



Bylaws

Revised March 30, 2016

AMERICANS OF ITALIAN HERITAGE, INC.
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BYLAWS OF THE AMERICANS OF ITALIAN HERITAGE, INC.

Adopted this 27th. day of August, 1979

Revised May 27, 1992; Revised May 31, 2000; Revised October 15, 2003;
Revised March 25, 2009; Revised January 28, 2015; Revised September 30, 2015;
Revised March 30, 2016.

ARTICLE I. NAME AND DATE

Section 1. This Association shall be known as the Americans of Italian Heritage, Inc.

Section 2. Its organization dates from March 29, 1979.

ARTICLE II. PURPOSE

Section 1. The purpose of this Association is to promote the moral, social and civic advancement of its membership, and to perpetuate the customs and cultural aspects of Italian Heritage.

Section 2. To acquire real or personal property, or both, necessary for the accomplishments of the above purposes and to take any other action necessary or incident thereto without limitation. This organization is organized and operated exclusively for purposes described in Section 501(c)(4) of the Internal Revenue Code.

ARTICLE III. MEMBERSHIP

Section 1a. Males eighteen (18) years of age or older of Italian descent, and who are interested in promoting the purposes and objectives of this Association, shall be eligible for membership.

Section 1b. Members in good standing who reach the age of 100 shall be granted "Member in Good Standing Emeritus" status for life, with no further obligation for dues or assessments and with all the rights and privileges as any member in good standing including voting rights.

Section 2. A candidate must file a written application, on a form furnished by the Association. Two (2) existing Members in good standing must sponsor the applicant by signing said application form. The application must be affirmatively acted upon by eighty percent (80%) of the Executive Committee voting thereon. This committee shall have the right to require the candidate for membership to personally appear before it at a time and place set by said committee. The Executive Committee, after passing upon the application, shall then make its recommendation to the membership of the Association at the next regular meeting of the Association. If eighty percent (80%) of the Members of the Association voting at a regular meeting thereof, at which a quorum is present, vote to accept the candidate, he will then be notified to appear at the next regular meeting for initiation. If the applicant is refused, he may not again apply for membership in this Association for a period of one (1) year thereafter.

Section 3. Intentionally Omitted.

Section 4. Each Member in good standing shall have one vote on all questions coming before any meeting of the Members of the Association for action. In order to be entitled to vote on any question, the Member must be present in person and shall not cast any vote by proxy.

Section 5a. Sons of Members that are in good standing may at age 18 automatically become a Member without any vote or approval of the Executive Committee or Members, so as long as such son takes the Oath set forth in these Bylaws and agrees to pay the yearly dues. No vote by the general membership is required nor approval from the Executive Committee.

Section 5b. Those sons of Members who are full time students at accredited colleges, universities, or technical schools may become "Student Members." Student Members shall complete an application for membership and shall be willing to volunteer to work at least five (5) hours in Association sponsored events each year. They must provide proof of enrollment status each year. Full time enrollment shall be defined as not less than twelve (12) credit hours/class hours per Semester/Quarter.

Section 5c. Student Members shall be sworn in at a regular Membership Meeting.

Section 5d. Student Member's annual dues shall be as determined by the Executive Committee each year.

Section 5e. Student Members shall be granted all the rights and privileges of a member in good standing except for the voting rights indicated in Section 4 above.

ARTICLE IV. DUTIES OF MEMBERS

Section 1. Every Member shall conduct himself in an orderly manner at all Association functions and/or upon Association property. The Presiding Officer shall have the right to eject from any meeting or function, any Member who fails to conduct himself in an orderly manner in keeping with the standards of the Association and the conduct of a gentleman.

Section 2. It shall also be the duty of every Member to further the purposes and ideals of this Association to the best of his ability, obey all laws, rules and regulations which this Association and its various committees may make in respect thereto.

ARTICLE V. MEETINGS AND QUORUMS

Section 1. Regular meetings of the Members shall be held on the last Wednesday of each calendar month, unless otherwise directed by the Executive Committee. Twenty (20) Members, at least one of whom must be an Officer, shall constitute a quorum at any Member meeting.

Section 2. The Executive Committee shall meet at least once during each calendar month, unless otherwise directed by the Executive Committee, at a date and time to be fixed by the Executive Committee. A majority of the Members of the Executive Committee, at least one of whom must be an Officer, shall constitute a quorum and shall be authorized to do business.

