



THE REVISED Constitution
Of
The Liberian Community Association
Of Connecticut

Sunday 22nd. June 2008

Adopted 12th. day of September, 2008.

Draft revision committee

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**Constitution
Of
The Liberian Community Association
of Connecticut**

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PREAMBLE

We, the members of the Liberian community residing in the State of Connecticut, cognizant of the need to promote our cultural heritage, and to contribute towards the social and economic development of our local and homeland communities, do hereby promulgate, adopt and ordain this Constitution.

ARTICLE I: NAME

The name of this organization shall be called the Liberian Community Association of Connecticut, thereafter referred to in this document as the "LCAC". The official office and address of the association shall be the home of the incumbent president until such time that the association can acquire its own headquarters.

The Motto:
"In Unity is Strength"

The Emblem
Of the LCAC shall be the Liberian Flag planted in the map of the State of Connecticut.

ARTICLE II: OBJECTIVES AND PRINCIPLES

1. To provide a forum for the discussion of ideas relating to the welfare of our community.
2. To provide social programs and assist with education and self-help projects.
3. To coordinate our services with other organizations within the state of Connecticut as may be determined from time to time.
4. To advance the spirit of unity, and to establish a strong system of communication among Liberians within the state of Connecticut.

ARTICLE III: MEMBERSHIP

Section 1. Regular membership shall be open to all Liberians by birth, naturalization, marriage or heritage, who reside in the state of Connecticut, and pay membership dues.

Section 2. Associate Membership

Anyone who does not qualify to be a regular member, yet accepts the principles and objectives of this organization, and resides in the state of Connecticut.

Section 3. Honorary membership may be bestowed upon those individuals, or group of individuals, ineligible for regular membership, whose distinguished support and service to the LCAC is worthy of recognition. Such recognition shall be debated by the general membership. The executive body of the association will make final recognition. Honorary membership shall, however, remain a purely ceremonial status. Privileges accompanying the grant of this status shall not include the right to vote or hold elective office.

Section 1.4 – Special Membership

Seniors (65 and over) and Minors (under 18) years of age are exempt from annual dues. The initial membership registration fee (\$10) will not be waived.

Section 2 – Activities of Membership

2.1 - Active Membership

Regular members whose dues are current within the fiscal year and owe no accrued arrears since date of membership. Only Active members can hold elective offices, and chair a Standing committee.

2.2 – Inactive Membership

Individuals in default of Section 2 (2.1)

2.3 – Excused Absence

a. - A member shall submit a written request for a leave of absence from the association to the office of the President for recording into the archives.

2.4 – Transfer of Membership

Membership in this Association is not transferable or assignable

ARTICLE IV

Structure of the Liberian Community Association of Connecticut:

Section 1. The principal bodies of the Liberian Community Association of Connecticut shall be:

- a. Board of Directors,
- b. the Executive Committee consisting of the President, Vice-President, Executive Secretary, Financial Secretary, Treasurer, Chaplain and
- c. the General Assembly.

ARTICLE V - BOARD OF DIRECTORS

Section 1

The Board of Directors shall have oversight and advisory functions in regards to the affairs of the Association. No member of the Board shall be appointed to any Standing Committee. The Board shall have no executive or administrative responsibilities, but shall have investigatory powers in regards to malfeasance or incompetence of any officer of the Association. The Board shall have powers to require any member of the Executive Committee to appear before it, or to furnish any documents that might be deemed relevant to an investigation. Any Executive Committee member, who fails to appear, or to furnish documents requested, shall be subject to removal proceedings including outside legal action. The Board shall approve the budget for the fiscal year. The Board shall receive quarterly updates from the president.

Section 2 – OFFICERS OF THE BOARD

The Board of Directors shall compose of seven members elected by the general assembly. The elected members of the Board of Directors shall elect the officers of the Board. The officers of the Board will consist of a Chairperson, Vice-Chairperson, and Secretary.

The President of the association shall be an un-elected member of the Board, shall attend all Board meetings, but shall have no voting rights.

