

# WESTCAM BYLAWS

## PREAMBLE

The Western Cameroon Association of Massachusetts aka, WESTCAM Inc. is founded on the Bamiléké traditional value of unconditional mutual respect for all.

The purpose of these bylaws is to enable Westcam members to fully understand and adhere to guiding principles that will allow the smooth operation and management of the association; to enhance unity; promote culture, respect for traditional Bamiléké values and US laws, and the development of a strong Westcam Family/Community.

These bylaws shall be read in conjunction with, and as subsidiary to the Articles of Organization of the Association. The activities and business of the Association shall be managed or conducted in accordance with the provisions of the bylaws and general meeting resolutions, and as provided in its Articles of Organization. In the event of conflict between the provisions of the Articles of organization and the bylaws, those of the Articles of organization shall prevail.

This organization is non-profit, apolitical and is organized exclusively for charitable purposes within the meaning of section 501(c)(3) of the Internal Revenue Code.

## CHAPTER I: IDENTIFICATION

### Article 1: Name

The association shall be known and called WESTCAM, INC also known as the “Western Cameroon Association of Massachusetts - USA,” hereafter referred to as Westcam, the Association or the Organization.

### Article 2: Motto

The motto of Westcam shall be: “SOLIDARITY, DYNAMISM, & SUCCESS”

### Article 3: Vision, Mission, and Objectives

#### Section 3.1: Vision

A state in which Bamiléké people can live to their full potential, attain their individual and collective aspirations, and preserve their cultural heritage.

**Section 3.2:** Mission: Develop and implement programs and activities to:

- Promote, preserve, and celebrate Bamiléké cultural heritage through education, a cultural festival, and exhibitions to display the diversity, richness, and the beauty of Bamiléké culture.
- Provide opportunities and assistance to help its members and others achieve their maximum potential through Bamiléké doctrine of solidarity, collaboration, mutual understanding, respect, and lifting all.

**Section 3.3:** Westcam objectives shall be:

1. To promote the cultural values and heritage of the Bamiléké people.
2. To execute projects that will improve the well-being of underserved and underprivileged communities.
3. To acquire a Bamiléké Cultural Center fit for housing and managing community programs.
4. To provide mentorship, training, and assistance to community members, including new immigrants in the New-England region.

**Section 3.4:** Upholding Bamiléké values and traditions:

Bamiléké values and traditions must be respected, promoted, and celebrated whether or not they have been written into these bylaws or any other deliberations.

#### **Article 4: Location**

The principal office of the Association shall be located at the place set forth in the Articles of Organization. The Executive Bureau may designate from time-to-time other places of business in Massachusetts or elsewhere in New England.

## **CHAPTER II: MEMBERSHIP**

#### **Article 5: Eligibility and Categories of Membership**

**Section 5.1:** Membership shall be open to any person eighteen years or older who subscribes to the vision, mission, and purposes of Westcam as stated in the Articles of Organization and these bylaws.

**Section 5.2:** To become a member, an individual must be introduced at the General Assembly (GA) monthly meeting by an existing member and his/her application must be approved by the majority of members present at that meeting. New member's registration is held on an ongoing basis, at regular monthly meetings of the general assembly. All membership applications are subject to review and/or investigation before approval. The Executive Bureau shall take at least 30 days or a month between meetings, to exercise due diligence before the GA can accept membership application.

**Section 5.3:** There shall be two categories of membership in Westcam: regular membership and honorary membership.

#### **Article 6: Regular Members**

**Section 6.1:** A regular member is any individual who meets the eligibility requirements for membership and pays the applicable membership registration fee within 30 days of his/her application's approval.

**Section 6.2:** Regular membership shall be open to any person eighteen years or older, residing in New England who is Bamiléké, is interested in, and supports, the Bamiléké culture, who has paid their membership fees and who subscribes to the vision, mission and purposes as stated in Westcam Articles of Organization and these bylaws.

**Section 6.3:** All newly registered members are put on a six-month probationary period before they are eligible to claim and collect any benefit as described in these bylaws. The probation period runs from the time the member has paid his registration fee upon approval of his application.

#### **Article 7: Honorary Members**

**Section 7.1:** Honorary membership shall be open exclusively upon invitation of the Westcam Executive Bureau (EB), acting upon recommendation of at least two (2) members and approval of the General Assembly (GA), to persons who have outstandingly demonstrated that they are capable of, and willing to provide intellectual, civic, financial and/or material support, inspiration, guidance, counsel, and/or patronage to the Association.

**Section 7.2:** Approval and revocation of honorary membership status shall be by a simple majority of votes of the members present at the General Assembly monthly meeting when the vote takes place.

**Section 7.3:** Honorary members are required to attend at least one GA meeting or Westcam special event per year.

**Section 7.4:** Honorary members are not eligible to claim and collect financial benefits available to regular members. However, they may be eligible for other support or assistance provided by Westcam as appropriate and based upon specific circumstances.

## **Article 8: Registration and Renewal**

**Section 8.1:** Full Membership in Westcam shall be effective after approval by the GA and upon the payment of a Membership Registration Fee in the amount set annually by members. Members must complete the registration form before or at the time of their membership fee payment.

**Section 8.2:** A member who has his/her membership suspended or revoked because of non-payment of annual dues, could gain their membership back by paying money they owed when their membership lapsed and a membership reinstatement fee of \$20 within 120 days of the lapse. That member must be put on a 120-day probation/waiting period before they are eligible to claim and collect any benefit. Past 120 days after a membership lapses, returning members will have to comply with provisions of Section 8.4 below.

**Section 8.3:** Those who freeze their membership while in good financial standing can gain their membership back by paying a membership unfreezing fee of \$10 and enjoy all benefits after a waiting period of 90 days. Their attendance is calculated from the date of the first meeting during which they pay their membership unfreezing fee.

**Section 8.4:** Members who expressly resign from Westcam by taking steps to do so, and choose to come back, will have to register like new members and be re-admitted by vote of the GA as prescribed in articles 5.2 and 6. If they had an outstanding balance of dues owed before resigning, they must clear it as well. If they had outstanding disciplinary requirements, they must satisfy them before their membership is accepted. They may also be required to fulfill additional requirements imposed by the GA or the Board of Directors.

**Section 8.5:** Members who have their membership suspended or revoked for disciplinary reasons shall comply with the terms of their suspension and any other requirements for re-admission stated in these bylaws or imposed by the GA.

## **Article 9: Dues**

**Section 9.1:** All dues shall be set by a simple majority vote of the members at an annual meeting of the full membership for budget approval. Members not in good standing with their dues and attendance shall lose membership benefits and privileges as defined in these bylaws.

**Section 9.2:** The following contributions are required from all regular members. Membership dues are payable on an annual or monthly basis. Membership dues include the following:

- a. One-time Admission/Registration fee: Fifty dollars (\$50) admission fee paid once at registration after approval as a new member.

- b. One-time Rainy-Day Fund: One Hundred dollars (\$100). The payment for new members shall be made in full by the end of the third month after the member's application is approved.
- c. Annual dues of Two hundred fifty dollars (\$250) payable in five monthly installments of fifty dollars (\$50) by the end of the month of May. Annual dues are pro-rated for new members if they join after January.
- d. Dues required to cover expenses not accounted for in the annual budget, such as funds withdrawn to cover benefits under articles 9.3 and 9.4 and any other extraordinary expenses approved by the GA.
- e. A membership unfreezing fee of ten dollars (\$10) shall be paid by returning members who had suspended their membership while in good financial standing.
- f. A membership reinstatement fee of Twenty dollars (\$20) shall be paid by returning members who had their membership suspended for non-payment of dues.
- g. Prepaid contributions set annually and required from all SAGI participants. This contribution is currently set at \$120 to be paid at the beginning of each year, by the end of January. SAGI participants are required to replenish their contributions once they drop to \$20 or less.
- h. Prepaid contributions currently set at \$200 and required from all NEBA participants. NEBA participants are required to replenish their contributions once they drop to \$100 or less.
- i. Members participating in SAGI and NEBA shall be responsible for their own contributions and the contributions of people that they sponsor to participate in these programs.

**Section 9.3:** Funds withdrawn for member's death shall be set at \$8000 payable to the bereaved family, plus a \$2000 total and maximum expense to support all Westcam representatives who volunteer to accompany the corpse to Cameroon. Any amount withdrawn shall be replenished by dividing the withdrawn amount by 70% of currently enrolled members or the number of members up to date financially, whichever number is the highest. Each member shall be required to pay their share within 60 days of the formal request made by the President or its representative.

**Section 9.4:** Funds withdrawn to assist a member with a life-threatening illness leading to incapacitation shall be set at \$3000. Any amount withdrawn shall be replenished by dividing the withdrawn amount by 70% of currently enrolled members or the number of members up to date financially, whichever number is the highest. Each member shall be required to pay their share within 60 days of the formal request made by the President or its representative.

**Section 9.5:** All members shall pay their full annual dues by the end of May's general assembly regularly scheduled meeting. In order to stay up to date financially, members

shall pay a minimum of \$50 monthly, until May, plus any other additional dues as described in this article sections 9.2 (except 9.2.g and 9.2.h), 9.3 and 9.4 above.

