

ITALIAN AMERICAN ASSOCIATION OF MONMOUTH COUNTY

BYLAWS

EIN # 56-2493692

MEMBERSHIP APPROVAL DATE:

NEXT REVIEW DATE:

INCORPORATED:

December 1, 2004

ARTICLE I: NAME

The name of this association is the Italian American Association of Monmouth County.

ARTICLE II: ARTICLE OF ORGANIZATION

- a. The association exists as an incorporated association of its members. Its “articles of organization” comprise these By-Laws, as from time to time amended.
- b. The association is a non-profit organization under the laws of New Jersey.

ARTICLE III: PURPOSE

The purpose of the association is as follows:

- a. To promote Italian American culture by inviting speakers to meetings, informing members of events, lectures and courses on every aspect of the Italian American experience from family histories to cooking to Italian Americans in the news. Events will be organized at which members can share their personal experiences as Italian Americans. In addition, Italian language lessons will be available.
- b. To promote Italian American fraternity and family values by conducting social events such as picnics, dinner dances, holiday and special event parties as well as outings for the members, their families and friends.
- c. To promote economic opportunities for the members by, among other things, arranging lectures on financial and legal matters, advising them of scholarships and developing our own scholarship fund. A directory of the members and their occupations will be developed so that each has an opportunity to call on another member when they are in need – to the mutual benefit of all.
- d. To undertake such acts of charity and community service as the members deem advisable.
- e. To speak out and work against those who present false or stereotypical images, statements or accusations which demean or malign Italian Americans.
- f. To bring together Italian Americans from all walks of life to promote the common Feelings of love for our families, our Italian American culture, the United States of America which has provided us with so much and the joy of life itself as seen and enhanced by our Italian American experience.

ARTICLE IV: BASIC POLICIES

- a. The association shall be noncommercial and nonpartisan.
- b. The name of the organization or the names of any members in their official capacities shall not be used to endorse or promote a commercial concern or in connection with any partisan interest or for any purpose not appropriately related to promotion of the purpose of the organization.
- c. The association shall not directly or indirectly participate or intervene in any way including the publishing or distributing of statements, in any political campaign on behalf of, or in opposition to, any candidate for public office, or devote more than an insubstantial part of its activities to attempting to influence legislation by propaganda or otherwise.
- d. No part of the net earnings of the organization shall go to the benefit of or be distributable to its members, directors, trustees, officers or other private persons except that the organization shall be authorized and empowered to pay reasonable

compensation for services rendered and to make payments in furtherance of the objects set forth in Article III hereof.

- e. Upon the dissolution of this organization, after paying or adequately providing for the debts and obligations of the organization, remaining assets shall be distributed to one or more nonprofit funds, foundations or organizations which have established their tax exempt status under Section 501(c)(3) of the Internal Revenue Code.

ARTICLE V: MEMBERS AND DUES:

SECTION I: MEMBERSHIP

- a. Membership in the Italian American Association of Monmouth County shall be made available to any individual who subscribes to the purpose and basic policies of the Association without regard to color, creed or national origin under such rules and regulations not in conflict with the provisions of these By-Laws.
- b. The association shall conduct an annual enrollment of members but may admit persons to membership at any time.
- c. Members in good standing are those who abide by the current By-Laws and who have paid the current dues.
- d. The privilege of chairing a committee, introducing motions, debating and voting shall be limited to members who have been members in good standing of the association at least 2 months.
- e. The privilege of holding office shall be limited to members that have served as a committee chairperson for at least one event.
- f. Members must be at least 21 years of age.
- g. The membership year shall run from January 1st through December 31st.
- h. "non members", (guests) may attend one general meeting as a "guest" but must become a member in order to attend general membership meetings thereafter.

SECTION II: Dues

- a. Each member of the association shall pay annual dues as set by said organization.
- b. Dues shall be prorated for those members joining at intermittent times of the membership year.

ARTICLE VI: OFFICERS AND THEIR ELECTION

SECTION I:

- a. Only those individuals who have been a member in good standing and have served as a committee chairperson shall be eligible for nomination either by the nominating committee or from the floor at the general membership meeting.
- b. The elected officers of the association shall consist of a president, vice president, recording secretary and a treasurer. These officers shall comprise the executive committee.

