



BYLAWS

VERSION 1.0

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Table of Contents

| | |
|---|----|
| 1. Preamble | 3 |
| 2. Name and Purposes | 3 |
| 3. Membership (Associate Members) | 4 |
| 4. Governance Structure | 4 |
| 4.1 General Assembly | 4 |
| 4.2 The Board of Directors | 5 |
| 4.3 Advisory Board | 5 |
| 4.5 Functioning of the Executive Bureau | 9 |
| 5. Legal Counsel | 9 |
| 6. COSNET Representatives | 9 |
| 7. Merger, Consolidation, Disposal of Assets | 10 |
| 8. Amendment of Bylaws and Internal Rules | 10 |
| 9. Deposits | 11 |
| 10. Loans | 11 |
| 11. IRS Annual Information Returns | 11 |



1. Preamble

- 1.1** Being Mindful of the solidarity that characterizes the African people in general;
- 1.2** Considering the increasing number of African in the United States of America;
- 1.3** Being Mindful of our tradition to lay to rest the remains of our people on the land of our forefathers;
- 1.4** Considering the fast pace of funerals' costs increase;
- 1.5** Considering the cost of insurance that is not affordable to most people within our community;
- 1.6** To substantially reduce individual expenses incurred in the event of the loss of fellow countrymen;
- 1.7** The various associations of Cameroonians have decided to setup a non-profit, non-political association as described hereunder:

2. Name and Purposes

- 2.1** COSNET is an acronym that stands for: COMMUNITY SOLIDARITY NETWORK.
- 2.2** COSNET is a not-for-profit, laic and apolitical organization operating under the provisions of Section 501(c) (3) of the United States Internal Revenue Code. COSNET is incorporated in Maryland under the authority of Maryland State Laws and the Articles of Incorporation for a Tax-Exempt Nonstock Organization.
- 2.3** COSNET seeks to incorporate some African communities (of origin or naturalized) within the United States of America (USA) in an electronic file (database) without distinction of age, race, tribe, or religion.
- 2.4** The purpose of COSNET is to help one another in paying the last respect to a fallen member, by facilitating the repatriation of their remains or their local burial when they die in the USA as defined by the COSNET Internal Rules and Regulations.
- 2.6** No executive members of the bureau, or representative of COSNET shall take any action or carry on any activity by or on behalf of the corporation not permitted by the bylaws and that does not further the purpose of the organization.



3. Membership (Associate Members)

Associate Members: All other members than Cameroonians or those affiliated to Cameroon (African communities with restrictions) through marriage.

3.1 COSNET accepts membership from individuals, associations or groups based in the USA with at least 5 members.

3.2 Member associations accept and abide by COSNET Bylaws and Internal Rules and Regulations.

3.3 All member associations must participate in the operational budget, pay the contributions required in case of the death of a member and all the other fees in accordance with the bylaws, the internal rules and other policies.

3.4 Only members with a COSNET registration ID shall be entitled to benefit.

3.5 COSNET reserves the right to exclude any member or association whose behavior may disrupt or destabilize COSNET.

3.6 If an association goes below 5 members, it will not be considered as an association by COSNET; however, all members will automatically be transferred to the COSNET Pool (see Policies and Regulations regarding COSNET Pool).

3.7 All legal spouses of COSNET members including children are also eligible to COSNET membership no matter their nationality or citizenship.

3.8 Members on work related missions out of the USA will be covered by COSNET.

4. Governance Structure

COSNET is composed of a General Assembly (GA), a Board of Directors (BD), an Executive Bureau (EB), and an Advisory Board (AB). Associate Members are not eligible to participate in the governance structure described below.

4.1 General Assembly

The General Assembly (GA) is responsible for adoption and approval of COSNET's organization Bylaws and Internal Rules which address administrative matters regarding, but not limited to, COSNET membership, benefits, and contributions. The General



COSNET BYLAWS VERSION 1.0

Assembly is sovereign and is the supreme body of COSNET. This sovereignty cannot in any way give the General Assembly the authority to violate the Bylaws or the Internal Rules. Associate Members are not eligible to participate or attend the General Assembly.

4.2 The Board of Directors

4.2.1 The Board of Directors (BD) is the governing body, custodian of COSNET's values and responsible for ensuring that COSNET does not deviate from its vision and values.

