

**BY-LAWS
OF THE
NUTLEY IRISH AMERICAN ALLIANCE**

CONTENTS

ARTICLES:

- I. Name
- II. Purpose
- III. Membership
- IV. Dues
- V. Forfeiture of Membership
- VI. Officers
- VII. Directors
- VIII. Board of Trustees
- IX. Meetings
- X. Committees
- XI. Elections
- XII. Fiscal Year
- XIII. Amendments

ARTICLE I: The name of this organization shall be the NUTLEY IRISH AMERICAN ALLIANCE (hereinafter referred to as “Alliance”).

ARTICLE II: The purpose of this Alliance will be charitable within the meaning of Section 501(c)(4) of the Internal Revenue Code or the corresponding section of any future federal tax code and more particularly,

- (a) To promote the knowledge of Irish history through cultural and educational enrichment programs;
- (b) To provide scholarships and educational endowments to local secondary school programs;

- (c) To make charitable donations through local community social service organizations;
- (d) To support other community organizations who purposes are similar to those of the Alliance;
- (e) To promote a yearly St. Patrick's Day Celebration and Parade for the Township of Nutley;

ARTICLE III:

(a) A regular member is any person 21 years of age or older, who has been approved for membership by unanimous vote of those members of the Board of Trustees present at the meeting at which the application was considered.

(b) An honorary member is a person of such outstanding accomplishments, as are deemed worthy of this honor by unanimous vote of those member of the Board of Trustees present at the meeting at which such person is considered.

ARTICLE IV: Each member shall pay a yearly dues. The amount of this dues shall be decided by the Board of Trustees. The general membership shall be notified of the amount by October 31st of the preceding year. The dues shall be payable by January 1st of each year.

ARTICLE V:

(a) The Recording Secretary shall submit to the Board of Trustees the name of any member who fails to pay indebtedness due this Alliance within

thirty (30) days after receipt from the Secretary of written notice thereof The Board shall thereafter decide whether the member shall be dropped or retained on the roster.

(b) Any member may be expelled from the Alliance for cause by unanimous vote of those members of the Board of Trustees present at the meeting at which such expulsion is considered.

ARTICLE VI:

(a) The officers shall be:
President
Vice President
Recording Secretary
Corresponding Secretary
Treasurer

(b) The duties of the officers are as follows:

1. President

- (a) preside over all meeting of Board Trustees and general membership.
- (b) appoint the chairperson and members of all committees.
- (c) be ex-officio member of all committees.
- (d) perform all other functions usually attributed to the office.

2. Vice President

- (a) assume the duties of the President in his or her absence.
- (b) become President whenever that office becomes vacant before the President's one year term expires.
- (c) perform all other functions usually attributed to the office.

3. Recording Secretary
 - (a) keep accurate minutes of meetings of the Board of Trustees and general membership.
 - (b) maintain official files.
 - (c) perform all other functions usually attributed to the office.

4. Corresponding Secretary
 - (a) be responsible for handling all correspondence for the Alliance.
 - (b) notify the appropriate members as to the time and place of meetings of the Board of Trustees and general membership at least seven (7) days prior to the meeting.
 - (c) perform all other functions usually attributed to the office.

5. Treasurer
 - (a) shall have charge of the funds of the Alliance, shall conduct its banking business and audit all accounts.
 - (b) checks drawn shall be signed by the Treasurer.

Terms of the Officers shall last for one (1) year.

ARTICLE VII: The Board of Trustees shall consist of eleven trustees. The present Trustees shall continue to serve until their current terms expire. Each Trustee shall be elected for a term of three (3) years. They shall be elected in such a manner so that four Trustees are elected each year and three Trustees are elected every third year. At the first meeting of the Board of Trustees following the election of Trustees, the Board of Trustees shall elect the Officers of the Organization. These Officers shall be:

- President
- Vice President
- Corresponding Secretary
- Recording Secretary
- Treasurer

The Officers shall be elected for a term of one year and this term shall run concurrent with that Officer's term as Trustee. Any vacancy occurring in the Board of Trustees shall be filled for the remainder of that Trustee term by appointment of the President.

ARTICLE VIII:

- (a) The Officers of the Alliance and the Trustees shall constitute the Board of trustees in which Board shall be vested the power of general administration of the Alliance.
- (b) The Board of Trustees shall meet at such times and at such places as it may designate. The majority of its members constitute a quorum.

