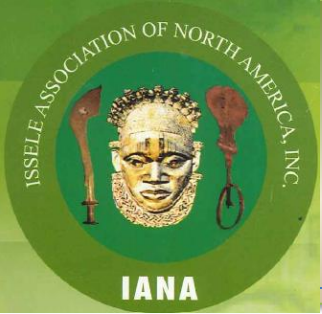




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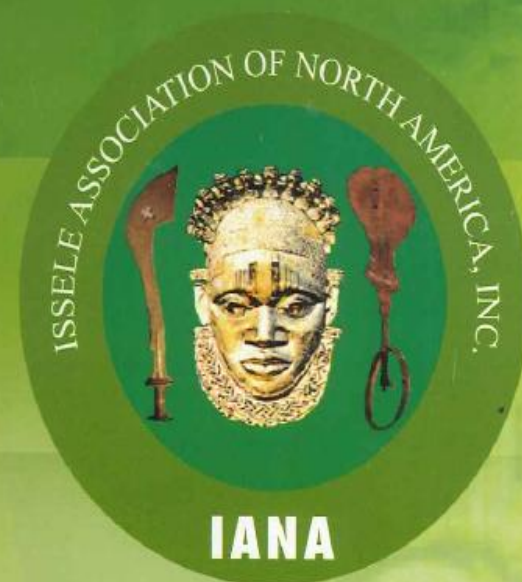
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Constitution

By-Laws



CONSTITUTION and BYLAWS

**Issele Association
of
North America, Inc.
Constitution**

Issele Association of North America, Inc.

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Issele Association of North America, Inc.

CONSTITUTION

PREAMBLE

We, the duly constituted members of Issele Association of North America, a non-profit organization, in order to form a closer union, to foster high ideals in social, intellectual, cultural, and economic life, and for the welfare of our members, do establish this Constitution for the government of this organization. Chapters now in existence, and Chapters organized hereafter shall be bound by the rules established in this Constitution and its Bylaws.

ARTICLE I - NAME

The name of this organization shall be *Issele Association of North America*, hereinafter referred to as "the National Association."

ARTICLE II - PURPOSE

The principal purposes and aims of this Association shall be to engage in cultural, educational, socioeconomic, and public service activities; to establish, maintain, and encourage high cultural, intellectual and socioeconomic standards; and to govern, supervise, and regulate the several Chapters of the Association established under the authority and sanction of this Association.

ARTICLE III - MEMBERSHIP

Section 1. INDIVIDUAL MEMBERS

- (A) The National Association shall consist of all duly registered members, who are financially in good standing, with both the National Association and, a Chapter, or members-at-large, or those exempted from payment as stated in the Bylaws.
- (B) The categories of membership shall include individuals, youths, and honorary.
- (C) Membership in the National Association shall not be denied or abridged to any person on the basis of race, color, creed, religion, age, national origin, or physical disability.

Section 2. CHAPTERS

There shall be local chapters.

Issele Association of North America, Inc.

ARTICLE IV - OFFICERS

Section 1. NATIONAL OFFICERS

The national officers of this organization shall be the following and such other officers as from time to time may be necessary:

Elected National Officers

National President
National Vice President
National Public Relations Officer
National Secretary
National Assistant Secretary
National Treasurer

Appointed National Officers for National Convention only

National Parliamentarian
National Provost

Section 2. NATIONAL EXECUTIVE BOARD

The members of the National Executive Board shall be the following:

National Elected Officers under ARTICLE IV - Section 1
National Elected Chairpersons
National Appointed Chairpersons
Immediate Past National President

Section 3. NATIONAL COMMITTEES AND NATIONAL COMMISSIONS

National Committees and National Commissions shall be appointed or elected as provided in the Bylaws.

ARTICLE V - DUES, FEES, LEVIES, AND FINANCE

The National Association shall be financed by the dues and fees from its membership and other appropriate contributions.

Issele Association of North America, Inc.

Section 1. NATIONAL CONVENTIONS

The National Association shall assemble in National Convention at regular intervals.

Section 2. CHAPTER MEETINGS

Each Chapter shall meet at regular intervals as determined by its Rules of Order.

ARTICLE VII - INCORPORATION

Section 1.

The Association shall exist as an incorporated body under the laws of the Congress and under subchapter 3 of the Code of Laws for the District of Columbia, said corporation having the power to carry on its business and activities with the District of Columbia, throughout the United States and its territories, and elsewhere.

Section 2.

For corporate purposes the control and management of this corporation shall be vested in the National President, National Vice President, National Public Relations Officer, National Secretary, National Assistant Secretary, and National Treasurer.

ARTICLE VIII - PARLIAMENTARY AUTHORITY

All matters not covered by the *Constitution and Bylaws* and *Rules and Regulations* promulgated by the National Association shall be governed by the current edition of *Robert's Rules of Order, Newly Revised*.

ARTICLE IX - LIABILITY

The National Officers and the National Executive Board of the National Association expressly disclaim responsibility for actions of Chapters or individual members who are in violation of either the letter or the spirit of this Constitution and Bylaws.

Issele Association of North America, Inc.

ARTICLE X - AMENDMENTS

This Constitution shall be amended by a three-fourth vote of the voting delegates assembled in the National Convention.