### **Article 10: Membership – Rights and Privileges**

**Section 10.1:** All registered members in good standing shall be entitled to rights, benefits and privileges as stipulated by these bylaws. All members, except Honorary Members, who meet the requirements specified in these bylaws, will have the right to participate in all activities of the Association and to vote on any resolution or issue concerning the Association’s affairs. New members shall be eligible to vote after a three-month waiting period.

**Section 10.2:** If at any given time, the member is not current with any of the above, he/she loses membership privileges and benefits as appropriate until they are up to date. Payment deadline for money dues to replenish funds withdrawn under articles 9.3 and 9.4 for death and disability and for purposes of benefits or privileges shall be set at 60 days or by the second meeting after dues or call for funds are announced, whichever deadline is shorter. For other fees and contributions required in these bylaws, the payment deadline is the end of the monthly meeting of the month they are due, unless otherwise stated.

**Section 10.3:** A regular member in good general standing is a member who has paid all his/her dues and contributions, and who has fulfilled attendance requirements described in section 10.5 below.

**Section 10.4:** A member in good financial standing is a member who is up to date with all his financial dues and contributions. A standing with regard to financial contributions is continuous and carried over month to month.

**Section 10.5:** A member in good attendance standing is a member who has attended at least half of the monthly regularly scheduled general assembly meetings held up to date during the rolling calendar year, including at least half in-person, and at least half virtual meetings, and at least half of Westcam mandatory activities or events. A good standing with regard to attendance to both meetings and mandatory events is NOT reset at the beginning of each calendar year but counted continuously on a rolling twelve-month basis.

**Section 10.6:** Good standing with regard to attendance to meetings and mandatory events is calculated continuously. For any odd number of meetings and/or events, good standing is granted with the lower half number.

**Section 10.7:** Honorary members may receive service, assistance, favor, or benefit provided by or on behalf of Westcam, as deemed appropriate by the Executive Bureau in honor of their membership status, with the exception of voting, nominating, or candidacy for office.

**Section 10.8:** All members are responsible for writing and/or signing their name on the attendance sheet or book provided at all meetings and mandatory events.

The attendance sheet shall be posted on the Westcam Business WhatsApp forum and/or email group within two days of the meeting or mandatory event. Members shall have a week after the post to highlight issues if any, signal discrepancies and request adjustments.

**Section 10.9:** It is the responsibility of each member to verify the attendance list posted and request adjustments as necessary within a week of the post. Any member who claims to have been present at a meeting or mandatory event but does not find their name on the attendance sheet should highlight it immediately and have at least three people present at such meeting with their name on the attendance sheet to attest to their presence within the forum or email group.

**Section 10.10:** Westcam members aged 75 or older also called seniors who have been members in good standing for at least three years, are exempted from the attendance requirements of Section 10.5 above as follows: they are required to attend only 40% of a combination of meetings and mandatory events per twelve-month period.

**Section 10.11:** Members who volunteer for additional activities such as participation in committee meetings and field missions, sick member visitation, newborn welcoming, shall be given full credit for general attendance purposes (meetings and mandatory activities or events) each time they participate. The leader of the committee or the visitation committee shall be responsible for taking attendance and reporting it to the Activities Coordinator and Assistants Activities Coordinators, as well as posting related images on the Westcam WhatsApp forum.

**Section 10.12:** Members moving out of New England may be able to keep their membership within Westcam under the following conditions:

- They must have been a member for at least 15 years
- They must provide a proof of their out of New England state address
- They must fulfill their financial obligations
- They would be exempt from the attendance requirements of article 10.5, but they have to pay for all their absences a fee of \$10 per absence.

**Section 10.13:** Members unable to attend Westcam meetings and activities because of their professional obligations may be able to keep their membership within Westcam under the following conditions:

- They must have been a member for at least 15 years
- They must provide a proof of that they are required to work all Saturdays or during all Westcam required activities
- They must fulfill their financial obligations

- They would be exempt from the attendance requirements of article 10.5 , but they have to pay for all their absences a fee of \$10 per absence.

### **Article 11: Members Discipline**

**Section 11.1:** Any member whose conduct becomes incompatible with or detrimental to the spirit, goals, purposes, objectives, rules, regulations, or policies of the Association shall be subject to such disciplinary action as shall be deemed necessary or appropriate by the Board of Directors, the Executive Bureau, or the General Assembly.

**Section 11.2:** The following sanctions, in ascending order of gravity, may be applied by the corresponding authorities:

- a. Written or oral warning: President
- b. Suspension from the Association for up to 90 days: Executive Bureau.
- c. Suspension from the Association for more than 90 days and up to 180 days: Executive Bureau subject to review and approval by the Board of Directors or at the sole discretion of the Board of Directors.
- d. Suspension from the Association for up to 180 days: Board of Directors.
- e. Suspension from the Association for up to 360 days for repeat offenses: Board of Directors.
- f. Expulsion from the Association: 60% majority vote of the members presents at the General Assembly (GA) meeting where the decision is made following an appropriately communicated agenda, and on recommendation of the Executive Bureau or the Board of Directors.
- g. Other sanctions may be imposed by a simple majority vote of the General Assembly, after ample opportunity has been provided to indexed members to explain or defend themselves.

**Section 11.3:** Penalties and fees during meetings:

Penalties and fees assessed during meetings are set by vote of the General Assembly following recommendations from the Executive Bureau, or the Board of Directors (BOD).

**Section 11.4:** The Discipline Master can assess fees or penalties for misbehavior conduct during a meeting. The Discipline Master is in charge of ensuring an atmosphere conducive to a peaceful and productive meeting. At the meetings, the Discipline Master will be able to apply the following sanctions:

- a. Chattering: One dollar (\$1.00)
- b. Lateness: One dollar (\$1.00) for arriving after the meeting time of 6:00pm and Five dollars (\$5.00) for arriving after 8:00pm.
- c. Insult: Ten dollars (\$10.00)



**Section 11.5:** The general assembly shall from time to time highlight and sanction prohibited behaviors during meetings or within Westcam virtual or electronic communication platforms, including WhatsApp or email groups.

**Section 11.6:** All sanctions of more than 90-day suspension not taken by a majority vote of the GA may be appealed by the sanctioned member. In the event of an appeal, members may seize the GA, and the GA has the obligation to review the case and make a decision as appropriate or make a recommendation to the Board of directors or the Executive Bureau as appropriate. Sanctions taken by a majority vote of the GA cannot be appealed.

**Section 11.7:** To resolve matters/disputes under appeal, members of the GA may recommend that the BOD sets up a special ad hoc Committee with members selected to the extent possible, on the basis of professional experience, trustworthiness and demonstrated willingness and ability to serve Westcam in an impartial and dedicated manner. The committee's recommendations would be binding and final.

**Section 11.8:** Any organ conducting disciplinary proceedings shall have unrestricted access to any of the Association's records as deemed necessary for the accomplishment of their work and shall have the right to interview and seek statements or records from any individual(s) as deemed necessary for the accomplishment of their work

**Section 11.9:** If an Officer or member is subject to disciplinary proceedings he/she shall be given notice of at least 15 days before appearing before the disciplinary organ/authority or Committee. Such notice can be shortened with the consent of all parties involved.

**Section 11.10:** The organ conducting disciplinary proceedings shall have the flexibility to conduct the process as it sees fit, in person, virtually, and/or by electronic communication, as necessary.

**Section 11.11:** Anyone who refuses to cooperate fully in a disciplinary matter shall be liable to such measures, including sanction, as the special ad hoc Committee, the EB, or the Board of Directors, and/or the GA shall deem appropriate.

**Section 11.12:** Members suspended for disciplinary reasons shall have their benefits suspended for the duration of their suspension, notwithstanding their financial or attendance status, unless otherwise stated in the terms of their suspension. They shall not be entitled to any benefits provided by Westcam for events that occurred during their suspension.

**Section 11.13:** Members suspended for disciplinary reasons are responsible for all their financial obligations, including those that accrue during their suspension.

**Section 11.14:** Any member who takes Westcam to Court or obliges Westcam to take them to Court shall be liable for all expenses incurred by Westcam to defend itself or pursue them, unless a Court of competent jurisdiction decides otherwise.

**Section 11.15:** Members who take, keep, or use Westcam property illegally or without permission, shall be liable for reimbursement, fines, suspension, any combination thereof, or any other sanction deemed appropriate by the sanctioning authority.

**Section 11.16:** All votes taken to sanction members shall be by a secret ballot.

## **Article 12: Loss of Membership**

**Section 12.1:** Membership is terminated by resignation, death, expulsion, or for non-payment of membership dues as defined in these bylaws.

**Section 12.2:** Members with unpaid dues of \$500 or more shall have their membership automatically suspended and their name will be placed on the list of inactive members. Members on the inactive list shall not be counted for quorum and funds reimbursement calculations purposes.

**Section 12.3:** A member may be censured, sanctioned, suspended, or expelled from the Association for participation or involvement in activities severely detrimental to the interests of the Association.

**Section 12.3:** Any member who loses their membership in the organization must re-apply for membership and fulfill all their required obligations, should they desire to be a member again.

