

CONSTITUTION AND BYLAWS OF
THE

*LEBANESE-AMERICAN
HERITAGE CLUB*

ARTICLE I
NAME

The name of this organization shall be *The Lebanese-American Heritage Club* hereinafter known as *The Club*.

ARTICLE II
MISSION.

The mission of this organization shall be to promote the educational, athletic, social, and cultural affairs of the Lebanese-American community and to act as an instrument of understanding and cooperation between members of the Lebanese community and American society consistent with the terms dictated by Section 501 (c)(3) of the Internal Revenue Code as set forth in the Articles of Incorporation including not carrying out propaganda or otherwise attempting to influence legislation or interference in any political campaign on behalf of any candidate for public office.

ARTICLE III
MEMBERSHIP

Section 1 - The membership of this organization shall not be limited to any specific number.

Section 2 - The membership of the Lebanese American Heritage Club shall be granted to qualified applicants without regard to race, color, sex, religious, or political affiliation provided that such person shall be sponsored by at least two members of *The Club* in good standing. /

Section 3 - The sponsorship for membership shall be filed with the Secretary whom shall forward it to the President for review and presentation at the next regular Executive Board meeting. The Executive Board shall review the application during said meeting and shall vote at the next scheduled meeting.

Section 4 - Notwithstanding Article III, Section 4, a two-third (2/3) vote by the Executive Board shall be needed for the initiation of a new member, as well as payment of the initiation fee and the first annual dues.

Section 5 - Types of Membership

- A. Active Member: An active member is a member who regularly attends meetings and pays dues.
- B. Inactive Member: An active member who is absent from three consecutive meetings without a valid excuse shall be relegated to inactive membership. An *inactive* member is a nonvoting member who shall regain his active membership status only after a written request submitted to the President and approved by the Executive Board hereinafter defined.
- C. Honorary Member: Upon the signed recommendation of two members, by a three-fourth (3/4) vote of the Executive Board, and subject to the President's approval, honorary life membership can be conferred upon a person who shall have rendered notable service to *The Club*. An honorary member shall have none of the obligation of membership in *The Club* and shall be entitled to all of the privileges except those of making motions, of voting, and of holding office. To become an honorary member, two active members in good standing must sponsor said person. Thereafter, the Executive Board must approve such a membership. However, final determination as to the granting of membership is subject to the approval of the President.
- D. General Board: The General Board shall constitute of all active members of *The Club*.
- E. Executive Board: The Executive Board shall constitute of all the elected officers of *The Club* plus the chairpersons of the standing committees, and the immediate past president of *The Club*.
- F. General Assembly: The General Assembly shall constitute of all active and inactive members of *The Club*.

Section 4 - The amounts and payment method of the initiation fee as well as the annual dues for all classes of membership shall be proposed by the finance committee subject to approval by the Executive Board.

Section 5 - Each member shall abide by these bylaws and is expected to be of good moral standing.

ARTICLE IV
OFFICERS

Section 1 - The officers of *The Club* shall include the positions of President, First Vice-President, Second Vice-President, Secretary, Assistant Secretary, Treasurer, and Sergeant-at-Arms.

Section 2 - All officers of *The Club* shall be elected for two year terms by the General Board.

Section 3 - The election of the officers shall take place during the month of December of an election year. Prior to the election, the President shall appoint a special election committee that will set the election date and supervise the election process consistent with these Bylaws.

ARTICLE V
POWERS AND DUTIES OF THE EXECUTIVE BOARD

Section 1 - There shall be an executive board which shall consist of the seven elected officers, the immediate past president of *The Club*, the chairpersons of the standing committees, and five members who shall be appointed thereto by the President at his discretion.

Section 2 - The Executive Board, in coordination with the Finance Committee, shall have the power to submit to the general assembly, once a year, *The Club's* general budget, which shall be open to amendment and debate. The budget shall be approved by a two-third (2/3) vote of the General Board's members who are present and voting.

Section 3 - The Executive Board shall have the power to recommend to *The Club* any proposals, including amendments, to these Bylaws.

Section 4 - The Executive Board, under the guidance of the President, shall carry out all lawful orders and instructions of the General Assembly.

Section 5 - Vacancies on the Executive Board shall be filled by the President of *the Club*. The person appointed by the President shall only serve until the end of the term of the party he/she is replacing.

ARTICLE VI
MEETINGS

Section 1 - The President shall designated the time and place of all o f the *Club's* regular meetings. Upon notification by the President to the Secretary of the time of the designated meeting, the Secretary shall notify all active members of the meetings. This notification shall occur within a reasonable time and using a reasonable means of communication in order for the invited persons to be properly and timely informed.

Section 2 - Quorum and Action. A majority of the Executive Board and/or the General Board shall constitute a quorum. At any duly held meeting, the affirmative vote of a majority of the members present shall be the act of the Exe cutive Board and/or the General Board on any question.

Section 3 - Special meetings may be called by the President, and/or in conjunction with the Executive Board. Special meetings of the Executive Board shall be called by the President upon the written requests of a majority of the members of the board. No business other than that for which a special meeting is called shall be transacted except by unanimous consent.

Section 4 - The President of *The Club* may invite guests. to attend meetings without such guests having any power of voting or making motions.