Notice of proposed amendments shall be published to Chapters at least ninety (90) days before the convening of the National Convention.

Amendments proposed at one National Convention shall be voted upon at the following National Convention.

Issele Association of North America, Inc. Bylaws

Issele Association of North America, Inc.

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Issele Association of North America, Inc.

BYLAWS

ARTICLE I - MEMBERSHIP

Definitions

- (A) Membership is open to all Issele by virtue of birth, marriage, ancestry, lineage to Issele parent(s), children of Issele parent(s), spouse, children of parent(s) that have lived in any of the Issele towns for a substantial period of time as to establish a nexus or affiliation or interest in Issele, and reside in North America.
- (B) "Issele" means Issele-Azagba, Issele-Mkpitime, and Issele-Uku combined.
- (C) A member is any registered person who pays dues to a Chapter and to the National Association, or member-at-large fee, or those exempt from payment of National Association dues and fees as stated in Article XI - DUES AND FEES, Section 15. EXEMPTION FROM PAYMENT OF THE NATIONAL ASSOCIATION DUES AND FEES.
- (D) A Member-at-Large is a registered individual who by reason of geographical location is unable to belong to a Chapter and there is no established Chapter within 80 miles of the city or county line (herein referred to as the same geographic area) of an existing Chapter.
- (E) A Youth Member is any person as defined under paragraph (A) above that is between the ages of 13 and 21.
- (F) An Honorary Member is a member duly initiated in recognition of her/his achieved distinction in a given field.
- (G) Unless otherwise exempted by the Scholarship and Standards Committee upon petition and for good cause shown, a married person and the spouse, constitute a family unit and are represented and counted as two persons.
- (H) Representatives:

Issele Association of North America, Inc.

- (1) Voting Representative - a member-at-large, or member who has been designated by her/his Chapter to represent it at a National Convention.
- (2) Alternate Representative - a member-at-large, or member who has been designated by her/his Chapter to take the seat of the voting delegate and act in her/his absence.
- (3) Nonvoting Representative - any other member who registers for and attends a National Convention who is neither a voting nor an alternate delegate.

ARTICLE II - REQUIREMENTS FOR MEMBERSHIP

Section 1. Chapter Member

Any individual of good character is eligible for membership in the Association provided that the individual:

- (A) meets all financial requirements of the National Association and the registered Chapter;
- (B) has been approved for membership by the Scholarship and Standards Committee.

Section 2. Honorary Membership

- (A) Any person of good character who has singularly achieved recognized national or international distinction in any field may be elected to Honorary Membership into the Association provided that he/she is:
 - (1) recommended by a Chapter(s) or individual member(s) to the Scholarship and Standards Committee;
 - (2) recommended by the Scholarship and Standards Committee to the National Executive Board; and
 - (3) approved by a majority vote of the National Executive Board.
- (B) An Honorary Member shall have all privileges of membership except those of voting and holding elected office.

Section 3. Membership in Chapters

- (A) An individual is eligible to become a member of a Chapter provided that he/she:
 - (1) satisfies all financial requirements of the National Association, and
 - (2) pays dues to that Chapter

Issele Association of North America, Inc.

- (1) verification of membership in the Association;
 - (2) payment of the new Chapter's dues; and
 - (3) payment of National Association dues, or verification of payment through previous Chapter.
- (C) No member shall hold membership in more than one Chapter at a time.

ARTICLE III - CHAPTERS

Section 1. Establishment and Maintenance

A Chapter shall be established upon the recommendation of the National President and Chairperson of the Scholarship and Standards Committee, and after approval by the National Executive Board.

(A) Initiating a Chapter in a geographic area:

- (1) each member shall reside in the area where the Chapter is to be seated;
 - (2) each individual shall be a member of the National Association at the time of application;
 - (3) the applicants must submit evidence that:
 - (a) the proposed Chapter is capable of meeting continuing requirements of the National Association;
 - (b) the community can support a Chapter; and
 - (c) the proposed Chapter is capable of meeting community needs.
- (B) Upon approval by the National Executive Board, the National Secretary shall issue a charter for the new Chapter, which shall be established by the Scholarship and Standards Committee.
- (C) All applications for establishing a Chapter must be submitted for processing between August 1 and March 1 of each year, and related activities must be completed by April 30.

Section 2. Chapter Rules of Order and Policies and Procedures

All Chapters shall be governed by the National Association *Constitution and Bylaws* and shall promulgate Rules of Order and Policies and Procedures to be submitted to the Scholarship

Issele Association of North America, Inc.

and Standards Committee for review and approval, and thereafter when amended by two-third vote of the Chapter members present and voting.

