
URATTA NATIONAL ASSOCIATION



CONSTITUTION

&

BY LAWS

ASSOCIATION'S OBJECTIVES

- ◆ UNITE UMU URATTA IN THE USA WITH THE COMMON GOAL OF PRESENTING A FORMIDABLE FORCE THAT WILL FRONT FOR ECONOMIC DEVELOPMENT AND POLITICAL NEEDS OF URATTA.
- ◆ INSPIRE AND CULTIVATE THE SPIRIT OF GIVING BACK TO THE COMMUNITY.
- ◆ CREATE A FORUM FOR NETWORKING AND EMPOWERMENT FOR UMU URATTA WHERE PEACE AND LOVE SHALL FLOURISH.
- ◆ ENGAGE IN MASS PROJECTS THAT WILL BENEFIT A LOT OF OUR PEOPLE AT THE SAME TIME.

URATTA PROPRIETARY INFORMATION

**CONSTITUTION AND BY- LAWS OF THE
URATTA NATIONAL ASSOCIATION, USA INC.
(UNA-USA)**

PREAMBLE

We, the people of Uratta descent, residing in various parts of the United States of America, bound by fraternal love and understanding, and committed to the economic development of Uratta, do hereby resolve to constitute ourselves into a community in the United States of America.

ARTICLE 1: Name of the Association

1.1 Name of the Association:

This organization shall be called **URATTA NATIONAL ASSOCIATION, USA, INC.** (hereafter referred to as "**UNA-USA**"). The name is chosen for the purpose of expediency and is not in anyway intended to be exclusionary.

ARTICLE 2: AIMS AND OBJECTIVES

2 Mission of the Association:

UNA-USA is an aspiring 501.c.3 socio-civic and a Not-for Profit Association whose mission shall be to:

- 2.1 UNITE UMU URATTA IN THE USA. CHAMPION THE ECONOMIC DEVELOPMENT OF URATTA.
- 2.2 FOSTER THE SPIRIT OF GIVING BACK TO URATTA COMMUNITY.
- 2.3 CREATE A FORUM FOR NETWORKING AND EMPOWERMENT FOR UMU URATTA.
- 2.4 ENGAGE IN PROJECTS FOR THE BENEFIT OF URATTA PEOPLE.
 - 2.4.1 ENGAGE IN COMMUNITY DEVELOPMENT AND EMPOWERMENT, BY TEACHING CULTURAL HERITAGE TO URATTA DESCENDANTS.
 - 2.4.2 PROVIDING HEALTHCARE AND EDUCATIONAL SERVICES TO THE POOR AND LESS PRIVILEGED.
- 2.5 NO PART OF THE NET EARNINGS OR ASSETS OF THE ASSOCIATION SHALL INURE TO THE BENEFITS OR BE DISTRIBUTED TO THE MEMBERS, TRUSTEES, DIRECTORS OR OTHER PRIVATE PERSONS, EXCEPT THAT UNA - USA SHALL PAY REASONABLE COMPENSATION FOR SERVICES RENDERED AND TO MAKE PAYMENTS AND DISTRIBUTIONS IN FURTHERANCE OF THE PURPOSES SET FORTH IN THE CONSTITUTION AND REIMBURSE REASONABLE EXPENSES.

ARTICLE 3: MEMBERSHIP

3. **Membership**

3.1 Full Membership (Individual and Family)

Full membership in **UNA-USA** is open to all Uratta indigenes that live in the USA, Canada and Mexico upon paying a one-time registration fee of \$100 per person. An Indigene is defined as a:

- 3.1.1 Son or daughter of Uratta by birth.
- 3.1.2 Child (natural or adopted) whose father is an Uratta son, and is 18 years or above, or a child born to an Uratta daughter at the time her mother is unmarried.
- 3.1.3 Any woman married to an Uratta son, except that her membership shall terminate upon divorce, or when widowed, except, that her membership remains effective if she does not remarry. If she remarries an Uratta son she qualifies for membership by virtue of the new marriage.

Full members shall pay semi-annual membership dues of \$60 per person. This is subject to change as deemed necessary by the General Assembly.