4.2.2 The Board of Directors is composed of Elite members.

4.3 Advisory Board

The Advisory Board (AB) is the body that ensures that the EB's decisions do not violate the Bylaws, the Internal Rules, and the American laws.

4.4 Executive Bureau

The members of the Executive Bureau (EB) shall work as a team to oversee and support all aspects of COSNET's organization on a regular basis. Any decisions adopted and/or information to communicate shall be approved by the simple majority of the EB's members. The Executive Bureau consists of three (3) departments as follow:

1. Department of Administration
2. Department of Finance
3. Department of Information Technology

4.4.1 Department of Administration

The Department of Administration (DOA) is the backbone of COSNET's organization. The DOA shall ensure that the organization is compliant with the COSNET's Bylaws, Internal Rules and Regulations, State and Federal laws. The DOA is actively managed by a Delegate General acting as the President of COSNET.

The Department of Administration shall be comprised of:

- The Delegate General
- The Deputy Delegate General
- The Secretary
- The Deputy Secretary



COSNET BYLAWS VERSION 1.0

With following roles and responsibilities:

A. Duties of Delegate General

- Principal public face of COSNET. As the main organization's Spokesperson, he/she speaks on behalf of all members of the Executive Bureau and communicates information to COSNET's delegates and associations about all matters pertaining to the organization.
- Oversees and ensures the COSNET's activities are in compliance with furthering its mission
- Ensures that COSNET is in compliance with applicable laws
- He/she shall chair the meetings of the COSNET's General Assembly with the approval of a simple majority of COSNET's delegates present.
- Perform other duties as may be required by the simple majority of COSNET's Executive Bureau or the Advisory Board.

B. Duties of Deputy Delegate General

- Assists the Delegate General in their functions.
- Community Outreach (advertisements, marketing and field implementation) in coordination with the Delegate General and the Secretary
- Acts on behalf of the Delegate General when the latter is not available
- Assumes the duties of the Delegate General in case of vacancy or unforeseen circumstances pending the General Assembly
- Performs any other tasks assigned to them by the Delegate General or the Executive Bureau

C. Duties of Secretary

- Coordinates the administrative work of the Executive Bureau
- Is the custodian of the Statute, Internal Regulations and any other administrative documents of COSNET.
- Is responsible for disseminating information and planning of the BD, the EB and the GA activities
- Records the minutes of the Executive Bureau meetings, the General Assembly meetings and all other activities.
- Accesses the membership files
- Has custody of the checks book
- Fills out the checks upon written and signed approval from the President
- Updates COSNET Delegates on membership statistics quarterly



COSNET BYLAWS VERSION 1.0

- Presents the COSNET Annual Report to the General Assembly
- Performs any other tasks assigned to them by the Delegate General or the Executive Bureau

D. Duties of Deputy Secretary

- Assists the Secretary
- Member of disciplinary team and protocol in coordination with the Secretary
- Responds to delegates about administration inquiries
- Serve as an Internal Auditor
- Performs any other tasks assigned to them by the Secretary, Delegate General or the Executive Bureau

4.4.2 Department of Finance

The Department of Finance (DOF) is responsible for managing all financial functions (including financial budget, operating expenses, and debts) and ensuring there are enough funds available to meet the day-to-day operations.

The Department of Finance shall be comprised of:

- The Treasurer
- The Deputy Treasurer I
- The Deputy Treasurer II

With following roles and responsibilities:

A. Duties of Treasurer

- Keeps an accurate record of all receipts and payment authorizations
- Is one of the three checks signatories
- Prepares and presents the annual Financial Report at the General Assembly
- Prepares and submits the quarterly financial report to the Advisory Board. The report must include an accurate record of all receipts, deposits and authorizations for payment.
- Works with auditors to access COSNET records.
- Makes sure COSNET is in good standing with the State and IRS in collaboration with Department Administration.
- Performs any other tasks assigned to them by the Delegate General or the Executive Bureau.

B. Duties of Deputy Treasurer



COSNET BYLAWS VERSION 1.0

- Assist the Treasurer in the execution of all financial duties
- Responds to delegates about their financial inquiries
- Performs any other tasks assigned to them by the Delegate Generate or the Executive Bureau.

4.4.3 Department of Information Technology

The Department of Information Technology (DOIT) manages all COSNET's information systems and technologies. They shall provide the organization with performant and consistently available technology to support COSNET's mission.