ARTICLE VI. OFFICERS, BOARD OF TRUSTEES, AND EXECUTIVE COMMITTEE

Section 1. The Officers of this Association shall be President, Vice President, Secretary, and Treasurer.

Section 2. The Board of Trustees shall consist of eight (8) Members, except as otherwise set forth herein. All Members of the Board of Trustees shall serve a two (2) year term, commencing July 1st after that Trustee's election or appointment. Five (5) Trustees are to be elected during the bi-ennial election. Two (2) Trustees will be appointed by the President at the time of the bi-ennial election (exception in the following paragraph in which the President appoints three (3) Trustees).

Section 3. The immediate past President shall become (1) voting Member of the Board of Trustees for the first year immediately following his ending term as President. After the first year following the immediate past President presidency, the immediate past President may remain as a Trustee for the second year of such term providing he has met the Trustee's attendance requirements as set forth in Section 6 of these Bylaws.

Section 4. In the event the immediate past President should not qualify for the second year term as a Trustee, the current President shall appoint a Member in good standing to serve out the remaining year of the immediate past President as a (1) voting member of the Board of Trustees. After the immediate past President's two (2) year, should the next President be elected as President for another term, the then current President shall appoint a Member in good standing to such Trustee position (which Member may, at the option of the President, be immediate past President, providing he meets the requirements set forth in these Bylaws). In such event, the President will appoint three (3) Trustees.

Section 5. All Officers and Trustees shall hold office for two (2) years commencing July 1st, or until their respective successors are elected.

Section 6. Only Members who have been active in the Association for a period of at least twelve (12) months immediately preceding the election, and who have attended at least 50% of the regular Meetings

during said time, and who are Members in good standing, with all dues current, shall be eligible to become candidates for Officer or Trustee in this Association.

Section 7. The Executive Committee shall consist of the four (4) elected Officers, and the eight (8) Members of the Board of Trustees, constituting twelve (12) Members.

ARTICLE VII DUTIES OF OFFICERS, BOARD OF TRUSTEES, AND EXECUTIVE COMMITTEE

Section 1. President. The President shall preside at all meetings of Members of the Association and at all Executive Committee meetings. He shall preserve order during the deliberation of these bodies. He shall sign all official documents for and on behalf of the Association in conjunction with the Secretary. He shall appoint all Committees not otherwise provided for by these Bylaws.

Section 2. Vice President. The Vice president shall perform the duties of the President in the latter's absence. He shall also be the Chair of the Nominating Committee.

Section 3. Secretary. The Secretary shall take charge of all books, papers and effects of the Association other than the books of the Treasurer and the Trustees. He shall keep a correct record of proceedings and a record of all amendments and additions to these Bylaws in books especially provided by the Association. He shall conduct all correspondence for and on behalf of the Association and he shall, at the end of his term of office, promptly turn over to his successor all of the records of the Association in his possession. Such records, when he surrenders them to his successor in office, must be in good shape and to date. The Secretary shall also have the duty of presiding at any and all meetings of the Association when for any reason or reasons whatsoever the President and Vice President are absent.

Section 4. Treasurer. The Treasurer shall receive all money or monies of the Association, giving his receipt for same. He shall deposit all money in a nationally recognized and federally secured bank. He shall keep a correct record of all money or monies received and expended, make financial statements quarterly, or more often if required to do so by a majority vote of either the Executive Committee or of the Members of the Association at any regular meeting. He shall pay all bills, debts, and invoices of the Association, provided the Treasurer shall obtain authorization from an authorized vote of the Executive Committee prior to paying any bills, debts and invoices of the Association exceeding One Thousand Two Hundred Dollars (\$1,200.00). Notwithstanding the foregoing, the Treasurer may pay the following bills, debts and invoices without any prior vote or approval of the Executive Committee that exceed the aforementioned limit, provided funds have been collected from the Members for such purposes prior to submitting payment for: (i) gifts for the Association's Christmas Party; (ii) the Party Center for the Christmas Party; (iii) the Clambake; and (iv) the-Golf Outing. He shall submit his books and receipts to the Executive Committee for their audit and approval when called upon by any Officer or Trustee to do so: and at the expiration of his official term, shall turn over to his successor all money, records and property of the Association that may be in his possession. All funds shall be deposited in a bank in the name of the Association, subject to withdrawal, provided any withdrawal greater than Two Hundred Dollars \$200.00 shall be approved by the President.