3.2 Honorary Membership

Honorary membership is open to anyone who does not meet the requirements for full membership (per Article 3.1.1 through 3.1.3 above); but meets the following criteria:

- 3.2.1 A husband to a daughter of Uratta (In-law), except upon dissolution of the marriage.
- 3.2.2 A friend of Uratta who is sponsored by a full member in good standing.
- 3.2.3 Honorary members shall pay a one-time registration fee of \$50, but are not required to pay annual dues.

3.3 Membership Standing

A member in good standing is one who is up-to-date in the payment of the one-time registration fees, the annual membership dues, and any additional levies, and who participates in the activities of the Association.

3.4 Rights and Benefits of Membership

- 3.4.1 A full member in good standing shall have the right to vote on any issue before the Association.
- 3.4.2 A full member in good standing shall have the right to be voted for in

any election.

- 3.4.3 Honorary members are not entitled to vote on issues or be voted for in elections.
- 3.4.4 Until the Association secures a group death benefit insurance policy, in the event of the death of a member in good standing, the Association shall raise among the members, and donate the sum of \$1000 to the immediate beneficiary of the deceased.
- 3.4.5 All other rights and privileges implied in the mission of the organization are assumed to accrue to all full members in good standing.

3.5 Duties and Obligations of Members

It is the duty of every member to:

- 3.5.1 Promote the mission and represent the interest of this Association.
- 3.5.2 Pay, in a timely manner, all fees, dues, and levies duly assessed.
- 3.5.3 Attend all meetings and contribute to deliberations.
- 3.5.4 Participate to the fullest extent possible in all activities of the Association, particularly when assigned in a special capacity.
- 3.5.5 Participate actively in the Association's committees when designated.

3.6 Loss of Membership

- 3.6.1 A member shall be suspended or expelled for engaging in activities contrary to the mission of the Association. When such transgression comes to the attention of the Association, it shall be investigated by a committee set up for the purpose, and the member in question shall have the right to defend himself or herself before such a committee. The committee shall make a recommendation to a general meeting based on its findings. The consenting vote of two-thirds of the members present and voting at the general meeting shall be required to implement recommendation to suspend or expel a member.
- 3.6.1 A member may voluntarily withdraw his or her membership by a formal written notice to the Executive Committee..

ARTICLE 4: EXECUTIVE COMMITTEE

The day-to-day running of the affairs of the Association shall be in the hands of an elected executive committee.

4. Composition and duties of Executive the Committee

The executive committee shall comprise of the following:

1. President,
2. Vice-President,
3. Secretary,
4. Assistant Secretary,
5. Financial Secretary,
6. Treasurer,
7. Public Relations Officer / Provost (PRO).

4.1. The President shall:

- 4.1.1 Be the Chief Executive Officer of the Association.
- 4.1.2 Chair all meetings of the executive committee and of the general assembly.
- 4.1.3 Determine the agenda for all executive and general meetings.
- 4.1.4 Represent the Association in all its dealings with outside bodies or, if he or she is unable to do so, appoint any other member to represent the organization.
- 4.1.5 Oversee the executive officers and committee chairpersons in the discharge of their duties.
- 4.1.6 Cast the tie-breaker vote, when needed.
- 4.1.7 Be one of the authorized signatories of the Association's checks..
- 4.1.8 Appoint three advisors for the association, subject to the approval of the executive committee.
- 4.1.9 Appoint subject to approval by the executive committee, a legal adviser for the Association. The legal adviser must have solid legal qualification, and experience.
- 4.1.10 In conjunction with the executive committee present an annual budget and give the state of the Association address.
- 4.1.11 Execute any other duties as may be delegated by the general assembly.

4.2 The Vice-President shall:

- 4.2.1 In the absence of the President, preside at executive and general meetings of the Association.
- 4.2.2 Discharge all other functions that may be assigned to him or her by the President.
- 4.2.3 Be one of the optional authorized signatories on the Association's checks.

4.3 The Secretary shall:

- 4.3.1 Keep all the records of the association, including the taking, reproduction and circulation of the minutes and proceedings of the executive, general, and annual general meetings.
- 4.3.2 Conduct and execute all formal correspondence with outside persons or bodies.
- 4.3.3 Discharge all other functions that may be assigned to him or her by the President.
- 4.3.4 Keep the Association's seal.

4.4 The Assistant Secretary Shall:

- 4.4.1 Perform the duties of the Secretary in the absence of the Secretary.

