

Dhaka University Alumni Association of New England

Mission Statement

The mission of the Dhaka University Alumni Association of New England (DUAANE) is to promote intellectual, social, cultural relations and to create networking bridge to help each other among Dhaka University graduates who are presently residing in New England. DUAANE will foster communication between Dhaka University and its alumnus living in New England.

Strategies

Strategies to achieve goals and accomplish mission will include (a) promoting connectivity among the alumni and enhance the reputation of Dhaka University; (b) providing opportunities for alumni to volunteer their time and talent on behalf of Dhaka University in New England area; and (c) helping Dhaka University to continue to promote state of the art education in Bangladesh.

Dhaka University Alumni Association of New England

By-Laws

Article I

The Name of the organization shall be the "Dhaka University Alumni Association of New England" doing business under the name "DUAANE". It is an independent, nonpolitical and a nonprofit organization.

Article II

Purposes

The purpose of the DUAANE shall be to promote through its alumni and membership the interests of Dhaka University and its alumni. The DUAANE shall act independently to provide services and programs that enlighten and strengthen the students, faculty, staff, and alumni bodies in New England (NE) area.

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This organization is established exclusively for one or more of the purposes as specified in Section 501©(3) of the internal Revenue Code, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501©(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

The specific goals of DUANNE are:

(i) To seize upon every opportunity to create an environment and provide support (information, workshop, social and educational) for families of DUAANE to facilitate social and intellectual communications among themselves here in New England area.

(ii) To provide the leadership, service and financial support necessary to enrich the academic, intellectual and social experience of Dhaka University students at Dhaka and in New England area.

Further, to continue to develop and reinforce the communications between Dhaka University and Universities in New England area that benefits Dhaka University students, faculty, alumni and their College going children.

(iii) To encourage alumni to actively engage in promoting projects that support Dhaka University for its growth with scholarships, technological development and intellectual exchange programs for faculty and students with New England Universities.

(iv) To have a get-together for all Bangladeshi students in NE colleges and Universities with the families of DUAANE who live here permanently during festivals or other event times during the year. This will provide opportunities for our children to know fellow students from Bangladesh.

(v) To form a support group for all families living in NE area. To promote a stipend for youth (boys and girls) to participate in social conferences in USA where they can meet new friends from Bangladeshi origin.

As an organization, DUAANE does not discriminate against persons because of their religion, gender, disabilities, political ideologies and ethnicity. Rather it will promote these fundamental aspects of life and culture of Bangladesh.

The President of the DUAANE is designated to administer compliance with all laws and regulations.

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Article III The Association

Section 1. Membership

a. Regular Members. All persons holding degrees from Dhaka University shall be eligible for regular membership of the Dhaka University Alumni Association DUAANE. A Regular Member at DUAANE will be defined as per Section 4 (b) of the Constitution of the Dhaka University Central Alumni Association which states that an Alumni means any person who holds at least a Bachelor's degree Certificate from Dhaka University, and he/she has attained such degree from Dhaka University and colleges that are currently affiliated with or were formerly affiliated with Dhaka University such as Ahsanullah Engineering College, Medical Colleges and other Colleges, and have earned a certificate (of graduation) from Dhaka University.

A regular member will need to pay a fee of \$20 dollars per year. The membership year starts from the 1st of July and ends on the 30th of June corresponding to the fiscal year. The regular members will elect the officers who will comprise the Executive Committee of DUAANE.

b. Life Members. Those persons who have paid Life membership dues as established by the Executive Committee shall be considered Life Members. A onetime fee of \$500 dollars will be needed to become a life member of DUAANE.

c. Honorary Members. Those persons in NE area who have rendered meritorious service to Dhaka University or to DUAANE (in terms of financial contribution to DUAANE), or to the Bangladeshi and USA community and who are recommended by the Executive Committee or EC, may be selected as Honorary Members of the DUAANE. An honorary member will be expected to give an honorable donation to DUAANE.

Regular members of the DUAANE shall be entitled to vote on any matter or to serve on the Executive Committee. All other members shall not be eligible to hold office in the Association nor shall they be eligible to vote in any DUAANE matter or election.

Section 2. Meetings

a. Annual Meeting. An Annual Meeting of DUAANE shall be held each year in NE area in the spring or fall, at a date and location to be determined by the Executive Committee. A notice of the date and location of the Annual Meeting shall be published and

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distributed to all members by whatever means are most practicable at least thirty (30) days prior to the meeting.