Section 5 - *The Club* adopts Robert's Rule of Order as a gap giller to be incorporated into use during the meetings so long as it does not conflict with these Bylaws.

ARTICLE VII
POWERS AND DUTIES OF OFFICERS

Section 1 - President. The President shall:

- A. Act as chief administrative officer and legal head of the organization;
- B. Serve as the chairman of the Executive and General Boards;
- C. Represent *The Club* at public affairs or appoint such persons as deemed necessary to carry out such a function;
- D. Have the right to appoint all committees and all the chairpersons concurrent with those of his/her terms; and

- E. Have the right to monitor all media and contact with the public, including but not limited to, the mail.

ARTICLE VIII
POWERS AND DUTIES OF THE VICE-PRESIDENT

Section 1 - It shall be the duty of the Vice-president to render assistance to the President whenever requested. If the President is unable to preside at a meeting or perform his/her duties as prescribed herein, the Vice-President shall have full authority and power of the President as set forth in the Bylaws.

ARTICLE IX
POWERS AND DUTIES OF THE SECOND VICE-PRESIDENT

Section 1 - The Second Vice-President shall assume and perform the duties of the Vice-President in the absence of the Vice-President and in the event of the resignation or disability the Vice-President, he/she shall become Vice-President for the unexpired term. In the event of the absence or disability of the President and the Vice-President, he/she shall perform the duties of President.

ARTICLE X
POWERS AND DUTIES OF THE SECRETARY

Section 1 - The Secretary shall keep and record all minutes of the meetings of *The Club* and keep an official membership role and make both available upon written request to all members in good standing.

Section 2 - The Secretary shall certify all signatures of the officers and that the minutes and documents are proper records of *The Club*.

Section 3 - The Secretary shall send out all notices of meetings as required by these Bylaws.

Section 4 - In the absence of the President and both the First and Second Vice-president, the Secretary shall chair the meeting.

ARTICLE XI
POWERS AND DUTIES OF THE ASSISTANT SECRETARY

Section 1 - The Assistant Secretary shall assist the Secretary and shall, in his/her absence, perform the duties of the Secretary.

ARTICLE XII
POWERS AND DUTIES OF THE TREASURER

Section 1 - The Treasurer shall perform duties and keep records in accordance with the following:

- A. Keep records of all dues, disbursements and receipts.
- B. Render an accounting of said funds as directed by the Executive Board.
- C. Prepare or secure the filing of any or all tax returns as required by any government or agency.
- D. Promptly deposit all funds received into a bank or depository selected by the Executive Board, and keep accurate records of such deposits.
- E. Keep records of all assets and personal property of *The Club*.

ARTICLE XIII
POWERS AND DUTIES OF THE SERGEANT-AT-ARMS

Section 1 - To help maintain law and order within the meetings and to evict from the chamber of meetings any and all unruly, disruptive members.

ARTICLE XIV
STANDING COMMITTEES

Section 1 - At his/her discretion, and as deemed needed, the President shall create committees and define the duties of the standing committees in order to carry on *The Club's* business.

Section 2 - The President shall appoint all chairpersons of all standing committees for a term consecutive with the President's term of office.

Section 3 - The duties of the standing committees shall be in writing and submitted for the record at a regular General Board meeting.

ARTICLE XV
REVENUE

Section 1 - The chief source of revenues of *The Club* shall be the membership dues, fund raising, donations, and other sources given through different activities of *The Club*.

Section 2 - All disbursements shall be made by check or cash against a receipt, as hereinafter provided.

Section 3 - Disbursements in excess of ten dollars (\$10.00) shall require approval of the Executive Board.

ARTICLE XVI
DISCIPLINARY ACTION

Section 1 - A member or officer may be removed from membership for just cause, including but not limited to the following:

- A. Violation of any specific provision of the Bylaws;
- B. Violation of the oath and obligations of their office
- C. Conduct inconsistent with the duties and/or financial obligations of a member as defined in these Bylaws and judged by the Executive Board.

Section 2 - Removal from Membership: Before a member can be removed from *The Club*, or from an office thereof, a two-third (2/3) vote for termination of membership must be obtained, and he/she must have:

- A. Received proper notice of the proceeding, including the time and place thereof;
- B. Been served with written specific charges;
- C. Been allowed a reasonable time period in which to prepare his/her defense;
- D. Been afforded a full and fair hearing by the General Board; and
- E. Received a two-third (2/3) vote for termination of membership; by the General Board.

**ARTICLE
XVII
AMENDMENTS**

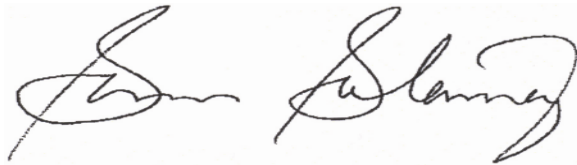
A two-third (2/3) vote of the General Board members, upon recommendations of the Executive Board may alter, amend, appeal, and make any additions or deletions to the Bylaws.

**ARTICLE XVIII
DISSOLUTION**

Section 1 - Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code, or 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. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the County in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

These Bylaws were submitted and approved by the Executive Board on:

These Bylaws were submitted and approved by the General Board on:

A handwritten signature in black ink, appearing to read "Sam Slemon". The signature is written in a cursive style with a large initial "S".

Signed:

President of the Lebanese American Heritage Club