

NEW ENGLAND FILIPINO-AMERICAN, INCORPORATED

Constitution and Bylaws

ARTICLE I (Name)

This organization shall be known as New England Filipino-American, Incorporated. It may be referred to in this document as NEFAI. Its address shall be located at the residence of the current President and its business address shall be designated by the Board of Governors.

ARTICLE II (Nature)

The organization shall be non-profit, non-sectarian, and non-political organization of Filipinos, Filipino-Americans, Americans and other nationalities who support the ideals for which the organization was established.

ARTICLE III (Purposes and Objectives)

The New England Filipino-American, Incorporated shall be an organization, through this constitution and bylaws under God, dedicated to the following:

1. To promote the general advancement of Filipinos and Filipino-Americans residing in the New England States;
2. To generate a collective awareness as an integral part of the society and of the role we shall play in the community towards positive and meaningful involvement;
3. To promote camaraderie, fellowship, and a keener understanding of our common problem and the solution thereof;
4. To promote the cultural, social, civic, and economic well-being of its members;
5. To support the educational and charitable activities of its members;
6. To secure the preservation of identity as we assimilate our way of life into the mainstream of American society; and
7. To engage in other business incident to its existence.

ARTICLE IV (Activities and Disposition of Funds)

No part of the net earnings of NEFAI shall be to the benefit of or to be distributed to its members, officers, or other private person, except that NEFAI shall be authorized and empowered to provide assistance or to pay reasonable compensation of services rendered for the furtherance of the purposes set forth in Article III number 4 and 5. Notwithstanding, any other provision of the constitution, NEFAI shall not carry on any activities not permitted to be carried on by corporation exempt from Federal Income Tax under Section 501(C)(3) of the Internal Revenue Code of 1954 or the

corresponding provision of any future United States Internal Revenue Law, or by corporation to which contributions are deductible under Section 170(C)(2) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law.

The making of grants and contributions and otherwise rendering financial assistance for the purposes expressed in Article III number 4 and 5 of the by-laws of NEFAI shall be within the exclusive power of the Executive Council and furtherance of NEFAI's purposes, and the Executive Council shall have the power to make grants to any organization organized and operated exclusively for charitable, scientific, or educational purposes with the meaning of Section 501(C)(3) of the Code; the Executive Council shall review all requests for fund from other organizations, shall require that such request specify the use to which the funds will be put, and if the Executive Council approves the request, shall authorize payment of such funds to the approved grantee; the Executive Council shall require that the grantees furnish a periodic accounting to show that the funds were expended for the purpose which were approved by the Executive Council; and the Executive Council may, in its absolute discretion refuse to make any grants or contribution or otherwise render financial assistance to or for any or all purposes for which funds are requested.

In the event of dissolution, all of the remaining assets and property of NEFAI will, after necessary expenses thereof, be distributed to another organization exempt under the Internal Revenue Code 501(C)(3) or corresponding provisions of any subsequent Federal Tax Laws, or the Federal Government, State or Local government for public purposes.

ARTICLE V (Membership)

1. Filipinos, Filipino-Americans, Americans, and other nationalities that recognize the organization's objectives regardless of creed, color, or occupation shall be eligible to join.
2. It shall be the duty of every member to conscientiously seek to understand, adhere, and exemplify by deeds the stated purposes and objectives of the organization.

ARTICLE VI (Membership Dues)

1. Families shall be counted as members (husband and wife and each unmarried children of legal age, eighteen (18) and under shall be counted as one member. Each member shall pay an annual dues or lifetime membership.
2. The amount of annual dues and lifetime membership will be prescribed by the Board of Governors.

ARTICLE VII (Officers and their Duties)

Section 1. The officers of the organization shall be the President, Executive Vice

President, Vice President, Secretary, Assistant Secretary, Treasurer, Assistant Treasurer, Auditor, Business Manager(s), and Public Relations Officer(s) and Sargent-at-Arms. These officers shall compose the Executive Council. Additional officers shall be appointed by the President approved by the Board of Governors.

- A. The officers shall be elected every two (2) years.
- B. The new elected officers shall be installed into office on the day prescribed by the Board of Governors.
- C. All officers are expected to attend regular meetings and special meetings called by the President.
- D. Any officer who bears the intention to resign his/her office shall tender a letter of resignation.

Section 2. Qualifications of Candidates.

- A. A candidate shall be a member with personal integrity and with the courage to express an adversary position against one of popular support when, by doing so, best interests of the organization are served.
- B. A candidate must possess the wisdom and perspective essential to enlightened leadership and decision making.
- C. A candidate must be able to show commitments and dedication to the organization's planned activities.
- D. All candidates must be lifetime paid member of NEFAI.

