

Algerian-American Association of Greater Washington

P.O. Box 65063, Washington DC 20035-5063

ANNUAL MEETING OF MEMBERS MINUTES

April 25th 2010

BCC Services Center

4805 Edgemoor Lane, Bethesda, MD 20814

Board of Directors Present: Nacer Megherbi (President), Yassine Belkhodja (Vice-President), Abdel-Allah Stambouli (Treasurer), Naim Bentahar (Secretary), and Azzedine Stambouli (Director)

Minutes: The meeting started at 11:30 am and ended at 1:30 pm.

Agenda: The proposed agenda was unanimously approved as follows:

1. Approval of the Proposed Agenda
2. Review and Approval of Annual Report
3. Membership Status and Financial Reports
4. Election of Additional Board of Directors
5. Other Business
 - a. Review and setting of the Membership Dues for 2010-2011
 - b. Next Picnic event

1. Introduction

The meeting was opened at 11:40 am by Nacer Megherbi, President of AAAGW, who confirmed that the quorum was met and declared the Annual Meeting of Members to be officially open for business. While verifying the quorum, an issue was raised by a member related to how the quorum was counted. (Please see the discussion in the "other business" section below).

After a brief introduction, the President invited Naim Bentahar (Secretary) and Abdel-Allah Stambouli (Treasurer) to provide an overview of the content of the Annual Report.

2. Review and Adoption of the Annual Report

The Secretary presented a summary of the Annual Report and specifically emphasized on the following topics:

1. Board Structure: Due to its limited size, the Board of Directors adopted a flat organizational framework. Therefore, no specialized committees were created.
2. Membership: The board worked hard and was able to increase the membership by about 25% in comparison with the previous year. The total number of members reached 93 (all types combined). Though this numbers are very encouraging, much remains to be done in increasing the membership.
3. Activities: Given the small size of the Board and the serious lack of volunteers, the Board decided to focus solely in preparing and organizing a limited list of core events such as Picnics, Ramadan and Aids.

4. Helping kids with Spina Bifida: Dr. Azzedine Stambouli was applauded for his superb job and devotion in helping kids from Algeria suffering from Spina Bifida to be freely treated in the US from their debilitating disease.

Subsequently, the Board opened the floor to discuss the report and a number of questions, suggestions, and comments were made by the audience. Specifically, these questions were asked:

- a. Why all the events had a religious touch?
- b. How can the association reach out to other communities?
- c. Why there are no clear incentives for members?
- d. Why the membership fees did not change since the creation of the association?
- e. Why can't we use another format for the election of board members via direct representation or follow a rotational alphabetical system whereby each member of the association will be called upon to serve for a year to foster democratization, openness, and transparency?

The board clarified some of the above issues and offered an explanation to some of the decisions made. Eventually, the board recommended that some of these issues should be addressed by the next Board.

Finally, the Assembly voted to approve the Annual Report without any amendment.

3. Membership Status and Financial Reports

The Treasurer provided an overview of the Financial Report and emphasized on the total transparency of all financial transactions made during his watch. He stressed the need for the next Treasurer to adopt the same rigorous process as to make sure that every transaction is accounted for and in total transparency.

Abdel-Allah provided a breakdown of the membership types as follows:

Membership Type	Family	Individual	Student	Total
Count	66	26	1	93

Finally, the Assembly voted to approve the Financial Report without any amendment.

Election of Additional Board Members for 2010/2011

The assembly adopted unanimously a motion to thank the Board of Directors for their hard work and designated Mr. Nacer Megherbi to chair the remaining time of the meeting.

The following members submitted their candidacy to join the Board of Director for 2010-2012: Laila Boufraine, Nadira Boumechal, Belkacem Hacene-Djaballah, Farida Hacene-Djaballah, Farida Kerouani. In addition, the following previous Board members will continue to serve in the Board for another year (as stipulated by the Bylaws): Yassine Belkhodja, Naim Bentahar, Nacer Megherbi, Azzedine Stambouli. Mr. Abdel-Allah Stambouli has served for 2 years and thus decided to leave the Board of Directors.

A motion was submitted to elect the 5 new candidates on a collective basis. The motion was unanimously adopted. Therefore, the new board of Directors for 2010-2011 is comprised of the following members:

Yassine Belkhodja	Naim Bentahar	Laila Boufraine
Nadira Boumechal	Belkacem Hacene-Djaballah	Farida Hacene-Djaballah
Farida Kerouani	Nacer Megherbi	Azzedine Stambouli

4. Other Business

- **Review and setting of the Membership Dues for 2010-2011:**

After a productive debate, the General Assembly decided to set the following fees for the Membership dues. These fees will be effective starting Jan 2011.

Family	\$50
Individual	\$30
Student	\$0

- **Next Picnic Event:**

The General Assembly wanted to know the preparation status of the May 2nd Picnic Event and whether there are any action items that the new board must be aware of. Since most members of the old Board are going to serve in the new Board, no transition issues should be expected and the new Board should be well prepared for the event.

- **How the Total Number of Members is counted to calculate the quorum?**

According to the Bylaws, the quorum is reached when 10% of the total membership is present. Traditionally, the association assumed that the quorum was based on the total number of memberships (regardless of the type). However it was not clear how family memberships were counted. Either:

1. The family membership is counted only once (for quorum purposes), or
2. Each family member is entitled to a vote and therefore, the total numbers of members should reflect the total number of members in each family.

For example, if we have a total of 93 memberships and 65 of these are Family type memberships and assuming that each family has 2 members (husband and wife), therefore, the total number of members can be either 93 or 159 (65*2+28).

Consequently, the quorum can be either 10 in the first case or 16 in the second case. The Board agreed to look into this issue and clarify the true intent of the Bylaws.

With all the items on the agenda covered, the chair of the assembly declared the meeting officially closed at 1:30pm.

Naim Bentahar
Secretary