SECTION II: NOMINATIONS:

- a. There shall be a nominating committee composed of 3 members, (or an odd number), who shall be appointed by the association at a regular meeting of the association, at least two months prior to the election.
- b. The first member elected shall call the committee together and the committee shall elect its own chairman.
- c. Letters of intent shall be submitted to the nominating committee who will verify eligibility. Once eligibility has been verified, the nominating committee will put forth a slate of eligible nominees to be presented to the general membership for vote..
- d. Only persons who have signified their consent in writing, shall be eligible to be nominated to such an office.
- e. Following the final report of the nominating committee at the election meeting in November, an opportunity shall be given for nominations from the floor.
* Note: Nominating committee members can be considered for office, they should not be penalized from this process by serving on the nominating committee. Once the nominations have been announced by the nominating committee, that committee is dissolved and any member of that committee may now be nominated from the floor.

SECTION III: ELECTIONS:

- a. The officers of this association shall be elected by ballot for a two year term in the month of November, however, if there is but one nominee for each office, the election can be by voice vote.
- b. A majority vote of the members of the Association shall elect.
- c. Officers shall serve 2 years or until successors are elected.
- d. Officers shall assume their official duties at the close of the meeting in December.
- e. No person shall serve more than two (2) consecutive terms in the same office. An officer having served more than one-half of a term shall be credited with having served the complete term.

SECTION IV: VACANCY:

A vacancy occurring in an office shall be filled for the unexpired term by a person elected by a majority vote of the remaining members of the executive board, notice of such election having been given by the secretary. Voting is to be conducted by ballot.

ARTICLE VII: DUTIES OF THE OFFICERS:

EXECUTIVE COMMITTEE:

SECTION I: THE PRESIDENT:

- The President shall preside at all meetings of the Association and of the Executive Committee/Board, shall perform such other duties as may be prescribed in these By-Laws or assigned to hem/her by the Association or by the Executive Committee/Board and shall coordinate the work of the officers and committees of the Association in order that the purpose or objectives of the Association may be promoted.

- The President shall have a working knowledge of parliamentary law and procedures and a thorough understanding of the By-Laws and rules of the organization.
- The President shall preside and maintain order at all meetings and remain impartial.
- The President shall be an advisory member of all committees **except the nominating committee.**
- The President shall represent the Italian American Association in public forums or appoint an alternate.
- The President shall set up meetings (calendar for the year, etc....)
- The President shall work with chairpersons to set up a calendar of IAA activities/fundraisers for the year.
- The President shall prepare a procedure book and present to successor.
- The President shall approve and proofread all correspondence/flyers issued by the Association.
- The President shall assist the Executive Board in the preparation of the annual IAA budget.
- The President shall prepare a written agenda for each Executive/General meeting.
- The President shall preside over the executive committee selection of chairperson.
- The President shall sign a bank signature card when necessary and serve as a signatory on checks.
- The President may call an executive board/committee meeting whenever necessary in addition to those stated in the bylaws.
- The President shall sign any contracts and State and Federal filing documents as "President" and only when circumstances warrant (ie; fundraising contracts).
- The President gets one vote when voting is by ballot, or when hand vote requires a tie-breaking vote.
- The President shall share all mailings and other information with all association members, especially chairpersons.

SECTION II: THE VICE PRESIDENT:

- The Vice President(s) shall act as aide(s) to the President and shall in their designated order perform the duties of the president in the absence or inability of the officer to serve.
- In the absence of the President, preside and perform the duties of the President.
- Have a working knowledge of all **standing** committees and ensure that there are chairpersons and members of those committees.
- Maintain committee membership lists and records.
- Assist the executive committee in the preparation of the annual IAA budget.
- Serve as general membership liaison..

*** NOTE: No contracts are signed without the consent of the president and notification of the Executive Board.**

SECTION III: RECORDING SECRETARY:

- The Recording Secretary shall record the minutes of all meetings of the association and of the Executive Committee/Board and shall perform such other duties as may be delegated to him/her.
- The Recording Secretary acts as custodian of all legal documents (minutes, motion book, treasurer's report, contracts, etc.), as well as a copy of membership list, approved By-Laws, and all event fliers in perpetuity.

- Types and distributes minutes of previous month's meetings to the executive board and corresponding secretary with extra copies for general distribution if requested.
- Records all proceedings and motions at all executive board and general meetings in a motion book.
- Keeps record of attendance at all meetings.
- Reads previous month's minutes.
- Signs official documents (minutes).
- Assists the executive committee in the preparation of the annual IAA budget.