Section 3 – TENURE, ELECTIONS & QUALIFICATIONS

Any Active member of the general membership is eligible for election to the Board of Directors. The term of office will be for three years, except for those members elected to fill vacancies, in which case such member shall serve the remainder of the uncompleted term. No member of the Board shall serve for more than two consecutive terms. All elections will be held six months after elections for members of the Executive Committee at the annual meeting, except for special elections that may be called to fill a vacancy. All candidates for the Board shall meet a minimum one year state residency requirement.

Section 4 – DUTIES OF THE OFFICERS OF THE BOARD

4.1 – **Chairperson** - The Chairperson of the Board shall call and preside over all meetings of the Board of Directors.

4.2 – **Vice Chairperson** – In the absence of the Chairperson, or in the event of his inability or refusal to act, the Vice-Chairperson will perform the duties of the Chairperson.

4.3 - **Secretary** – The Secretary shall keep minutes of the proceedings of all Board meetings and shall be responsible for sending out notices of all meetings of the Board of Directors.

Section 5– QUORUM

A simple majority of members of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Board. The decisions of a majority of the Directors present at a meeting in which a quorum is present shall be the Act of the Board.

Section 6 – VACANCIES

Vacancies created within any elected office as a result of death, resignation, removal, or other causes shall be filled for the un-expired portion of the term by a simple

majority of the votes cast by the membership at a quorum of a regular and or special meeting.

Any vacancy occurring on the Board of Directors is to be filled for a full term by a By-Election. The Chairperson of the Board shall, in writing inform the Chairperson of the Elections Commission within fifteen days after said vacancy occurs. The Elections Commission shall cause elections to be held at the subsequent general meeting of the association.

Section 8 – REMOVAL

Any officer or member, of the Board of Directors, may be removed upon recommendation of a majority of the Board of Directors to the President, and upon approval by a majority of the general membership at a subsequent regular or special meeting of the association. Any removal must be based on acts of proven misconduct or malfeasance.

ARTICLE VI – EXECUTIVE COMMITTEE

Section 1 – GENERAL POWERS

The affairs of the Association shall be executed by the Executive Committee. The officers of the Executive Committee will constitute the administrative officers of the Association. The Executive Committee will provide updates on the affairs of the association at all Regular Board of Directors and general membership meetings.

Section 2 – NUMBER, CLASSIFICATION & DUTIES

The Executive Committee shall compose of six (6) elected officers, who shall be Active members of the association and shall be elected by a simple majority of the active membership. The term of office will be for two years. No officer can serve for more than two consecutive terms. The officers will be, President, Vice-President, Executive Secretary, Financial Secretary, Treasurer, and Chaplain. All candidates for the Executive Committee shall meet a minimum one year state residency requirement.

Section 3 – PRESIDENT

The President shall be the Chief Executive officer of the Association and shall, in general supervise all affairs of the Association. The President shall preside at all meetings of the general membership and of the Executive Committee. There shall be three signatories to the accounts of the Association. S/He may sign, with the Treasurer and/or Financial Secretary of the association, any deeds, mortgages, bonds, contracts, or other instruments which the Executive Committee has authorized to be executed, except in cases where the signing and execution thereof, shall be expressly delegated by the Executive Committee to some other authorized officer or agent of the Association. The President is an ex-officio to all Standing Committees.

The President shall attend all Board meetings, but shall have no voting rights.

Section 4 – VICE PRESIDENT

In the absence of the President or inability or refusal to act, the Vice President shall perform the duties of the President of the association, and when so acting shall have all the powers of, and be subject to all the same restrictions upon the President. The Vice President shall perform such other duties as may be assigned by the President or the Executive Committee, including the chairpersonship of a Standing Committee. The Vice President may not chair more than one Standing Committee at a time.