Section 5. Board of Trustees. It shall be the duty of the Board of Trustees to audit the financial records of the Association, to attend Executive Committee meetings and vote accordingly, to provide such advice to the Association as the Association may need, from time to time, and, if requested by any Officer, to furnish to the Association a complete report at the end of each and every fiscal year.

Section 6. Replacement of Officers and Trustees. Any time an Officer or Trustee elected by the Members is unable or unwilling to continue his duties as Officer or Trustee (including expulsion), the remaining Members of the Executive Committee shall appoint a replacement Officer or Trustee to fulfill the remainder of that Officer's or Trustee's term. Any time a Trustee appointed by the President is unable or unwilling to continue his duties as Trustee (including expulsion), the President shall appoint a replacement Trustee to fulfill the remainder of that Trustee's term.

Section 7. Executive Committee. The Executive Committee shall take whatever action is necessary of advisable to govern the Association. It shall formulate and adopt rules for the conduct of business and for the management and control of the Association's property. The Executive Committee shall hire all employees it shall deem necessary for the proper operation of Association rooms, Association bars, if any, and any other properties in the best interest of the Association. Any matter that requires a vote of the Executive Committee shall be decided by a majority of voting Members present. In the event that there is a split vote, the President shall make the deciding vote (or if the President is not present, the Presiding Officer shall make the deciding vote).

ARTICLE VIII. STANDING COMMITTEES

Section 1. Various Entertainment Committees. The Association shall have various Committees, established from time to time by the Executive Committee, to organize, coordinate, oversee and promote the various social and cultural events for the membership designed to promote the aims and objectives of the Association.

Section 2. Membership Committee. There shall be a Membership Committee whose duty shall be to arrange for membership drives periodically, pass initially on all applications for membership, and make its recommendation to the Executive Committee with reference to the acceptance or rejection of any applicant. The Membership Committee shall be led by the Association's Membership Chair, who shall decide the time, place and frequency of Membership Committee meetings.

Section 3. Nominating Committee. There shall be a Nominating Committee whose duty shall be to offer to membership in May or each year a proposed slate of Officers and Trustees for the ensuing year. The Vice President shall be the Chair of this Committee.

Section 4. Other Committees. The President shall appoint such other Committees, as he shall deem necessary or proper.

Section 5. Miscellaneous. The President, subject to the approval of the Executive Committee shall appoint all of the Committee Chairs. The Executive Committee shall have the right and duty to appropriate whatever funds are reasonably necessary for the above Committees in the performance of their duties. Each Committee shall meet from time to time as directed by its Chair. A majority of the Members of any Committee shall constitute a quorum to conduct business. These Committees shall keep a record of their proceedings and, if there is any new business to report, report at each meeting of the Association. All meetings of any Committees shall be open to any members of the Executive Committee. All funds collected by any Committee in relation to any Association event shall belong to the Association and shall be promptly deposited with the Treasurer in the Association's account in accordance with these Bylaws. The Treasurer shall reimburse Members of any Committee for expenses reasonably related to the Association for which those expenses were made.

ARTICLE IX. ELECTIONS AND VOTING

Section 1. The election of all Officers and Trustees shall be by ballot and the candidate or candidates receiving the greatest number of votes cast for the particular office being filled shall be elected.

Section 2. Voting on candidates shall be by "aye" or "nay" votes if only one Member is running for a particular position. If more than one Member is running for any particular position, there shall be a secret ballot.

Section 3. The nomination of Officers and Trustees by the Nominating Committee shall be held at a regular meeting of the Association in May. Additional nominations, other than those made by the Nominating Committee, may be made from the floor by any Member in good standing provided that such additional nominees are present to accept.

Section 4. The election of Officers and Trustees shall be held at the regular June meeting of the Association.

Section 5. The newly elected Officers and Trustees shall take office as of July 1st of each year and the retiring Officers shall deliver to them on or before said date any and all records of the club pertaining to the respective office of such Members.

ARTICLE X. INITIATION, DUES AND ASSESSMENTS

Section 1. The dues for membership in this Association shall be One Hundred Twenty dollars (\$120.00) per year, payable on an annual basis by July 1st. Any new Members shall pay a prorated amount of the annual dues for the first year based upon the date that new Member is admitted by the general Membership. The annual dues may be revised, from time to time, by the Executive Committee.

Section 2. The Association may, under extraordinary circumstances, issue an assessment upon the Members. Assessments upon Members shall be made only upon and after approval thereof by a three-fourths (3/4) vote of all Members of the club voting at any regular meeting, and only if written notice is given to all Members at least thirty (30) days prior to such vote. Any assessment which is regularly made and which is not paid within sixty (60) days after its approval by the membership at a regular meeting shall be added to the dues of such Members and collected as such.

