



COCOM-NC/Raleigh
CONGOLESE COMMUNITY OF NORTH
CAROLINA/RALEIGH
<http://www.cocomnc.com>

OPERATING RULES AND BYLAWS

Final Review, November 7, 2015

RESOLUTION N° GA/003/11-2015

In accordance with North Carolina Nonprofit Corporation Act, General Statutes Chapter 55A and COCOM-NC/Raleigh Bylaws as revised on November 7, 20115:

The General Assembly of COCOM-NC/Raleigh has unanimously adopted on November 7, 2015, the proposal of the present Operating Rules and Bylaws submitted by the Board of Directors, and ordered its registration into the NC Secretary of State and ordered the said Operating Rules and Bylaws into application on this day and date, Saturday November 7th, 2015.

OPERATING RULES AND BYLAWS

ARTICLE I

Name, Mission and Purpose

Section1.01 Name

The name of the organization is the **Congolese Community of North Carolina/Raleigh** in short: **COCOM NC/Raleigh**. The organization has been formed for the making of non-profit or personal financial gain. The assets and income of the organization of the organization shall not be distributable to, or benefit the trustees, directors, or officers or other individuals. The assets and income shall only be used to promote corporate purposes as described below. Nothing contained herein, however, shall be deemed to prohibit the payment of reasonable to employees and independent contractors for services provided for the benefit of the organization. The organization is organized exclusively for charitable and educational purposes. This organization shall not carry on any political or other activities not permitted to be carried on by an organization exempt from federal income tax. The organization shall not participate in any political campaign in any manner. The organization shall not attempt to influence legislation.

- a. Its motto is: Unity, Justice, Progress
- b. Its denomination, its abbreviation, the acronyms and sign are exclusive properties of the Congolese Community of North Carolina/Raleigh.
- c. **COCOM-NC/Raleigh** is a 501 (C) (3) registered-organization abiding by the rules and having the right and privileges as stated by the IRS.

Section 1.02 Mission

It is the mission of **COCOM-NC/Raleigh** to facilitate social and economic empowerment of its members, and to support projects serving the interests of the United States of America and the Democratic Republic of Congo.

Section 1.03 Purposes

- a. Maintain and promote Congolese cultural heritage
- b. Foster the fraternity and unity of Congolese
- c. Facilitate members' integration in the host country
- d. Facilitate community development through social and economic empowerment of its members with the assistance of the Congolese American Projects association that acts as an independent and self-managed function of **COCOM NC/Raleigh**
- e. Encourage members to get an education to achieve the American dream
- f. Motivate members to learn the positive aspects of the American culture
- g. Organize forum, discussion and group study in a Think-Tank format
- h. Pursue and promote cultural exchanges with local educational institutions and organizations

ARTICLE II Duration, Offices and Scope

Section 2.01 Duration

COCOM NC/Raleigh is created for an indeterminate length and **COCOM NC/Raleigh** can only be dissolved according to dispositions expressly foreseen in the present By-Laws.

Section 2.02 Offices

- a. **Principal Office:** The principal office of the Congolese Community of North Carolina/Raleigh shall be located in Wake County, North Carolina.
- b. **Registered Office:** The registered office of the Congolese Community of North Carolina/Raleigh required by law to be maintained in the State of North Carolina may be, but not be, identical with the principal office.
- c. **Other Offices:** The Congolese Community of North Carolina/Raleigh may have offices at such other places within the State of North Carolina, as the Board of Directors may designate or as the affairs of the Congolese Community of North Carolina/Raleigh may require from time to time.
- d. The current principal office is located in the residency of the Executive President on 8174 Cohosh Ct. Raleigh, NC 27616.

Section 2.03 Scope

The scope of COCOM NC/Raleigh's activities is Wake County.

ARTICLE III

Membership

Section 3.01 Membership definition:

- a. All Congolese and/or American-Congolese residing in Raleigh and its suburbs (Knightdale, Zebulon, Wendell, Wake-Forest, Clayton, Smithfield, Garner, Fuquay-Varina, Apex, Holly-Springs) are of fact members of COCOM-NC/Raleigh by means of their origins, the Democratic Republic of Congo.
- b. Any Congolese living in Durham and Chapel Hill shall be contacted individually. His/her show of interest shall classify him (her) as member under the category 3.02 (a)

Section 3.02 Classes of Members:

- a. From the definition of membership under the section 3.01 (a), the Congolese Community of North Carolina/Raleigh has the following classes of members:
 - 1) **"Active members"**, defined by their interest, active participation and payment of required contribution of \$5.00 a month as defined by the association. They meet their monthly contributions.
 - 2) **"Ordinary members."** Although Congolese, this group is composed of those who show no interest to all activities of COCOM-NC/Raleigh.
 - 3) **"Honorary members:"**
 - Any individual (originated of the DRC or not) and/or any legal entity (company, church, etc ...) that show a clear and specific interest in the association, and manifest the desire to support materially and / or financially the association.
 - Also an individual of Congolese descent not living in Raleigh and suburbs as defined in Section 3.01 (a/b) who manifests the desire to support materially and / or financially the association.
- b. An active member shall fill out an application form upon his/her first due payment.
- c. The membership year runs from January 1st thru December 31st.
- d. The list of members must be published on January 31st of each year.

ARTICLE IV

Losing of Membership

Any person registered as an active member ceases under these following conditions:

- a. In case of death reported and recognized by a medical doctor and/or a death certificate.
- b. In the event of voluntary abandonment of the quality of member expressed in writing to the Executive Committee that shall inform the Board of Directors.
- c. In the event of conduct which prejudice the interests and reputation of COCOM-NC/Raleigh after $\frac{3}{4}$ approval of Board of Directors and after hearing the report of a disciplinary committee that will be appointed to the need of cause.

ARTICLE V

Rights and Obligations of an "Active Member"

Section 5.01 of Rights

- a. Marriage: An amount of \$ 300.00 will be awarded to the family of an active member in good standing contribution (six months) or at least six months for a new member after his/her adhesion. COCOM-NC/Raleigh shall not honor a family member first degree since the marrying age is 18 or beyond, a time limit the individual is old enough to be a member him/herself.
- b. Birth: An amount of \$ 100 will be given to the family of a member in good standing contribution (six months) or at least six months for a new member after his/her adhesion.
- c. Death in Raleigh and suburbs as defined in section 3.01 of Article III. COCOM-NC/Raleigh / NC shall host a Fund Raising to collect the money for the funeral of the deceased member in good standing of contribution. After the coverage of funeral expenses, 80% of the remaining balance will be handed to the bereaved family and the remaining 20% goes into the COCOM-NC/Raleigh bank account.
- d. For the deceased active member behind on his/her financial obligation, COCOM-NC/Raleigh / NC shall cover all funeral expenses after deducting all past dues, then from the remaining collected money, 80% will be given to the bereaved family and the remaining 20% goes into the COCOM-NC/Raleigh bank account.

Section 5.02 of Obligations

- a. Remain consistently in good standing with his/her financial obligations (six months minimum)
- b. Support and attend all activities organized by COCOM-NC/Raleigh.
- c. Right to vote on important matters submitted at the General Assembly. A member shall not vote by representation and any vote is conditioned by the physical presence of the member.
- d. Encourage family members and friends living in the household to register and become a COCOM-NC/Raleigh active member.

ARTICLE VI Rights and Obligations of an "Ordinary Member"

Section 6.01 of Rights and Of Obligations

NONE what so ever!

Section 6.02 An Helping Hand

In case of death of an ordinary member as defined in section 3.02 (2) of Article III, the Executive Committee shall organize a fundraising to cover funeral expenses. Nevertheless, the bereaved family shall not benefit in any way of any remaining money after all the funeral expenses have been honored. Such monetary value shall become exclusively COCOM-NC/Raleigh funds.

Section 6.02 Annual Dues:

- a. Annual dues shall be set by the Board of Directors and approved by the majority of members. Annual dues cover the period from January 1st to December 31st, and an application form must be filled by the applicant.
- b. The monthly membership fee is \$ 5.00 a month, or an annual total of \$ 60.00.
- c. There is no time limit or time-table regarding donation or bequeathed of an honorary member. This humanitarian gesture is reserved to the discretion of the benefactor.

ARTICLE VII

Annual Meetings

Section 7.01 Annual Meetings:

The Annual General Meeting (AGM) of the Congolese Community of North Carolina/Raleigh shall be held twice a year in the month of April and in the month November of each year at a place designated by the Officers and Directors of the Congolese Community of North Carolina.

The next Annual General Meetings will take place on last Saturday of the month of April and the last Saturday of the month of November.

Section 7.02 Special Meetings:

Extraordinary General Assembly can be called at any time by the Board of Directors.