Section 5 – TREASURER

The Treasurer shall be the Chief Financial Officer of the Association. The Treasurer shall receive and give receipts for monies and securities in the name of the Association and deposit all such monies in the name of the association in such banks, trust companies or other depositories as shall be selected by the Executive Committee. The Treasurer shall give an updated financial report at all quarterly meetings. The Treasurer shall be a signatory to the Association's account.

Section 6 – EXECUTIVE SECRETARY

The Secretary shall take and read the minutes at all meetings of the general membership and of the Executive Committee and handle communications, issue citations, keep an updated membership registry and shall be the custodian of all records of the association.

Section 7 - FINANCIAL SECRETARY

- (a) Keep an accurate record of all funds received and disbursed by the Association.
- (b) Shall work closely with the Treasurer and other secretaries to execute the functions of this office.
- (c) The Financial Secretary shall be an alternate signatory to countersign checks for disbursements from the Association's treasury.

Section 8 – CHAPLAIN

The Chaplain will be the spiritual and ethics official of the Association. The Chaplain will open and close all meetings and functions of the Association with a prayer. The Chaplain will also be the chairperson of the Ethics, Counseling and Bereavement Committee.

Section 9 – VACANCIES

Any vacancy occurring on the Executive Committee is to be filled by a simple majority of the general assembly. The Executive Committee shall inform the Board of Directors and the Elections Committee in writing of any vacancies no later than two weeks after said vacancy, and the Elections Committee shall cause elections to be held no more than three weeks after receipt of vacancy notifications.

Section 10 – REMOVAL

Any officer elected to the Executive Committee may be removed for cause upon recommendation of a majority of the Board of Directors and upon approval by a majority of the active membership at a subsequent regular or special meeting for acts of proved misconduct, malfeasance, or inactivity (default of section 2.1).

Section 11 – RECALL

Any officer of the Executive Committee may be recalled through a signed petition of a 2/3 majority of active members of the association. Any such petition must be approved by a simple majority of the active membership at any regular or special meeting.

Section 12 – CONFLICT OF INTEREST

No official of the association, whether elected or appointed to a Standing Committee shall be a party directly or indirectly, to any contract between the organization and himself or herself without the knowledge, consent and approval of the Board of Directors. No officer or regular member shall take any action on behalf of the organization that results in benefits accruing to him or herself, without the consent of

the Board of Directors.

Section 13: Association's Properties: Upon resignation or termination of any officer or member in possession of association property, such officer or member shall within seventy-two (72) hours, return to the association's designee, all properties of the association in his or her possession or care. Such properties shall include but not limited to funds, financial statements, minutes, communications, equipment, furniture, vehicles, keys and other properties the association may demand. In making such a turn over, all items shall be documented.

ARTICLE VII – ELECTIONS

Elections for the Executive Body shall be held on the first Saturday in December of the second year of term of office, the results of which shall be announced the same day. The incumbents serve out their terms to midnight of December 31 of the second year of term of office.

The newly elected assumes authority at 12:01 am January 1.

The installation of officers shall be held within ninety days of the election.

ARTICLE VIII - MEETINGS

Section 1: Regular Meetings: Regular meetings of the association shall be held quarterly in a given year, on the third Saturday of the third month. All communications to any general meeting shall include the date, time and place of such general meeting, and shall be communicated three weeks prior to the scheduled meeting date, with follow-ups.

The President may postpone any regular meeting due to emergencies. Notice of such postponement shall include notice of the next meeting, time and place.

Section 2: Special Meetings: Special meetings may be held at the discretion of the president or by resolution of the majority of the membership. Notice of time, place and purpose of any special meeting shall be given by the Executive Secretary to each member at least one week in advance of such meeting.

Section 3: Quorum: A quorum shall be deemed necessary at any regular meeting. A quorum shall be defined as a simple majority of members present at any regular and special meeting.

Section 4: Meetings and Chairs. At all regular and special meetings, the president or in the absence of the president, any other officer within the context of seniority shall preside. In the absence of an officer, the members present, assuming a quorum is formed, shall select a chairperson for the sole purpose of that meeting and or discussion.