**Section 12.4:** Any member may resign by filing a written resignation with the Secretary. A resignation shall not relieve a member from unpaid dues/fees, or other charges, including financial sanctions, previously accrued.

**Section 12.5:** The organization shall issue any applicable refund of any fee paid in excess, and in advance to the concerned member or resigning person within thirty (30) days of membership loss. The Association shall not be liable for the refund of any other dues accrued and already received. Registration and accrued membership dues are not refundable.

**Section 12.6:** In order to stay in good standing, any member leaving the organization shall return any WestCam material or property in their possession and/or pay accrued dues/fees to Westcam within thirty (30) days of their departure.

## **CHAPTER III: GENERAL ASSEMBLY**

### **Article 13: General Assembly Composition**

The General Assembly shall be the meeting of all Westcam members duly convened following the rules and procedures set in these bylaws.

## **Article 14: General Assembly Authority**

The General Assembly (GA) shall be the supreme authority of Westcam. It has the power to approve or disapprove any recommendations of the Board of Directors, ad hoc or standing committees, or the Executive Bureau, unless otherwise mandated by these bylaws. The General Assembly only shall have the power to elect the Board of Directors, and the Executive Bureau. These bylaws can only be amended by the General Assembly following the amendment process and the rules stated herein.

## **Article 15: Tenure of Meetings**

**Section 15.1:** Meeting date, time, and place: The General Assembly monthly regular meetings of Westcam are set at the time and physical place or virtual platform agreed to by the majority of members or exceptionally designated by the EB. No reminder needs to be sent for these ordinary monthly meetings; however, monthly agenda items should be communicated to members at least one week in advance. Westcam General Assembly regular monthly meetings are currently scheduled to be held on the last Saturday of each month starting at 6:00 pm and ending no later than 10:00 pm.

**Section 15.2:** Whenever the meeting agenda includes discussion and amendment to bylaws or articles of organization, notice of such must be communicated to all members at least one month in advance.

**Section 15.3:** Meeting cancellation: In the event of inclement weather or any other emergency, the Executive Bureau may reschedule the meeting at a later date.

**Section 15.4:** In-person meetings are automatically cancelled, and may be moved to a virtual platform, when a state of emergency is declared in the state of Massachusetts for the day of the meeting. In such an instance, the Executive Bureau may decide not to make the meeting mandatory.

**Section 15.5:** Meetings are also cancelled in case of a wake for a deceased member happening at the same time as a scheduled meeting; this would allow all members to show their support for the bereaved family. This provision also applies to a wake organized in New England when a member loses a parent, a child, or a spouse in the United States and the corpse is in the New England region.

**Section 15.6:** Westcam monthly meeting date may be changed by one week before or postponed one week after to accommodate the annual Cameroonian Cultural Celebration.

**Section 15.7:** Any other cancellation shall be by vote of a simple majority of members present at the meeting when the vote takes place.

**Section 15.8:** Meeting cancellations shall not adversely impact members. Members are required to fulfill their financial obligation by the date of a regularly scheduled meeting.

The Executive Bureau shall make arrangements to accommodate members in the event of meetings cancellation.

**Section 15.9:** Members are discouraged from organizing social events during Westcam meetings or approved mandatory events.

#### **ARTICLE 16: Hosting Meetings**

Meetings shall be catered for with the entertainment fund or hosting fee, which is currently set at \$500 for each in-person meeting. The Executive Bureau shall be in charge of practical modalities.

\$500 shall be made available to any member who chooses to host a Westcam meeting and is approved to do so by the Executive Bureau.

No funds shall be disbursed under the following circumstances: 1- when a member offers to host and/or cater for the meeting using their own personal funds, and 2- when a meeting is held virtually.

#### **ARTICLE 17: Annual General Assembly Meeting**

**Section 17.1:** Each year, the Board of Directors or the Executive Bureau shall convene at least one General Assembly Meeting of the members, where an annual report and account statement will be presented to the members. Such meeting must be called with at least four (4) weeks of advance notice and may be held coincident with other programs of the Association.

**Section 17.2:** The Annual General Assembly Meeting when elections occur shall be held during the month of September or October, unless otherwise decided by the majority of the membership. Members shall elect directors and officers.

**Section 17.3:** There shall be at least one Annual General Assembly Meeting, where members receive reports on the activities of the association, determine the direction of the association for the coming year, vote on the annual budget, dues, and penalties, and make amendments to the bylaws.

**Section 17.4:** Suggested changes to these bylaws and the current dues and fees should be communicated to members at least four weeks before a vote takes place.

#### **ARTICLE 18: General Assembly Special Meetings**

**Section 18.1:** Special meetings of all members may be called by the Chair of the BOD, the President of the EB, or a simple majority of the board of directors, as appropriate, at such places and times, from time to time and as determined necessary. Members, by a written petition bearing signatures of at least 30% of the currently enrolled members may call a special meeting to discuss and act on any issues related to the policies and operations of the Association.

**Section 18.2:** Notice of each special or non-regular meeting shall be given to each member, by email and/or WhatsApp post, not less than one week prior to the meeting. Such an email and/or WhatsApp post should be sent at least two times and on different days.

#### **ARTICLE 19: Deciding at the General Assembly Meeting**

**Section 19.1** Quorum: The presence of at least 30% of the currently registered members shall constitute a quorum for a general or special meeting, for all meetings held in-person and virtually or by teleconference. No binding decision shall be made at a meeting without quorum.

**Section 19.2:** Voting: All issues to be voted on, and not otherwise addressed in these bylaws, shall be decided by a simple majority of members present at the meeting in which the vote takes place. In case of a tie in a ballot, the President's vote will count as double. No issue shall be voted on, unless it has been included in the meeting agenda and appropriately communicated to members. Any amendment to the bylaws, or vote with effect to modify these bylaws, shall be communicated to members at least four weeks prior to the vote.

**Section 19.3:** Voting on subjects debated during a physical meeting may be conducted by virtual or electronic means to facilitate participation by all members. Under such circumstances the President or other Executive Bureau member shall clearly communicate the subject of the vote and the options to vote on before the vote begins.

The voting period may not last less than 24 hours and may be maintained for up to a week or more. This extended voting period applies only to subjects that have been amply debated during prior meetings of the General Assembly.

Such electronic polls may also be conducted instantly during the GA meetings conducted via the Zoom virtual platform or similar means.

### **CHAPTER IV: BOARD OF DIRECTORS**

#### **Article 20: Board Size and Composition**

The Board of Directors of this organization shall consist of up to 15, but not fewer than 9 members elected by the General Assembly at the Annual Meeting of September or October, or as otherwise decided by the GA. The BOD shall be composed of:

- Three (3) members of the Executive Bureau, who are: the President, the Secretary, and the Treasurer; plus,
- Three (3) past presidents of Westcam; plus

- A minimum of Three (3) other members of Westcam, whether they are simple member or past president.

No other members of the Executive Bureau shall occupy a position on the Board of Directors, except as specified in this article.

## **Article 21: Authority, Roles, and Responsibilities of the BOD**

**Section 21.1:** The Board of Directors (BOD)'s role is to uphold the aims and objectives of Westcam and provisions of its Articles of Organization and bylaws. It provides a broad oversight of all activities of the Association including its financial operations.

The board is responsible for overall policy and direction of the association and can delegate some responsibilities to ad hoc committees.

**Section 21.2:** The BOD shall receive from the EB the annual budget of the Association. The budget shall require BOD's review and recommendation by two-thirds of the BOD members and be adopted by the GA. The BOD may defer to the GA for review and adoption by a majority vote.

**Section 21.3:** The BOD shall have overall responsibility for the oversight of financial operation, protection, and control of the assets of the Association. The BOD shall have the power to hold, and disburse funds and property donated, bequeathed, devised, conveyed, or transferred to Westcam, to raise/receive funds, properties, donations, contributions, etc., to assign and pay from time to time for such cultural and educational objectives and aims.

**Section 21.4:** Before entering into any commitments and contracts that are of a performance period of longer than 180 days, as well as all contracts involving cash or accrued transactions of total value exceeding two thousand dollars (\$2,000), the EB shall notify the BOD in writing and receive approval by the General Assembly. For any amount less than two thousand dollars (\$2000) the EB shall follow the guidelines approved by the GA through the organization's budget and meeting resolutions.

**Section 21.5:** The Board of Directors shall have the authority to recruit any professional or volunteer help needed to manage all programs designed to benefit the general public.

**Section 21.6:** The Board of Directors shall have the oversight responsibility for all programs designed to benefit the general public, including budget approval, and program implementation.

## **Article 22: Meetings of Board of Directors**

**Section 22.1:** The board shall meet at least twice a year, at an agreed upon time and place by its members, either on the initiative of the Chair or at the request of at least 40% of its members.

**Section 22.2:** Notice of each meeting shall be given to each member in writing, by WhatsApp post, or by email, not less than two weeks prior to the meeting. Such email or WhatsApp post should be sent at least two times and on different days. Meeting notices may be shortened if 2/3 of board members agree.