Section 3. Duties of the Officers.

A. The President:

- 1. Shall call and preside at all meetings of the organization;
- 2. Shall administer the affairs of and represent the organization in all matters;
- 3. Shall appoint the Chairpersons and coordinate activities of all committees;
- 4. Shall be responsible for the enforcement of the Constitution and Bylaws, rules and regulations, and policies of the organization; and
- 5. Shall approve and sign contracts, forms, and other related documents on behalf of the organization.

B. The Executive Vice President:

- 1. Shall preside and assume the duties of the President in his/her absence, incapacity, or resignation;
- 2. Shall assist the President in the overall supervision and coordination of activities; and

3. Shall coordinate all committees dealing with internal and external affairs.

C. The Vice President:

1. Shall assume the duties, responsibilities, and authorities of the Executive Vice President in the absence of both the President and Executive Vice President.

D. The Secretary and/or the Assistant Secretary:

1. Shall record the minutes of all meetings and proceedings of the organization;
2. Shall keep the minutes of the Executive Council, Board of Governors, and general meetings; and
3. Shall have custody of all records, books, documents, and files.

E. The Treasurer and/or Assistant Treasurer:

1. Shall have custody of funds and collect dues and assessments;
2. Shall collect and deposit monies of the organization to the appropriate bank accounts;
3. Shall disburse funds as directed by the President with the resolution of the Board of Governors;
4. Shall keep proper books of all accounts of the organization;
5. Shall prepare periodic financial report to be presented during meetings; and
6. Shall assist the President in the preparation of an annual budget.

F. The Auditor:

1. Shall perform and audit of the organization's financial books quarterly; and
2. Shall submit his/her written report to the President prior to the induction of the newly elected officers.

G. The Business Manager(s):

1. Shall be in charge of all logistical matters pertaining to all affairs and functions of the organization;
2. Shall be responsible in providing administrative back-up to the Executive Vice

President and Vice President in the internal and external administration
of the organization upon instruction from the President; and
3. Shall be in charge of the Ways and Means committee unless otherwise
designated by the Board of Governors.

H. The Public Relations Officer(s):

1. Shall be the personal representative of the organization in all civic and
public affairs;
2. Shall be responsible with the duties that require liaison with government
authorities and the media; and
3. Shall be responsible for the publication and distribution of the
organization's newsletter.

I. The Sargent-at-Arms:

1. Shall maintain order and decorum at all meetings; and
2. Shall perform duties as directed by the presiding officer.

ARTICLE VIII (Board of Directors)

The Board of Directors shall composed of at least six (6) members duly elected by
the general assembly. This exclusive body shall formulate such rules and
regulations
not otherwise provided in or contrary to the Constitution and Bylaws of NEFAI.

The Chairperson of the Board of directors shall be elected by the members of the
board.

ARTICLE IX (Board of Governors)

The Board of Governors shall be composed of the Executive Council and the
Board
of Directors. The Board of Governors shall be chaired by the President and shall
have the authority to promulgate policies, activities, plan meetings, call and hold
special meetings and conferences. The President shall delegate authority when
necessary, authorizes fund disbursement, and press releases.

ARTICLE X (Meetings)

1. The Board of Governors shall hold a meeting once a month.
2. The general assembly meeting shall be once a year.
3. The meeting shall be called to order at the time and date prescribed by the President as soon as a quorum is declared.
4. Fifty one percent (51%) of the members of the Board of Governors shall constitute a quorum for transaction of business at any regular or special meeting.
5. Fifty one percent (51%) of the general membership shall constitute a quorum in the general assembly meeting.
6. A special meeting may be called by the President or the Chairperson of the Board of Governors of this organization. No business shall be transacted at a special meeting other than which is called for.

7. Attendance of scheduled meeting is expected from every member of the Board of Governors. A member may be excused from the meeting if he/she informs the Secretary or the President within forty eight (48) hours prior to the scheduled Meeting.

ARTICLER XI (Amendments)

1. Amendments to any original provision of this Constitution and Bylaws of NEFAI shall be the sole responsibility of the Board of Governors. Proposals for such amendments may be submitted in writing by any member, but only the Board of Governors shall have the power to take any action on such proposal.
2. Any amendment shall require the affirmative vote of a simple majority of all members of the Board of Governors. A simple majority vote of the general Assembly shall be required to finally ratify such amendment.