elect a five (5) member advisory council.

- 10.5 Meets once a year to hear the execution of duties and financial reports from the executive, the Board, and the audit and control committee members and makes decisions and gives directives.
- 10.6 Holds an emergency meeting of the general assembly when the Board chairperson calls it.
- 10.7 Will fill vacant positions by elections.
- 10.8 Approves the annual budget, ensures the budget approval is executed according to the by-laws of the E.C.L.A., approves the bylaws and amendments to the existing one as needed.
- 10.9** If more than fifty percent (50 %) of the members are present, it meets the minimum requirement of a general assembly meeting (quorum). If a quorum requirement is not met, and three fourth (3/4) or 75% of the members present decide to continue with the agenda, the meeting will proceed. However, there must be ten (10%) of all members present on that day for the meeting to proceed.

Section 11 : The Advisory Board

ECLA advisory board has the following duties and responsibilities and reports to the general assembly

- 11.1. The ECLA board can ask the advisory board for ideas to improve the growth and development of the organization
- 11.2. The advisory board counsels the board on matters of social, cultural, education and legal issues.
- 11.3 Takes responsibility in resolving conflicts or issues regarding best practice when it arises among board members, standing committees or the general assembly and creates cooperation among the members.
- 11.4 Prior to taking disagreements or conflicts in the board or the organization to the courts, the advisory board will review the issues and try to resolve them. If the issue(s) is not resolved, the advisory board will forward the matter to the general assembly.

Section 12 : The Board

The E.C.L.A. board has eleven (11) members elected by the general assembly meeting. Cognizant of ensuring diversity in age, gender and religious affiliation of board members, the board is the higher body that ensures the activities of the E.C.L.A. follows the bylaws and is accountable to the general assembly.

The board duties and responsibilities:

- 12.1 Ensures that activities taken by the executive committee follows the bylaws.
- 12.2 Makes certain that the properties and finance of the E.C.L.A. are handled and monitored appropriately.
- 12.3 Elects or appoints members of the executive committee

- 12.4 Makes sure the external communications by the executive committee don't contradict the goals of the E.C.L.A.
- 12.5 Reviews, examines, and approves long and short-term project proposals submitted by the executive committee.
- 12.6 Meets every three (3) months to hear the report of the executive committee activities; directs corrections and improvements to be made on the report, devises methods to strengthen the organization and follows up and studies ways to empower conscious participation of members.
- 12.7 Board resolutions will be pass when one side gets a vote of more than 50%.
- 12.8 Approves hiring and compensation for temporary and permanent employees when executive committee makes a recommendation, at a time when organization has enough funds.
- 12.9 Prepares internal rules and regulations to govern itself in ways that do not contradict the Bylaws of the E.C.L.A.
- 12.10 Approves expenses that are greater than \$3,000.00.
- 12.11 The board has the power to convene and disband committees as needed.
- 12.12 Besides the 5 officers the remaining 6 board members will also have additional responsibilities beyond regular board duties and will be assigned to board committees.
- 12.13 When its term ends, the exiting board will collaborate/participate for six (6) months with the new board to enable continuity.

Section 13. The Board Chairperson: The Board chairperson is elected by the general assembly and is accountable to the Board and the general assembly and the duties and responsibilities are:

- 13.1 Chairs and leads the board meetings.
- 13.2 Calls and chairs the regular and emergency meetings of the general assembly.
- 13.3 Ensures the board and the executive committee members perform their duties according to the bylaws.
- 13.4 Encourages the board, the executive committee members, and the director to perform their duties/responsibilities with competency and determination.
- 13.5 Together with the executive committee and director assigns members to different committees by following the internal governance regulations and implements assignments after getting board approval.
- 13.6 Signs checks and signs instruction to pay for expenditures.

