

(February 1, 2017)

**THE BYLAWS OF
TAIWANESE AMERICAN CONFERENCES – WEST COAST
(TAC-WC)**

Article I

Name

Section 1.1 Name

The name of the corporation shall be Taiwanese American Conferences - West Coast (hereafter, TAC-WC). The corporation is a 501(C) (3) Nonprofit organization.

Article II

Purposes and Power

Section 2.1 Purpose

The purpose of the corporation includes:

- (a) To promote fellowship, camaraderie, and social contacts among Taiwanese Americans of all ages, and genders.
- (b) To promote interaction, cooperation and mutual assistance among Taiwanese American organizations.
- (c) To preserve Taiwanese culture, tradition, and heritages.

Section 2.2 Power

TAC-WC is obligated to abide by the law of the State of California.

Article III

Participants

Section 3.1 Participants

All members of associations/organizations, which are culturally and economically identified with Taiwan and Taiwanese American communities, are eligible to participate in the activities of TAC-WC.

Article IV

Board of Directors

Section 4.1 Board of Directors

The Board of Directors (BOD) shall be the policy-making body; its decision is final. It shall consist of five (5) members in total. They shall be the former coordinators of the planning committee of the following geographical regions (in alphabetical order):

Southwest Region(Arizona, New Mexico, Nevada and Utah), Los Angeles, San Diego, San Francisco/
Sacramento, Seattle/Portland,

Section 4.2 Terms

The term of the Directors is five (5) years.

Section 4.3 Vacancy

In case of vacancy or inability of a board member to serve the full term, a new director should be assigned from the affected region..

Section 4.4 Board of Directors meetings

The BOD shall hold its annual meetings at the TAC-WC conferences and a proxy is required for an absentee Director to vote. Special BOD meetings shall be called by the Chairperson or by two Directors, and teleconferences can be used.

Article V

Officers

Section 5.1 Officers

The Board shall have a Chairperson, a Vice-Chairperson, a Secretary and a Treasurer.

Section 5.2 Chairperson

The Chairperson of the Board shall be the Director who represents the region hosting the next TAC-WC conference and to carry out the following duties:

- (a) Call on community leaders of Taiwanese community in that region in order to form a new planning committee for the next conference, and to elect a new coordinator of the Planning Committee within 60 days of the last conference.
- (b) Appoint Secretary, Treasurer and Advisers subject to the approval of the Board.
- (c) Serve as the Chair of all meetings of the Board.
- (d) Give a welcome speech at the opening ceremony of a TAC-WC conference.

- (e) Pass all documents including the final financial statement and properties of TAC-WC to the new Chairperson no later than two months after his/her term.
- (f) The term of the Chairperson is from September 1st to August 31st of the following year.

Section 5.3 Vice-Chairperson

The Vice-Chairperson shall be the director who represents the region to host the conference after the next conference.

- (a) Shall assist in the administrative duties of the Chairperson.
- (b) Shall serve one-year term.

Section 5.4 Secretary

- (a) Shall be appointed by the Chairperson of the Board.
- (b) Shall manage the record-keeping and properties of TAC-WC.
- (c) Shall assist in the administrative duties of the chairperson.
- (d) Shall keep pictures, records, etc. of TAC-WC conferences.

Section 5.5 Treasurer

- (a) Shall be appointed by the Chairperson of the Board.
- (b) Shall present quarterly financial reports to the Board.

Section 5.6 Advisers

- (a) May be appointed by the Chairperson of the Board.
- (b) Shall provide advice on all aspects of the TAC-WC.
- (c) Shall serve one-year term.

Article VI

Conferences

Section 6.1 Number of Conferences

TAC-WC shall hold a conference once a year.

Section 6.2 Hosting

The conferences shall be held in rotation yearly among the following five regional areas:

- Southwest Region,
- Greater Los Angeles,

San Diego,
San Francisco/Sacramento,
Seattle/Portland.

Section 6.3 Organization

Each conference shall be organized by a planning committee. The Planning Committee shall determine the date, the venue, and all matters related to the conference.

Article VII

Conference Coordinator

Section 7.1 Qualification

Shall be elected by the Planning Committee of the hosting region.

Section 7.2 Responsibility

- (a) Shall be responsible for planning, organization, and execution to facilitate the conference effectively.
- (b) Shall give the welcome speech at the opening ceremony of that TAC-WC conference, if the Chairperson of the Board is absent at the Conference.

Article VIII

Financial

Section 8.1 Initial Contributions

At the time of official establishment of the TAC-WC Board of Directors, each of the five regional areas conference committee shall contribute a one-time fixed amount of \$100.00 as a token of commitment.

Section 8.2 Surplus/Deficit Distribution from Conferences

After each conference, the local treasurer of the Planning Committee should close the book and pass the financial reports to the BOD Treasurer. The local treasurer should also be in charge of the orderly disposal of all positive/negative account balance according to the following formula:

1. At least 50% of the surpluses to be contributed to the TAC-WC Board.
2. Remaining surpluses to be decided by the Planning Committee of the Conference.
3. In case of deficit, the TAC-WC Board will help paying the Planning Committee of the Conference up to \$2,000 of the deficit.

Article IX

Limitations

Section 9.1 Limitations

TAC-WC is organized and operated exclusively for promoting camaraderie and preserving as set forth in Articles II. No part of its resources may be used to the benefit of individuals or private interests. It may not contain as a substantial part of the activities, to carry for propaganda, attempt to influence legislation, or participate to any extent in a political campaign for/or against any candidate for public offices.

Article X

Amendments

Section 10.1 Amendments

Amendments to the Bylaws may be proposed to the Board. Upon the motion of one-third (1/3) of the Board members in a Board meeting, the amendment motion is qualified for a vote by the Board. The Board shall vote on the motion on the next Annual Meeting, if the qualified motion is submitted at least thirty(30) days prior to the Annual Meeting, and final passage of the motion shall require a two-thirds (2/3) majority vote of the Board.

Article XI

Dissolution

Section 11.1 Dissolution

The assets of this corporation are irrevocably be used for promoting fellowship among Taiwanese Americans and no part of net incomes or assets of this organization shall ever be used to the benefit of any director, officer, or member thereof or to the benefit of private persons. Upon the dissolution of the corporation, the Board of Directors shall, after paying off all of the TAC-WC liabilities; the assets shall be donated to charitable organizations. Notwithstanding other provisions of these Articles, all resources shall be handled in a manner consistent with Section (c) (3) of the U.S. Internal Revenue Code.