Section 3. Chapter Responsibility

(A) Each Chapter shall:

- (1) remit dues to the National Headquarters as provided in ARTICLE X - DUES AND FEES for all members of the Chapter;
 - (2) keep a record of all income and disbursements in a form prescribed by the National Association or according to generally accepted accounting principles;
 - (3) file all records and reports as required by the National Association;
 - (4) be represented at each National Convention;
 - (5) give evidence of local program consistent with the National Association program;
 - (6) meet the corporate requirement of the National Association by submitting annually the required fees, reports and forms listed on the Corporate Accountability Form;
 - (7) be required to carry general liability insurance in an amount no less than \$25,000;
 - (8) be covered by general bonding insurance which shall be provided by the National Association; and
 - (9) be required to pay corporate fees as set out in ARTICLE X - DUES AND FEES, Section 3. CORPORATE FEES.
- (B) In the event that the National Association is caused to incur legal expenses, including but not limited to, attorneys' fees, settlement amount, judgment awards, interest and costs, as a result of claims or lawsuits arising out of acts, contracts or conduct of a particular Chapter, its officers or members, the Chapter from which such claim or lawsuit arose shall be liable to reimburse the National Association for all such expenses upon terms satisfactory to the National Executive Board. Failure of a Chapter to make such reimbursement shall result in the imposition of such disciplinary action against the Chapter, as the National Executive Board deems appropriate.
- (C) Any Chapter failing to remit the required fees, reports and forms shall be declared inactive immediately, and shall not proceed with the Chapter program until all corporate requirements are met and the Scholarship and Standards Committee certifies that the Chapter is in compliance.

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- (D) Active status for failure to remit fees shall be resumed only upon payment of said fees to the National Headquarters.

ARTICLE IV - DUTIES OF NATIONAL OFFICERS

Section 1. National President

It shall be the duty of the National President to provide leadership, guidance and direction to the structure and programming of the National Association. The President shall:

- (A) serve as Chairperson of the National Executive Board;
- (B) serve as Chairperson of the National Convention Committee;
- (C) serve as Chairperson for the Program Planning and Development Committee;
- (D) preside over the National Convention;
- (E) enforce the *Constitution and Bylaws*;
- (F) appoint National Committees, National Commissions, National Convention Officers;
- (G) recommend to the National Executive Board the discipline of any elected or appointed national officer who fails to perform the duties of his/her officer;
- (H) strengthen public relations and maintain cooperative relations with other organizations;
- (I) serve as a member of the Scholarship and Standards Committee, and as ex officio member of all other national committees and commissions except the national Nominating Committee, with whom he/she may meet at its request;
- (J) exercise all powers and duties generally pertaining to the office of National President;
- (K) Work with the Scholarship and Standards Committee in coordinating their efforts and maintaining uniformity in the objectives and programs of the Association;
- (L) serve as an ex officio member of the board of directors of any related body of the National Association; and
- (M) be responsible for a corporate report to the National Convention that would include program status, financial status and program projection.

Section 2. National Vice President

It shall be the duty of the National Vice President to:

- (A) serve as Chairperson of the Scholarship and Standard Committee;
- (B) perform all the duties of the office of the National President in the absence, incapacitation or at the request of the National President;
- (C) assist with development and implementation of programs; and
- (D) liaise with Chapters.

Section 3. National Public Relations Officer

It shall be the duty of the Public Relations Officer to:

Issele Association of North America, Inc.

- (A) serve as Chairperson of the Information, Cultural and Communication Committee;
- (B) serve as liaison with officers and chapters in stimulating and strengthening organizational activities; and
- (C) serve as a member of the Scholarship and Standards Committee.

Section 4. National Secretary

It shall be the duty of the National Secretary to:

- (A) record the minutes of the National Executive Committee meetings;
- (B) review the minutes of the National Executive Board meetings;
- (C) review the records for accuracy of the sessions of the National Convention;
- (D) maintain a resolution book with appropriate indexing and numerology;
- (E) seat voting delegates at the National Convention;
- (F) take roll and maintain a membership list;
- (G) issue charters to new chapters;
- (H) finalize a report of the actions taken by the National Association in the National Convention and disseminate to all chapters within 45 days after the close of the National Convention;
- (I) finalize a report of the proceedings of the National Convention and disseminate to all chapters within 45 days after the close of the National Convention; and
- (J) Carry out all other secretarial duties as directed by the National President.

Section 5. National Assistant Secretary

It shall be the duty of the National Assistant Secretary to perform all duties of the office of the National Secretary in the absence of the National Secretary or at the request of the National President.

Section 6. National Treasurer

It shall be the duty of the National Treasurer to:

- (A) serve as the chief fiscal officer;
- (B) serve as a voting member of the Finance Committee which reviews and recommends financial policy;
- (C) receive and review monthly fiscal records and reconciliation reports of National Association monies;
- (D) present a quarterly financial report to the National Executive Board and the Chapters;
- (E) present a semi-annual financial report of all National Association monies to the National Executive Board and advise the Board of the financial status of the Association;
- (F) ensure that the internal controls are adhered to and the financial policies are implemented;
- (G) present annually an audited financial report to the National Association;

Issele Association of North America, Inc.

- (H) advise and counsel the National Executive Board on fiscal policy;
- (I) stimulate economic growth and financial stability of the National Association and Chapters;
- (J) compile and disseminate all fiscal information to Chapters to include such information as bonding, insurance and investment; and
- (K) collect fines levied on chapters and individuals as a result of disciplinary measures.

Section 7. Other National Officers

Such other national officers as may be authorized by the National *Constitution and Bylaws* shall exercise such duties as customarily pertain to such offices unless otherwise specified.

ARTICLE V - NATIONAL EXECUTIVE BOARD

Section 1. Members

The National Executive Board shall consist of the elected National officers of the National Association, the Chairpersons of Standing Committees and Commissions, the immediate Past National President and any other chairperson of a national committee or commission as approved by the voting delegates seated in National Convention.