The purposes of the Annual Meeting shall be:

- To receive the election results for the Executive Committee and Officers of the Association;
- To receive reports and notice of By-Law amendments;
- To address any other business brought before it consistent with the By-Laws.
- Any changes to the constitution or established procedure will be addressed at the general meeting and will be approved by the general members of DUAANE.

b. Special Meetings. Special meetings of the DUAANE, shall be called upon the written petition of 50% of regular members, or by a vote of an absolute majority of the Executive Committee. The purpose of the special meeting shall be stated as part of the petition or vote and no business shall be transacted except that for which the meeting has been called. Notice of the time, place and purpose of the meeting shall be disseminated by whatever means are most practicable to each member of the Association. This notice shall be published at least one (1) week prior to the meeting.

c. Quorum. The quorum for a general meeting of the DUAANE shall be 50 % of regular members present in person.

Article IV

Executive Committee

Section 1. Composition

The Executive Committee shall typically not exceed Twelve (12), including Eleven (11) voting Executive members, as enumerated below:

- a. The Immediate Past President shall be treated as a member of the Executive Committee without voting rights.
- b. Eleven (11) Executive Committee member positions will be elected at large from the regular membership of the DUAANE for two years term.
- c. These 11 positions are (i) President, (ii) Vice President, (iii) Associate Vice President (iv) General Secretary, (v) Organizing Secretary, (vi) Treasurer & Comptroller,

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(vii) Education Secretary, (viii) Social, Cultural and Religious Affairs Secretary, (ix) Secretary Alumni Relation and Networking, (x) Secretary Public, External and Community Relation, and (xi) Secretary Media and Press Relation. All 11 Executive Committee members will be selected for 2 years.

d. Candidates for each of the above Executive Committee position will need to make a contribution of \$300 dollars to compete for a position in DUAANE.

NOTE*(Since Nomination Fees for candidates are part of the election process, and since the amount was unresolved at the Jan 27 Decision Meeting of all members, the Constitution Committee proposes that this issue be finalized at the next meeting on the General Election process, The committee also proposes the following nomination fees: \$200.00 for President; \$150.00 for Vice-President, Associate Vice-President, and General Secretary; and \$100.00 for all other secretaries and executive committee members]******

e. Emeriti members consisting of non-voting, former members of the Executive Committee whose terms have expired may be selected, from time to time, by the Executive Committee to represent the Association as members of administrative committees. The member shall have the same rights and privileges as the other members of the Executive Committee except voting right. The number of Emeriti members shall not be considered in computing the number of persons serving on the Executive Committee.

Section 2. Responsibilities of the Executive Committee

- a. The control and function of the DUAANE shall be exercised by the Executive Committee.
- b. The executive committee members shall be authorized to conduct the daily business of DUANNE subject to policies approved in general meetings.
- c. The election steering committee duly constitute by the Executive Committee and approved in the general meeting shall establish and oversee the nomination process and procedures shall conduct the election.

Section 3. Responsibilities of Officers

a. President. The President shall be the Chief Executive Officer, and shall preside at all meetings of the Association, and the Executive Committee. He/she can attend any committee of DUAANE.

b. Vice-President. The Vice-President, in the absence, or at the request of the President,

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shall perform the duties of the President. He/she will head a committee of DUAANE. He/she will design different projects for DUAANE and develop plans and submit to the executive committee for approval..

c. Associate Vice President. Public relations officer will work with the president and the Vice President in outreaching New England area resources for DUAANE among other responsibilities approved by the executive committee.

d. General Secretary. The General Secretary shall keep records of all proceedings of the executive committee and shall notify Officers of their election or appointment. The Secretary shall issue the notice of all meetings and shall keep the seal of the Corporation, and shall discharge such other duties as may be required by the executive committee or by the President. The General Secretary shall write the minutes of the meetings of EC and pass the minutes in the next EC meetings for approval. These minutes shall be kept in the files so that the EC shall have the access to them.

e. Organizing Secretary. The Organizing Secretary will be responsible for membership drives. H/She will be disseminating all notices and assist the President, Vice President, Associate Vice President and the General Secretary in fund raising.

f. Treasurer & Comptroller. The treasurer and comptroller will collect and disburse, by order of the executive committee or of the President, the monies of the DUAANE and shall oversee the creation and ongoing operation of the membership reserves fund and investment portfolio of the Association. H/She will keep proper books of accounts, shall make reports at the Annual Meeting of the Association, and, from time to time, to the executive committee, and shall discharge such other duties as may be required by the executive committee or by the President. H/She will help raise funds for DUAANE at least twice a year. H/She will also invite scholars to speak for a cause or for healthy financial condition of DUAANE. The executive committee should decide those two dates of fundraising in the beginning of the year.

