

RUSIN ASSOCIATION BYLAWS

As amended January 2020

ARTICLE I - NAME

The name of this ~~A~~association shall be "THE RUSIN ASSOCIATION", (also known as The Rusin Association of Minnesota)and ~~headquarters shall be in Minnesota~~. It shall be referred to as the " Association". The Association is registered in the State of Minnesota and qualifies as exempt under section 501(C)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE II - PURPOSE

The purpose of the Association is to sustain, as worthy of preserving and perpetuating in their own right, the distinct nationality, history, language, and heritage of the Rusin people and to collect, preserve, and disseminate historical, genealogical, linguistic, and cultural information about the Rusin people, a nationality that has been, and still often is called by various other names which include, but are not limited to the following:

Carpatho-Russians, Rusyns, Carpatho-Rusyns, Carpatho- Rusins, Rusin-Ukrainians, Rusyn-Ukrainians, Carpatho- Ukrainians, Karpato Russi, Podkarpatski Rusini, Podkarpatski Russiani, Ruthenians, Ruthenes, Sub-Carpathian Ruthenians, Transcarpathian Ruthenians, Ugro-Rusins, Uhro-Rusyns, Hungarian Rusins, Zakarpatski Rusini and American Russians.

ARTICLE III – MEMBERSHIP

SECTION 1. Membership will be open to all ~~persons~~ who recognize and support the Rusin people as a distinct nationality with a history, culture, language, and heritage worth advancing, preserving, and perpetuating in its own right. Such membership eligibility will be without regard to sex, race, creed, color, national origin, religion and sexual preference, or public assistance status. Membership is provisional upon payment of annual dues as prescribed by the Board of Directors.

SECTION 2. The Association's membership year shall be January 1 through December 31.

SECTION 3. The Classes of Membership and the Annual Dues for each Class are as indicated below:

- A. Individual Membership. An individual Membership is open to any ~~person~~one who meets the qualifications set in ARTICLE III, SECTION 1 of these By-laws. Individual members may hold elected office, serve on committees, as members and/or chair the

committee. Individual members have full voting privileges.

- B. Life Membership. Any individual who, otherwise, is qualified for Individual Membership, contributes a sum as prescribed by the Board of Directors will receive a Life Membership and is entitled to all the rights and privileges of Individual Membership without paying annual dues.
- C. Honorary Member. Any person or group who has in an exemplary manner served or advanced the cause of the Rusin people or the Association may be proposed for Honorary Membership by any Member of the Association and may be elected by the Board of Directors. Honorary Members pay no dues, cannot vote or hold office.

SECTION 4. Application for ~~membership~~ Membership shall be in writing on an Official Application Form as approved by the Board of Directors. Upon acceptance into Membership the new ~~m~~Member will agree to comply with the Articles of Incorporation and the Bylaws of the Association.

SECTION 5. If any member is not in compliance with the Articles of Incorporation, these Bylaws, or any policies and procedures as adopted by the Board, their Membership may be terminated by a two-thirds (2/3) majority vote of the Board. Members have the right to appeal by requesting a hearing. The decision of the Board at the hearing shall be deemed final and binding. Membership may be terminated for cause by a two-thirds majority vote of the membership.

~~SECTION 6. Upon payment of dues and acceptance into membership each new Member will~~

- ~~A. A copy of the Articles of Incorporation and Bylaws.~~
- ~~B. A schedule of Association meetings and activities.~~

There was a suggestion to add a list of members names and their contact information – however, a member may not want their information given out. We would have to ask on the membership application and all current members if this were OK and we would have to keep track of this. Not sure if we even need the clause because the Articles of Incorporation should be on the website. Because information is on website and available for anyone to see.

ARTICLE IV-GOVERNMENT

Subject to the regulations and restrictions that may be prescribed by the Association, the affairs of the Association shall be managed by a Board of Directors (shall be referred to as the "Board") consisting of the Officers - President, Vice President, Secretary, Treasurer (shall be referred to as the "Officers"), At least two (2) but not more than 5 Directors and the Immediate Past President of the Association.