Section 2. Meetings

The National Executive Board shall meet biannually and at the call of the National President.

Section 3. Duties

It shall be the duty of the National Executive Board to:

- (A) act on the mandate of the National Association presented at the National Convention;
- (B) act for the National Association in the interim between National Conventions;
- (C) develop, implement, and report to the National Association a five-year, long range plan, and recommend the priorities for the Association's biennium;
- (D) establish policies for the Association;
- (E) approve the time and place of National Conventions;
- (F) hear and act on appeals from chapters, officers, and individual members.

Section 4. National Executive Committee

- (A) The National Executive Committee of the National Executive Board shall consist of the following:

National President
National Vice President

Issele Association of North America, Inc.

National Public Relations Officer
National Secretary
National Assistant Secretary
National Treasurer

- (B) The National Executive Committee shall

- (1) meet quarterly at the call of the National President; and
- (2) facilitate action on the National Association's policies and administrative matters in the interim of the National Executive Board meetings.

- (C) The National Executive Committee does not supersede the National Executive Board and its decisions shall be subject to ratification by the National Executive Board.

ARTICLE VI - NATIONAL STANDING COMMITTEE AND NATIONAL COMMISSIONS

Section 1. National Standing Committees

The Finance, Scholarship and Standards, Nominating, Program Planning and Development, Information, Healthcare, Culture and Communication, Membership, and any other such committee approved by the National Convention shall be the standing committees of the National Association.

(A) Finance Committee

- (1) The Finance Committee shall consist of six members, the National Treasurer, a Chairperson, three members elected by the National Convention to serve for four years, and one youth member elected by the National Convention to serve for two years.
- (2) It shall be the duty of the Finance Committee to:
 - (a) consider the financial needs of the Association and recommend dues and fees to the National Executive Board;
 - (b) plan, evaluate and recommend the annual operating budget to the National Executive Board;
 - (c) develop long range and medium range plans;
 - (d) recommend to the National Executive Board the general financial policies of the National Association;
 - (e) study and develop financial plans to strengthen the financial base of the Association with input from the National Executive Board, national committees, national commissions and chapters; and

Issele Association of North America, Inc.

- (f) oversee and monitor fiscal control of the approved budgets of the Association.

(B) Scholarship and Standards Committee

- (1) The Scholarship and Standards Committee shall consist of nine members: the National Vice President, who shall serve as the Chairperson; the National President; the National Public Relations Officer, the National Treasurer, and five elected members. The four members shall be elected by the National Convention to serve for four years, and one youth member shall be elected at the National Convention to serve for two years.
- (2) It shall be the duty of the Scholarship and Standards Committee to:
 - (a) enforce the Constitution and Bylaws and establish policies and procedures among members and chapters of the National Association;
 - (b) serve as arbitrator when disputes arise between officers, chapters, and individual members;
 - (c) develop and administer the scholarship program of the National Association and make recommendations concerning same to the National Executive Board;
 - (d) conduct training sessions for National Executive Board members;
 - (e) recognize members and/or persons who have made outstanding contributions or have achieved distinction during each National Convention interim, according to appropriations made by the Finance Committee;
 - (f) recommend to the National Executive Board candidates for Honorary Membership at National Conventions;
 - (g) approve or recommend action on membership matters not otherwise provided for;
 - (h) evaluate annually the corporate accountability of each chapter; and
 - (i) conduct the leadership transition meetings for the National Association.

(C) Nominating Committee

- (1) The Nominating Committee shall consist of two members of the National Executive Board, one youth member and a Chairperson provided that:
 - (a) the Chairperson shall be elected by majority vote at the National Convention preceding the National Convention at which he or she will serve;
 - (b) the National Executive Board shall elect two of its members at a meeting prior to the National Convention to serve on the Nominating Committee; and
 - (c) one youth member elected at the National Convention.
- (2) It shall be the duty of the Nominating Committee to:

Issele Association of North America, Inc.

- (a) receive recommendation from chapters and members of persons to serve in National Association offices;
- (b) screen and select for the consideration of National Convention candidates for National Association offices;
- (c) distribute to the chapters and members-at-large at least 90 days prior to the National Convention the names of candidates to be presented to the National Convention;
- (d) report their nominations to the National Convention at a session prior to the final session; and
- (e) consult with and advise the Scholarship and Standards Committee.

(D) Program Planning and Development Committee

- (1) The Program Planning and Development Committee shall consist of seven members: the National President, who shall serve as the Chairperson; the National Vice President; the National Public Relation Officer, and four members. The four members shall be elected at the National Convention to serve for four years.
- (2) It shall be the duty of the Program Planning and Development Committee to:
 - (a) survey needs, commission a study, make and evaluate findings and make recommendations to the National Association of projects to be undertaken commensurate with goals, objectives, purposes and resources of the Association;
 - (b) serve as the official body that recommends developmental projects of National Association;
 - (c) serve as the information and referral source for chapters interested in developing, acquiring and maintaining an interest in real property; and
 - (d) develop and coordinate projects that are consistent with the long-range plan and the priorities as approved by the National Association.
- (3) The Program Planning and Development Committee shall review all ongoing projects, initiatives, and activities from time to time, as well as consider any new initiatives, activities and requests, from groups, individuals, Chapters, or other entities, and determine what involvement, if any, will be continued or undertaken. In making this determination, the Committee shall utilize a thorough and efficient standard of discernment process, and in doing so, shall consider, *inter alia*, the scope of the project or initiative, the nature and quality of the project, the commitment involved in time, resources, personnel, utilization, management, money, the National Association budget, the availability of other resources or alternatives, the impact of the project, or initiative, and other similar projects, activities or initiatives.