Section 14 The Vice-Chairperson of the Board: The Vice Chairperson of the Board is elected by the general assembly and is accountable to the Board and the general assembly and the duties and responsibilities are:

- 14.1 Acts and functions as the chairperson in the absence of the board chairperson on functions and duties that are like the chairpersons.
- 14.2 Performs the administrative and monitoring functions given by the board chairperson

Section 15 The Board Secretary: The Board secretary is elected by the general assembly and is accountable to the Board and the general assembly and the duties and responsibilities are:

- 15.1 Communicates calls for regular and emergency meetings following the directive of the board chairperson.
- 15.2 Keeps minutes of the board and the general assembly meetings.
- 15.3 Reads and gets approval of past meetings at every meeting of the board and ensures approval of the past meeting minutes.
- 15.4 Performs the duties of the board secretary, and holds all records, documents, and reports.
- 15.5 Keeps records of every member of the E.C.L.A.
- 15.6 Prepares inbound and outbound letters and when signed by the chairperson sends them to the intended parties.
- 15.7 Signs checks (Amended Nov 28, 2020)
- 15.8 Performs all duties as assigned by the board chairperson

Section 16. The Public Relations Officer: The Public Relations Officer is elected by the general assembly and is accountable to the Board and the general assembly and disseminates information on the ECLA activities through media, flyers, radio, and internet.

The duties and responsibilities are:

- 16.1 Prepares current information on the organization activities and disseminate through people, flyers, radio, internet, media outlets and administers the E.C.L.A. website.
- 16.2 Prepares video recordings of the general assembly, the board and executive committee meetings and files them.
- 16.3 Prepares videos of the main work of committees for dissemination to the community.
- 16.4 Every six (6) months prepares a magazine for distribution to members.

- 16.5 Prepares detail budget requirements for materials needed to perform the work and when approved implements them.
- 16.6 Interviews responsible parties/individuals on current and timely topics/ information to distribute to members.
- 16.7 Utilize volunteers in the committee willing to provide service and upon approval by the committee implements it.
- 16.8 Ensures approval of the board or director prior to dissemination of written or digital interview(s) recordings.
- 16.9 Coordinates with members to implement necessary functions and follows up on progress of work and completion.
- 16.10 Follows up on private and government organizations and as necessary provides information after approval by the board.
- 16.11** Board members must get approval by the board prior to communicating on ECLA matters to the media.
- 17. The Treasurer:** The treasurer is elected by the general assembly and is accountable to the Board and the general assembly and the duties and responsibilities are:
 - 17.1 The treasurer dutifully manages revenues and expense of the E.C.L.A.
 - 17.2 Ensures and follows up that the membership annual fees are paid.
 - 17.3 Ensures the director or the board chairperson or vice-chairperson has approved and signed prior to expenses (invoices) being paid.
 - 17.4 Ensures the director, the board chairperson, and vice-chairperson all have approved and signed on the check or at least two officers have signed prior to expenses (invoices) being paid.
 - 17.5 Ensures that revenues or money coming to the organization is recorded and receipt(s) that have numerical sequence and emblem of the organization are provided to the sender.
 - 17.6** Ensures that all revenue (money) received by the organization is deposited within twenty-four (24) hours to the E.C.L.A. account.

Section 18. The Audit (Control) Committee: The audit committee is a three (3) member group selected by the general assembly and consists of a professional accountant, property manager and an administrator and the duties and responsibilities are:

- 18.1 Prepares a charter for the handling of finances, accounts, and ECLA property for the board's approval.
- 18.2 Once approved it allots the work to the responsible parties. Provides reports every six (6) months or as necessary to ensure that the executive expenditures (finance and accounts) follow the bylaws.
- 18.3 Prepares a detailed report to the board, the executive committee, and the general assembly once a year.
- 18.4 Conducts audits on accounts and completed work as necessary and notifies the board or the general assembly.
- 18.5 Prepares a report that will be signed by both the in-coming (new) and departing officials two months prior to the end of the board and the executive committees' terms of service.
- 18.6** Ensures that all financial policies and procedures of E.C.L.A. are followed in all the departments accordingly, and within budget and time set for planned projects.