**Section 22.3:** BOD Members may participate in a meeting of the BOD by means of telephone conference, virtual platform, or similar communication means. Such participation shall constitute presence in person at such meeting.

**Section 22.4:** Quorum: A meeting must be attended by at least forty percent of board members for business transactions to take place and motions to pass.

**Section 22.6:** Special meetings of the board shall be called upon the request of the Chair, or one-third of the board. Notices of special meetings shall be sent out by the Secretary to each board member at least two weeks in advance or for a shortened period only if 2/3 of the board members agree.

### **Article 23: Participation of Members in BOD Meetings**

Unless otherwise decided by a simple majority of the BOD, all meetings of the BOD will be open to all members to attend as observers and participate to the extent requested by the BOD. The observers will not have any voting rights and may be excluded from parts of the meetings that the BOD decides to conduct without them.

### **Article 24: Officers and Duties**

**Section 24.1:** There shall be four officers of the board, consisting of a Chair, a Vice-Chair, a Secretary (Clerk), and a Treasurer. Their duties on the BOD are as follows:

**Section 24.2:** The Chair shall convene regularly scheduled board meetings, shall preside, or arrange for other members of the BOD to preside at each meeting in the following order: Vice-Chair, Secretary, Treasurer, or other designated board members.

**Section 24.3:** The Vice-Chair shall assist the Chair in performing his/her duties.

**Section 24.4:** The Secretary (clerk) shall be responsible for keeping records of board actions, including overseeing the taking of minutes at all board meetings, sending out meeting announcements, distributing copies of minutes and the agenda to each board member, and assuring that corporate records are properly maintained. The Secretary shall:

- a. Certify and keep the original or a copy of the articles of organization and bylaws, as amended;
- b. Be custodian of records and see that the books, reports, statements and all other documents and records required by laws, other than those for which the Treasurer is responsible, are properly kept and filed;

The Secretary (clerk) must always be a resident of Massachusetts.

**Section 24.5:** The Treasurer shall make a financial report at each board meeting. The treasurer shall assist in the preparation of the budget, help develop fundraising plans, and make financial information available to board members, the General Assembly, and the public.

**Section 24.6:** No more than two officers of the Board may come from the same family, which includes siblings, cousins, spouses, parents-children.

The offices of the Chair and the Vice-Chair, Secretary (Clerk), and Treasurer cannot be held by the same family members as defined in this article.

**Section 24.7:** No more than two officers of the Board of Directors and the Executive Bureau may come from the same family, which includes siblings, cousins, spouses, parents-children.

The offices of the Chair of the Board and President of the Executive Bureau cannot be held concurrently by the same family members as defined in this article.

#### **Article 25: Discipline of Directors and Vacancy on the Board**

**Section 25.1:** In case of misconduct on the part of a Director of the Association, he/she shall be subject to appropriate disciplinary measures as defined in articles 11 and 25 of these bylaws.

**Section 25.2:** Resignation from the Board must be in written form sent to, and, received by the Secretary or the Chairperson of the Board.

**Section 25.3:** A board member may be relieved from his/her functions on the board for many varied reasons including, but not limited to:

- Notorious incompetence;
- Notorious absenteeism and non-participation to board activities and deliberations;
- Unexplained absence to at least 50% of meetings;
- Unexplained absence to three consecutive meetings;
- Non respect of social ethics (robbery, fight, alcoholism, etc.);
- Activity detrimental to the organization.

**Section 25.4:** A Director may be removed from office before the end of his/her term by a 60% majority vote of the members present in a General Assembly meeting when the vote takes place or by petition of two-thirds of all registered members.

**Section 25.5:** A vacancy existing by reason of the resignation, death, incapacity, or removal of a member before the expiration of his/her term may be filled by a simple majority vote of the GA. A member so elected shall serve for the remainder of his/her predecessor's term.

**Section 25.6:** Dispositions of this article 25 apply to members of the Executive Bureau, in the same manner as they apply to Directors on the BOD.



## **Article 26: Committee Formation**

**Section 26.1:** The BOD may establish from time to time, by resolution adopted by a majority of BOD in office, committees, or subcommittees to carry out regular activities or particular functions or programs of the Association; which committees, to the extent provided in said resolution, shall have and exercise the authority of BOD in the execution of its task.

The BOD may create additional special or ad hoc committees as needed, such as Executive, Fundraising, Public Relations, Audit, Investigative, Data Collection, Election, etc.

The Chair of the Board appoints all special committees or subcommittees chairs.

**Section 26.2:** Each committee shall have the power to recruit other members or persons with relevant expertise to assist them temporarily in carrying out their mission.

**Section 26.3:** All committees described in these bylaws, but not currently established and staffed, shall have their prerogatives carried out by the Board of Directors.

**Section 26.4:** Committee members shall be selected to the extent possible, on the basis of professional experience, trustworthiness and demonstrated willingness and ability to serve Westcam in an impartial and dedicated manner. They shall serve for a period decided by the BOD.

## **CHAPTER V: AUDIT COMMITTEE**

### **Article 27: Composition and Selection**

**Section 27.1:** The Audit Committee is an ad hoc committee set up by the BOD or the GA at least once every two years and shall comprise at least three (3) members. The positions on the Audit Committee shall include a Chairperson.

**Section 27.2:** The Audit Committee members shall be selected to the extent possible, on the basis of professional experience, trustworthiness and demonstrated willingness and ability to serve Westcam in a transparent and dedicated manner.

**Section 27.3:** No more than one Audit Committee member may come from the same extended family or affiliation.

**Section 27.4:** Members of the Audit Committee may not serve concurrently as members of the Executive Bureau.

### **Article 28: Function**

**Section 28.1:** The Audit Committee shall be charged with:

- a. Auditing financial records, attendance records, and any other records of the Association at any time during an administration, or as requested by the EB, the

BOD, or the GA, for the purpose of determining, verifying, or ensuring the efficient and regular management of the Association's finances and affairs.

- b. Verifying annually the accuracy of financial statements released by the Financial Secretary, Treasurer, or other person(s) in or outside of the Executive Bureau acting in the name of the Association.
- c. Auditing the complete financial records of an outgoing Executive Bureau prior to transfer of funds, property, and documents to a new EB, for the purpose of determining, verifying, or ensuring the efficient and regular management of the Association's affairs.

**Section 28.2:** The Audit Committee shall have unrestricted access to any of the Association's records as deemed necessary for the accomplishment of their work and shall have the right to interview and seek statements or records from any individual(s) as deemed necessary for the accomplishment of their work.

**Section 28.3:** All Audit reports, including those produced annually and those of an administration at the conclusion of their term of office shall be submitted in a form and forum that ensure access by the general assembly and members who want to see and review.

#### **Article 29: Cooperation with the Audit Committee**

All members, including members of the Executive Bureau and the BOD shall cooperate fully with the Audit Committee and provide all information or records in their possession as deemed necessary by the Audit Committee for the purposes of completion of their duty to audit as provided for in these bylaws.

#### **Article 30: Misconduct in Auditing**

Any member, including Executive Bureau or BOD member, who refuses to cooperate fully in the matter of auditing shall be liable to such measures, including disciplinary sanctions, as the Board of Directors, and/or the GA shall deem appropriate.

### **CHAPTER VI: THE EXECUTIVE BUREAU**

#### **Article 31: Executive Bureau Composition**

**Section 31.1:** The Westcam Executive Bureau shall comprise twelve (12) members or Officers which are:

- a. The President
- b. The Vice-President

- c. The Secretary
- d. The Assistant Secretary
- e. The Treasurer
- f. The Public Relations Officer
- g. The Financial Secretary
- h. The Assistant Financial Secretary
- i. The Activities Coordinator
- j. The First Assistant Activities Coordinator
- k. The Second Assistant Activities Coordinator
- l. The Discipline Master

**Section 31.2:** No more than two Executive Bureau members may come from the same family, which includes siblings, cousins, spouses, parents-children.

The offices of the president and the vice-president, Treasurer, Financial Secretary, shall not be held concurrently by the same family members as defined in this article.

### **Article 32: Function and Authority of the Executive Bureau**

**Section 32.1:** The Executive Bureau shall be the executive organ of the Association. The Executive Bureau shall have all the powers and authority of the board of directors in the intervals between meetings of the board of directors, and is subject to the direction and control of the BOD and the GA.

**Section 32.2:** In its management of the affairs of the Association, the EB shall possess and may exercise all of the powers and authority granted to the Association by law and by the Articles of Organization, subject however to the limitations set forth in these bylaws. The EB will be responsible for managing the day-to-day affairs and operations of the Association and will report its activities to the BOD and the General Assembly from time to time, as specified in these bylaws.

### **Article 33: Executive Bureau Meetings**

**Section 33.1:** Meetings of the EB shall be held at such places and time as the Bureau may from time to time determine. Such meetings shall be held whenever called by the President or by at least six (6) members of EB. The EB meetings may be held concurrently with the full BOD meeting.

**Section 33.2:** To constitute a quorum for the transaction of business at any meeting of the EB, the presence shall be required of six (6) Members or one-half of the EB Members in office at the time, whichever is larger. For approval of those motions that may require approval of the absolute majority of EB Members, ratifications of the same by those EB Members who were absent in the meeting and/or their telephonic/electronic concurrence will be recognized and accepted as meeting the requirements.