4.5. The Financial Secretary shall:

- 4.5.1 Be responsible for the financial records of the Association.
- 4.5.2 In collaboration with the Treasurer, prepare and submit a quarterly financial summary, and a comprehensive financial report at the annual general meeting.
- 4.5.3 Process all requisitions for and appropriations of the Association's funds, after receiving appropriate approvals.
- 4.5.4 Working with the Treasurer, prepare and submit all tax reports. These reports should be signed by the President and other executives as may be required by regulation.
- 4.5.5 Be responsible for the collection of dues, levies, and other funds due or accruing to the Association. The Financial Secretary shall remit collected funds to the Treasurer within (3) three working days.

4.6 The Treasurer shall:

- 4.6.1 Be the custodian of the Association's funds.
- 4.6.2 Liaise with the Financial Secretary in reconciling the financial records of the Association at all times.
- 4.6.3 Be one of the authorized signatories on the Association's checks.
- 4.6.4 Disburse funds to satisfy requisitions for and appropriations of the Association's funds, after obtaining appropriate approvals.
- 4.6.5 Deposit collected funds to the Association's bank account within (3) three working days.

4.7 The Public Relations Officer (PRO)/Provost shall:

- 4.7.1 Publicize the activities of the Association.
- 4.7.2 Be the chief positive image maker of the Association.
- 4.7.3 Maintain peace and order and also shall be the time keeper at meetings of the Association.

4.8 Advisors/Board of Directors

- 4.8.1 The Association shall have (3) three Advisors who shall also serve as Board of Directors at any particular time. An advisor shall be a person of Uratta descent who possesses one or more of the following qualities:
 - 4.8.1.1 Accomplishment in his or her chosen profession.
 - 4.8.1.2 Good moral character and standing in the community.
 - 4.8.1.3 Senior citizen or elder in the community.
- 4.8.2 The Advisors shall be appointed by the President and approved by the executive committee.
- 4.8.3 The Advisors shall provide advice and guidance to the Association.
- 4.8.4 The advisors shall resolve disputes among the members of the Association.
- 4.8.5 The Advisors can act as Returning Officers during elections (when asked to do so).
- 4.8.6 The Advisors shall act as worthy ambassadors of the Association.

4.9. Duration of Office

An elected officer shall serve (3) three years. In the event that the officer is unable to complete his/her term for any reason, the vacant office shall be filled in a Bye-Election subject to Article 7.2. The President will appoint someone to serve on a temporary basis until the position is filled in the Bye-election.

No elected member shall serve more than two consecutive terms in the same office.

ARTICLE 5: COMMITTEES

5.1 Standing committees and ad-hoc committees shall be established to assist in running the affairs of the Association.

5.1.1 *Standing committees* shall include:

5.1.1.1 A Social Affairs Committee.

5.1.1.2 A Development Committee.

5.1.1.3 An Appropriation Committee.

5.1.1.4 A Membership Committee.

5.1.2 An ad-hoc committee shall be set up, whenever the need arises, for a specified purpose and given a time frame and specific terms of reference within which to discharge its assigned task.

5.2 Duration of Standing Committee

The mandate of each standing committee shall last for (3) three years, and run concurrently with the executive committee.

5.3 Composition of Committees

Except as detailed in Article 3 for the Executive Committee, each standing or ad hoc committee shall consist of a chairperson and a specified number of members, appointed by the President.

5.4 Functions of Committees

5.4.1 **Social Affairs Committee** shall organize and implement social events for the association.

5.4.2 The **Development Committee** shall oversee the fund raising activities for the association.

5.4.3 The **Appropriation Committee** shall oversee and facilitate the allocation

of funds to the Association's projects.

- 5.4.4 The **Membership Committee** shall oversee membership drive and maintain related records for the organization.

ARTICLE 6: MEETINGS

Apart from the day-to-day activities of the officers, important decisions of the Association shall be made at meetings.

6.1 Quarterly General Meetings

The time, method, and location for each quarterly general meeting will be determined at the conclusion of the previous meeting. These meetings shall be held on the third Saturday of the following months (i.e., on the 3rd Saturday in April, July, October, and January). Members should be given due notification of meetings, including circulation of the meeting agenda and the proceedings of the previous general meeting.