Section 19 The Executive Committee: The Executive Committee is elected by the board and performs the day-to-day work of the E.C.L.A. and is answerable to the board. The duties and responsibilities are:

- 19.1 Retains the registration list of all members and enrolls members of the organization.
- 19.2 Conducts the day -to- day activities of the organization.
- 19.3 Is the legal representative of the E.C.L.A and performs negotiation and public relations on behalf of the E.C.L.A.
- 19.4 Drafts plans to strengthen the E.C.L.A and implements it after approval by the board.
- 19.5 Prepares reports every three months on its activities and presents it to the board.
- 19.6 Ensures members of the organization are provided services according to the bylaws, and monitors members are meeting their responsibilities.
- 19.7 Prepares the organizations yearly budget and work plans and presents it to the board for approval and implementation.
- 19.8 Hires the temporary and permanent employees and supervise them as approved by the board.
- 19.9 Devises ways and means to raise funds and materials to meet the financial needs and implementation of goals of the E.C.L.A. and executes them when approved by the board.
- 19.10 Ensures all work plans and projects follow the timelines and budgets according to the ECLA policies and procedures.

- 19.11 Prepares annual budget and long- term goals and once approved by the board, implements it.
- 19.12 Convenes temporary committees as needed to complete urgent tasks in a timely manner with board approval.
- 19.13 Ensures keeping finance and property records of the organization securely.
- 19.14 Reviews the activities of committees and gives directives at the executive committee meetings conducted at least once a month.
- 19.15 The executive secretary and director are responsible for coordinating the executive committee meetings and as necessary will invite other committee members involved in the matter.
- 19.16 Presents expenses that exceed \$3000.00 to the board for approval: implements expenditure after approval by the board.
- 19.17** The director calls and leads the executive committee meeting and half (1/2) of the committee members need to be present to meet the minimum requirement (quorum).

Section 20. The Director The director of the E.C.L.A. is elected by the general assembly or hired by the board and is s answerable to the board; the director’s duties and responsibilities are:

- 20.1 Administers and leads the activities of the executive committee.
- 20.2 Chairs the executive committee meetings, participates in board meetings, and is a nonvoting member of the board.
- 20.3 Represents the E.C.L.A. in public relations and negotiates on behalf of the E.C.L.A.
- 20.4 Makes sure members of the executive committee perform their duties and fulfill their responsibilities according to the bylaws.
- 20.5 Ensures work plans and projects are completed on a timely schedule.
- 20.6 Encourages committee members to consult with each other and work with understanding and harmony.
- 20.7 Makes sure the finance and property of the E.C.L.A. is handled properly and when mismanagement of work and waste is noticed, takes corrective action(s).
- 20.8 Sends operating expense instruction letters to the finance committee; signs on the bank check(s).
- 20.9 Prepares internal directive (s) on steps to discipline committee members.

20.10 A majority (50%) of committee members must reach agreement and get board approval before implementing any directives.

20.11 The director will hire a bookkeeper or accountant to assist with the organization's finances

20.12 Will perform other board assigned duties.

Section 21 . The Executive Secretary

The secretary is elected by the general assembly or hired by the board:

The Secretary's Duties and Responsibilities are:

21.1 Coordinates the work of the executive committee.

21.2 Receives expense and revenue letters and distributes them to the concerned bodies, files them in an orderly and sequential manner.

21.3 Retains and safeguards records of members.

21.4 Will call meetings of the executive committee when the director calls it, takes minutes of the executive meetings, and files the meeting documents chronologically.

21.5 Will plan the schedule of the E.C.L.A.'s office hours and when approved by the committee will implement and confirm their execution. Will identify the material needs of the office in detail and request a budget for it.

21.6 Will follow-up and report to the director that the planned projects are performed within budget and in the time allocated.

21.7 Will perform other duties as assigned by the director.

21.8 In the absence of the director, will perform his/her duties as acting director.

Section 22. On Establishing Different Committees _

The E.C.L.A. Board or the Executive committee can get work performed by establishing permanent or temporary committees that provide free service (s). These committees will report to the division that created them.

22.1 Any committee, task force or sub-committee established to perform any work is answerable to the body that forms it.

22.2 Committees for issues regarding legal and social matters, health, sports, education, training, women and children, youth, and elderly can be formed and when necessary, volunteers that have the skill set to form these committees will be recruited by invitation.

- 22.3** The board can dissolve/disband any of the committees, sub committees or task force(s) when it finds it is no longer necessary.