**Section 33.3:** EB Members may participate in a meeting of the EB by means of telephone conference, virtual platform, or similar communication means. Such participation shall constitute presence at such meeting.

**Section 33.4:** Unless otherwise decided by a simple majority of the EB, all meetings of the EB will be open to all members to attend as observers and participate to the extent requested by the EB. The observers will not have any voting rights and may be excluded from parts of the meeting that the EB decides to conduct without them.

#### **Article 34: Functions of the President**

The President shall be Chief Executive Officer of the Association, subject to the direction and control of the BOD and the General Assembly, to whom he or she is responsible for the affairs of the Association and for the performance of its other officers. The President shall sign and execute, in the name of the Association, deeds, contracts and other instruments authorized by the General Assembly, except in cases where the signing and execution thereof shall be expressly delegated by the General Assembly or by these bylaws to some other officer or agent of the Association. In general, the President shall perform all duties incident to the office of chief executive and chief operating officer of an organization.

The President, if present, shall preside over all meetings of the EB and the Association in general, except where otherwise specified in these bylaws. S/He shall have the power to delegate authority to act on behalf of the Association to any EB member, officer, or member of the Association, unless otherwise decided by the GA.

#### **Article 35: Vice-President**

The Vice-President will assist the President in performing his/her duties and perform other duties as may be delegated to her/him by the EB and/or President. The Vice-President shall preside over EB meetings in case of President's absence.

#### **Article 36: Secretary**

The Secretary is third in order of precedence to the President. The Secretary is responsible for all administrative matters including keeping minutes of EB and General Meetings, and coordination in the execution of EB decisions. The Secretary shall:

- a. Maintain the book of minutes of all proceedings of the organization and of the regular, special, and annual general meetings;
- b. See that all notices are duly given in accordance with the provisions of these bylaws or as required by law;

- c. Collaborate with the Executive Bureau members and the Board in the preparation, centralization, and coordination of the Association's correspondence and communications;
- d. Keep copies of records and see that the books, reports, statements and all other documents and records required by laws, other than those for which the Treasurer is responsible, are properly kept and filed;
- e. Exhibit at all times to EB members and Directors, and members, upon request, the bylaws, and minutes of proceeding of the boards, the EB, and the General Assembly's meetings;
- f. Collect, maintain, and update records and information regarding membership contacts;
- g. In general, perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned to him or her by the EB or the President.

#### **Article 37: Assistant Secretary**

The Assistant Secretary will be responsible for providing assistance to the EB in general and to the Secretary in particular, on matters relating to the duties of the Secretary. In case of temporary absence of Secretary, or in case of the Secretary's inability to discharge duties for any reason, the Assistant Secretary may take over the Secretary's responsibility until the Secretary is able to resume his/her duties.

#### **Article 38: Treasurer**

The Treasurer is fourth in order of precedence among EB office-bearers of the Association. The Treasurer will manage the financial affairs of the Association, including maintenance of up-to-date records of all financial transactions, preparation of accounts and budgets, and keeping a current list of members. The Treasurer shall:

- a. Have charge and custody of, and be responsible for, all funds and securities of the Association, and deposit all such funds in the name of the Association, in such banks, investment companies, other depositories or in any other manner as shall be selected by the Board of Directors;
- b. Keep and maintain adequate and correct accounts of the Association's properties and business transactions, including accounts of its assets, liabilities, receipts, disbursements, gains, losses, capital and surplus;
- c. Exhibit the books of account and records to any EB member, Director, or regular member, upon request, at the office of the Association or a place designated to safeguard such books and records;

- d. Render, upon request, a statement of the financial situation of the Association at all meetings of EB and/or BOD, and render a full financial report at the annual meeting of the General Assembly, in collaboration with the Financial Secretary; and
- e. In general, perform all the duties incident to the office of Treasurer and such other duties as from time to time may be assigned to him or her by the BOD or the President.

#### **Article 39.1: Financial Secretary**

The Financial Secretary shall:

- a. Maintain and exhibit the books of account and records to any EB member, Director, or regular member, upon request, at the office of the Association or a place designated to safeguard such books and records;
- b. Maintain an updated membership list and their standing;
- c. Maintain attendance list of members at all meetings;
- d. Advise the President and the Secretary of any change in membership standing of any member due to non-payment of membership dues, if any;
- e. Render, upon request, a statement of the condition of the finances of the Association at all meetings of the GA, the EB and/or BOD, and render a full financial report at the annual general meeting;
- f. Receive and give receipt for, money due and payable to the Association from any and all sources; and
- g. Enforce the financial policies, rules, and regulations, as shall from time to time be adopted by the GA;
- h. Collect, maintain, and update records and information regarding registration and validation of members of the Association and the status of their membership;
- i. Maintain the Association's financial records and compare records periodically with the Treasurer to assure accountability; and
- j. In general, perform all the duties incident to the office of Financial Secretary and such other duties as from time to time may be assigned to him/her by the BOD or the President.

#### **Article 39.2: Assistant Financial Secretary**

The Assistant Financial Secretary will be responsible for providing assistance to the EB in general and to the Financial Secretary in particular, on matters relating to the duties of the Financial Secretary. In case of temporary absence of the Financial Secretary, or in case of the Financial Secretary's inability to discharge duties for any reason, the Assistant Financial Secretary may take over the Financial Secretary's responsibility until the Financial Secretary is able to resume his/her duties.

#### **Article 40: Activities Coordinator and Assistants**

**Section 40.1:** The Activities Coordinator is responsible for:

- a- Coordinating all activities organized by Westcam to ensure smooth and successful execution and participation, namely social and cultural events, including wake keepings, picnics, cultural celebration, and others.
- b- Keeping the attendance book at all mandatory events.

**Section 40.1:** The Assistants Activities Coordinators are responsible for assisting the Activities Coordinator in the successful completion of his/her responsibilities.

#### **Article 41: Public Relations Officer**

The Public Relations Officer shall:

- a. Prepare communication materials for the Association's events, ceremonies, fundraising, symposiums etc.;
- b. Facilitate social exchanges, contacts, and interactions within the Association membership as well as with outside persons or organizations;
- c. Be in charge of information, publications, and publicity for the Association;
- d. Maintain the website of the organization and manage communications with members, including via email, WhatsApp groups, and other GA approved means.

#### **Article 42: Discipline Master**

The Discipline Master shall ensure the orderly and peaceful conduct of all Westcam meetings and events and impose sanctions when necessary and as defined in article 11 of these bylaws.

### **CHAPTER VIII: ELECTIONS**

#### **Article 43: Candidate Eligibility**

**Section 43.1:** Candidates for election for the position of Director of the Board and Executive Bureau member must be:

- Approved and registered as member for at least one (1) year prior to the date of election, and
- US citizens or legal residents, and
- In good general standing for at least four weeks prior to the date of election

**Section 43.2:** Only Bamiléke by birth shall run for and occupy the positions of President and Vice-President of the Executive Bureau; Chairperson and Vice-Chair of the Board of Directors, as well as Treasurer.

**Article 44: Terms in Office**

Each individual Director or Officer shall be elected for a period of two (2) years.

Members of the Board of Directors and Officers, with the exception of the Chair of the BOD and the President of the Executive Bureau may be re-elected for any number of terms. The Chair or the BOD and the President of EB may not run for election for more than 2 consecutive terms of 2 years. However, they can run for another position in the BOD, or the EB.

**Article 45: Eligibility for voting**

**Section 45.1:** A member who is not in good financial standing may not be eligible to vote in any election of Directors, Officers, unless such dues are cleared with cash/electronic payment before the voting process begins.

**Section 45.2:** All members can vote on any other matters concerning Westcam, including bylaws review, notwithstanding their financial status.

**Section 45.3:** New members can vote only once they have completed a three-month waiting period.

**Article 46: Notification of Candidates**

**Section 46.1:** Any candidate for office in the BOD and the EB shall:

- File a letter of intent through the Chair of the BOD and the President of the EB at least two (2) weeks prior to the date of the election.
- Ask the Financial Secretary to provide information about his eligibility, membership dues, and current status.

All candidates shall provide all information necessary to evaluate their candidacy. Refusal to respond to legitimate questions or provide information may result in disqualification.

**Section 46.2:** The Elections Committee or the BOD shall notify the candidates for office whether or not they fulfill the requirements in Article 46 above for validation of their candidacy for the office in question at least one (1) week prior to the date of the election.

**Section 46.3:** The Elections Committee or the BOD shall inform members of the general Assembly through Westcam WhatsApp group, group email and post the candidates' list for the different offices at least five days prior to the date of the election.



**Section 46.4:** Elections shall move forward only if there are candidates for at least four out of the six key officer positions identified as that of President, Vice-President, Secretary, Treasurer, Financial Secretary, Activity Coordinator.

#### **Article 47: Election of Directors and Officers**

**Section 47.1:** New directors and current directors shall be elected or re-elected by a simple majority vote of members who fulfill the requirements of articles 43, 44 and 46.1 above, and are present at the General Assembly meeting when elections are held.