The Department of Information Technology shall be comprised of:

- The Chief Information Technology
- The Deputy Chief Information Technology I
- The Deputy Chief Information Technology II

With following roles and responsibilities:

A. Duties of Chief Information Technology

- Responsible for managing all IT Assets including Web Applications, Social Media and Technical Equipment of the organization.
- Advise other Departments on IT topics
- Prepare and submit the quarterly IT report to the Advisory Board
- Backup COSNET's Database for the Board of Director on a monthly basis.
- Perform any other tasks assigned to them by the Executive Bureau or Board of Directors

B. Duties of Deputy Chief Information Technology I

- Assist the CIO in the execution of all duties.
- Perform all duties inherent to the CIO in his/her absence
- Ensure that IT Assets are operational.
- Maintain and troubleshoot the COSNET's Web Application
- Responsible for setting up communications platforms at events organized by COSNET

C. The Deputy Chief Information Technology II



COSNET BYLAWS VERSION 1.0

- Trains and educates delegates to access COSNET's Website
- Responsible for updating the contents of the Website
- Perform all duties inherent to the deputy CIO in his/her absence
- Responsible for setting up communications platforms at events organized by COSNET

4.5 Functioning of the Executive Bureau

4.5.1 Any decisions adopted and/or information to communicate shall be approved by the simple majority of the EB's members in all departments.

4.5.2 Any financial matter shall be approved by the simple majority members of the bureau.

4.5.3 The EB may create committees or select volunteers to explore specific topics. The mandates including their composition, working methods, the scope of their activities and a specific end date of these committees, will be decided by the EB.

These committees or volunteers will report to the EB.

These committees or volunteers have no decision-making power; they will only make recommendations to the EB.

4.5.4 Meeting notices and the agenda shall be sent to all EB members at least 12 to 24 hours prior to the said meeting.

5. Legal Counsel

There shall be an increasing Legal Defense Fund not to exceed \$15,000.00 commensurate to the size of the Organization to help COSNET handle any legal matters. That fund shall be provisioned yearly or as needed by the General Assembly. Any payment for legal service shall be approved by the BD. Only the BD can engage COSNET in a legal matter unless COSNET is a defendant. If more money is needed than the amount available, more money will be raised from all members to take care of all legal bills.

6. COSNET Representatives

The Executive Bureau shall choose Representatives from different regions as needed. delegated responsibility can participate or vote in a matter in which he/she is a party.



7. Merger, Consolidation, Disposal of Assets

In addition to any approvals required by applicable law, the Board of Directors shall be notified by the Executive Bureau of any intention to merge, consolidate, or dispose of substantial assets of the corporation. The Board of Directors must approve any merger, consolidation, or disposition of all or substantially all the Corporation's property and assets. Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

8. Amendment of Bylaws and Internal Rules

Amendment of the Bylaws and Internal Rules must be done by the Executive Bureau and/or Board of Directors. These Changes can be done at any time and go into effect after one month from the day of the notification. The African communities will be informed of these changes through an email from the Executive Bureau.

1) Bylaws

The African community representatives may send their amendment proposal of bylaws for review. Once the Amendment of bylaws is adopted by the Executive Bureau and/or Board of Directors, it is published to the website.

2) Internal Rules.

The African community representatives may send their amendment proposal of Internal Rules for review. Once the Amendment of Internal rules is adopted by the Executive Bureau and/or Board of Directors, it is published to the website.

3) (un)foreseen situation

If the Executive Bureau has to face any (un)foreseen situation where there is no disposition either in the COSNET Bylaws and Internal Rules to resolve it, the Executive Bureau can decide on the best way to handle it. It should therefore inform the Board of Directors and get its approval before. It can apply the solution. The solution will only become a common practice if it's adopted during the following General Assembly.



9. Deposits

All COSNET funds, grants or donations not spent, shall be deposited in a timely manner to the credit of the organization in such banks, trust companies, or other depository as the EB may select.

10. Loans

No loans shall be contracted on behalf of the corporation and no evidence of indebtedness shall be issued in its name unless authorized by resolution of the GA. Such authority must be restricted to specific instances.

11. IRS Annual Information Returns

COSNET EB shall submit the Form 990 to the IRS every year, prior to the deadline for tax filing. A copy of Form 990 shall be attached to the annual report sent to delegates.