6.2. Annual General Meeting (AGM)

The last quarterly meeting in a year (3rd Saturday in October) shall be an annual general meeting, a business meeting, at which:

- 6.2.1 The President shall deliver an address to the members summarizing the state of the Association's affairs.
- 6.2.2 The financial secretary shall render a full account of the Association's finances.
- 6.2.3 Committee chairpersons shall present (if any and needed) status of current projects, future planned actions and related timing.
- 6.2.4 In an election year (which is every three years) new officers shall be elected.

6.3. Executive Meeting

Meetings of the executive committee shall be convened in preparation for a quarterly general meeting, and at other times at the discretion of the President.

6.4. Emergency Meetings

- 6.4.1 An emergency meeting of the executive committee may be called by President and held with at least two other executive members concurring, to handle events of an emergency nature.
- 6.4.1 Equally, an emergency general meeting may be called by the President. Such emergency meetings shall be limited to the specific topic for which it was convened.

6.5. Quorum

6.5.1 For quarterly general meetings, the quorum shall be formed with One third of financial members present and those present must include any three (3) of the principal officers the President, Vice President, and Secretary or their designee.

6.5.2 For executive meetings, a quorum shall be formed by one half of the executive members including the President or the Vice-President.

6.6. Duration of Meetings

General meetings shall be limited to (2) two hours except when there is an extenuating circumstance.

6.7. Annual Conventions

6.5.1 **UNA-USA** general convention shall be held every year. The venue (city) shall be selected by the executive committee, and announced at one of the general meetings.

6.5.1 The city to host the convention shall be rotated across the USA where membership is represented.

ARTICLE 7: ELECTIONS

7.1. Annual Elections

The officers of the Association shall be elected at a general convention meeting. The election shall occur every three years.

7.1.1 In no event shall election into any office be by proxy, except if the candidate is unchallenged.

7.1.2 Election shall be by simple majority of members present and voting.

7.1.2 In the event of a tie, there shall be a run-off election between the two candidates with the highest number of votes.

7.2. Bye Elections

In the event that an office becomes vacant for any reason before the expiration of the term of the holder, a bye election shall be held at the next general meeting to fill the vacancy. Voting procedure shall be as in regular, periodic elections.

7.3. Eligibility for Elective Office

7.3.1 To be eligible for elected office, a person shall have been a member of **UNA- USA** for at least six months prior to the election date, and he or she shall be in good financial standing at the time of the election.

7.3.2 At least 60 (sixty) days before each general election, the financial secretary shall send private written communication to each member conveying that member's financial standing (that is, up-to-date status or otherwise); and the secretary shall follow this up, about thirty days later, with a circular listing all those members whose financial standings qualify them to stand for office at the AGM, and a call for nominations for elections. Nominations will close on the day of election, and voting will follow immediately thereafter.

7.3.3 Any member with criminal record(s) or felony conviction(s) shall not be eligible for an elective office

7.4. Voting Procedure

7.4.1 The general election shall commence with the selection of a Returning Officer (RO) from among those members who do not wish to stand for any office on that occasion. Upon the selection of the RO, the outgoing officers shall stand down, and the RO shall conduct the election.

7.4.2 Voting shall be by written secret ballot. In the case of impeachment of an officer, voting shall be by secret ballot, on similarly secure ballot papers.

ARTICLE 8: BANKING, LEVIES AND FINANCES

8.1. Levies and Contributions

Special levies may be imposed on the members, on the recommendation of any of the relevant committees (i.e., Executive, Development, and/or Appropriation), to meet specific emergencies. The proceeds shall be earmarked for a specific project identified by a committee and authorized by the general assembly.

8.2. Authorized Signatories to UNA-USA Checks

In order to be valid, a check issued by the Association shall be signed by any two of the three identified executive officers: the President, the Treasurer, and the Secretary. In the absence of the president, the Vice President may sign.

8.3. Banking:

The Treasurer shall bank all monies within (3) three working days of collection.

8.4. Disbursement:

8.4.1 The president shall authorize the disbursement of all Association's funds.

8.4.2 The president may authorize when necessary expenditures not exceeding \$500 from the association's funds without prior approval of the executive committee or the general assembly.