Section 7.03 Notice of Annual and Extraordinary General Assembly:

Notice of the annual General Assembly meeting stating the time, place and purpose or purposes thereof shall be given or mailed to each member not less than ten (10) nor more than forty (40) days prior to the meeting.

Section 7.04 Quorum:

At any meeting, 10% a majority of the active members in good standing shall constitute a quorum.

Section 7.05 Voting:

At each meeting, every active member is then entitled to vote as set forth in Section 1 of this Article of the by-laws may vote in person or by proxy.

Section 7.06 Order of Business:

Order of business at the annual or special meetings shall be:

- a. Reading and disposal of any unapproved minutes
- b. Reports of the Officers and Committees
- c. unfinished business
- d. New business
- f. Adjournment

ARTICLE VIII

Structure of COCOM-NC/Raleigh

The structural organization of COCOM-NC/Raleigh is set as follow:

- a. The General Assembly
- b. The Board of Directors
- c. Executive Committee

ARTICLE IX

Membership Meeting (General Assembly)

Section 9.01 Items of Business

- a. The Chairman of the Board of Directors will officiate any General Assembly meeting. The following items of business shall be dealt with and shall be deemed ordinary business:
 - ✓ Minutes of the previous annual general meeting.
 - ✓ Consideration of the annual report of the directors.
 - ✓ Consideration of the annual financial report presented by The Executive Committee and the appointment of auditors (if necessary) for the ensuing year.
 - ✓ Special Resolutions about changes in by-laws (if any)

ARTICLE X

BOARD OF DIRECTORS

Section 10.01 Number

The number of Directors shall be not more than five (5). The number of director may be increased or decreased from time to time by amendments to the bylaws. No decrease shall shorten the term of any incumbent Director. Each Director shall be elected for a three-year term of office. Each Director shall hold office until a successor has been duly elected or his resignation, death, or removal. Each Director shall be elected during the November Annual Meeting.

Section 10.02 Qualifications

- a. Any person who has been an active member for at least one year and is interested in advancing the Congolese Community of North Carolina/Raleigh's purposes as stated in the articles of Incorporation and who is willing to take an oath to uphold these bylaws.
- b. Be of good moral standing.

- c. Be resident of Raleigh or suburbs as defined in Article III, Section 3.01 of the present Operating Rules and Bylaws.
- d. Be a legal immigrant.
- e. Be fluent in English and French.

Section 10.03 Attributions

- a. Nominates chairpersons and Vice-chairpersons of the following Standing Committees: Nominating Committee, Operating Rules (Bylaws & Resolutions) Committee.
- b. Approves the proposal nominating of the Executive President submitted by the Nominating Committee.
- c. Supervises the election of the Executive President by the active Membership Meeting.
- d. Approves the proposal nominating the Executive Officers submitted by the elected Executive President.
- e. Urges an internal and external audit.
- f. Monitors the fulfillment of actions defined in Executive Committee business plan.
- g. Evaluates at term end the performance of the Executive Committee in comparison with its action plan.
- h. Plays the role of advising, conflicts solving of COCOM NC/Raleigh.

Section 10.04 Resignation

Except as otherwise required by law, a director may resign from the Board at any time by giving notice in writing to the Board. Such resignation shall take effect at the time specified therein, and unless otherwise specified therein, no acceptance of such resignation shall be necessary to make it effective.

Section 10.05 Meetings of the Board

- a. Meetings of the Board of Directors, regular or special, may be held at such place within or without Wake County and upon such notice as may be prescribed by resolution of the Board of Directors
- b. The meeting shall be held at a time and location set by the Board of Directors.
- c. The Board shall hold at least four (4) regular meetings a year, but may meet more frequently if circumstances require.

Section 10.06 Absence

- a. A director's absence at any meeting shall constitute waiver of notice of such meeting.
- b. At no circumstances an absentee Director shall bring objections thereafter the decision been made by the present Directors at the called and convened meeting.

Section 10.07 Voting

Each Director shall have one vote. All voting at meetings shall be done personally and no proxy shall be allowed.

Section 10.08 Compensation

Directors shall receive \$25.00 per hour for each of their meetings. Those hours shall be declared while filing taxes return with respect of the statute of non-profit organization under the term of Federal taxes-free exemption under the 501 (c) (3).

