

BYLAWS
ERITREAN COMMUNITY in DMV
(Approved on July 22, 2023)

The Eritrean Community in DMV (Washington DC, Maryland, and Virginia) is open to all Eritrean residents in the DMV area and its environs irrespective of their ethnicity, gender, age, disability, political, religious, ideological, or party affiliation. The Community is free from all forms of pressure. By embracing their challenges and opportunities together, the Organization strives to preserve the culture and foster the advancement of Community members.

To realize the afore mentioned broad objectives, the Organization operates based on democratic principles and guidelines enshrined in the following articles which are subject to modification as per the guidelines at its annual assembly.

Article 1.01: Name of Organization

The name of the Organization shall be Eritrean Community in DMV, hereafter, EC-DMV.

Article 1.02: Logo

The Executive Board approved this new logo on September 24, 2024. If it needs to be changed the Assembly has to discuss and vote for a new one.



Article 2. Principal Office and Change of Address

The principal office of the EC-DMV will be in Maryland. The Board of Directors, in consultation with the Executive Board, can also open branch offices as required in the DMV metropolitan area.

Article 3. Vision Statement

Building a strong Eritrean Community that will pass to generations to come.

Article 4. Mission, Core Values and Objectives

Section 4.01 Mission Statement

To ensure that the Eritrean Community in the DMV area and its environs maintain their culture and get at least basic community services.

Section 4.02 Core Values and Principles

The EC-DMV will uphold the following values and principles:

- All members are equal.
- Maintain families from outside negative influences.
- Inherit our values to our children.

- Respectful and truthful to one another.
- Support each other at good and bad times.

Article 4.03: Objective

- To provide a platform for Eritrean-Americans to learn their native language, culture, and tradition.
- To create an atmosphere for Eritrean-American youth that can help them stay away from wrong doings through teaching and workshops.
- To help the members of the community and others in need with their plans in searching for educational opportunities and training.
- Enhance love and peace among Eritrean-Americans and the community around them by creating functional link with the community organizations in the state of Maryland and beyond.
- To prepare our youth for academic excellence and economic success through tutorial classes.
- To encourage all Eritrean-Americans to participate in general physical fitness and sports activities.
- To bring all Eritreans together to be engaged in advancing the economic and social well-being of our community.
- To help the community members and others in need in Job search.
- To organize Seminars series.
- To provide assistance and increasingly develop the capacity to resolve the immediate and long-range problems facing Eritreans in the community.
- To identify special groups within the community, such as victims of war, single parents, and others who need special attention.
- To Assist disadvantaged Eritreans according to its ability and capacity.
- To Establishes and maintains relationships and cooperation with other Organizations that share common aims and practice.
- To bridge the generation gap that threatens to erode family harmony.
- To possess its media outlets.

Section 4.04 Nonprofit Purpose

EC-DMV is organized within the meaning of section 501(c) (3) of the Internal Revenue Code.

Article 5. Membership

Section 5.01 Membership Eligibility

Membership in EC-DMV shall be open to any Eritrean adult 18 and older:

- a) Regardless of ethnicity, religion, gender, disability, age, political, religious, or party affiliation. In short, the only criterion is to be an Eritrean or Eritrean-American. The non-discriminatory law applied in the USA also applies in EC-DMV.
- b) Who accepts, abides by, and has a legitimate interest in the mission, vision, core values and objectives of EC-DMV and have registered their affiliation to EC-DMV.
- c) Who agrees to abide by the provisions contained in EC-DMV's Bylaws.

Section 5.02 Membership Right

- a) The grace period for new members to vote should be six months.
 1. A member shall have a voting privilege or be counted toward a quorum after being a member for that period.
 2. A member can be elected to a leadership position only after being active for 2 years and paying his/her membership dues.
 3. No elected Board member shall be affiliated with any organization whose mission conflicts with the mission and vision of EC-DMV.

- b) Elect and to be elected in any position of the Organization. Any Elected executive officer of EC-DMV shall have no conflict of interest. No member is allowed to promote their own political or religious or any other agenda that can potentially divide the EC-DMV.
- c) Each member has a right to ask any question regarding activities of the Organization and official financial report of the EC-DMV affairs.