SECTION V: THE TREASURER:

- The Treasurer shall have custody of all funds of the Association, shall keep an accurate record of receipts and expenditures, shall pay out local funds in accordance with the approved budget as authorized by the Association.
- Receives and banks all moneys due the organization.
- Keeps bookkeeping records of all monetary transactions and has available at all meetings.
- Pays wherever possible by check, countersigned by 2 Of the 3 authorized, (the President and self or Financial Secretary and self, etc.).
- Disburses money as needed with the proper authorization and documentation.
- Gives written financial statement of association at executive meetings and distributes to officers with extra copies for general meetings.
- Offers complete financial report when audited semi-annually by the Trustees of the Association.
- Arranges for resolution at the bank after officers are elected and reorganization meeting has been held (ie; signature card changes).
- If available to collect or receive moneys during any large fund raiser and has at least two other people from that fundraiser committee count cash and checks being turned in for deposit.
- In cases where a personal check used for payment to the Association has bounced or been returned, Treasurer will arrange with that person to reimburse the Association plus any charges involved in banking penalties.
- The treasurer shall present a financial statement of accounts at every meeting of the Association and at other times when requested by the Executive Committee/Board, and shall make a full report at the annual meeting.
- Treasurer is not obligated to deliver checks to chairperson...the chairpersons shall arrange to see the treasurer.
- Alert Executive Committee to line items in the budget nearing depletion as well as those over budget.
- Send payment for insurance and other agencies before required payment dates.
- Assist the executive committee in the preparation of the annual budget.

SECTION VI:

All officers shall deliver to their successors all official material not later than ten days following the close of the meeting in December, (or in case of resignation, 10 days after resignation).

ARTICLE VII: EXECUTIVE COMMITTEE/BOARD:

SECTION I: THE EXECUTIVE COMMITTEE:

The Executive Committee shall be composed of the elected officers of the association and the procedure and bylaws chairman. A majority of those listed as serving shall constitute a quorum.

The duties of the executive committee are:

- a. To create standing committees.
- b. To elect/appoint chairmen of the standing committees.
- c. Meet in emergency situations to direct inter-association difficulties and report to the executive board with conclusions.

SECTION II: THE EXECUTIVE BOARD:

The executive board shall consist of the elected officers of the Association, the Corresponding Secretary, Trustees, Executive Secretary, Financial Secretary, Director of Charities, Sergeant at Arms, Webmaster, Delegates and the chairpersons of the standing committees. (Special committee chairmen are only part of the board for the time their committee is in existence). The members of the executive board shall serve until their successors are appointed or, as in the case of the executive committee, elected. A majority (2/3) of the executive board members shall constitute a quorum.

The duties of the executive board shall be:

- a. To transact necessary business in the intervals between association meetings and such other business as may be referred to it by the association.
- b. To approve the plans of work of the standing/ special committees
- c. To present a report at all regular meetings of the association.
- d. Approve the appointment of an auditor or an auditing committee at least two weeks before the semi-annual meeting to audit the treasurer's accounts.
- e. To accept and submit to the association for adoption of a budget for the fiscal year.
- f. To approve routine bills not in excess of \$300.00 and within the limits of the approved budget.

SECTION III:

Regular meetings of the executive board shall be held monthly during the year, the time to be fixed by the board at its first meeting of the year.

SECTION IV:

Special meetings of the executive board may be called by the president or by a majority of the members of the board. The purpose of the meeting will be stated in the call.

ARTICLE VIII: DUTIES OF APPOINTED OFFICERS OF EXECUTIVE BOARD:

SECTION I: FINANCIAL SECRETARY:

- Maintain payment records of membership dues.

- Maintain current list of members
- Maintain Financial Statements that are to be used by Trustees in performing semi-annual audits of books and records of the Association
- Contract proper insurance for the Association and its Officers.
- Serve as second signatory to President or Treasurer on checks as needed.
- Recommend investment options of the Association general operating funds as well as any specific accounts such as Scholarship Fund, Charity Fund, etc.
- Oversee the semi-annual audit.
- Assist the executive committee in the preparation of annual budget.

SECTION II: CORRESPONDING SECRETARY:

- The corresponding secretary shall conduct the general correspondence of the Association as directed by the President, Executive Committee/Board or the Association with the President's approval/review.
- Give notification of Executive Board meetings as well as all general meetings to all members by monthly e-vites, agendas, newsletters, etc.
- Purchase stamps and stationery or arrange with treasure to make purchases necessary to conduct official Association mailings.
- Oversee the "Sunshine Committee".
- Assist the Executive Committee in the preparation of the annual Association budget.