**Section 47.2:** In the case of an election with more than two candidates for the same office, the two candidates with the most votes will be qualified for a second round if no single candidate obtains at least 50% plus one of all votes cast. A run-off ballot shall be held between the candidates in the first and second place to determine the winner.

**Section 47.3:** After the expiration of a term, a director, officer, or committee member who is not re-elected shall continue to hold office until his or her successor is elected and has accepted the election result.

#### **Article 48: Election Procedures**

**Section 48.1:** The Board of directors may establish an ad hoc elections committee to run the electoral process. Such a committee shall be dissolved at the end of elections.

**Section 48.2:** The Elections Committee or the BOD shall determine additional detailed procedures and regulations for conducting Westcam elections.

**Section 48.3:** General elections shall be held during the Westcam meeting of September or October, or as otherwise decided by the GA.

**Section 48.5:** The Chairperson of the Board shall preside over the handing over of power from outgoing to incoming Executive Bureau.

**Section 48.6:** The Chairperson of the Board shall oversee the designation process of all officers of the Association as defined in these bylaws including the election process.

**Section 48.7:** For elections concerning the BOD, the President and the Executive Bureau shall exercise the powers described for the Chair and Board of Directors respectively, as stipulated in articles 46 and 48.

## **CHAPTER IX: TRANSFER OF LEADERSHIP AND AUTHORITY**

#### **Article 49: Conceding Elections**

Following the election of a new Chair and/or President, the outgoing Chair and/or President shall, within twenty-four (24) hours of such election, concede, orally or in writing.

## **Article 50: Handing Over of Association Property**

**Section 50.1:** The Audit Committee shall oversee the transfer of property and records from one EB to another.

**Section 50.2:** The outgoing Executive Bureau, with the presence of the incoming Executive Bureau President and the Board of Directors Chair, shall handover all property, finances, and records of the Association to the Audit Committee for auditing.

**Section 50.3:** The Audit Committee shall, within thirty (30) days of receipt of this information and material, complete an audit of the outgoing Executive Bureau and issue a report accompanied by transfer of all property, finances, and records handed by the outgoing President to the new President.

**Section 50.4:** The Audit Committee, in performing this function, shall have the benefit and responsibility of all the provisions in Articles 28, 29 and 30 of these bylaws.

**Section 50.5:** The newly elected President, in the event of justifiable need by the Audit Committee for more than thirty (30) days to complete this function, may extend the time limit as deemed necessary.

**Section 50.6:** The new EB President shall be responsible for the effective handing-over and/or transfer of the Association's property from one officer or member of a committee to another officer or member of the same or other committee wherever and whenever the need may arise. Preferably, such exercise should take place during a general assembly meeting.

**Section 50.7:** Westcam Website, e-mail address, electronic communication groups such as WhatsApp group, mailing list, phone numbers, annual recordings of membership including past years, financial assets, and meeting minutes are the property of Westcam. All Westcam property, including account information and passwords, must be transferred from the outgoing EB, BOD, or committee to the incoming EB, BOD, or committee.

## **Article 51: Misconduct in Transfer and/or Handing Over**

Anyone who delays obstructs or refuses to cooperate in any manner in the transfer or handing over of the Association's authority and/or property to its legitimate representative(s) and/or agent(s) shall be liable to such disciplinary measures and sanctions as the BOD, or the GA may deem appropriate, which may include a combination of fines, suspension, expulsion and legal action.

## **CHAPTER X: BOARD OF DIRECTORS AND OFFICERS STATUS/ REMUNERATION/ SERVICE**

### **Article 52: Obligation to Serve**

Members of the BOD, of the Executive Bureau or any other Committee, when they accept to stay in office, undertake to serve to the best of their abilities in respect of the functions of the office for which they were specifically elected as well as in respect of any other functions, duties, and roles that shall from time to time be assigned or delegated to them by the BOD, the EB and the Chair or President acting in the interest of the Association and with due respect to the provisions of the present bylaws.

### **Article 53: Gratuity of Functions**

The functions of the members of the BOD, the EB and all other Committees are without remuneration. However, to the extent possible, expenses incurred by members in the performance of their duties, functions, or assignments, in the name of and/or on behalf of the Association, shall be paid for or reimbursed by the Association. Only preapproved expenses will be reimbursed.

### **ARTICLE 54: Change of Residence by Officer and Board Members**

**Section 54.1:** Any member of the Executive Bureau who permanently ceases to reside in New England shall resign from office within one (1) month of such change. If he/she fails to do so, the Executive Bureau or the BOD may dismiss him/her.

**Section 54.2:** Notwithstanding the provisions of section 54.1, the Executive Bureau Secretary of Westcam must always be a resident of Massachusetts.

**Section: 54.3:** Provisions of this article also apply to the BOD.

## **CHAPTER XI: FINANCIAL ADMINISTRATION**

### **Article 55: Fiscal year**

The fiscal year of the association shall be the calendar year.

### **Article 56: Budget**

Each year, the EB will prepare a budget (or estimates of income and expenditure) for the year. The budget shall require the BOD's review and recommendation before it may be adopted by the simple majority vote at the general assembly annual meeting. The budget will be reviewed periodically by the EB in light of actual income and

expenditure, and the BOD and General Assembly informed about any major deviations from the approved budget.

**Article 57: Bank Account**

**Section 57.1:** Westcam shall at all times maintain a bank account at a financial institution designated by the BOD. Two signatories are designated for all financial transactions: The President and the Treasurer; they are authorized to sign checks on behalf of Westcam. No withdrawal in cash is allowed, unless specifically authorized in writing by the Board of Directors.

**Section 57.2:** The President or the Treasurer are authorized to sign checks alone for withdrawals in any amount up to two thousand dollars (\$2000.00).

**Section 57.3:** Withdrawals from the Westcam's account for amounts exceeding two thousand dollars (\$2000.00) require two signatures, from both the President and the Treasurer.

**Section 57.4:** At all times, the Westcam Bank's operation account should have at least ten thousand dollars (\$10,000.00).

**Section 57.5:** Westcam Bank account shall be divided into six sub-accounts: an operations account, an escrow account, a savings account, a Hall account, a NEBA account, and a SAGI account.

Westcam shall open additional accounts for future projects and programs as needed.

**Article 58: Deposits and Accounts.**

All funds of the Association, not otherwise employed, shall be deposited within a week of receipt in general or special accounts in such banks, trust companies, mutual funds or other depositories as the BOD may select. For the purpose of deposit and for the purpose of collection for the account of the Association, checks, drafts, and other orders for the payment of money that are payable to the order of the Association may be endorsed, assigned, and delivered on behalf of the Association by the Treasurer.

**Article 59: Checks, Drafts, etc.**

The disbursement of funds shall be by checks signed by one or two signatories as stated in article 57 of these bylaws.

For online banking, only the president and the treasurer have the password and user identification information and are allowed to view or to conduct online transactions. The password and user identification information should be transferred to the newly elected Treasurer whenever a change happens. Previous persons' credentials must be removed from the account.

### **Article 60: Indemnification**

The Association may indemnify its directors, office bearers, committee members and agents from and against liabilities arising from their good faith actions on behalf of Westcam and within the scope of their respective authorities or assigned responsibilities.

### **Article 61: Restrictions to Financial Commitments and Spending**

**Section 61.1:** Before entering into any commitments and contracts that are of a performance period of longer than 180 days, as well as all contracts involving cash or accrued transactions of total value exceeding Two Thousand Dollars \$2,000, the EB shall request and receive prior review by the BOD and shall receive approval by the General Assembly.

**Section 61.2:** Funds raised publicly shall be used for the purposes for which they have been raised. If such aims cannot be achieved for unforeseen reasons, Westcam must comply with all rules and regulations before reallocating such funds.

## **CHAPTER XII: COMMUNICATION**

### **Article 62: Mail**

The Secretary is responsible for opening all Westcam mail and taking notice of its content. If the mail content necessitates immediate action, the Secretary will have a discussion with members of the executive bureau by phone, WhatsApp, or email and they can move on to the required action, as necessary. A message may then be forwarded to the general assembly for information only.

In case the message does not need urgent action, the information must be brought to the attention of all at the next general assembly meeting for a decision if necessary.

### **Article 63: Membership Communication**

**Section 63.1:** All official communications will be made via the Westcam meetings, meeting minutes, WhatsApp Business groups, Westcam group email, text messages, or similar means. The Public Relations Officer is responsible for ensuring that all members are sent all required communications. All members shall abide by the rules of communication set up for members by the GA.

**Section 63.2:** All members are required to have their email address included in the Westcam group email, in order to receive communications regarding the group. Members are required to include the e-group email in their email address safe list. All

members are required to provide their phone number for inclusion in the Westcam Business WhatsApp group.

**Section 63.3:** All new members are required to provide their email address and phone number to the Public Relations Officer upon their registration.

**Section 63.4:** New members shall receive from the President or the Public Relations Officer a welcoming message through the Westcam group email or via a WhatsApp post. New members shall notify the Public Relations Officer if they do not receive an official welcoming message from Westcam within thirty (30) days of their registration and approval as a member.