Section 5.03 Responsibilities of a Member

It shall be the duty and responsibility of each member of the EC-DMV to:

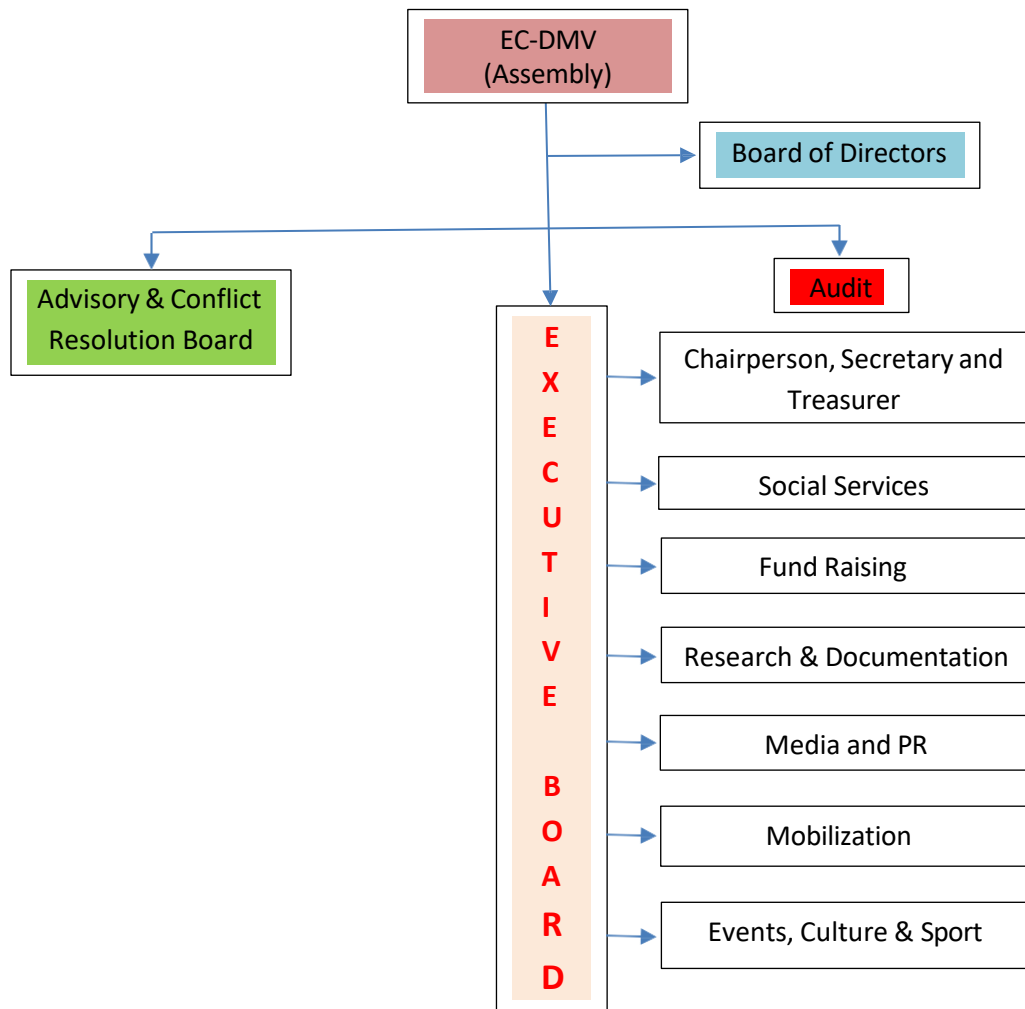
- a) Work in the interests of the EC-DMV and to further the projects and policies of the EC-DMV.
- b) Align oneself with the mission as well as the vision of Organization and abide by the Bylaws and other rules adopted by the Organization.
- c) Participate in meetings and campaigns organized by the Organization.
- d) Pay membership dues based on the monthly subscription fees to be decided during annual meetings.

Section 5.04 Termination of Membership

A member shall be terminated if:

- a) He or she is in default on monthly subscription fees for one (1) year or
- b) Repeatedly violates the Bylaws or
- c) Fails to engage in the organization's activities for no valid or reported reason or
- d) Before termination, a member shall be given two written notices of warning.

Section 6. Organizational Structure



Section 6.01 Basic Principles

- Democratic decision making and transparency
- Accountability
- Exercise of Checks and Balances (separation of power)

Section 6.02 Organizational Hierarchy

The EC-DMV has Five important organs:

- a) Assembly
 - Board of Directors
- b) Executive Board
 - Chairperson, Secretary, Treasurer and Departments
- c) Advisory and Conflict Resolution Board
- d) Audit

Article 7. Assembly

Section 7.01 Supremacy of the Assembly

The Assembly is the supreme body of the EC-DMV. Its administrative activities are conducted by the Board of Directors.