It shall enforce the provisions of the Certificate of Incorporation and By-Laws and shall have power as follows:

- (1) To fix any and all membership dues and assessment.
- (2) To appropriate all funds for the various Committees.
- (3) To make or authorize purchases and contracts for the Alliance.
- (4) To borrow money for the benefit of the Alliance and to bind the Alliance to its repayment.
- (5) To elect all new members of the Board of trustees present at the meeting at which the application or applications: were considered.
- (6) To make and enforce rules and regulations governing the conduct of members.
- (7) To suspend a member or terminate a membership for conduct that may be detrimental to the best interest of the Alliance or in violation of the Alliance, By-Laws or other Rules and Regulations prescribed by the Board of Trustees.
- (8) To do or take such other action as may be deemed necessary for general welfare of the Alliance.
- (9) To create an Endowment Fund, the principal of which will be maintained and the income of which used for general or specific purposes of the Alliance.

ARTICLE IX:

- (a) General membership meetings shall be open to all members, who will be appropriately notified of the time and place of the meeting.
- (b) Meetings shall be held at a minimum of once each quarter. The time and place will be decided by the Board of Trustees.
- (c) Additional meetings can be called at the discretion of the Board of Trustees.

ARTICLE X

(a) The following standing committees and legal counsel will be appointed by the President:

1. By-Laws Committee
2. Nomination Committee
3. Membership Committee
4. Scholarship Committee
5. Parade Committee
6. Social, Education and Welfare Committee
7. Special Committees, as required
8. Legal counsel

(b) All committees shall be guided by a Chairperson, who will be named by the President, subject to the approval of the Board of Trustees;

(c) Committee Chairpersons will give specific proposals of their objectives and how they plan to meet their objectives to the Board of Trustees after their appointment.

1. The By-Laws Committee shall, as necessary, propose amendments and changes of the By-Laws.
2. The Nomination Committee shall submit a proposed slate of candidates for Trustees to the membership.
3. The Membership Committee shall be responsible for promoting new members.
4. The Scholarship Committee will receive applications and make selections for scholarship recipients.
5. Parade Committee shall promote and coordinate activities for a St. Patrick's Day Parade and Celebration for the Township of Nutley.
6. Social Education and Welfare Committee shall be responsible for developing educational programs regarding Irish history and tradition and making donations through community social services.
7. Special Committees shall be appointed as deemed necessary by the President with the approval of the Board of Trustees with appropriate guidelines to be determined at the time of appointment.
8. Legal Counsel shall attend all Board of Trustees meetings and advise the Board and Membership regarding legal matters affecting the Alliance.

ARTICLE XI:

- (a) Annual election of Trustees will be at a general meeting the second quarter of the calendar year on a date to be announced by the Board of Trustees.
- (b) A slate of candidates presented by the Nomination Committee will be published to the membership at least thirty (30) day prior to the election.
- (c) Nominations by a petition of ten (10) active member will be accepted by the Secretary up to thirty (30) days prior to the election.
- (d) The Secretary will publish a final list of candidates to the membership at least fourteen (14) days prior to the election.
- (e) voting shall be by secret ballot
- (f) Any person who has been an active member in good standing for six (6) months prior to the election shall be eligible to vote
- (g) Votes by proxy or absentee ballot will not be accepted.
- (h) Only active members are eligible hold office
- (i) The candidates receiving the greatest number of votes will immediately assume the office voted upon
- (j) The Chairman of the Nomination Committee shall supervise the elections.
- (k) Any Trustee who is absent from two or more consecutive meetings, the Board of trustee may be removed from office by a majority vote of the remaining trustees.

ARTICLE XII: These By-Laws may be amended by a two-thirds vote of the active members who are present in person at any regular meeting, but no amendment shall be voted upon without two (2) weeks notice, in writing, to the members. The By-Laws are to be reviewed every five (5) years.

Robert's Rules of Order shall govern in all matters not covered by these By-Laws.

ARTICLE XIII: The fiscal year of the Alliance shall be the period selected by the Board of Trustees as the fiscal year of the Alliance.

RULES OF CONDUCT

1. This Alliance shall not endorse or recommend candidate for public office.
2. Except to further progress in this Alliance, no Officer or member of this Alliance shall use membership as a means of furthering any personal, political or other aspiration, nor shall the Alliance, as a whole, take part in any movement not in keeping with its purposes and objects.
3. No Officer or member shall be personally liable for any bills or obligations of the Alliance, past or present, except for the payment of his own dues.
4. No Officer or Committee Chairman shall disburse or commit any funds or moneys in his keeping, and belonging to the Alliance, without authorization of the Board of Trustees.
5. No Officer or Committee Chairman shall cause the Alliance to become indebted for any amount over fifty (\$ 50.00) dollars without the express approval of the Board of Trustees.
6. No person shall use the name, mailing list, or official insignia of the Alliance for other than strictly Alliance purpose without written approval of the Board of Trustees.
7. Any member to be expelled for cause under Article V (b) of these By-Laws shall be notified at least two (2) weeks prior to the final vote of the Board of Trustees and shall be afforded the chance to appear before the Board to present an explanation or rebuttal of the cause of expulsion.

06/11/09