**Section 63.5:** Personal announcements of major events by members shall be drafted by members themselves, approved by the President of the EB, before being forwarded to the of Public Relations Officer to be distributed by group email or via WhatsApp, or similar means of communication.

**Section 63.6:** All other means of communication used by Westcam and its members shall be accessories to the Westcam WhatsApp Business group.

**Section 63.7:** The GA may from time to time adopt disciplinary rules for all and each communication platforms, including email groups, WhatsApp groups, and members shall abide by such rules.

**Section 63.8:** Email groups and WhatsApp groups strictly reserved for Westcam business shall only be used for such purposes, namely, to inform members and strictly conduct Westcam business. Any violation shall be sanctioned following disciplinary rules adopted by the GA.

**Section 63.9:** The EB President shall be responsible for enforcing disciplinary rules adopted by the GA. However, Group administrators may apply sanctions immediately and as necessary without preapproval by the President.

**Section 63.10:** Disciplinary rules include warnings, suspension of up to 90 days, or up to 180 days for repeat offenders.

#### **Article 64: Membership List**

**Section 64.1:** The Financial Secretary shall maintain a current list of members, which shall be open to inspection by all members.

**Section 64.2:** The membership list shall be updated periodically to remove the names of those who have lost their membership.

**Section 64.3:** A list containing names of members who are in good standing and meet the eligibility requirements for benefits shall be submitted by the Financial Secretary monthly, and the Activities Coordinator quarterly, to implement membership benefit provisions of these bylaws.

**Section 64.4:** The membership lists, including attendance lists, may be audited by the Audit Committee, or a Committee composed of at least 3 members appointed anytime by the BOD or the GA.

**Section 64.5:** A list of members present at each monthly meeting and mandatory events shall be kept in the records of the organization.

#### **Article 65: Privacy Statement**

Membership information collected by Westcam is confidential and will not be shared without the prior approval in writing of the concerned member, unless required by law.

### **CHAPTER XIII: ACTIVITIES AND PROGRAMS OF WESTCAM**

#### **Article 66: General Rule**

**Section 66.1:** Westcam shall run several programs, develop, and execute projects for the benefit of its members and the community at large. As a general rule, only members who are up to date with their dues, contributions, and attendance fully benefit from services and privileges specifically designated and designed for members. However, each program or project may have its own rules and exemptions. Membership benefits and privileges are generally defined under each program and all rules for each program are set in conformity with the current bylaws and applicable regulations.

Programs designed to benefit the community at large shall be made available to all without discrimination.

**Section 66.2:** A line item shall be included in the annual budget to cover Westcam pre-approved programs or activities. Westcam shall not spend more money than budgeted for each activity or program, unless the GA approves an override.

#### **PART 1: BENEFITS TO MEMBERS**

#### **Article 67: Social Benefits General Rules**

**Section 67.1:** In order to claim and collect any benefit, the member or beneficiary must:

- a. Be a member for at least 180 days. The first 180 days are considered a probationary period for new members. During this period, any new member must pay a registration fee and all membership dues and contributions. Membership may be withdrawn from any member who fails to meet the financial and attendance expectation as specified in the bylaws. AND
- b. Be in good standing with regard to all financial obligations to the association: A member must be in compliance with payments of membership dues, fees, and any other debt toward the association. AND

c. Be in good standing with regard to attendance to meetings and mandatory activities or events, unless exempted under a provision of these bylaws.

**Section 67.2:** For purposes of this article, Social Benefits are defined as those identified in these bylaws; namely gifts offered for: graduation, birth of a child, wedding or vows renewal, sad events such as illness, disability, or bereavement. Westcam's social benefits include financial sponsorship to approved events.

**Section 67.3:** The general rule defined in section 67.1 above applies in combination with any other additional requirements for each benefit.

**Section 67.4:** People who have been Westcam members for at least 20 cumulative years shall be exempt from all attendance requirements. They shall only be required to fulfill their financial obligations. Notwithstanding the exemption herein, all officers and directors are required to fulfill their obligations as prescribed in these bylaws.

Members exempt from attendance under this article do not have to abide by the residency requirements of article 6.2.

#### **Article 68: Graduation Gifts**

Westcam encourages all its members to pursue their education to the highest level of their ability. All members in good standing who graduate beyond high school will receive a token of appreciation of \$150.00 for each degree obtained; and \$250.00 for master's degrees and beyond. Certificates are not included.

#### **Article 69: Birth of a Child**

On the occasion of childbirth by a member, a contribution of \$200.00 shall be given by check or used to buy a symbolic present for the newborn in our family, at the option of the receiving member. If the member decides to organize a "baby shower" or "born house," members shall be encouraged to participate and be physically present. There is no limitation to the number of birthing events for which a member can receive this gift. The birth of twins counts as one birth. If two members are in good standing, and they are both parents in the same birth, they shall each receive a gift.

#### **Article 70: Wedding or Vows Renewal**

A registered member in good standing will receive \$250.00 from the WESTCAM Association in the event of wedding or vows renewal. The gift is extended to any member who decided to renew their vows or celebrate their wedding anniversary. If both members of the couple are Westcam members in good standing, they each receive a \$250.00 check. It should be noted that a member can receive the wedding gift only once.



## **Article 71: Member illness**

**Section 71.1:** The Association encourages a spirit of mutual aid and mutual assistance between the members. WESTCAM, for its part, sees all members as belonging to a big family and consequently they will have to feel concerned each time a member is going through difficult times. Members are encouraged to call or visit the affected member.

**Section 71.2:** A member in good standing, who is admitted to the hospital for at least two days, must be given \$250.00, but only once per 12-month period. All Westcam members who are admitted to the hospital for at least two days are entitled to a visit by representative(s) designated by Westcam provided that they inform the organization themselves or through other members and that they are open to such a visit.

## **Article 72: Bereavement**

**Section 72.1:** In the event of the passing of a member in good standing, a contribution of \$8000.00 will be given to the spouse or next-of-kin. Westcam shall allocate \$2000.00 to delegate volunteer member(s)/representatives, who is/are not member(s) of the bereaved family, for the burial in Cameroon or outside of the United States. The dead member must be in good standing and must have been a Westcam member for at least three years at the time of death.

Members shall be encouraged to visit the bereaved family daily for assistance and support.

**Section 72.2:** Death of a parent (Father and Mother), spouse, and child: In the event of the death of a member's parent, spouse, or child of 21 (twenty-one) years old or less, an amount of \$2000.00 shall be given to the bereaved member. The lost child would have been living in the United States. In addition, all the members are -encouraged to visit the member for support and a mass mourning.

**Section 72.3:** Wake keeping attendance: All members shall be required to take part in all mandatory wake-keepings. An attendance book shall be in place for the records. Mandatory wake-keepings are held when members in good standing are bereaved. For members not in good standing, wake-keepings are not mandatory to Westcam members for attendance purposes.

**Section 72.4:** Home visitation before the day of the wake keeping or within a week after, will count for attendance purposes. The host will keep the records to accommodate early or late visitors.

**Section 72.5:** No member shall be required to rent a hall to organize a reception for any mandatory events concerning them or their family unless they judge it necessary themselves.

**Section 72.6:** Each bereaved member who fulfills the requirements to receive benefits is entitled to support as an individual, namely a check, support with food and drinks

provided by Westcam, and a traditional dance during the wake keeping. Each member is entitled to such benefit even if several members join together to organize one wake keeping for their loved one(s) on the same day. Only entitled individual members can decline provision of any of the benefits they are entitled to. Members of a family are each considered as individuals with regard to benefits they are entitled to when bereaved. A member who declines food shall be entitled to the equivalent budget as set by the General Assembly from time to time, provided that they can guarantee that there will be an adequate amount of food for members during the mandatory event.

**Section 72.7:** Westcam shall organize group visitations to support benefit eligible bereaved members prior to the official mandatory wake keeping. Members shall be encouraged to participate as volunteers.

### **Article 73: Illness leading to incapacitation**

**Section 73.1:** Members with a physical, mental handicap, limitation, and inability to move without assistance, and inability to take care of oneself independently, and inability to generate income, and life-threatening illness leading to physical incapacitation shall be entitled to financial assistance in the amount of \$3000, available once in a lifetime. Members who would like to claim this assistance shall be required to produce a letter from their healthcare provider with the mention of the nature and duration of the illness.

**Section 73.2:** Illnesses leading to incapacitation shall be reported to the Secretary General or the President in order for a due diligence to be conducted to ensure that case presented meets the criteria defined in these bylaws. A committee must be set up to review all cases subject this article. Their recommendations shall be contained in a written protocol and shall be subject to a vote by the general assembly. All persons charged to review the case must keep all private personal and medical information confidential.

**Section 73.3:** During the period of illness, members shall be exempt from mandatory attendance and fulfilment of their financial obligations shall NOT be suspended. They may also be entitled to visits and other assistance provided with the support of Westcam, as detailed by their protocol of recommendations.

**Section 73.4:** To be eligible for Illness leading to incapacitation benefit a member needs to be in good general standing at the time of the onset of the illness and they must have been a member of Westcam for at least five years at the time of the onset of the illness. If the ill member eventually returns, they start their attendance with a blank slate.