Issele Association of North America, Inc.

(4) Matters before the Program Planning and Development Committee.

- (a) An individual, Chapter, group, or entity (including any member of the Committee) wishing to bring a matter before the Program Planning and Development Committee shall contact the Chairperson to discuss the matter. A formal written application (with supporting materials) is required.
- (b) In the event that the Chairperson determines that the matter is of an emergency nature, and action cannot be delayed, the Chairperson shall call a meeting of the National Executive Board and place the matter before the Board, pursuant to ARTICLE VI.
- (c) For any matter placed before the Program Planning and Development Committee or National Executive Board, a full and detailed presentation shall be made, which shall include the reason(s) for the matter coming before the body, the individual, Chapter, group or entity bringing the matter, the requested action, any request for money, or other aid, and any other detail necessary to properly consider and discern the matter. The Program Planning and Development Committee may make special inquiry of such individuals, Chapters, groups, or entities regarding the reasons for the application or request.
- (d) After the presentation of such matter, the body shall convene and discuss the matter and, subject to the process of discernment set forth in paragraph (D)(3) of this subsection, shall determine what involvement or support, if any, the National Association shall provide. If through the discernment process the body is unable to determine a course of action regarding any matter before it, the Chairperson shall call a secret vote of the members present. A simple majority shall be sufficient to decide the matter.
- (e) If the body determines that no involvement or support shall be given, the matter shall not be brought before the body again, unless by a two-third's majority vote of the members present at a subsequent meeting of the body.
- (f) If the body determines that the National Association will be involved or provide support, the body shall make a finding in writing, which includes, but not limited to, the provisions of paragraph (D)(2)(a) and the extent of such involvement, support, including time period, amount of money or gift to be given, and the responsible party. The finding and other writings shall become part of the minutes for that meeting.

(E) Healthcare Committee

- (1) The Healthcare Committee shall consist of odd number of members: a Chairperson, and other members. The other members shall include among others, persons with business background to be elected at the National Convention to serve for four years.
- (2) It shall be the duty of the Healthcare Committee to:

Issele Association of North America, Inc.

- (a) survey needs, commission a study, make and evaluate findings and make recommendations to the National Association of Healthcare projects to be undertaken commensurate with goals, objectives, purposes and resources of the Association;
 - (b) serve as the official body that recommends Healthcare projects of National Association; and
 - (c) develop and coordinate Healthcare projects that are consistent with the long-range plan and the priorities as approved by the National Association.
- (3) The Healthcare Committee shall proceed in accordance with the procedure set forth for development in Article VI, (D)(3) and (4).

(F) Information, Culture and Communication Committee

- (1) The Information, Culture and Communication Committee shall consist of six members: the National Public Relations Officer, who shall serve as Chairperson, and four members and a youth member.
- (2) It shall be the duty of the Information, Culture and Communication Committee to:
 - (a) serve as an editorial board for the Issele publications;
 - (b) develop and provide an organized method of research, analysis, and categorization of data of the Association;
 - (c) advise the National President and National Executive Board on matters pertaining to public relations, information, culture and communication technology applications and systems and other related matters.

(G) Membership Committee

- (1) The Membership Committee shall consist of members and a Chairperson appointed by the National President.
- (2) It shall be the duty of the Membership Committee to develop and promote membership programs and services as directed by the National Association, the National Executive Board and the National President.

Section 2. National Commission

(A) Social Action Commission

- (1) The Social Action Commission shall consist of members and Chairperson appointed by the National President.
- (2) It shall be the duty of the Social Action Commission to:

Issele Association of North America, Inc.

- (a) develop and coordinate social action programs and projects approved by the National Executive Board, and
- (b) stimulate interest in social action and educate chapters on current issues.

Section 3. National Convention Committee

(A) National Convention Planning Committee

- (1) The ~~National Convention Planning Committee~~ shall consist of members and a Coordinator appointed by the National President.
- (2) It shall be the duty of the National Convention Planning Committee to recommend to the National Executive Board the broad outlines and objectives, and general program considerations for the National Convention. The coordination of the National Convention plans is then left to the National President, the National Executive Board, and the Finance Committee.

ARTICLE VII - NATIONAL HEADQUARTERS

Section 1.

The National Association shall operate a National Headquarters in Washington, D.C., to facilitating its day-to-day business activities.

Section 2.

The National Headquarters shall maintain a street address, phone number, an answering service, a lock box or mailbox, and an agent to check mails in Washington D.C.

Section 3.

Notwithstanding the domicile of the National President, the instrumentalities of the National Headquarters shall remain in Washington, D.C.

ARTICLE VIII - ELECTIONS AND VOTING

Section 1. National Conventions

The following shall be elected by the voting delegates seated in National Convention.