8.4.3 The executive committee may authorize when necessary expenditures not exceeding \$2000 from the association's funds without prior approval of the general assembly.

8.4.4 All expenditures exceeding \$2000 from the Association's fund, must receive prior approval by the general assembly by a simple majority vote.

8.4.5 All expenditures not receiving prior approval from the general assembly may not exceed two occurrences per quarter.

8.4.6 All expenditures not receiving prior authorization from the general assembly must be reported to the general assembly at the next quarterly meeting.

8.4.6 The president must report any expenditure (made without prior authorization by the executive) to the executive committee within (7) seven working days.

ARTICLE 9: DISCIPLINE AND DISCIPLINARY ACTION

All members of **UNA-USA** are required to behave and comport themselves at all times in ways that would project the image of the organization.

9.1 Absenteeism:

Absence from meetings without notification to any member of the executive committee shall attract a fine of \$5 (five dollars).

9.2 Disruption of meetings:

Disruptions of meetings in any form (physical or verbal attacks, insults, or threats, etc.) shall attract two verbal reprimands from the Public Relations Officer / Provost in the first instance. A third occurrence shall attract a fine of \$25 (twenty-five dollars).

9.3 Impeachment and Removal From Executive Office:

9.3.1 Impeachable offenses shall include the following:

9.3.1.1 Fraud and embezzlement of Association's funds.

9.3.1.2 Criminal offense and conviction.

9.3.1.3 Conflict of Interest.

9.3.1.4 Flagrant violation of the constitution and by-laws.

9.3.1.5 Gross dereliction of duty and/or incompetence (non-performance of assigned duties, or failure to follow and/or implement the policies of the Association, including not meeting the aims and objectives of the **UNA-USA**).

9.3.2 Procedure for Impeachment and Removal from Office.

One third of members in good standing are needed to petition for the removal of an elected officer. Articles of impeachment shall be prepared specifying charges. An Adhoc committee shall be set up to process the impeachment hearing. The officer involved shall have ten (10) working days to respond the charges in writing.

A vote of two-thirds of the members present shall be required to impeach and remove an elected officer of the Association.

9.3.2.1 The officer must be informed in writing (via a letter) of the charges against him or her, not later than 30 days before the impeachment hearing.

9.3.2.2 The letter shall be signed by at least two executive officers who are not directly involved with the charge.

9.3.2.3 The officer facing impeachment shall have the right to defend himself or herself and may present evidence and call witnesses.

9.4 Due Process

9.4.1 Upon determining that an executive officer has been guilty of dereliction of duty or other gross impropriety, the executive committee shall pass a resolution reprimanding the officer in question, and this reprimand shall be conveyed to the officer in writing. If an officer is reprimanded a second time, he or she shall be advised by the executive committee to resign from office. If he or she fails to do so, the executive committee shall submit to the general body a resolution for his or her impeachment. The impeachment shall be by secret ballot at a general meeting for which the matter has been duly put on the agenda. The officer shall be removed from office if the resolution is approved by two-thirds of the members present and voting.

9.4.2 An impeached officer shall be disqualified from ever holding office again.

9.4.3 An election shall be conducted to immediately replace an impeached officer. The term of the

9.4.4 The term of office for an elected replacement officer (following an impeachment) shall run con-currently with that of the other executive officers.

ARTICLE 10: GENERAL PROVISION

10.1 Constitutional Power:

All powers and authorities vested in the officers, committees and general membership of **URATTA NATIONAL ASSOCIATION, UNA-USA** (hereafter referred to as **UNA-USA**) derive from this constitution and by-laws. Circumstances not covered by this constitution shall be deemed unconstitutional by the Association, unless voted on and ratified by two-thirds majority of members at an annual general meeting.

10.2 Amendment of the Constitution:

- 10.2.1 This constitution may be amended by two-third of the members present and voting in a convention.
- 10.2.2 Motion for amendment shall be in writing and duly placed on the agenda at a convention.
- 10.2.3 Notice of the amendment shall be conveyed to the Executive at least 30 days before the convention.
- 10.2.4 Any amendment shall be fully debated in a convention and approved by two-third majority present and voting.