Section 7.02 Powers and Responsibilities of the Assembly

- a) To decide the expulsion of a member.
- b) To elect members of the Board of Directors, Executive Board, Advisory and Conflict Resolution Board, Auditors, and others as it deems necessary.
- c) To discuss and document the contents of all reports and financial statements and to vote on their adoption.
- d) To approve the budget.
- e) To pass policies, programs, and guidelines.
- f) To supervise the activities of all organs and departments, which it may approve or dismiss after stating the grounds, thereof.
- g) To amend the Bylaws.
- h) The Assembly can remove elected officials by vote of confidence.
- i) The Assembly has two levels of voting:
 - a. All major policies and strategies including amending the Bylaws and enacting new rules and regulations require a super majority of two-thirds of the present when the quorum is satisfied (50%+1 registered members).
 - b. All other operational decisions including appointments and confirmations of officers are enacted with simple majority (50%+1) of the present when quorum is satisfied (more than 50% of registered members).

Section 7.03 Board of Directors

- a) The Board of Directors elected by the Assembly will have five (5) members – Chairperson, Vice-Chairperson, Secretary and two members and two Standing-Ins
- b) Board of Directors and Assembly meetings are presided by the Chairperson of the Board of Directors.
- c) Determines community office location.
- d) Monitors and functions to enhance the continuance, growth, safety, and efficiency of the Community.
- e) Calls quarterly joint meetings with the Executive Board to evaluate progress performance.
- f) The Board of Directors oversees setting up a general assembly meeting once a year.
- g) The general meeting of the Assembly will be called by the Board of Directors and will be announced to the members two months in advance before the general meeting. Notice of the draft agenda for the general meeting shall be sent to all members no later than 21 days before the meeting. The Board of Directors will determine the location of the annual meetings.
- h) An extraordinary meeting, however, may be convened at the request of one-third of the members of the Assembly, or at the request of two-thirds of members of the Executive Board. Upon receipt of a request for an Extraordinary Meeting, the Board of Directors shall, within 14 days, announce that such meeting will take place within two months.

- i) The Chairperson chairs all Assembly meetings; in his absence, the Vice-Chairperson chairs the meeting; in the absence of the two, the Secretary chairs its affairs. The Secretary role can be assigned to one of the two members. The Secretary is responsible for taking minutes and maintaining Assembly archives.
- j) The Board of Directors shall hold office for three (3) years, (ending when their successors are elected and installed).

Article 8. Executive Board

Article 8.01 The Executive Board

- a) The EC-DMV Executive Board shall have nine (9) members and are elected by the Assembly and shall make division of labor among members. The number of Executive Board members can be increased or decreased as required by the Assembly.
- b) The Executive Board executes its operations within the framework of the EC-DMV policies, programs and guidelines directed by the Assembly.
- c) The Executive Board shall hold office for two (2) years, (ending when their successors are elected and installed).
- d) The Executive Board will have a chairperson, secretary and treasurer and departments.
- e) The Executive Board reports to the Board of Directors on a quarterly (three months) basis and at the end of the 4th quarter, it submits its annual report to the Board of Directors.
- f) The Executive Board responsibilities are specified in the EC-DMV Bylaws.
- g) The Executive Board should notify its scheduled meetings to the Advisory & Conflict resolution Board, the Audit Team, and Board of Directors.
- h) The Executive Board will develop internal rules and regulations and a code of conduct to regulate the discipline of members and elected officials and they should be approved by the Board of Directors.

Section 8.02 Specific Responsibilities and Duties of the Executive Board

The EC-DMV Executive Board shall have to:

- a) Meetings of the Executive Board shall be presided over by the Chairperson, in his/her absence for fifteen (15) minutes or more, one of the Executive members will be chosen by a simple majority of the participants present at the meeting.

The Secretary of the EC-DMV shall act as secretary of all meetings of the Executive Board. In his/her absence, the presiding officer shall appoint another person to act as Secretary of the Meeting.

- b) Perform all duties entrusted to it by the Assembly collectively or individually in accordance with the roles and responsibilities stated in these Bylaws and their internal rules and regulations.
- c) Coordinate the activities of the departments.
- d) Meet regularly and conduct its business as per its internal rules and regulations.
- e) Action by unanimous consent without meeting: Any action required or permitted to be taken by the Executive Board under any provision of law may be taken without a meeting if all members of the Executive Board individually or collectively consent in writing to such action. Such consent or consents shall be filed with the minutes of the proceedings of the Executive Board. Such action by consent shall have the same force and effect as the unanimous vote of the Board. Submit quarterly report to the Board of Directors.
- g) Prepare and present its annual report to the Assembly.

