

PNW-UBE Bylaws
Draft 01
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ARTICLE I: NAME

The legal name of the non-profit organization shall be known as the Pacific Northwest Chapter of the Union of Black Episcopalians, known as PNW-UBE, and shall herein be referred to as the Corporation.

ARTICLE II: PURPOSE

The Corporation is dedicated to the cause of social justice in the Pacific Northwest and the education and celebration of the contributions of African-Americans to The Episcopal Church. Said Corporation is organized exclusively for charitable, religious, and educational purposes, as an exempt organization under the section 501(c)(3) of the Internal revenue Code, or the corresponding section of any future tax code.

ARTICLE III: MEMBERSHIP

Section 1: Classification

A. Regular Membership

1. Individual Membership

To qualify for regular membership an individual shall be a person who is a member of the Domestic and Foreign Missionary Society (The Episcopal Church) or the Worldwide Anglican Communion, who subscribes to the principles of the Union of Black Episcopalians and pays the required National and Chapter annual membership dues.

- a. Upon graduation each year, the president, with approval of the Executive Committee, may offer, free of charge, the first year of UBE membership to each Black, Indigenous, People of Color (BIPOC) graduating seminarian.
- b. Upon application of any eligible member, the President, with approval of the Executive Committee, may offer to each PNW-UBE youth who has reached the age of 21 the first year of PNW-UBE Young Adult membership free of charge.

2. Family Membership

Family memberships may be granted to a family unit, consisting of parents and children under eighteen (18) years of age, that has paid the annual family membership dues, and otherwise qualifies for regular membership.

3. Retired/Senior Membership

Senior membership may be granted to individuals who are either adults who have reached the age of 65 or have retired from their regular

employment, have paid the senior annual membership fee, and otherwise qualify for regular membership.

4. Youth Membership

Youth membership in PNW-UBE may be granted to students between the ages of twelve (12) and twenty-one (21).

5. Young Adult

Young Adult membership in PNW-UBE may be granted to persons between the ages of twenty-one (21) and thirty (30).

B. Life Membership

Individual lifetime memberships shall be granted to individuals who qualify for regular membership and pay the lifetime membership fee in accordance with the dues established by the National UBE Board of Directors. Life memberships are offered in multiple levels, and may be paid in five annual installments.

C. Associate Membership

The Executive Committee may make Associate membership available to persons who do not qualify as Regular members but desire to support the work PNW-UBE and pay annual dues.

D. Church and Organization Membership

1. Church and organization memberships may be granted to an Episcopal Church or associated organizations interested in the work of the Union of Black Episcopalians, that pay the National and Chapter Church/Organization membership fee.
2. Non-Episcopal churches or associated organizations interested in supporting the work of PNW-UBE and have paid Chapter Sponsor dues may be granted Sponsor status.

Section 2: Rights of Members

A. Individual, Family, Senior, Young Adults, Youth and Life Members shall be accorded all rights and privileges in PNW-UBE. This shall include, but not be limited to, voting, holding offices, chairing committees, serving on PNW-UBE Executive Committee participating in national and local Chapter activities, providing that the member pays the required fees, dues, and assessments.

B. Associate members, Church and Organizational members shall be accorded all the rights and privileges of members except voting, holding office, chairing committees or attending National Conventions as official representatives.

- C. In order to be a member in good standing National Dues must be paid. Members in a local chapter must pay both local and National dues to be considered a full member of the Union. Life members are not required to pay yearly National dues, but are encouraged to support local chapters in their region by paying dues.

Section 3. Good Standing

A member in good standing shall be one whose current dues have been paid in accordance with the provisions of these Bylaws.

Section 4. Resignation

- A. Resignation of any Chapter Member in good standing shall be submitted in writing to the President of the Local Chapter for necessary action at the regular Chapter meeting.
- B. A Member not belonging to a Chapter shall submit a resignation in writing to the national office.
- C. Chapter Presidents shall notify the National President and National Treasurer when the resignation of the Member(s) in good standing is to become effective.
- D. No member(s) resignation shall be accepted until his/her dues and assessments are paid in full. Failure to pay may result in permanent loss of affiliation with UBE.

Section 5. Reinstatement

- A. A former member(s) who resigned in good standing shall be granted reinstatement if a letter of request, accompanied by local and national past and current dues and assessments, is made within two years following the date of resignation.
- B. In the event that a person was not a member of a local Chapter, they shall write to the National Office.

ARTICLE IV: DUES, FEES, AND FINANCES

Section 1: Membership Dues

Members shall pay dues and membership fees to the National Organization according to the Member classification as recommended by the Board of Directors and approved by the membership. The Membership dues scheduled shall be included in the UBE's Policy and Procedure Handbook.