Section 23. Planning and Project Study Committee

The Planning and Project Study Committee is established by the Board and assembles professionals to study plans and work out budgets for projects, designs the organization's long and short-term plans and projects and reports to the director. The duties and responsibilities are:

- 23.1 Prepares the E.C.L.A.'s annual budget by organizing the needs identified by very committee.
- 23.2 Prepares long term plans cognizant with the need and development of the E.C.L.A.
- 23.3 Comes up with project ideas and when approved by the executive committee and the board, prepares detailed studies.
- 23.4 Follows up and confirms the studies are sent to donors.
- 23.5 Follows up on the completion of approved projects and that the report on the completion of the project(s) are sent to the donors based on the agreement(s) and in a timely manner.
- 23.6** Studies in detail the government and non-government organizations that can support the E.C.L.A. and send these proposed projects to them after approval.
- 23.7** Performs other duties assigned by the director.

Section 24. Legal and Social Affairs Committee:

The legal and social affairs committee is established by the board and recruits' volunteers from legal professions that can provide an extensive service to the E.C.L.A. members on problems associated with family issues, immigration, and legal matters. The legal and social affairs committee reports to the director and the duties and responsibilities are:

- 24.1 Provides appropriate support and advice to members who are victims of unemployment, health issues, age, or gender related problems.
- 24.2 Contacts government and non-government organizations to provide appropriate support to members who have problems and difficulties.
- 24.3 Acclimate newly arriving Ethiopians to their new surroundings by providing advice and moral support, providing mentorship, advising them on employment related issues, and when necessary, exploring ways to provide financial and material support. When approved will implement the support measures.

- 24.4 Provides advice and service to members and their families with immigration related needs.
- 24.5 Prepares and leads Ethiopian holiday celebration events.
- 24.6 Performs other duties assigned by the director.

Section 25. Health and Sport Committee:

The health and sport committee is elected by the board and organizes volunteer doctors, nurses, and sport professionals to provide service to members of the E.C.L.A. and reports to the director.

The duties and responsibilities are:

- 25.1 Prepares educational materials and notices on problems of health; educates members by disseminating information through various social media outlets.
- 25.2 Studies health problems reflected within our communities and provides appropriate materials/documents to control and shield members from these health problems.
- 25.3 Prepares ways for free health services to members, who for different reasons are unable to get health service(s). Explores and prepares brochures on group insurance(s) rates at low cost and shares the information with members.

Section 26 Education and Training Committee:

The coordinator of the education and health committee is elected by the board and is made up of volunteers who provide computer training and language improvement (English, Amharic) to the youth. It reports to the director and the duties and responsibilities are:

- 26.1 Provides opportunities for new members to improve their English.
- 26.2 Provides technology related classes to members.
- 26.3 Provides the youth and children with classes to read and write Ethiopian languages.
- 26.4 Educates the youth about the unique culture and history of Ethiopia.
- 26.5 Prepares material and budget needs to do the work.

Section 27. Women and Children Committees:

The coordinator of the women and children committee is elected by the board and elects two volunteers to work under the director's supervision, focuses on women and children's issues, and reports to the director.

The duties and responsibilities are:

- 27.1 Identifies, studies, and finds ways to aid women in equity related issues.
- 27.2 Encourage women to organize around social justice issues.

- 27.3 Advise and assist in getting legal aid service to women who experience domestic abuse and sexual harassment at their job or in their community.
- 27.4 Help women organize and prepare creative projects and different cultural events in their communities.
- 27.5 Prepares plans to help working parents by establishing daycare and after- school centers for their children; when approved, budget will be allocated to implement the plan.
- 27.6 Performs other duties assigned by the director.

Section 28. The Youth Affair Committee

The youth affair coordinator is established by the board and supervises two youngsters under it to perform duties focused on the youth and reports to the director. The duties and responsibilities are:

- 28.1 Creates awareness and mobilizes the youth to be members of the E.C.L.A.
- 28.2 Introduces and creates awareness in the youth to the Ethiopian culture and encourages their participation.
- 28.3 Provides information and creates awareness for the youth to discourage them from detrimental social behaviors. Also, invite accomplished students and sport figures who can be role models to the youth; organize youth events and notify the community through the media.
- 28.4 Coordinates art and cultural events to encourage the youth to become respectful of their culture and ancestors.
- 28.5 Coordinates youth volunteer work (in their spare time) to tutor children that have difficulties in their studies.