g. Secretary for Education. The Education secretary will oversee all education related activities (e.g. scholarship, financial helps, seminars, intellectual activities, student exchange program etc.)

h. Secretary for Social, Cultural and Religious Affairs. This secretary will head the Social, Cultural and Religious Affairs Committee and will be primarily responsible for planning and organizing social, cultural and religious events – including Independence Day, victory day, post Eid reunions and other religious events. This Secretary in consultation with the Executive Committee will plan specific programs and projects to

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introduce the 2nd generation Bangladeshi Americans. These programs must be approved by the executive committee members.

i. Secretary for Alumni Relation and Networking. The secretary will be responsible for alumni relation and networking with the new DU graduates who came to NE area. H/She will help prospective students successfully apply to different universities in USA.

j. Secretary for Public, Community and External Relations: The Public, Community and External Relations secretary will be responsible for all programs and projects in terms of community relationships and strategic relationships with different U.S. universities, International Organizations, and Alumni bodies. He/she will be responsible for planning and developing projects or organizing specific programs geared towards building relationships with other potential groups who might be interested in developing higher education in Bangladesh. He/she will be responsible for reaching out and developing relationships with U.S. Colleges and Universities These programs must be approved by the executive committee members.

k. Secretary for Media and Press Relation. The Media and Press Relation Secretary will be responsible for the creation and maintenance of a website. H/She will be responsible for news, media and press relation. All public communications will be disseminated by him/her. He/she will be reporting to the Executive Committee and all the communications need to be approved by the executive committee.

All of the committees and the officers of the executive committee will work together and will share resources as a team.

Section 4. Meetings of the Executive Committee

a. Regular Meetings. There shall be at least three (3) regular meetings of the executive committee annually which shall be held at such time and place as the executive committee may decide, provided the meetings must be held within New England area. Notice of the time, place, and general purpose of each meeting shall be disseminated by e-mail and telephone (at least once) to each member of the executive committee not less than seven (7) days prior to the meeting.

b. Special Meetings. Special meetings of the Board of Directors shall be called by the President or upon the written petition to the General Secretary by 50 % regular members of DUAANE. The purpose of the special meeting shall be stated as part of the petition and no business shall be transacted except that for which the meeting has been called. Notice of the time, place and purpose of the meeting shall be disseminated by whatever

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means are most practicable to each member of the executive committee. This notice shall be published at least one (1) week prior to the meeting.

c. Open Meetings. Meetings of the executive committee and its other sub committees shall be open to all regular members of the DUAANE, provided that the executive committee may, by majority vote, enter into closed session to discuss matters which it deems best discussed under such conditions. In any event, all meetings shall be conducted and documented in accordance with standing rules determined by the executive committee.

d. Quorum. A minimum of seven (7) filled positions of the executive committee must be present to constitute a quorum for the transaction of business at regular and special meetings.

Section 4. Indemnification and Insurance.

Except as provided below, and to the extent permitted by law, any executive committee member, officer, employee or agent of the Association (each of said persons being hereinafter referred to as the "indemnities") shall be indemnified in full by the Association against expenses, including attorney's fees, and against the amount of any judgment, money decree, fine or penalty, or against the amount of any settlement deemed reasonable by the Executive committee members of the DUAANE and paid or incurred by the indemnities in connection with or arising out of any claim made, or any civil or criminal action, suit or proceeding of whatever nature brought against the indemnities, or in which the indemnities is made a party, or in which the indemnities is otherwise involved, by reason of being or having been such executive committee member, officer, employee, or agent of the Association. The indemnities shall be so indemnified even though at the time of such claim, action, suit or proceeding, the indemnities is no longer an executive committee member, officer, employee or agent of the Association.

In the event the Association deems the amount of such expense, judgment, money decree, fine or penalty to be unreasonable, it shall, nevertheless, indemnify as provided herein and shall be subrogated to the right, if any, of the indemnities to refuse to pay any amount in excess of a reasonable amount or to recover any such excess payment or to take any other similar action including, without limitation, moving to alter or amend any such judgment or taking and pursuing an appeal there from, and the indemnities shall execute such documents and take such other action as the Association shall require to enable the Association to exercise such rights. Expenses incurred of the character described above may, with approval of the executive committee, be advanced by the Association pending final disposition of the action or proceeding involved, whether civil or criminal, upon

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receipt of an undertaking by the recipient to repay all such advances in the event the recipient is not entitled to indemnification hereunder.

No indemnification shall be provided for any person with respect to any matter as to which such person shall have been adjudicated in any proceeding not to have acted in good faith. If the person seeking indemnification has not been so adjudicated, such person shall be entitled to indemnification unless the executive committee determines that such person did not act in good faith.