Issele Association of North America, Inc.

(A) National Officers

National President
National Vice President
National Public Relations Officer
National Secretary
National Assistant Secretary
National Treasurer

(B) National Committee Chairpersons

- (1) Nominating Committee
- (2) Finance Committee

(C) Finance Committee

- (1) At the 2002 National Convention and thereafter, at alternate National Convention, two members of the Finance Committee shall be elected and shall serve for four years as provided in Article VIII - NATIONAL STANDING COMMITTEES AND NATIONAL COMMISSIONS, Section 1. NATIONAL STANDING COMMITTEES, (A) Finance Committee.
- (2) Beginning with the 2002 National Convention and thereafter at alternate National Conventions, a Chairperson and one member of the Finance Committee shall be elected and shall serve for four years. The Chairperson shall not be eligible for re-election to the same position on the committee.
- (3) One youth member shall be elected at each National Convention and shall serve for two years.

(D) Scholarship and Standards Committee

One Youth member shall be elected at each National Convention and shall serve for two years.

Section 2. Chapter Elections

(A) Chapter Officers

Each Chapter shall elect a President, Vice President, Secretary, Treasurer and such other officers deemed necessary by the Chapter.

(B) Time of Elections

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- (1) Each Chapter shall hold election of officers as prescribed by its bylaws, said officers to be installed and assume office immediately upon election, except as provided in subsection (b) below.

- (a) The Chapter's Rules of Order shall prescribe whether elections shall be annual or biennial.
- (b) The Chapter's Rules of Order may provide for a period between election and actual assumption of office by the newly elected officers; except that, in case of dispute, officers elected in May shall be held by the National Association to be the duly elected officers of the Chapter.

- (C) A candidate for Chapter office shall be a financial member with the Chapter and the National Association for the fiscal year in which the election takes place. If elected, the officer shall maintain financial status during her/his term(s) of office.

- (D) Each chapter shall submit to National Headquarters the names, offices held and addresses of the officers elected by June 30 on an annual basis.

Section 3. Method of Voting

- (A) Voting for officers, committee chairpersons and committee members at National Conventions shall be by ballot.

- (B) Voting Delegates

Voting at National Conventions shall be on the basis of two votes for each chapter seated and two votes for all members-at-large.

- (C) Chapter Voting

- (1) Each Chapter shall give prior written notice of at least thirty days for the election of officers and voting on the acceptance of members into the Chapter.

- (2) Only members of the chapter shall vote or hold office.

- (2) The acceptance to membership and the election of Chapter officers shall be by a majority vote of the Chapter members present and voting. Voting shall be by ballot.

Section 4. Installations

- (A) National Convention

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The designee of the incoming National President or the National Parliamentarian shall install national officers, committee chairpersons and committee members at the last session of the National Convention.

Section 5. Term of Office

- (A) Officers elected by the National Convention shall serve until next National Convention, unless the term of office is otherwise specified.
- (B) The Chairperson and members of the Finance Committee elected at a National Conference shall serve for a term of four years.

Section 6. Limitation of Office

No member shall hold more than one elected or appointed office at the same time.

Section 7. Limitation of Tenure

- (A) No elected national officer shall serve more than two consecutive terms in the same office.
- (B) The Chairpersons and members of the National Committees shall serve only one term and shall not be candidate for any elective office while serving on either of the nominating committees.
- (C) The Chairperson and members of the Finance Committees shall be ineligible for reelection to the same position on the Committee.
- (D) Members of the Scholarship and Standards Committee shall be ineligible for reelection to the same position on the Committee.

Section 8. Eligibility Requirements

- (A) National Officers, elected National Committee Chairpersons and Members

To be eligible for office in National Association, a member must:

- (a) be a financial member of a Chapter or a member-at-large, and the National for the period beginning with the first day of the National Convention preceding the one at which the election will occur and continuing through her/his term of office;
- (b) be present at the National Convention by which he/she is to be elected;
- (c) have attended at least two of the last three National Conventions held previous to her/his nomination; except that this provision does not apply to candidates for the 2002 Convention.
- (d) be available to travel to national meetings and perform duties of the office.

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Section 9. Succession

When a vacancy occurs in the office of National President, the National Vice President shall become National President to complete the remaining term.

Section 10. Vacancies

- (A) When vacancies occur in other national offices, the National President shall fill them within 30 days with the approval of the National Executive Board.

Section 11. Impeachment

- (A) Allegation of misconduct in office shall be submitted to the National Executive Board. What constitutes misconduct shall be defined on a case-by-case basis.
- (B) The National Executive Board shall investigate the allegation, and where necessary shall conduct a hearing.
- (C) If the National Executive Board determines that the allegation is meritorious; a recommendation of the type of discipline shall be made to the National Executive Board.
- (D) A two-third vote of members of the National Executive Board present shall be required to remove an officer from office.
- (E) Any officer who has been impeached shall be ineligible for election to any National, or Chapter office.