Section 29. Elders Affair Coordinating Committee: The coordinator of the elders' affair coordinating committee is elected by the board and is answerable to the director and has the following duties and responsibilities:

- 29.1 Provides educational and uplifting advice and encouragement for the elderly's physical and spiritual well-being.
- 29.2 When elders are sick or have other difficulties, the coordinator follows-up with home visits to uplift them spiritually and strengthen them.

CHAPTER 5

(MEMBERSHIP)

Section 30 Membership Requirements:

To become a member of the E.C.L.A. the following requirements must be met:

- 30.1 Must be Ethiopian, Ethiopian American or married to an Ethiopian.
- 30.2 Must understand the bylaws of the E.C.L.A. and have completed the registration form.
- 30.3 Must have paid the annual dues.
- 30.4 Must be 18 years of age or over.

Section 31. Membership Rights:

- 31.1 A member has the right to get service by the E.C.L.A.
- 31.2 Has the right to participate in meetings with freedom of expression
- 31.3 Has the right to elect his/her leaders and be elected according to the by-laws.
- 31.4 Has the right to become a member if the individual cannot pay membership dues as a result of sickness, accident, unemployment etc.,

Section 32. Membership Responsibilities

- 32.1 A member must attend meetings.
- 32.2 Respect the bylaws of the E.C.L.A.
- 32.3 Pay annual dues following the bylaw requirement(s).
- 32.4 Properly use the E.C.L.A. services and property.
- 32.5 Provide unpaid services in committee(s).

Section 33. Expulsion from the Organization

- 33.1 A member will be expelled from ECLA if he/she fails to meet member duties three consecutive times without justifications (see member duties in section 30 above)

- 33.2 A member will receive a notice to improve the deficiency in a letter from the executive committee with time limit twice. If the member fails to meet the notice requirements in the time allocated, he/she will receive a letter of dismissal from the E.C.L.A.
- 33.3 Once a member is expelled, none of the fees paid to the organization by the member will be reimbursed. Once a member is expelled and applies for a membership for the second time, a \$30.00 penalty fee will be charged and a second and final chance will be given to him/her for membership.
- 33.4 If a member imposes his/her personal political and religious views and there is evidence to show that, he/she will be expelled from the organization.
- 33.5 The E.C.L.A. is not obligated to provide service to individuals not registered as members or who have the means but fail to meet their membership requirements.

Chapter 6

Section 34. Expulsion from the Board

- 34.1 If a board member is absent three (3) consecutive times from board meetings or did not participate/ is absent half of the time each year and has no adequate justification, the position will be filled by another member.
- 34.2 Any board member that failed to meet his/her duties and responsibilities.
- 34.3 If the board member's action exposed the safety and well-being of the organization, he/she will be expelled from the organization by a $\frac{3}{4}$ meeting member vote.
- 34.4 The decision of the board to the expelled/removed board member will be sent in a registered mail to his/her address within 10 days.
- 34.5 A board member has the right to attend the board expulsion hearing and express his/her thoughts.

Section 35. A board member who wishes to resign:

- 35.1. The board member will present a letter of resignation to the board president: if it is the board president that is resigning, he/she will present the resignation letter to the board secretary and the matter will be addressed at the next board meeting.
- 35.2. If three (3) members of the board resign for personal or other reasons, the remaining board members can fill these positions temporarily until the next general assembly.
- 35.3. If more than three (3) board suddenly leave, the board must call a general assembly meeting within thirty days.

Section 36:- Board Indemnity Waiver:

36.1 The board and the executive officers and all employees and volunteers who serve ECLA have individual responsibility for all the problems that arise in the performance of their work but will not result in a lawsuit/legal action. However, if negligence and deliberate dereliction to duty and abuse of authority is established, he/she will be responsible for the mistake.