- A. The Membership year shall be the same as the Fiscal year, from January 1 through December 31.

- B. Members shall pay both National and Chapter dues directly through the PNW-UBE Treasurer at the beginning of the year.
- C. Dues shall be payable and received by the National Treasurer on or before January 31st. Membership shall be delinquent if dues are not paid by March 1st and forfeited if dues are not paid by May 1st.
- D. Dues from a new member accepted for the first time between September 1st and December 31st shall apply to the next year's dues.
- E. Acknowledgement of Chapter Membership shall be issued through the Chapter and signed by the President and Treasurer.

Section 2: Fees

- A. Prior to reinstatement after resignation, a fee for any class of membership may be required by National UBE.
- B. Chapter assessment shall be due to National by January 31 of each year.
- C. Chapter regional assessment shall be due to the UBE Western Region by January 31 of each year.

Section 3: Finances

- A. Membership fees, when forwarded to the National UBE Office, entitle members to receive all correspondence from the National Office.
- B. The local dues structure will be reviewed annually in September by the Executive Committee. Proposed changes must be ratified by a simple majority at a regularly scheduled meeting. The meeting must be announced at least (30) thirty days prior to the meeting at which the ratification vote will be taken.

Section 4: Financial Obligations

The Executive Committee shall be responsible for securing adequate funds through appropriate means for the operation of PNW-UBE, for disbursement of funds of the organization and for maintaining a balanced budget.

Section 5: Budget

A proposed budget shall be submitted by the Finance Committee to the Executive Committee for its approval. The annual budget shall be adopted at the earliest regularly scheduled meeting of the calendar year.

Section 5: Audit

The financial records of the PNW-UBE shall be audited annually. All audit reports shall be submitted to the Executive Committee for review and presented to the members at a general meeting for adoption.

Section 6: Fiscal Year

The Fiscal year shall be January 1 through December 31.

ARTICLE V: CHAPTER STRUCTURE

Section 1: Chapter Affiliation

- A. The PNW-UBE is organized and chartered by the UBE for the geographical area of the Pacific Northwest, specifically Oregon and Washington.
- B. The PNW-UBE Chapter belongs to the Western Region of the UBE, or region as designated by the UBE.

Section 2: Chapter Programs

- A. The PNW-UBE Chapter shall participate in the National Program or project as specified by the National Organization and shall conform to all rules and regulations enacted by the body. The Chapter shall submit an annual written report of the Chapter's activities to the Regional Director no later than May 31st of each year and forward a copy to the National Office. The report shall cover a period of activities from the previous year through April 30th of the present year.
- B. The Chapters shall meet at least nine times a year.
 - 1. The election of Chapter officers shall be reported to the National Office within ten (10) days of election of same.

Section 4: Bylaws of a Chapters

- A. Copies of the current PNW-UBE Chapter Bylaws shall be filed with the National Bylaws Committee.
- B. The PNW-UBE Bylaws Committee shall review its Bylaws annually for compliance with National UBE Bylaws.

Section 5: Power and Responsibilities

- A. The PNW-UBE shall have the power to transact its business within the purposes and objectives of UBE, including:
 - 1. The acceptance of new members.
 - 2. Reporting annually the status of each member to the National Treasurer and Secretary.

3. Sending the President or designated representative to each National and Regional Annual Business Meeting who will report on that Annual Meeting to the Chapter.
- B. Chapters shall obtain written permission from the National Board of Directors to use the UBE emblem and to sell items at the National Conference.

Section 6: Fund Raising

- A. The PNW-UBE Chapter may raise funds to support its annual budget and request contributions to support its programs.
- B. The PNW-UBE Chapter shall provide the National Treasurer with an annual report of its fundraising activities on or before May 31. The report shall include an accounting of funds raised, expenses, and the distribution of said funds to other institutions or agencies with similar purposes and objectives as UBE.

Section 7: Chapter Assessments

The PNW-UBE Chapter shall pay the Annual Regional Assessment fees and the Annual National Assessment fees no later than January 31.

ARTICLE VI: CHAPTER OFFICERS

Section 1: Elected Chapter Officers

Elected Chapter Officers shall be, at a minimum, the following: President, Secretary, and Treasurer.

Section 2: Qualifications

Anyone seeking to be an officer shall be a member in good standing for one (1) year prior to running and must attend a minimum of 6 meetings and attend one regional or national conference.

Section 3: Term of Office:

- A. Officers shall assume their duties at the close of the Annual Business Meeting at which they are elected.
- B. Officers shall serve for a term of three (3) years or until their successors are elected.
- C. With the exception of the Treasurer, who shall serve no more than three (3) consecutive terms, no officer shall serve more than two (2) consecutive terms in the same office.