Section 3. Any Member who has been expelled for any reason whatsoever may be reinstated by payment of all back dues and assessments upon the approval of a majority of the Members voting at any regular meeting in which a quorum is present, in addition to meeting the requirements for any new Member set forth herein.

ARTICLE XI. SUSPENSIONS, EXPULSIONS AND IMPEACHMENTS

Section 1. Any Member who becomes delinquent in payment of dues or assessments may be expelled by a majority vote of the Executive Committee if the delinquent dues and/or assessments have not been paid in full or if the delinquent Member has not entered into a payment plan with the Treasurer and Membership Committee Chair within thirty (30) days from the date of mailing a notice from the Association to that Member that his dues are outstanding.

Section 2. Any Officer or Trustee may be suspended from office by two-thirds (2/3) vote of the Members in good standing in this Association. This vote may be taken only after written charges have been filed against said Officer or Trustee and he or they have had a reasonable opportunity to answer said charges. Such action may only be taken at a regular Meeting of the Membership. A notice of the time and place of the meeting shall be given to each and every Member in writing at least twenty (20) days prior to such vote. Such notice shall further state the purpose of the Meeting, the fact that charges have been preferred against some Officer or Trustee and these will be voted upon at said meeting.

ARTICLE XII. DUTIES AND RIGHTS OF MEMBERS

Section 1. Any Member desiring to make a motion or speak upon any subject whatsoever shall address the Presiding Officer before attempting to speak and before speaking must receive recognition from the Presiding Officer. Each Member must further yield the floor at the call of order, keep upon the subject pending before any meeting, abstain from any and all personalities in debate and avoid disturbing any Member who has the floor.

Section 2. Each Member shall obey all rules and regulations of the Association, notify the Treasurer and Membership Chair of any change in address and attend all meetings possible for the purpose of furthering the club's aims, interests and welfare.

Section 3. All Members shall have the right to offer motions and resolutions, explain and discuss topics properly before the assembly and to hold the floor once obtained until finished speaking or otherwise declared out of order by the Presiding Officer.

ARTICLE XIII ORDER OF BUSINESS

Section 1. The order of Business at any regular meeting shall be as follows.

1. Call to order
2. Roll call of Officers and Trustees
3. Reading, correcting and approval of the minutes of preceding meetings not already approved
4. Officers reports
 - A. Treasurer's Report
 - B. Vice President's Report, if any
5. Standing Committee Reports
 - A. Executive Committee Report, if any
 - B. Membership Committee Report
 - C. Education, Culture and Heritage Report
 - D. Entertainment Committees Reports
 - E. Nominating Committee Report, if any
6. Special Committee Reports
7. Old Business
8. New Business
9. Any other matters related to the Association or its purpose that any Member wishes to discuss.
10. Adjournment

ARTICLE XIV. AMENDMENTS

Section 1. The Executive Committee shall have the right to recommend additions to or amendments of these Bylaws at any regular meeting. Such additions or amendments shall be presented at any regular meeting (provided Members are notified at least twenty (20) days prior to such meeting) and voted upon at the following regular meeting. The adoption of any additions or amendments of these Bylaws shall require the approval of two-thirds (2/3) of all Members present at a regular meeting, provided a quorum is present.

ARTICLE XV. PARLIAMENTARY AUTHORITY

Section 1. *Robert's Rules of Order* shall be the parliamentary authority on matters not covered by these bylaws.

ARTICLE XVI. OATH

Section 1. The Americans of Italian Heritage, Inc. is an organization composed of men, eighteen (18) years of age or older, of Italian descent, and who are interested in promoting the moral, social and civic advancement of its membership and to perpetuate the customs and cultural aspects of Italian heritage. It is authorized to acquire and hold both real and personal property, if necessary, for the accomplishment of the above purposes. The Bylaws of the organization provide for the government of the Association, with the assurance that there is nothing in the Bylaws, or the purposes of the organization that interferes with your duty to your family, your God and your country. Do you swear to support and promote the purposes of the organization and abide by its Bylaws?

ARTICLE XVII. DISSOLUTION

Section 1. In the event of dissolution, all assets real and personal shall be distributed to A.I.H. Charities, and/or, such organizations as are qualified as tax exempt under Section 501 (c) (3) of the Internal Revenue code or the corresponding provisions of a future United States Internal Revenue Law.