**Section 73.5:** A member who has received the \$3000 payment for Illness leading to incapacitation benefit becomes eligible for reduced death benefit of \$5000 provided to member's spouse or next of kin.

**Section 73.6:** All assistance requests for an Illness leading to incapacitation shall be approved by a simple majority vote of the GA.

**Article 74: Members with physical limitation due to age or medical issues**

**Section 74.1:** Members with physical limitations such as an inability to move independently due to age or illness shall have their attendance requirement frozen.

**Section 74.2:** Members who would like to claim this attendance exemption shall submit a request to the President in order for a due diligence to be conducted by the EB. Members shall be required to produce a letter from their healthcare provider with the mention of the nature and duration of the illness. The case presented must meet the criteria defined in these bylaws.

**Section 74.3:** The General Assembly may, under exceptional circumstances of illness, vote by a simple majority to waive the attendance requirement for an active member whose only justification for absence was a long or prolonged illness, verified with a letter from their healthcare provider.

**Section 74.4:** In order to be eligible for the exemptions described in this article, a member needs to be in good general standing at the time of the onset of their limitation and they must have been Westcam member for at least three years.

**Article 75: Other general rules on disability**

**Section 74.1:** A member who would like to claim any benefits under articles 73 and 74 of these bylaws must submit to all the requirements of these bylaws.

**Section 75.2:** All cases described in articles 73 and 74 above shall be reviewed annually and re-approved as necessary. Members shall be responsible for providing documentation or medical notes necessary for reapproval. Reapprovals only apply to benefits and exemptions not involving finances.

**Article 76: Social Events Scheduling, Coordination, and Other**

**Section 76.1:** Wake-keepings, prayer nights, funerals, weddings, graduations, and other festivities will be organized and celebrated in the chronological order of their advertisement. The Westcam community will not be required to take part in more than two mandatory festivities, celebrations, or events during the same month, besides (in addition to) the monthly GA meeting. The Westcam community will not be required to take part in more than one mandatory event (including meetings, celebrations, festivities, or other Association activities) during the same week (Monday to Sunday). Members shall be required to participate in an event only if it is mandatory.

**Section 76.2: Mandatory events and Uniform**

All members shall wear the Bamiléké uniform as required for designated mandatory events and as decided by the General Assembly.

Members are not required to wear the uniform to get in the event area, but they must be in uniform to perform Westcam dance(s) or other group activities during the event.

Women are required to wear their uniform in traditional “kaba,” dress, or a blouse and wrapper or skirt.

Men are required to wear their uniform in shirt or traditional “boubou” and any trousers or combination of same traditional material.

Failure to wear the uniform when required for a mandatory event carries a fine of \$50.

New members are exempt from this requirement for the first 180 days of their membership. Returning members shall be exempt for 90 days.

### **Section 76.3: Mandatory events and required contributions**

Members may be required from time to time to make contributions in nature for mandatory events as decided by the General Assembly.

Women are grouped in teams and wait for their team’s turn to cook. Women are required to cook items from a menu adopted from time to time by the GA. Failure to cook for a mandatory event when required carries a fine of \$50. Women are required to provide food when it is their turn to cook, whether they attend the event or not.

Men are required to provide drinks at all mandatory events designated for such by the GA. Men are required to provide drinks for a minimum cost of fifteen dollars (\$15).

Failure to bring their drink or send it if absent carries a fine of fifty dollars (\$50).

### **Section 76.4: Other**

For any situation of discipline, delight, misfortune not provided for by the present regulation, an ad hoc commission may be created by the BOD to find a temporary solution until these bylaws are amended to account for such situations.

## **Article 77: Annual Cameroon Cultural Day Celebration**

**Section 77.1:** Westcam shall participate to the annual Cameroon cultural celebration day by sponsoring Westcam participating members who have been in good standing for at least 30 days before the event.

**Section 77.2:** Any eventual Westcam’s decision not to participate in an Annual Cameroonian Cultural celebration will be by approval of a simple majority vote of members during a general assembly meeting before the event takes place.

**Section 77.3:** Each participating member shall be sponsored for up to one ticket per member. Members may purchase additional tickets at the group rate at their own expense.

## **Article 78: Donation to Other Organizations**

In order to show good citizenship and a sense of community, Westcam shall make contributions to other sister or friendly organizations conducting their fundraising or other events. All official requests shall be brought to the General Assembly's attention and only the General Assembly shall make the decision to donate, participate or not. Westcam shall not spend more than \$200 in contribution per year per organization.

#### **Article 79: Community Building Activities**

**Section 79.1:** A community building activity may be organized annually in the form of a children's picnic or other agreed upon activities such as excursions, festivals, or other events. All members and their children and guests are welcome to participate notwithstanding their financial or attendance status.

**Section 79.2:** Westcam events shall be financed or co-sponsored by the organization and participating members. In such an event, the contribution of each member will be decided based upon the budget allocated for the event.

**Section 79.3:** Westcam shall not sponsor an event financially for which a budget has not been allocated and voted upon by members at the Annual General Assembly. However, members can voluntarily contribute in any way they wish to support any event or activity they decide to organize.

#### **Article 80: Savings and Investment Circle**

Westcam members can participate in a savings and investment circle called Njangui. Participating members shall set the rules and manage their activities as they see fit. Njangui rules and related activities shall in no event, shape or form affect non-participating members or other activities and programs of Westcam.

### **PART 2: PROGRAMS DESIGNED FOR MEMBERS AND THE GENERAL PUBLIC**

#### **Article 81: Public Programs**

**Section 81.1:** In order to fulfill its mission, Westcam shall design and implement programs for its members and for the general public to help them reach their full potential and lead a healthy and successful life.

**Section 81.2:** The Board of directors shall be empowered to hire the staff necessary to manage programs defined under the present article.

**Section 81.3:** In collaboration with the professional staff hired to manage programs, the Board of Directors shall develop policies and procedures necessary for the efficient management of all programs.

**Section 81.4:** Westcam programs shall be financed by funds raised from its members and the general public; by funds from grants, and any other sources as allowed by law.

**Section 81.5:** The following programs or similar programs shall be offered by Westcam as long as funds are available to cover the costs of such programs:

- English learners' program such as ESL
- Private Tutoring
- College preparation, guidance, and counseling
- After-school programs
- Career coaching
- Financial Literacy
- Citizenship preparation
- Adults and children care and activities
- Family and domestic counseling, and socio-cultural adjustment
- Etc.

### **PART 3: WESTCAM PROPERTY**

#### **Article 82: Real Estate Property**

**Section 82.1:** Westcam shall acquire real estate property, such as a hall, to house its activities, exhibit Bamiléké culture, and generate income to support such activities.

**Section 82.2:** Westcam shall raise funds from its members, grants, and all legal sources to finance the acquisition, improvement, and maintenance of a hall. Funds contributed by members to purchase a hall shall be held in a Westcam sub-account separate from other accounts or sub-accounts.

**Section 82.3:** Funds raised from members and other sources shall be used to acquire, manage, and maintain the hall, as set forth in this article.

**Section 82.4:** Each member shall be required to contribute \$1500 over a period of 5 years, payable in monthly instalments of any amount, or annual instalments of \$300. In any case, members shall not be more than 12 months late for their payments.

New members will have five years to make their contributions, even if the hall has already been purchased.

**Section 82.5:** The Board of Directors shall review payments schedule annually and make recommendations if necessary to get all members to contribute equitably. Such recommendations shall be submitted to the General Assembly for review and vote for adoption.

**Section 82.6:** All funds contributed by Westcam members under the requirements of this article shall be used only for purposes stated in this article. If a decision were to be made not to purchase a hall, funds already contributed shall be returned to members

who contributed them. Any other funds raised from other sources and the public shall be treated as required by Massachusetts law.

## **CHAPTER XIV: PROHIBITED ACTIVITIES**

### **Article 83: Prohibited Activities**

Notwithstanding any permissive provisions of these Bylaws or the Articles of Organization, or any provisions of the State of Massachusetts governing or pertaining to the Association, Westcam shall not engage in or carry on any activities not permitted to be engaged in or carried on by an entity described in Section 501(c)(3) of the Internal Revenue Code of 1954, as amended.

## **CHAPTER XV: MISCELLANEOUS**

### **Article 84: Amendment of Bylaws and Articles of Organization**

**Section 84.1:** These bylaws and/or articles of organization may be amended: (a) by a sixty percent (60%) majority of members attending the General Assembly meeting where such proposal has been duly included in the agenda; OR (b) by a written petition bearing signatures of at least two-third of all registered members.

**Section 84.2:** No vote with effect to modify these bylaws shall take place unless the subject of the vote has been appropriately communicated to members at least four weeks prior to the vote.

## CERTIFICATION

These bylaws of Westcam were revised and adopted upon due deliberation and endorsement of a 63% majority of votes validly expressed during the general assembly meeting of Westcam, held on November 30, 2024, and are effective beginning on January 1st, 2025.

We the undersigned, having been duly delegated by the provisions of the Westcam Bylaws, do hereby solemnly append our signatures, as a mark of testimony to the said act and authenticity of the present document.



11.30.2024

Achille Tchoubah

President