Any rights of indemnification hereunder shall not be exclusive, shall be in addition to any and all rights which a executive committee member, officer, overseer, employee or agent may have or obtain, and shall accrue to such person's estate.

The Association may purchase and maintain insurance on behalf of any person who is or was an indemnity against any liability incurred by him in any such capacity, or arising out of his status as such, whether or not the Association would have the power to indemnify him against such liability.

Article V

Nominations and Elections

Section 1. Nominations

All nominations and elections, as provided for in the By-laws, shall be conducted in accordance with standing rules determined by the executive committee.

The EC will form a Steering Committee to oversee nomination and election procedures and develop and recommend nominee slates for all director and officer vacancies of the executive committee members. The election steering committee members shall not participate in any campaign for any candidate and will be selected by the executive committee and will be headed by an executive committee member.

The Election Steering Committee shall file with the General Secretary, as provided for in the standing rules, a slate(s) containing nominations for such offices as may be vacant, including one (1) or more nominations for President; one (1) or more nominations for all specific positions of the EC.

The Nominating Committee shall take all reasonable steps necessary to engage the full alumni body of regular members in the effort to solicit names for consideration for all

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vacancies. Persons serving as an elected or appointed member of the executive committee at the time of his or her nomination as an officer, and whose term of service as an EC member will not exceed the maximum allowable years of executive committee service, shall be eligible for nomination. Persons may be nominated for more than one (1) Office; however, no person may be included as a candidate on the proposed slate for more than one (1) Office. During the election of executive committee members, no panel for a group of candidates can be formed or promoted to set up for a group campaign. Any candidate can compete based on personal standing and reputation in the DUAANE community. Evidence of any group campaigning by an individual candidate or a group of candidates will nullify their candidacy. There should be only personal campaign if there is one for specific executive committee positions.

Section 2. Election ballots

a. Executive Committee. The nominations for the executive committee members shall be incorporated into a ballot which shall attempt to contain eligible candidates to complete the tasks as explained in the responsibilities section of the EC. It should be based on a balanced number of diverse groups of people regardless of gender, religion, and/or political affiliation, beliefs, creeds etc. of NE community. Each candidate for EC positions should write a brief statement about his experience and ability to promote and perform the responsibilities.

All EC Officers shall be elected by the eligible membership of the DUAANE for specific positions. The ballot shall be disseminated to DUAANE regular members with voting privileges by whatever means are most practicable. Each DUAANE regular member shall be entitled to one (1) vote for each vacancy on the ballot.

Following conclusion of the voting period and count of the ballots, performed in accordance with standing rules determined by the executive committee, the results of the election shall be summarized in a report which shall be submitted forthwith to the executive committee within a week and inform all members of DUAANE by electronic communications and followed by a meeting.

Section 3. Duration of office

All members of the EC shall be elected every two (2) years. A member can continue to hold office for a maximum of two(2) consecutive terms.

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Section 4. Vacancies

A person, who has served more than half a term, as set forth under this Article, shall be considered to have served the full term for the purpose of determining eligibility to serve additional terms. If the vacancies arise before a half term is completed, they will be filled up by selection or election by the Executive committee authorities.

Section 5. Removal

Any member of the EC of DUAANE may be removed for a just and stated cause by a vote of not less than two-thirds of the general members voting in any duly convened meeting of the executive committee provided that this subject matter is incorporated in the notice of the meeting.

Article VII

Volunteer Code of Conduct

The Officers of the DUAANE and members of the executive committee owe a fiduciary obligation and strict duty of loyalty to the DUAANE. Officers and members shall conduct themselves in accordance with the DUAANE's Volunteer Code of Conduct. All persons nominated or proposed for appointment to the position of executive committee shall sign said Code as a prerequisite to their name being placed on the ballot or to their appointment, or anytime thereafter as revisions are made to said Code and approved by the executive committee. Refusal to sign said Code shall result in the nullification of the executive committee member's nomination, election or appointment, whichever the case shall be.

Article VIII Rules

of Authority

Robert's Rules of Order, Revised shall be the rules of authority governing meetings of the DUAANE, executive committee, Executive Committee, and all committees, subject to state laws, the articles of incorporation, these By-laws, and such standing rules as the executive committee may adopt to serve as guidelines for the conduct of business and operations for the DUAANE and its committees. The By-Laws and standing rules of the DUAANE shall be reviewed by the executive committee from time to time.