Section 5: Sergeant –at-arms: A Sergeant –at-arms shall be appointed by, and serve at the sole discretion of the president.

ARTICLE IX: COMMITTEES AND THEIR FUNCTIONS

Section 1: Committees: Committees of the association shall be appointed by the president, and shall comprise of Standing and Ad Hoc Committees.

Section 2: Standing Committees Planning, Budget And Finance Committee, Social Committee, Public Relations & Membership Committee, Elections Committee, Facilities & Maintenance Committee, Ethics, Bereavement And Counseling.

Section 3: Ad Hoc Committee. The president may appoint an Ad Hoc committee to perform specific tasks within a determined period. Ad Hoc committees may be disbanded when its task has been fulfilled.

Section 4: Committee Chairperson. The president shall appoint the Chairperson of each committee or the president may grant authorization to the members of each committee to appoint their own chairperson.

Section 5: Committee Function. The duties and functions of each committee shall include the following:

Social Committee: The Social Committee shall be responsible for the hosting and conducting of entertainment of members at general meetings, social events, fund-raising, charitable activities or programs in keeping with the goals and objectives of the association.

Section 6 – PLANNING, BUDGET AND FINANCE COMMITTEE

This committee will be involved in the strategic planning, policy and program direction in accordance with the purpose and mission of the organization This Committee shall prepare a budget; study and provide means for financing undertakings and projects for the organization. The Committee cannot levy or execute money transactions, but can make recommendations to the Executive Committee or general membership in terms of investments and other financial and budgetary matters.

Section 7 Public Relations & Membership Committee: This committee shall be responsible to promote the association and its activities, recruit and receive and announce new members into the organization. Upon approval of the Executive Committee it shall develop press releases, arrange press conferences, establish and maintain relationship with the news media, formulate, design and distribute publications and /or promotional materials for the association.

Section 8 – ELECTIONS COMMITTEE

This committee shall be responsible to conduct all elections, whether General or Special that may be required from time to time. The committee shall set the rules and regulations for elections in accordance with the By-Laws and Constitution

Section 9 – FACILITIES & MAINTENANCE COMMITTEE

This committee shall be responsible to maintain the headquarters of the association, and other Real estate that the organization may own. The committee shall keep the premises of the association clean and ready for business use at all times.

Section 10 – ETHICS, BEREAVEMENT AND COUNSELING

This Committee shall coordinate and recommend appropriate responses on behalf of the organization for any individual, or collective emergencies of affliction. Upon the directive of the Executive Committee, this Committee shall also be responsible for the investigation of any unethical conducts or acts of malfeasance.

Section 11 – RULES GOVERNING STANDING COMMITTEES

Each committee may adopt rules for its own governance not inconsistent with these By-Laws or with the rules adopted by the Executive Committee.

Section 12: Committee Membership: Any LCAC member in good standing may be elected or appointed to serve on not more than three (3) committees. The membership of each committee shall be an odd number and no less than five (5) or more than nine (9) members. No member shall be permitted to chair more than one (1) committee.

Section 13: Terms of Committee Members

Committee members shall serve for a term of one (1) year from the date of appointment or election. Such member shall be eligible for reappointment or re-election for second consecutive one-year term, but at no time can such member serve for more than two consecutive terms.

ARTICLE X DUES

Section 1: Amounts and payments schedule. All members of the LCAC shall be required to pay an annual due of one hundred dollars (\$100) or quarterly installments of Twenty-five dollars, Special Membership excepted.

Section 2: Dues payment and deadline: The annual amount specified in Article X Section 1 above, is required to be paid in full by December 1 of each year. Except in the event of uncontrollable circumstances, failure to pay at least one half of the annual dues or make satisfactory arrangement for payment thereof, by the last quarterly meeting of the association within any fiscal year, such delinquent member is defined as a "member in poor standing". Such member in poor standing shall not be qualified for any elected office, until delinquency is satisfied.

Section 3: Dues non refundable: Dues paid by any member of the association are not refundable pursuant to these by-laws.