ARTICLE IX – DUES AND FEES

Section 1. Annual Dues and Fees

- (A) For the fiscal year beginning July 1, the annual Chapter and National Association dues and fees for all members shall be due October 31 and payable July 1 - October 31 of each year.
- (B) A member who fails to pay the National Association and Chapter dues for the ensuing fiscal year by October 31 shall pay a late fee. The late fee shall be payable from November 1 to June 30.
- (C) A member who is not financial for the current year shall pay a reinstatement fee to the National Headquarters.
- (D) Chapters shall not require members to pay a Chapter reinstatement fee but shall require a Chapter late fee.
- (E) All dues and fees shall be paid through the Chapter to the National Association, except that member-at-large shall pay all dues and fees directly to the National Headquarters.

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Section 2. National Association and Chapter Registration Fees

Beginning in January 2003, each candidate for membership in the Association shall pay National Association and Chapter registration fees, except youths, new arrivals to North America and candidates that have resided in North America for less than six months prior to their registration, or showing of extreme hardship.

Section 3. Corporate Fees

Each Chapter shall remit a National Association corporate fee to the National Headquarters for the support of national services to chapters.

Section 4. Financial Report and Federal Income Tax Group Return Form

Each Chapter shall submit an Annual Financial Report and Federal Income Tax Group Return form not later than August 15 of each year.

Section 5. Liability Insurance

- (A) Each Chapter shall be covered by general liability insurance, which may be provided by the National Association. If so provided, the Chapters availing themselves of the insurance shall remit the assessed premium to the National Headquarters.
- (B) Any Chapter providing its own insurance shall submit proof of said insurance to the National Headquarters by July 1.

Section 6. Bonding

Each Chapter in the Association shall be covered by general bonding insurance, which shall be provided by the National Association.

Section 7. Remittance to National Headquarters

Remittances to National Headquarters shall be in accordance with National Association fiscal policy and procedures.

- (A) Form – All funds remitted to National Headquarters shall be by money order or certified check.
- (B) Time – All funds shall be remitted to National Headquarters within 30 days of receipt.

Section 8. Dues and Fees Schedule

Any recommended increase in dues and fees shall be submitted to the voting delegates seated in National Convention for approval.

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Members of the Association shall remit dues and fees according to the following schedule:

(A) Annual National Association Dues and Fees

- (1) Chapter Dues - \$300.00
- (2) Chapter Member Dues - \$100.00
- (3) Member-at-Large Dues - \$100.00

(B) Annual Chapter Dues

- (1) Each Chapter shall determine its dues.
- (2) Chapter dues are due and payable at the same time as National Association dues.

(C) National Association Dues Late Fee

A \$50.00 National Association due late fee shall be assessed any member paying dues from November 1 to June 30.

(D) National Association Reinstatement Fee

- (1) Reinstatement Fee - \$100
- (2) Chapters shall not impose a reinstatement fee.

(E) Registration Fees

(1) National Association Initiation Fees

(a) Registrations - August 1 to December 31

- (1) Member - \$300.00
- (2) Fees do not include current national and chapter dues and fees.

(b) Registrations - January 1 to May 31

- (1) Member - \$400.00
- (2) Fees do not include current national and chapter dues and fees.

(2) Chapter Registration Fee

- (a) Chapter Registration fee not to exceed \$200.00

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(b) Fee does not include chapter dues.

(F) Corporate Fees

(1) National Corporate Fee

Chapter fee - \$300.00

(G) Insurance

- (1) Annual Chapter Liability Insurance - \$20.00
- (2) Annual Chapter Bonding Insurance - \$20.00
(Minimum \$5,000.00 coverage at \$20.00 per position and \$4.00 for each additional \$1,000.00 coverage per position)

Section 9. Fiscal Year

The fiscal year of the Association shall begin July 1 and end June 30.

Section 10. Accounting for Funds

(A) Accounting for National Association Funds

Persons authorized to expend the funds of the National Association shall account for such upon request and at the end of each fiscal year according to procedures established by the National Association.

(B) Accounting for Chapter Funds

Persons authorized to expend the funds of a chapter shall account for such upon request and at the end of the fiscal year according to procedures established by the Chapter and the National Association.

Section 11. Audit of Accounts

(A) Audit of National Association Accounts

The books of the National Association shall be audited by a certified public accountant within 30 days of the close of each fiscal year.

(B) Audit of Chapter Accounts

The books of a Chapter shall be audited by a certified public accountant or an audit committee within 30 days of the close of the fiscal year.

Section 12. Bonding of Officers

(A) Bonding of National Officers

The National President, the National Treasurer and any officer who have fiduciary responsibilities for National Association funds shall be covered by general bonding insurance.

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(B) Bonding of Chapter Officers

The Chapter President, the Chapter Treasurer, the Chapter Financial Secretary and any officers who have fiduciary responsibilities for Chapter funds shall be covered by general bonding insurance.

Section 13. Expenses Paid

(A) Expenses Paid by National Association

Expenses shall be paid by the National Association according to procedures established by the National Executive Board.

(B) Expenses Paid by Chapter

Expenses shall be paid by a Chapter according to procedures established by the Chapter and the National Executive Board.

Section 14. Exemption From Payment of National Association Dues and Fees

Members under extreme hardship, Youth Members, and Honorary Members shall be exempt from the payment of the National Association dues and fees and such Members shall enjoy the privileges of membership.

ARTICLE X - DISCIPLINE

The Code of Conduct of the National Association, a national public service organization, requires that its members exemplify the highest qualities of citizenship and civic responsibility and that their actions reflect the ideals and principles of the National Association.