ARTICLE VII: DUTIES OF OFFICERS

Section 1: Duties of the Officers

Officers shall perform the duties prescribed for in these Bylaws and by the parliamentary authority adopted by UBE.

A. The President shall:

1. Call all chapter meetings.
2. Set meeting agenda.
3. Designate a spokesperson within Chapter circles such as local parish and diocesan committees, agencies and boards.
4. Serve as Contact Person for communications with Regional Director, the National Board of Directors and the National Executive Board.
5. Plan and strategize on Chapter activities/program in conjunction with the Executive Committee.
6. Provide yearly Activities Report to the Regional Director, detailing all activities done by the Chapter between the previous year and April 30 of the current year.
7. Provide yearly Reports to the National Office by April 30.
 - a. Yearly report (to Director & National Office)
 - b. Financial Report
 - c. Membership transmittal (names/address of all paid members)
 - d. Officer's report (list of all officers)

B. The Secretary shall:

1. Be responsible for the minutes of all regular and Executive Committee meetings.
2. Furnish copies of the minutes of regular and Executive Committee meetings in a timely manner.
3. Maintain an accurate record of attendance at the Executive Committee, and regular meetings.
4. Issue notices of General Meetings and Executive Committee Meetings.
5. Maintain a file of past and present members of PNW-UBE.
6. Maintains files of official correspondence and documents.
7. Co-signs contracts with the President as required.

8. Fulfill such other duties as assigned by the President.

C. The Treasurer shall:

1. Demonstrate familiarity with and understanding of financial statements, generally accepted best practices, and online accounting applications.
2. Prepare an annual budget in conjunction with the President and others as needed.
3. Make financial reports at regular meetings and to the Executive Committee when required.
4. Maintains records of all monies collected and distributed by the Chapter and banking records.
5. Serve as Chairman of the Budget/Finance Committee.
6. Prepare or oversee preparation of an annual Financial Report for January 1 – December 31 of the previous year for the Executive Committee no later than the 3rd week of January to submit to National.
7. Send to the National office, in a timely fashion, all membership dues and ensure the Chapter membership is in line with the National Membership deadlines and guidelines.
8. Disburse money only upon receipt of a properly signed voucher for payment of bills, budget allotments, and other authorized expenditures.
9. Be an authorized signatory on all checks. There shall be two (2) signatures required on all checks.
10. With the President, sign contracts as required.

ARTICLE VIII: NOMINATIONS AND ELECTIONS

Section 1: Nominations

Chapter officers shall include, at minimum President, Secretary and Treasurer. These officers shall comprise the Executive Committee that shall be the guiding force for leadership and program/project implementation within the chapter. Additional officers may be added.

Section 2: Elections

A. Officers shall be elected by written ballot.

1. A simple majority vote by those participating shall elect.
2. When there is only one candidate for an office or the required number for

a position and there is no objection from the membership, the Nominating Committee Chair may declare the candidate(s) duly elected.

- B. Election of officers must take place at the designated Annual meeting prior to the start of the new year.
- C. Members shall be notified at least thirty (30) days prior to an election. The names of the candidates will be included in the notification.
- D. In case of a vacancy, the President may appoint a successor to fill the unexpired vacancy until the next election.

ART. XIII: EXECUTIVE COMMITTEE

Section 1: Composition

The members of the Executive Committee shall be the Chapter Officers: President, Secretary, Treasurer, and Chapter Administrator(s).

Section 2: Duties

The Executive Committee shall:

- A. Meet monthly.
- B. Create a yearly calendar of activities and reports due.
- C. Appoint committee members as well as appoint representatives to diocesan boards (if such are required) or special groups.
- D. Support the President's role in the Regional Executive Council and help with the planning of the regional conference.

ART. XIV: COMMITTEES

PNW-UBE may form committees as needed, including but not limited to:

- A. Budget/Finance
- B. Bylaws
- C. Fundraising
- D. Nominating
- E. Policy Administration

ARTICLE XX: PARLIAMENTARY AUTHORITY

The PNW-UBE adopts the Parliamentary Authority of the UBE.

ART. XXI: AMENDMENT OF BYLAWS

Section 1. ARTICLE I and ARTICLE II of these Bylaws may be amended only upon amendment of the articles of agreement.

Section 2. The PNW-UBE may review Bylaws periodically.

- A. Any member in good standing may submit a proposed Bylaws amendment to the Bylaws Committee at least 60 days prior to the Annual Meeting.
- B. Bylaws Committee shall submit approved amendment proposals to the membership 30 days prior to the Annual Meeting.
- C. Amendment shall be passed by two-thirds majority of those participating in the Annual Meeting.