

# CONSTITUTION OF THE BIG BEND FILIPINO-AMERICAN ASSOCIATION, INC.

## PREAMBLE

We, the members of the Big Bend Filipino-American Association, Inc., bound by a common desire to promote fellowship among members, support charitable, educational and humanitarian causes, and develop closer cultural, social, and economic ties between Filipinos and Americans, and between our organization and the community at large, formally adopt this Constitution.

### ARTICLE I. Name.

The Association shall be known as the Big Bend Filipino-American Association, Inc.

### ARTICLE II. Nature and Goals

*Section 1.* The Big Bend Filipino-American Association, Inc., hereinafter referred to, as "Association" is a not-for-profit corporation under IRC 501(c)(3) designation.

*Section 2.* The goals of the Association are: (1) To engage and support charitable, educational, and humanitarian causes; (2) To promote cultural, social, and economic ties between Filipinos and Americans; (3) To preserve and promote Filipino and American culture; and (4) To participate in community activities consistent with the goals of the Association.

### ARTICLE III. Membership.

*Section 1.* Eligibility. Any individual of good moral character shall be eligible for membership to the Association.

*Section 2.* Types of Membership. The types of membership in the Association are regular and honorary as defined in the by-laws.

*Section 3.* Membership fees. The membership fees shall be specified in the by-laws.

### ARTICLE IV. Bill of Rights of Members.

*Section 1.* Rights and Privileges. Members have the right to:

(1) vote, (2) hold office, (3) grievance, (4) access records of the Association, and (5) all benefits of membership from the Association.

*Section 2.* Benefits. Members have the following benefits:

(1) assistance with social services; (2) discounted rates to Association's activities; (3) free subscription to Tambuli newsletter; and (4) bereavement to immediate families. Immediate families are spouse, parents, and children of regular members.

### ARTICLE V. Administration.

*Section 1.* Board of Directors. The Board of Directors hereinafter referred to as the "Board" is the policy making body of the Association. The Board shall ensure that all courses of action undertaken by the Association are consistent with its stated goals. The Board shall be comprised of seven members: 5 elected members and 2 immediate individual past presidents. In case a past president cannot fulfill his/her responsibility as a board member, the number of elected Board Members will be increased accordingly.

*Section 2.* The Officers of the Association. The officers shall constitute the executive body of the Association. The officers are: (1) President, (2) Vice President, (3) Secretary, (4) Treasurer, (5) Auditor, and (6) Public Relations Officer.

### ARTICLE VI. Terms of Office, Election of Officers and Filling of Vacancies.

*Section 1.* All elected officers shall have tenure of two (2) years.

*Section 2.* With exception of the President, all elected officers shall be eligible for unlimited reelection.

*Section 3.* The President can only serve a maximum of two consecutive terms. After the second term, he/she will not be eligible for election to that position until two (2) years after the expiration of his/her last term.

*Section 4.* Election of officers and members of the Board shall be conducted in the manner stipulated in the by-laws of this constitution.

*Section 5.* All vacancies shall be filled for the balance of the unserved term by the Executive Council.

**ARTICLE VII. Ratification and Amendments.**

**Section 1.** A member may initiate any amendment(s) to the Constitution by submitting a written petition to the Board signed by at least 5 percent of the voting members.

**Section 2.** The Board shall form an ad hoc committee of three to study the proposed amendment(s) and submit their recommendation to the Board.

**Section 3.** The Board shall review the recommendation of the committee and if endorsed for approval, a vote of 5 members of the Board is necessary.

**Section 4.** An affirmative vote of 2/3 of the voting members in an electronic or mail ballot shall ratify and/or amend the Constitution.

**ARTICLE VIII. Indemnification.**

**Section 1.** The Association shall reimburse any officer or committee member of the Association against legal expenses and liabilities reasonably incurred or imposed while serving as an officer or committee member.

**Section 2.** The Executive Council shall have the power to limit the amount of reimbursement given thereto.

**ARTICLE IX. Dissolution.**

**Section 1.** The Association may be dissolved by an affirmative vote of two-thirds of the voting members provided that a written resolution to dissolve the Association which contains the reasons, along with the name(s) and address(es) of the proponent(s) has been sent to all members of the Association at least 15 days before the vote to dissolve.

**Section 2.** The resolution to dissolve shall also contain the manner of disposal of all assets, the settlement of all outstanding liabilities, and the designation of the final executor of all such transactions.

This Constitution was ratified by members of the Big Bend Filipino-American Association, Inc., on the 20<sup>th</sup> day of November 2021.

Attested by:

Earl Campos  
President

Sue Sparks  
Chairman of the Board

Board of Directors:

Clyde Diao

Arneil Reyes

Mandy Escueta

Eleanor Lipman

Lally Mosley

Elected Officials:

Dinah Johnson  
Vice-President

Lillian Plank  
Secretary

Roselle Gainer  
Treasurer  
Done & witnessed  
in Leon County, FL  
on Nov. 20, 2021  
By:



Michelle Ritty  
Auditor

Ferdinand Labong Flores  
Public Relations Officer