Section 1. Individual Member

(A) A member may be suspended, placed on probation, expelled from the Association, fined or required to repay expenses incurred for:

- (1) violation of the *Constitution and Bylaws*; or
- (2) violation of the Chapter's rules or regulations.

(B) The National Executive Board may suspend membership in the Association for an extended period when the circumstances warrant such actions.

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(C) Upon suspension, an individual member shall be subject to sanctions as stated in the Code of Conduct.

(D) A member on probation or under suspension shall not participate in any activity of the Association.

(E) A member against whom a fine or financial obligation has been imposed may not participate in any activity of the Association until said obligation has been fully satisfied.

Section 2. Chapters

(A) The National Executive Board as stated in the Code of Conduct may place a Chapter on probation. Probation may be for one or more of the following reasons:

- (1) failure to submit to the Scholarship and Standards Committee, for approval, a copy of the Chapter Rules of Order;
- (2) failure to submit the proper forms and/or reports to the National Headquarters;
- (3) failure to observe the rules and regulations of the National Association;
- (4) failure to provide evidence of a Chapter program consistent with the national program of the Association; and
- (5) failure to pay dues and fees as required by the National Association.

(B) A Chapter that is on probation shall not participate in any activity of the Association, except those specified, monitored activities as approved by the National Executive Board.

(C) A Chapter may be suspended by the National Executive Board as stated in the Code of Conduct for:

- (1) unexcused absence from the National Convention;
- (2) failure to comply with the rulings of the National Executive Board or the National Association;
- (3) failure to abide by the *Constitution and Bylaws* of the Association.

(D) A Chapter that fails to remedy the condition leading to suspension may be required to appear, at the expense of the suspended Chapter, before the National Executive Board for a hearing.

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- (E) As a condition for reinstatement, a suspended Chapter shall be subject to sanctions as detailed in the Code of Conduct, and must undergo a program of rehabilitation over a period of time as prescribed by the National Executive Board.
- (F) During the period of suspension, neither the Chapter nor any of its members shall participate in any activity of the Association, except those of rehabilitative activities outlined by the Scholarship and Standards Committee.
- (G) The National Executive Board may recommend to the National Convention the recall of the charter of a Chapter for:
- (1) proceeding contrary to the *Constitution and Bylaws*;
 - (2) persistent negligence in payment of dues and fees;
 - (3) failure to meet program goals; or
 - (4) any other reason that makes such a recommendation seem necessary.
- (H) The National Executive Board, upon recommendation of the Scholarship and Standards Committee, shall recall charters of Chapters inactive for two or more years, and which do not show indication of revival within a reasonable period. Names of such Chapters shall be retired.
- (I) A Chapter may be disciplined and fined by National Executive Board upon recommendation of the Scholarship and Standards Committee or the National President for failure to submit the Annual Financial Report and Federal Income Tax Group Return form.

Section 3. Appeals

Upon suspension, probation, imposition of fine or reimbursement, individual members and Chapters shall be given written notice of charges, the Association's action and the reason thereof. Within 30 days of receipt of the notice, the member or Chapter may appeal at her/his or its own expense in the following manner:

- (1) to the National Executive Board
- (2) to the Executive session of the National Convention.

ARTICLE XI - PUBLICATION

The National Association is authorized to publish a Newsletter, handbooks, and such other publications as may from time to time be necessary.

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ARTICLE XII - QUORUM

A majority shall constitute a quorum for the National Executive Committee.

A majority shall constitute a quorum for the National Executive Board.

Sixty (60) percent of the voting delegates present at the National Convention shall constitute a quorum.

ARTICLE XIII - AUTHORIZATION

Section 1. National Association

The National President is authorized to speak on behalf of the National Association. Others speaking on behalf of the National Association shall do so only with the authorization of the National President.

Section 2. Chapters

The Chapter President is authorized to speak on behalf of the Chapter. Others speaking on behalf of the Chapter shall do so only with the authorization of the Chapter President.

ARTICLE XIV - PARLIAMENTARY AUTHORITY

All matters not covered by the *Constitution and Bylaws* shall be governed by the current edition of *Robert's Rules of Order, Newly Revised*.

ARTICLE XV - AMENDMENTS

These Bylaws may be amended by a two-thirds vote of the voting delegates at the National Convention.

Proposed amendments shall be published to Chapters and Members at least 90 days before the convening of the National Convention.

Prepared by the following Members of the Constitution Drafting Committee:

Mrs. Applolonia Azih	Mr. Nkadi Azih
Mr. Ejike Dungor	Mr. Christopher Ijei
Mr. Chibuzor Nwaesei	Mrs. Ijeoma Nwaesei
Mrs. Beatrice Nwaofude	Mr. Victor Odafe
Mr. Richard Odor	Mr. Nwabueze Okocha, Chairman
Mr. Benedict Onwochei	Mr. Justin Onwochei
Mr. Augustine Ugbolue	Mr. Sam Ugbolue
Mr. Felix Ukpouu	Mrs. Mary Opuh
Mr. Nwafejoku Okolie Uwadibie	

Pursuant to authority granted to:

Mr. Odinachi Nwosu, Chairman
Organizing Committee, Issele Association of North America, Inc.

AMENDMENTS