SECTION III: SERGEANT AT ARMS:

- Ensures that matters of the Association as well as conduct at Board and general meetings are conducted in accordance with the Bylaws.
- Maintains a copy of the By-Laws.
- Assists the executive committee in the preparation of the annual IAA budget.

SECTION IV: TRUSTEES:

- Conduct semi-annual audit of the Association's books and financial records.
- Ensure that all bills that have been submitted for payment are in accordance with the Association's By-Laws and have proper documentation, (receipts).
- Assist the Executive Committee in the preparation of the annual Association budget.

ARTICLE IX: MEETINGS:

GENERAL MEMBERSHIP MEETINGS:

- a. Only members who are in good standing as described in Article V shall be eligible to participate in the business of the Association.
- b. At least 9 general membership meetings of this association shall be held during the calendar year. Dates of meetings shall be determined by the Executive Board and announced at the first general membership meeting of the year.
- c. At least 10 days notice shall be given of a change of date of general membership meetings.

- d. Special general membership meetings may be called by the executive board 5 days notice having been given. The purpose of the meeting shall be stated in the call.
- e. The annual general meeting for the purpose of electing officers, hearing reports and such other business as may properly come before it shall be in November.
- f. Quorum for membership meetings should be a fair number above those listed as serving on the executive board.

ARTICLE X: STANDING COMMITTEES AND SPECIAL COMMITTEES:

SECTION I:

Only members of the Association that are in good standing shall be eligible to serve as chairperson or members of committees.

SECTION II:

Such standing committees shall be created by the Executive Committee as may be required to promote the purpose and interests of the Association. The chairpersons of the standing committees shall be appointed by the executive committee and their term shall be for one year. (They may continue if there is no successor).

Standing committees are those committees that are active continually throughout the year: Examples of standing committees include but are not limited to Hospitality, Italian Lessons, Membership, Newsletter, Delegate Representatives, Charities, Website.

SECTION III:

The chairpersons of all standing committees shall present plans of work to the executive board for approval, and no committee work shall be undertaken without the approval of the Executive Board.

SECTION IV:

Special committees shall be appointed by the President, Executive Board or the Association as deemed necessary to carry on the work of the Association. Since a special committee is created and appointed for a specific purpose, it automatically dissolves when its work is done and its final report is received. (Examples of special committees are Barbecue, San Genaro, Taste of Italy, cookbook, ad journal, Christmas Dinner, Carnevale, La Befana, Raffle, Atlantic City trip, Carnival, nominating committee.)

SECTION V: COMMITTEE PROCEDURE:

Committee Chairperson shall:

- a. Keep an updated procedure book detailing work done regarding committee.
- b. Present plans of work to the Executive Board for approval. Undertake no work without prior approval.
- c. Obtain prior approval for all expenditures. (See line item in budget)
- d. Submit receipts of all expenditures to the Treasurer.
- e. Count all income received at functions with at least one other member from committee. All monies must be double counted and signed.

- f. Forward all monies to the treasurer immediately following counting and obtain receipt for same.
- g. Submit all bills immediately for payment, having the check made payable to vendor.
- h. Notify President of all committee meetings to be held.
- i. Prepare final report for presentation at Board and general membership meeting. Submit copy of this report to Treasurer and Financial Secretary, maintaining a copy for procedure book.
- j. Pass all records and books to successor within 10 days of the end of term.
- k. Submit all contracts to the President to be signed.

SECTION VI:

The president shall be ex-officio member of all committees **except the nominating committee.**

ARTICLE XI: FISCAL YEAR:

The fiscal year of this association shall begin on January 1st and end on December 31st. The fiscal year may differ from the membership year.

ARTICLE XII: PARLIAMENTARY AUTHORITY:

Robert's Rules of Order Newly Revised shall govern this association in all cases in which they are applicable and in which they are not in conflict with these By-Laws.

ARTICLE XIII: AMENDMENTS:

SECTION I:

- a. These bylaws may be amended at any regular meeting of the Association by a majority vote of members present and voting, providing a quorum being present and providing that notice is given to the general membership of the proposed amendment at least 25 days prior to the meeting at which action is to be taken.
- b. A committee may be appointed to submit a revised set of By-Laws as a substitute for these By-Laws only by a majority vote at a meeting of the Association, or by a two-thirds (2/3) vote of the Executive Board, providing a quorum being present at both. The requirements for adoption of a revised set of By-Laws shall be the same as in the case of an amendment.
- c. The Association shall take action promptly to incorporate such amendments to its By-Laws.

Typed and respectfully submitted for approval,

**Cheryl Scuzo
IAA Recording Secretary**