ARTICLE XI EXECUTIVE COMMITTEE

Section 11.01 Executive Committee

- a. It is the sole committee that shall lead and execute all General Assembly laws and orders.
- b. The General Assembly of the Non Profit Organization COCOM-Raleigh/NC shall elect the qualified candidate to be the President whose candidacy have been approved by the Nominating Committee according to the rules set by such Nominating Committee
- c. As soon elected, the President shall appoint the members of his cabinet Vice-President, Secretary and Treasurer.
- d. Any two offices may or may not be held by the same person, except that the President may not hold another office.

Section 11.02 President

- a. The President is the Executive Officer of the Congolese Community of North Carolina/Raleigh is subject to the control of the Board of Directors.
- b. In general, the President supervises all of the business of the Congolese Community of North Carolina.
- c. The President presides all meetings of the Executive Committee.

- d. The President signs with the Secretary any deeds, mortgages, bonds, contracts, or other instruments in complete approval of the Board of Directors.
- e. In general, the President performs all duties incident to the office of the President assigned by these bylaws.
- f. The President has the authority to engage COCOM-NC/Raleigh with others institutions within or outside of the State of North Carolina.

Section 11.03 Vice-President

The Vice President shall:

- a. Exercise the function of the President during the absence, resignation, disability or death of the President, and shall have such powers and perform such duties as assigned by these bylaws.
- b. The Vice President shall act as the Project Manager and monitor the progress of the Congolese Community of North Carolina toward its goals by tracking progress of committees and action items identified by the General Assembly under the guidance of the Board of Directors.

Section 11.04 Secretary

The Secretary shall:

- a. See that all notices are duly given in accordance with the provisions of these bylaws or as required by law.
- b. Keep all minutes of the meeting of the Executive Committee in books or Files provided for that purpose.
- c. Be custodian of the Congolese Community of North Carolina/Raleigh's records and the seal of the Congolese Community of North Carolina. He/she sees that the seal of the Congolese Community of North Carolina is affixed on all documents, the execution of which on behalf of the Congolese Community of North Carolina under its seal is duly authorized.
- d. Perform all duties incident to the office of Secretary and such other duties as may be assigned to him/her by these bylaws.

Section 11.05 Treasurer

The Treasurer shall:

- a. Have the responsibility for all funds and securities of the Congolese Community of North Carolina/Raleigh.

b. Receive and give receipts for monies due and payable to the Congolese Community of North Carolina from any source whatsoever, and deposit all such monies in the name of the Congolese Community of North Carolina in such depositories as shall be selected in accordance with the provisions of Article XI of these bylaws.

c. Prepare the financial statement of the Congolese Community of North Carolina/Raleigh within four (4) months after the end of such fiscal year and thereat kept available for a period of at least ten (10) years

d. Perform all duties incident to the office of the Treasurer and such other duties assigned to him/her by the Executive President according to these bylaws.

Section 11.06 Cash handling, procedures and expenses

- a. **Cash Collection:** The Treasurer of the Executive Committee is the sole individual officially authorized to collect monthly contributions from members; except the fund raising organized in case of death whose official collectors shall be appointed by the President. At the end of such exercise, all funds collected and lists of contributors shall be given to the Treasurer
- b. **Cash Deposit:** It is the law of this organization that the treasurer shall deposit in COCOM-NC/Raleigh's bank account all cash funds collected within 48 hours period.
- c. **Bank Account:** COCOM-NC/Raleigh's bank Account shall carry three signatures: The Office of the President and the Treasurer.
- d. **Application for payment:** The Treasurer is the only COCOM-NC/Raleigh / NC officer authorized to handle the expenses of the bank account of the organization . These transactions must be ordered by the President of the Executive Committee after approval of the Secretary General.
- e. The audit shall be initiated by the Chairman of the Board of Directors upon decision of the Board.
- f. The report of the audit is presented to the members of the Board and to the members of the Executive Committee which has a right of reply, before the matter is brought before the General Assembly.

Section 11.07 Terms of Office

- a. The Executive President is elected by the General Assembly for two years renewable once.
- b. The officers of the Executive Committee (Vice-President, Secretary, Treasurer) shall be appointed every two years by the Executive President.

- c. Each member of a committee shall serve for two years until the next annual General Assembly.

