

**Dane County Chapter of the
United Nations Association of the
United States of America, Incorporated**

By-Laws as Amended by the Chapter, November 13, 2007

Article I – Name and Affiliation

1. The name of this organization shall be the Dane County Chapter of the United Nations Association of the USA (hereinafter referred to as the Chapter).

Article II – Purpose and Function

1. As part of the United Nations Association of the USA (hereinafter referred to as the Association), the Chapter is dedicated to educating, inspiring and mobilizing Americans to support the principles and vital work of the United Nations, strengthening the United Nations system, promoting constructive United States leadership in that system, and achieving the goals of the U N Charter.

2. In fulfilling its mission, the Chapter seeks to:

- a) heighten U. S. public awareness and increase public knowledge of global issues and their relation to the United Nations system;
- b) encourage, where appropriate, multilateral approaches in dealing with those issues;
- c) build public support for constructive U. S. policies on matters of global concern;
- d) enhance the effectiveness of the United Nations and other international institutions.

Article III – Membership

Membership is available to any United States resident. Membership for individuals and families in this Chapter carries with it membership in the National Association and the Wisconsin Division.

Article IV – Meetings

The Chapter shall have at least 6 monthly program meetings each year, an Annual Meeting each November, and a celebration of United Nations Day in October.

A Notice of the Annual Meeting and its Agenda will be sent to all members at least fourteen (14) days prior to the meeting. The Agenda of the Annual Meeting shall include but not be limited to:

- 1) Election of Officers, Directors, and three (3) Chapter members of the Nominating Committee.
- 2) Review the financial report and adopt a budget for the next fiscal year.

ARTICLE V – Officers

Officers of the Chapter shall be: **President**

President-Elect

Secretary

Assistant Secretary

Treasurer

Past-President

President: The President facilitates the work of the Chapter. She/he presides at Chapter meetings, serves as an ex officio member of all Committees and coordinates the activities of the Chapter. The President is the Chapter Service Representative receiving and distributing Membership and Financial reports from the Association.

The President appoints the Chair and members of Chapter Committees and task forces following consultation with the Board. He/she should be committed to delegating authority and developing new leadership. The President appoints the Chair and one (1) member of the Board to the Nominating Committee.

The President is the primary representative and spokesperson for the Chapter in the community at large.

President-Elect: The President-Elect shall use this term of office as preparation for succession to the Presidency. He/she observes all workings of the Chapter, engages in projects such as strategic planning and membership development, serves as an ex officio member of all committees and task forces (including, in particular, the Audit and Finance and Budget Committee), and takes other initiatives suggested by the President and approved by the Board.

Secretary: The Secretary records minutes of business meetings of the Chapter and the Board, provides an account of the proceedings and maintains a permanent file for the Chapter. The Secretary arranges for notices of all meetings, sees that Board members receive copies of agenda and minutes, and writes letters when requested to do so by the Board or the President.

Assistant Secretary: The Assistant Secretary fulfills the duties of the Secretary when the Secretary is unable to do so and as delegated by the Secretary.

Treasurer: The Treasurer maintains Chapter bank accounts, administers the Chapter's funds and reports to the Board and the Annual Meeting. She/He chairs the Finance and Budget Committee and, in consultation with the President-Elect, leads the preparation of the annual budget.

Past-President: The Past-President serves on the Executive Committee and is available to the President and the President-Elect for assistance on their initiative. For the year of his/her presidency, the Past-President is responsible for compiling the Annual Report which the Association requires from the Chapter.

The President, President-Elect, and Past-President shall represent the Chapter on the Board of the Wisconsin Division.

Terms: Officers and Directors elected begin their terms on the first day of the year following their election.

Officers shall be elected for one year terms. The Secretary, Assistant Secretary, and Treasurer may be elected to the same office for up to two additional terms. Directors may be elected to no more than two full consecutive terms.

ARTICLE VI – Board of Directors

Qualifications: Any person who is a member of the Chapter at the time of election.

Nominations: Officers and Board members shall be nominated on a slate presented to the Annual Meeting by a Nominating Committee.

The Committee shall be composed of two members of the Board of Directors appointed by the President (one of whom shall be the Chair) and three other Chapter members elected by the Chapter including at least one person elected at the preceding Annual Meeting from a slate drawn up by the preceding Nominating Committee.

Additional persons may be nominated for any position
by Chapter Members attending the Annual Meeting.

Board: The Board shall consist of the Officers, Directors, and Chairs of Standing Committees. A Class of four (4) Directors is elected each year and serves for three years.