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Article IX

Arbitration

If there is a dispute among EC members or between regular members relating to DUAANE, the dispute must be resolved by an arbitration committee. Each member must sign at the time of application for membership that he/she will abide by the decision of the arbitration committee and will not take DUAANE or its members to court.

Article X Committees of the DUAANE

Section 1. Standing Committees

The DUAANE shall have permanent standing committees of the following titles:

- a. Executive Committee
- b. Education Committee
- c. Audit, Finance and Investment Committee
- d. Election Steering (Nominating) Committee
- e. Social Cultural and Religious affairs Committee
- g. Public Relation Committee among others determined by the EC.

Notwithstanding the provisions of this article, the executive committee may establish and give powers to such standing and special committees as it sees fit. The Executive Committee shall appoint the members of those committees from among the membership of the DUAANE, provided that, in all cases, the chairperson of a committee shall be a member of the Executive Committee.

The Audit Committee shall provide independent oversight for all accounting and financial reporting procedures, internal control systems, and annual audit processes of the

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DUAANE. The Committee shall assure that audited financial statements and tax reports are prepared and submitted to the proper regulatory agencies on time. Treasurer and the comptroller will be a part of this committee. The Finance and Investment Committee shall formulate, and recommend to the executive committee, policies regarding the DUAANE's financial planning and investment strategies, and shall direct the monetary affairs and oversee investment of the funds of the DUAANE.

Article XI

Finances

Section 1. Fiscal Year

Each fiscal year shall end with the thirtieth day of June. A summary report of the financial operation of the DUAANE shall be made at least annually to the membership and to other necessary groups.

Section 2. Approved Signatures

All contracts, checks, and orders for the payment, receipt, or deposit of money, and access to the securities of the DUAANE, shall be as provided by resolution of the executive committee. The President or Treasurer and comptroller shall execute, in the name of the DUAANE, all contracts and other instruments authorized generally or specifically by the executive committee. Each check towards any payment should be signed by Comptroller, treasurer and the President.

Section 3. Allocation of Dues

The Executive Committee shall determine the dues structure for the DUAANE at a duly convened meeting of the Board. The dues structure shall include, but not be limited to Regular, Life, Associate and honorary level dues.

All membership dues received shall be so identified on the records of the

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DUAANE, with a portion of these dues allocated annually to the membership reserves fund, as recommended by the Finance and Investments Committee, and approved by the executive committee. The principal amount of these reserve funds, shall remain invested, and shall not be available for the general use and purposes of the DUAANE, unless approved for expenditure by a vote of not less than two-thirds of the executive committee voting in any duly called meeting of the EC. The Executive committee can spend a maximum of \$100 dollars without calling a general meeting.

Section 4. Dissolution

In the event that the DUAANE is dissolved, annulled, or otherwise ceases to function as an DUAANE, or in the event that at least two-thirds of the executive committee by vote at a meeting called for that purpose determine that the general purposes for which the DUAANE was organized can no longer be accomplished by the DUAANE, all, a portion, and/or the proceeds of, the property and assets of the Alumni Association, after payment of, or provision made for, the liabilities due from the DUAANE, shall be given and transferred to the non-profit philanthropic organizations including organization for children with disabilities and Dhaka University Central Alumni Association when, as or upon the terms authorized by a majority of the executive committee members at a meeting called for that purpose. None of the DUAANE's property or assets shall be distributed to the members of the DUAANE.

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Article XII

Amendment of By-laws

These By-laws, and/or all provisions therein, may be amended, altered, waived, or repealed, or a new set of By-laws may be substituted therefore by an approval of not less than two-thirds of the regular members of DUAANE through direct votes. No action shall be taken upon any By-Law amendment unless notice of the proper amendment, alteration, repeal or proposed new set of By-laws has been disseminated to each member of the DUAANE by whatever means are most practicable at least thirty (30) days immediately preceding said meeting. New By-laws shall become effective on such date as provided for in the vote approving said new By-laws.

Any changes to the constitution or established procedure will be addressed at the general meeting and will be approved by the general members of DUAANE.

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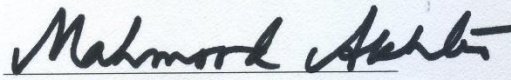
Appendix I
Signature Sheet

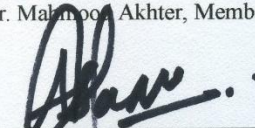
The DUANNE constitution is duly signed herewith on June 15, 2013 by the By-Laws Committee.

Dr. Md. Habibullah, Chairperson


Dr. Syed A. Mansur, Member

Dr. Mohammed Sajjad Hussoin, Member


Mr. Mahmood Akhter, Member


Dr. Asiful Islam, Member