ARTICLE XI FISCAL YEAR AND REPORTS

Section 1: Fiscal Year. The fiscal year of the association shall be January 1st. through December 31st. of each year.

Section 2: Annual Reports. The president shall be required to give a full report (ANNUAL REPORT) on all activities of the LCAC at the fourth quarterly meeting.

Section 3: Quarterly Reports. The Standing Committees Chairpersons of the association shall be required to make quarterly reports of their respective offices.

ARTICLE XII: PROXIES

Section 1: Valid Proxy: Proxies will be deemed valid and acceptable if signed, and dated by the member in good standing on whose behalf it is presented.

ARTICLE XIII: CONSTRUCTION

Section 1: Constitution. If there be any conflict between the provisions of the certificate of incorporation and the by-laws, the provisions of the certificate of incorporation shall govern.

ARTICLE XIV: AMENDMENTS

Section 1: Amendment. These by-laws may be amended, altered or repealed by the members at any time by a simple majority provided that the proposed change or changes have been delivered to the membership at least ten (10) days prior to the meeting for such amendment, alteration or rescission. The amended by-laws and constitution shall come into full force and effect immediately upon adoption by a simple majority of the membership present at a general meeting.

ARTICLE XV: INDEMNIFICATION

Section 1: The association shall, to the fullest extent of the law, indemnify any officer, member or person made to party to an action, whether filed by or on behalf of the association, by reason of the fact that he/she or testator or in testate is or was a member of the association, against the reasonable expense, including attorney's fees, actually and necessarily incurred in connection with the defense or prosecution of such action. The association shall, however, not be required to indemnify any member or person that has become party to such action by reason of gross negligence or willful misconduct. Such right of indemnification shall not be deemed exclusive of any other rights to which such officer, member or person may be entitled by law.

ARTICLE XVI: COMPENSATION

Section 1: Except for indemnification as provided in **Article XIV** above and reimbursement of previously approved necessary and valid receipted out of pocket expenses incurred during the exercise of duty on behalf of the association, no compensation shall be paid to Officers, Committee Members and any other members for services rendered on behalf of the association.

ARTICLE XVII: DEPOSIT AND DISBURSEMENT OF FUNDS

Section 1: Deposits. All funds of the association shall be deposited into the bank accounts of the association. The president, Financial Secretary and treasurer shall endorse all financial transactions.

Section 2: Checks, Drafts, etc. All checks, drafts or other orders for the payment of money, and all notes or other evidences of indebtedness issued in the name of the

association, shall in amounts that have been specifically authorized and allocated in the association's quarterly or annual budget for such purpose, and such financial instruments shall be signed by the president and countersigned by the treasurer and financial secretary.

ARTICLE XVIII: AUDITS

Section 1: Audits. Audits shall be requested by the President, Board of Directors, and the General Assembly when deemed necessary.

Section 2: The Board of Directors shall have the authority to appoint an Audit Committee to audit the affairs of the governing bodies of the association. The Executive Body and all permanent committees shall be audited at least one month prior to the expiration of their term in office.

ARTICLE XIX – DISSOLUTION CLAUSE

In the event that this organization cannot sustain itself financially, and upon an affirmative vote of two-thirds of the active membership, the organization will be dissolved. Upon the dissolution of the organization, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purpose of the corporation in such manner, or to such organization(s) organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization(s) under Section 501©3 of the Internal Revenue Code of 1954(or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the court of Hartford County in which the principal office of the corporation is then located, exclusively for such purposes or to such organization(s), as said court shall determine, which are organized and operated exclusively for such purposes.

These by-laws and Constitution have been modified by the CONSTITUTION COMMITTEE on this **22nd** day of **June, 2008. Adopted 12th. day of September, 2008.**

MEMBERS OF THE CONSTITUTION COMMITTEE

RUFUS WALTERS
CHAIRMAN

Ms. Marie Seton

Mr. James Lorde
Co-chair

Mr. James Galakpain

Rev. Ishmael Walters
Chaplain