Section 11.08 Compensation

- a. The President shall receive 40 hours (\$25.00 each hour) a month of compensation from the Congolese Community of North Carolina/Raleigh for services rendered to the organization. Such hours shall be declared while filing taxes return with respect of the statute of non-profit organization under the term of Federal taxes-free exemption under the 501 (c) (3).
- b. The Vice-President shall receive 30 hours (\$25.00 each hour) a month of compensation from the Congolese Community of North Carolina/Raleigh for services rendered to the organization. Such hours shall be declared while filing taxes return with respect of the statute of non-profit organization under the term of Federal taxes-free exemption under the 501 (c) (3).
- c. The other officers (Secretary General, Treasurer shall receive 25 hours (\$25.00 each hour) a month of compensation from the Congolese Community of North Carolina/Raleigh for services rendered to the organization. Such hours shall be declared while filing taxes return with respect of the statute of non-profit organization under the term of Federal taxes-free exemption under the 501 (c) (3).

Section 11.09 Vacancies

Vacancies of a member may be filled out by the President of the Executive Committee

ARTICLE XII STANDING COMMITTEES

Section 12.01 Rules

Each committee and task force may adopt rules for its meetings not inconsistent with these Bylaws or with any rules adopted by the Board of Directors

Section 12.02 Finance/Audit Committee

The Finance/Audit Committee is responsible for ensuring that Congolese Community of North Carolina/Raleigh's financial statements and procedures are evaluated to determine that adequate fiscal controls and procedures are in place and that the Corporation is in good financial health.

Section 12.03 Removal

Any officer may be removed by a majority vote of the Board of Directors in office whenever in the Board's judgment the best interests of the Congolese Community of North Carolina/Raleigh will be served thereby.

Section 12.04 Resignation from Office

Officers may resign at any time by providing written notice to the Chair.

ARTICLE XIII ELECTORAL LAW

Section 13.01 Elections

- a. A total of 5 Electoral Committee members shall be designated by the Board of Directors.
- b. The Electoral Committee shall organize the entire electoral process (announcement, collection of qualified candidates willing to be President of COCOM-NC/Raleigh.
- c. Candidacies shall be submitted and approved by Board of Directors before being submitted to the General Assembly for election.
- d. The designated members of the Electoral Committee shall establish an electoral calendar according to the rules established that shall be approved prior by the Board of Directors.

ARTICLE XIV SPECIAL DISPOSITIONS

Section 14.01 Fiscal Year

The fiscal year of the corporation shall be the calendar year same as defined for membership and shall runs from January 1st thru December 31st.

Section 14.02 Corporate Seal

The corporate Seal, if any, shall be circular in form, shall have the name of the Congolese Community of North Carolina/Raleigh inscribed thereon and shall contain the words "Unity, Justice, Progress" and "North Carolina"

Section 14.03 Books and Records

The Congolese Community of North Carolina/Raleigh shall keep at its registered office in the State of North Carolina:

1. Correct and complete books and records of account,
2. Minutes of the proceedings of the Board of Directors and Executive Committee
3. A record of the names and addresses of the Board members and Executive Members entitled to lead the association. All books and records of the Congolese Community of North Carolina/Raleigh may be inspected by any Board member having voting rights, or his/her agent or attorney, for any proper purpose at any reasonable time.

ARTICLE XV AMENDMENTS OF ARTICLES AND BYLAWS, DISSOLUTION, CERTIFICATION.

Section 15.01 Amendments

These Operating Rules and Bylaws shall remain the foundation of the legal texts of our Association, and cannot be replaced by any other documents.

Any article and provision contained in these Operating Rules and Bylaws can be subject of an amendment at a General Assembly.

Section 15.02 Dissolution

In the event of the dissolution of the organization, the asset shall be applied and distributed as follows:

- a. All liabilities and obligations shall be paid, satisfied and discharged or adequate provision shall be made thereof.
- b. Assets not held upon a condition requiring return, transfer, or conveyance to any other organization or individual shall be distributed, transferred or conveyed in trust, or otherwise to charitable and educational organization, organized under Section 501(C) (3) of the Internal Revenue Code of 1986, as amended, of a similar or like nature to this organization, as determined by the Board of Directors.

Section 15.03 Certification

I certify that the foregoing is a true and correct copy of the Operating Rules and Bylaws of the above named organization, duly adopted by the General Assembly of November 7, 2015 and legally signed by representative member of the Board of Directors and the Executive President of the said organization.

X _____
Guy Kasongo Mwanasapo
Chairman of Board of Directors

X _____
Sukidi Bona Nzinga
Executive Committee President

Subscribed to and sworn before me on _____

Witness my hand & official seal _____

Notary

My commission expires on _____