Section 8.03 Chairperson

The Chairperson shall play a chairing role of the Executive Board and shall have the following responsibilities:

- d) Oversee the management of the Executive Board and represents the Board in national and international meeting.
- e) Compile an operational annual plan by coordinating the plans of all departments.

- f) Put in place monitoring and evaluation mechanisms to make sure that the plans are implemented effectively and efficiently.
- g) Collaborate with the other organs of the EC-DMV.
- h) Be a signatory to the EC-DMV accounts together with the Treasurer or the Secretary.
- i) Make sure that all EC-DMV deposits and payments must be signed by the Chairperson AND the Treasures. If either the Chairperson or Treasurer are not around for any reason and if a deposit or payment must be made in their absence, the Board must assign substitute signatories. All EC-DMV deposits and payments must be signed by two signatories at any given time.

Section 8.04 Secretary

The Secretary shall assume all secretarial responsibilities and may seek the assistance of other officers in discharging their duties.

1. Ensure that meetings are effectively organized and records the proceedings of all meetings,
2. Keeps and maintains all documents systematically.
3. Oversee that the Board's activities are in line with the predefined objectives.
4. Make official communication and correspondence based on the Board's internal rules and procedures.

Section 8.05 Treasurer

The Treasurer shall be responsible for the financial and non-financial assets of the EC-DMV.

1. Manage bank accounts and ensure that appropriate financial systems & controls are in place.
2. Ensure proper records are kept and accounts meet the conditions of funders or statutory bodies.
3. Make sure that all EC-DMV deposits and payments must be signed by two signatories.
4. Work closely with the fund-raising department.
5. Ensure the EC-DMV's financial records are in compliance with relevant legislation.
6. Advise on financial implications of strategic and operational plans.
8. Present regular reports on the EC-DMV's financial situation.
8. Prepare accounts for audit and liaise with the auditor, as required.
9. File income tax returns to IRS in accordance with IRS requirements.

Section 8.06 Departments

All department Heads will have sub-groups to undertake their activities and are part of the Executive Board only through their Heads. Each department will draft its internal rules and get approved by the Executive Board. The departments shall have the following responsibilities:

1. Social Services: Make sure that all community members get available social services without any discrimination.
2. Fund Raising: Raise funds from internal and external resources.
3. Research & Documentation: Conduct research activities and document its findings for current and future references.
4. Media and PR: Communicate the discussions and decisions of the EC-DMV in formal, simple, and prompt the activities of the EC-DMV in collaboration with different mainstream and social Medias in particular.
5. Mobilization: Identify, invite organize and call all the Eritreans (Youth, Women and Professionals) without any discriminatory attitudes and prejudices, to common action on social and cultural endeavors and engagements.
6. Events, cultural and sports: Responsible for organizing events related to creating social awareness. Plan and implement cultural and sport activities by engaging all members to ensure social cohesion.

Article 9. Advisory & Conflict Resolution Board

Advisory and Conflict Resolution Board

- a) This board shall have three (3) members elected by the Assembly and shall make division of labor among its members.
- b) Provides important advice to the Executive Board.
- c) Resolves disputes and conflicts within EC-DMV.
- d) Conducts regular monitoring of activities and programs of EC-DMV.
- e) Conducts research to improve EC-DMV activities.
- f) Evaluates performances of departments and reports to the Assembly.
- g) Oversees compliance with EC-DMV Bylaws and pertinent rules and regulations.
- h) Drafts Monitoring/Evaluation mechanisms and presents it to the EC-DMV Assembly for approval.
- i) Submits three quarters and by the end of the 4th quarter annual report to the Board of Directors.

Section 10. Audit

- a) The audit shall have three (3) members elected by the Assembly and shall make division of labor among its members.
- b) The Audit Team audits the EC-DMV's financial records/statements and non-financial assets.
- c) Ensures that reports are received and distributed correctly and in a timely manner.
- d) Oversees the EC-DMV's operations are conducted in accordance with its policies, procedures, and IRS rules.
- e) The Executive Board has the ultimate responsibility for the accuracy and completeness of financial reports.
- f) The Audit can check the accounting procedures and records of the EC-DMV and provide professional advice as deems necessary.
- g) The Audit Team prepares and reports its annual audit report to the Assembly.