36.2 ECLA will provide liability insurance to the elected board members and director. (Amended Nov. 28, 2020)

Section 37:- Conflict of Interest

To protect the organization's interest and entertain conditions that appear like conflict, the following, when they appear are indicators of conflict of interest:

- 37.1 When a board member or the organization officer(s) or volunteer (s) (or their family members) negotiate/deal for goods and service(s)
- 37.2 When a board member or the organization officer(s) or volunteer (s) (or their family members) make /enable agreements on behalf of ECLA with financial institutions by using, befriending, representing, standing-in, by special and notable relationship in the organization they serve.
- 37.3 When a board member or the organization officer(s) or volunteer (s) (or their family members) bid against ECLA with financial organizations they have interest in.
- 37.4 When a board member or the organization officer(s) or volunteers (or their family members) receive gifts, invitations, to influence outcome (gifts and invitation that are not related to ECLA are excluded).
- 37.5 Other activities of ECLA on financial matters that create conflict of interest/
- 37.6 When a board member or the organization officer(s) or volunteers needs to notify the board if conflict interest unfolds/arise (including time conflict) must protect the organization's interest. (Amended Nov 28, 2020)
- 37.7 The board will prepare an internal directive on matters of conflict of interest.

Section 38:-Confidentiality Clause:

Board officers, employees and volunteers who serve the organization must avoid sharing information that should be kept confidentially or conflicts with the interest of ECLA. Board officers, employees and volunteers who serve the organization must not use information acquired from ECLA for his/her private or family use and gain.

Chapter6 Miscellaneous Provisions

Section 39. Election and Voting Procedures:

Prior to any elections, it is important to ensure that membership requirements of candidates have been fulfilled and that the candidates are fit to elect and be elected.

39.1 Members cast their vote in writing by secret ballot prepared for the election(s).

39.2 The board will give the necessary cooperation to the election committee for the election to be conducted correctly and legally.

Section 40 The Election Committee:

Twelve months prior to the elections, the general assembly will nominate a five (5) member election committee and the election committee will have the following duties and responsibilities:

40.1 Will receive nominations of individuals for the election committee from members.

Nominees should have the desire, ability and competency to become members of the election board.

40.2 After the election committee completes the willingness and competency of the nominees, it will announce the nominee names and the positions they are running for to the members of the E.C.L.A.

40.3 Candidates will prepare resumes on their education and work experience. (Amended Nov 28, 2020)

40.4 The election committee will announce the candidates and the positions they aspire to fill.

40.5 The election committee will introduce candidates using social media and prepares debates between the competing candidates.

40.6 Will call a general assembly and openly conduct the elections; candidates who have the majority votes will be the winners and the results will be announced to the members at the meeting of the general assembly.

40.7 The election committee verifies that the elections were held fairly and appropriately and announces to the membership the verification, counting and results of the votes; the election committee prepares the elected officials to get ready for the goals set by the E.C.L.A..

40.8 A year prior to the end of the board's term, the general assembly on its annual meeting will elect a new election committee.

41. **Section 41. The Board Members Election**

41.1 Husbands and wives, fathers and mothers, brothers and sisters cannot serve on the board together at the same time.

41.2 11(eleven) board members, three(3) audit and control committee, five (5) members of an advisory board will be elected every two (2) years on the first Saturday in the month of October.

Section 42. The Duration of Service :

42.1 Duration of service for those elected by the general assembly of the E. C.L.A. (the board, Audit & control) is two (2) years (Amended Nov 28, 2020). Leaders who want or are nominated to compete for a second term can do so. A member of a committee cannot compete for election more than two (2) consecutive times.

Conditions when this by-law can be changed or improved

43.1 This by-law can be changed or improved as necessary.

43.2 This by-law can be changed or improved when 2/3 of the board members request it and requires the presence and agreement of 2/3 of members present at the general assembly meeting to agree and vote to approve amendment.

Section 44 The E.C.L.A. Dissolution:

To dissolve or shut down the E.C.L.A. the following conditions must be met:

44.1 Three-fourth (3/4) of the members in the general assembly agree and vote to dissolve the organization.

44.2 If dissolution is decided the identified E.C.L.A. debt must be paid, and the legal obligations met. The remaining finance and property of the organization must be divided among similar donor or good will organizations in California.

45 **Section 45.Budget Year**

45.1 The budget year is from January 1 until December 31.

46 **Section 46:- Effective date of this amended By-law**

46.1 This by-law is effective starting September 28, 2019.

47 **Section 47. Translation:**

47.1 When this English version of the bylaw is not in congruence with the Amharic version and does not meet the correct interpretation with the Amharic version, the Amharic version will be enforceable.