10.3 Authorities, Investments, Procedural matters, and Fiscal Year

- 10.3.1 No individual or group has the authority to suspend, amend, or abrogate any or, all parts of the **UNA -USA** constitution.
- 10.3.2 Authorities not expressly given to any officer of **UNA –USA** shall inure to the general assembly.
- 10.3.3 Investment of any portion, or part of **UNA-USA** assets shall require the approval of the general assembly.
- 10.3.4 In an election year, all serving officers of **UNA –USA**, including Committee Chairpersons shall present every documents developed on behalf of **UNA –USA** in the performance of their assigned tasks.
- 10.3.5 In all procedural matters not covered by the constitution, **UNA-USA** shall use the current version of Roberts Rules of parliamentary procedure.
- 10.3.6 **UNA - USA's** fiscal year shall be January 1 – December 31 of every year.

ARTICLE 11: DISSOLUTION OF UNA – USA

11.1 Dissolution Decision:

The decision to dissolve **UNA-USA** Association shall be put to vote and receive two-thirds of the general membership's votes.

11.2 Dissolution Actions:

The Executive Committee members, upon receiving the dissolution decision from the general **UNA-USA** members, and working with the legal adviser, shall take necessary actions to dissolve the Association. These actions include, but are not limited to performing needed regulatory actions to this effect.

11.3 UNA-USA Assets At Dissolution:

Upon the dissolution of **UNA-USA**, the net assets of the Association, including all monies, equipments, and any other tangible assets shall be donated to charity.

ARTICLE 12: OATH OF OFFICE

12.1 Administration of the “Oath of Office” and Applicability:

Each elected or appointed official of the Association shall take the oath of office. The said oath shall be administered by the Returning Officer following election of officers, or by the president or any member of the executive committee designated by the president during bye elections or appointment of committee members. The oath shall be administered immediately following the elections or appointments.

12.2 The “Oath of Office” and Related Form:

After taking the oath of office, the elected official and person administering the oath shall both sign the oath of office form below, and this signed form shall be filed with the Secretary.

URATTA NATIONAL ASSOCIATION CONSTITUTION AND BY-LAWS

12.3 Oath of Office Form:

I, _____, do solemnly swear that I shall Conscientiously and faithfully bear true allegiance to URATTA NATIONAL ASSOCIATION, USA INC; (UNA-USA), and its constitution.

Impartially serve Association and my fellow members by showing honor, probity, and accountability in discharge of my official duties as the _____.

Not in any manner whatsoever divulge any information entrusted to me in my official capacity.

Not allow my personal interest to override my sense of responsibility and commitment to the Association and its constitution.

SO HELP ME GOD.

SWORN TO THIS -----DAY OF _____ 20_____
IN THE PRESENCE OF AND WITNESSED BY UNA-USA MEMBERS.

Signed:

Signed:

Deponent (Elected/Appointed Official)

Witness (Administer of Oath)

Name: _____

Date: _____

Date: _____

ARTICLE 13: INDEMNIFICATION

13.1 The Association shall indemnify to the maximum extent legally permissible each officer, trustee, and former officer(s)/ trustee(s) of the Association, and each person who may have served at its request as an officer , or trustee, against expenses (including attorneys' fees) judgments and fines actually and necessarily incurred by him or her in connection with or arising out of any threatened, pending, or completed claim, action, suit, proceeding, or matter of whatever nature, whether civil, criminal, or investigative, in which he or she may be involved as a party or otherwise by reason of his or her being or having been such officer, or trustee.

13.2 Gross Negligence or Misconduct:

No such reimbursement or indemnification may be paid for any expense Incurred in connection with any matter as to which such officer, trustee, has been adjudged to be liable for gross negligence, or misconduct in the performance of his or her duty to the Association.

ENDORSEMENTS

The foregoing constitution was unanimously passed and adopted at the Constitution Ratification General Meeting of **UNA-USA** held on the 13th day of June 2009. In witness thereof, the members present at that meeting herewith append their signatures:

Signed: _____ Signed: _____

Name: _____ Name: _____

Date: _____ Date: _____

Signed: _____ Signed: _____

Name: _____ Name: _____

Date: _____ Date: _____

Signed: _____ Signed: _____

Name: _____ Name: _____

Date: _____ Date: _____

Signed: _____ Signed: _____

Name: _____ Name: _____

Date: _____ Date: _____

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Name: _____ Name: _____

Date: _____ Date: _____