Section 11. Election

Section 11.01 Criteria for Nominating Potential Candidates

1. Is Eritrean or of Eritrean decent.
2. Is committed to the mission and values of the EC-DMV.
3. Is willing to contribute towards the EC-DMV's goals.
4. Have no conflict of interest that could potentially undermine their ability to achieve the EC-DMV's goals and objectives effectively. No elected official is allowed to promote their own political or religious or any other agenda that can potentially divide the EC-DMV.
4. Is 18 years of age or older.

Section 11.02 Nominating Methods

Potential candidates can be nominated in two ways as follows.

1. Self-Nomination
2. Nomination by others

Section 11.03 Election Procedures

The following election procedures are followed in conducting the election process.

1. All Eritreans residing in the Washington D.C., Maryland and Virginia are the constituency of the EC-DMV and have equal right to elect and be elected – referred thereafter as Assembly.
2. For a member to be nominated they should be present in person on the Election Day, or a member can give a proxy delegation in writing to another member to elect and be elected on their behalf.
3. A member of the Assembly does have the right to self-nomination.

4. The Assembly will directly nominate the potential candidates who satisfy the criteria for nominating potential candidates.
5. The nomination will be by show of hand and should be seconded by three (3) members.
6. Both self-nominated and direct nomination will constitute the list of the potential candidates.
7. Each member will have only one instance of self-nominating or nominating others. Self-nominated member cannot nominate another potential candidate.
8. The nominated candidates will be given a brief time to introduce themselves to the Assembly as each candidate is not expected to be known by every member of the Assembly.
9. The election will be conducted using Ballot Papers.
10. The elected members of the Executive Board shall make division of labor among its members based on their expertise and experience and will announce to the Assembly.
11. The ballot papers will be counted and tallied by the Election Committee and the result will be announced immediately by the Election Committee.

Section 11.04 Nomination of Election Committees

1. The Election Committees will be directly nominated by the Assembly.
2. The Election Committee will be three (3) in number.
3. Members of the Election Committee have also the right of being nominated for the other positions.
4. The Election Committee will be responsible for conducting the election process from listing the potential candidates to count and announce the results.

Section 11.05 Terms of Office and Compensation

- a) Each Member of the Board shall hold office until the next election.
- b) All members shall serve without compensation except that they shall be allowed and paid reasonable advancement or reimbursement of expenses incurred in the performance of their regular duties as specified in these Bylaws.
- c) Members may not be compensated for rendering services to the EC-DMV in any capacity unless such compensation is reasonable and is allowable under the provisions of these Bylaws.
- d) All elected Executive Board members shall not have other responsibilities that might pose conflict of interest.

Section 12.01 Quorum for meetings

The quorum of the general meeting and ad-hoc meeting shall be considered valid, where the number of members present is:

- i) 50%+1 of the registered members at the first scheduled meeting.
- ii) However, if the first scheduled meeting quorum is not satisfied (50%+1), the meeting should be adjourned for the first time. The second meeting should be convened at least in two (2) weeks where all members should be notified accordingly. All efforts MUST be made to reach all registered members. If the second quorum does not satisfy the quorum (50%+1), it can be held if at least 1/3 of the registered members are present.

A quorum shall consist of 50%+1 of the Executive Board or 50%+1 of the Assembly (with the exception (ii) above). Except as otherwise provided in these Bylaws, no business shall be considered by the Executive Board or Assembly at any meeting at which a quorum, as hereinafter defined, is not present, and the only motion which the chairperson shall entertain at such meeting is a motion to adjourn.

The Executive Board or the Assembly present at a duly called and held meeting at which a quorum is initially present may continue to do business notwithstanding the loss of a quorum at the meeting

due to a withdrawal from the meeting, provided that any action thereafter taken must be approved by a majority of the required quorum for such meeting.

Section 12.02 Majority decision

Any decision made by majority of the Executive Board or the Assembly present at a duly held meeting shall be binding.

Article 13. Amendment of Bylaws

Subject to any provision of law applicable to the amendment of the EC-DMV may be altered, amended, or repealed and new Bylaws adopted and approved by a super majority (two-third) vote of the Assembly at the EC-DMV convention.

However, if the first scheduled meeting quorum is not satisfied (50%+1), the meeting should be adjourned for the first time. The second meeting should be convened at least in two (2) weeks where all members should be notified accordingly. All efforts MUST be made to reach all registered members. If the second quorum does not satisfy the quorum (50%+1), it can be held if at least 1/3 of the registered members are present and approved by super majority (two-third) of the attendees.