Election: Shall be by a majority vote of members present at the Annual Meeting.

Terms: Directors begin their term on the first day of the calendar year following election.

Meetings: The Board shall meet at least four (4) times each year. A majority of Board members shall constitute a Quorum.

Members at Large: At its first meeting after the Annual Meeting or any meeting thereafter, the Board may, in order to add unique expertise to the Board, elect additional members with non-voting ex-officio status. These persons shall serve for the year they are elected. They may be reelected by subsequent Boards.

Vacancies: Vacancies during a term of office shall be filled by the Board of Directors with nominations made at one Board meeting and election at the succeeding Board meeting.

Removal from Office: Board members may be removed with or without cause by a two-thirds (2/3) vote of the Board.

Responsibilities: Each member of the Board of Directors has a legal, ethical, personal and fiduciary responsibility to ensure that the Chapter does the best work possible in pursuit of its goals at the Chapter, Division, and National level.

To this end each member of the Board of Directors will participate by:

- a) attending at least 75 percent of Board meetings, Committee meetings and special events;
- b) actively participating in one or more fundraising activities of the Chapter;
- c) assisting in overseeing the financial activities of the Chapter;
- d) keeping informed about and participating in what is happening in the Chapter;
- e) keeping informed about national and international issues that affect the basic mission of the United Nations, and helping the Board interpret that mission in planning effective short-term and long-term programs at the Chapter level;
- f) writing a letter to an elected representative or contacting a representative by telephone or in person at least once a quarter;
- g) interpreting the work of the Association to members and the community at large; being alert to identifying possible new members and/or new persons for potential leadership positions;

- h) planning and implementing an annual financial audit to be conducted no later than February of the new fiscal year. A report shall be included in the Minutes of the Board.
- i) participating in an annual evaluation of the performance of the Board of Directors and the Chapter.

ARTICLE VII – Committees

1. Executive Committee: The Executive Committee shall consist of the Officers of the Chapter: President, President-Elect, Past-President, Secretary and Treasurer. The Committee may act on behalf of the Chapter between Board meetings. The President shall notify the Board promptly of any and all decisions made by the Executive Committee.

2. Standing Committees: There shall be four (4) standing committees: Program, Membership, Finance & Budget, and Communications.

3. Program: The Program Committee shall plan at least six (6) monthly program meetings each year. The Committee may, in coordination with the Executive Committee, develop additional programs for the Chapter and the community.

The Committee shall include one or two Assistant Chairs who shall be responsible for 1) preparing program announcement cards; and 2) maintaining the mailing list, preparing labels, stamping and mailing the cards to Chapter Members.

4. Membership: The Membership Committee shall carry on continuous work to increase membership of the Chapter and to manage membership records.

5. Finance and Budget: The Finance and Budget Committee shall supervise the management of Chapter funds and prepare annual budgets. It shall also establish and implement internal auditing procedures, and appropriate checks and balances, as mandated by accepted accounting practices, and as becomes necessary to comply with funder requirements and tax regulations.

The Treasurer shall serve as Chair of this Committee.

6. Communications: The Communications Committee shall coordinate the work of Officers and Committees working with media, the Chapter website, and Chapter newsletter(s). It shall oversee communication with elected representatives and handle public relations aspects of Chapter programs and events for the community.

7. Other Committees: In addition to these Standing Committees, other committees and task forces may be created by the Board of Directors. Chairs and members of these groups shall be appointed by the President after consultation with the Board.

Article VIII – Financial Administration

Fiscal year: The fiscal year of the Chapter shall be the Calendar year, January 1 to December 31.

Budget: A budget for the fiscal year shall be prepared by the Treasurer/Chair of the Finance and Budget Committee working in consultation with the President-Elect. The Budget shall be submitted to the Board for action at the Chapter's Annual Meeting.

ARTICLE IX – Amendment of By-Laws

By-Laws may be amended by a two-thirds vote of those present at the Annual Meeting of the Chapter, provided that all members shall have been notified of the amendment(s) thirty (30) days in advance of the Meeting.

ARTICLE X – Parliamentary Authority

The current edition of the Robert's Rules of Order Newly Revised shall govern this Association wherever it is applicable and is not inconsistent with these By-Laws, any special rules of order the Chapter may adopt or any statutes applicable to the Association.

Chapter Members present November 13, 2007, approved these By-Laws
The vote in favor was unanimous. There were no abstentions.