ARTICLE V - DUTIES OF THE BOARD OF DIRECTORS

The BOARD shall manage the business and affairs of the Association, except that certain powers shall be reserved to the Members. The Members shall have the power to approve all changes to the By-laws; ~~and~~ vote for the Board of Directors; ~~set membership dues,~~ and make membership decisions. The BOARD shall determine the course, direction, and focus ~~to of~~ the ~~organization~~ Association. Among their duties are approving an annual budget and expenditures prior to the start of the fiscal year and setting membership dues.

Reason for change: The Board should know their operating expenses and can inform the Members why fees are increasing.

SECTION 1. THE PRESIDENT

The President shall be elected from among the members and shall preside at all meetings of the Association and the Board of Directors; he/she shall establish the agenda for each meeting. Subject to the control of the BOARD, the President shall have general management of the affairs of the Association and shall see that the policies and programs adopted or approved by the Board are carried out.

SECTION 2. THE VICE PRESIDENT

The Vice President may be given by resolution of the BOARD general executive powers. The Vice President shall exercise such powers and duties as prescribed in these By-laws or by the BOARD or the President. The Vice President shall assume the duties of the President should the President be unable to execute them, and he/she shall perform other duties as directed by the President.

SECTION 3. THE SECRETARY

The Secretary shall keep the minutes of all Association and Board of Directors meetings, and any other duties as agreed upon by the Board. These duties may include maintaining a roster of members, conducting Association correspondence, and notifying members of meeting dates.

SECTION 4. THE TREASURER

The Treasurer shall invoice membership fees and collect dues; pay approved bills and keep account of all debts, assets, receipts, and disbursements; file tax returns; and report at the Annual Meeting and upon request. The Treasurer shall present the Association's books for audit upon request by any member of the Association. The Treasurer shall assume any other duties as agreed upon by the Board and may delegate duties as appropriate.

The Treasurer's duties may be outsourced by Board vote to a competent individual or entity. Under those circumstances, the Treasurer will continue to have responsibilities for overseeing certain tasks as assigned by the Board and will maintain their position as a voting member of the Board.

This would allow us to hire someone to keep the books if we had to.

SECTION 5. DIRECTORS

There shall be at least two (2) and not more than five (5) Directors elected by the ~~membership~~Membership. The duties of the Directors shall be to:

- A. Assist in conducting the day-to-day business of the Organization. ~~such as committee chairs/members, fundraising or other issues.~~ This may include chairing committees, fundraising, and representing the Association in an official capacity as delegated by the President or majority vote of the Board.
- B. Assist ~~other~~ Officers of the Association as needed.
- C. Perform other duties as deemed necessary by the BOARD.

SECTION 6 - IMMEDIATE PAST PRESIDENT

The Immediate past President shall serve on the Board of Directors as an advisor with full voting rights for one year. ~~until the current President is replaced.~~ They shall assume ~~any~~ other duties as agreed upon by the Board.

SECTION 7. OTHER DUTIES OF THE BOARD

The Board of Directors shall establish and dissolve committees as deemed necessary ~~it sees fit~~ and the President shall appoint Chairpersons and members to committees as needed.

ARTICLE VI - ELECTIONS AND TERMS OF OFFICE.

SECTION 1. The Board of Directors shall be elected by a simple majority vote of those members voting. Elections shall be held every two (2) years. The President, Secretary, and half of the Directors shall be elected in even years, and the Vice President, Treasurer, and other half of Directors shall be elected in odd number years. Elections shall be held in person during the Annual Meeting or, if so, decided by a majority vote of the Board of Directors, the election may be conducted by mail ballot, electronically, or a combination there of, with the votes counted, results posted, and ballots available for inspection ~~at the Annual Meeting~~ within 30 days of the vote.

SECTION 2. The Board of Directors shall serve until their successors are duly elected and installed. They may be reelected to the same or any other office. Any vacancy shall be filled for the unexpired term by a majority vote of the Board of Directors. ~~members present at the next regular meeting.~~

ARTICLE VII - MEETINGS

SECTION 1. Regular Meetings of the Association will be held as agreed on by the Board of

Directors at a time and place determined by the Board President with adequate notice provided to all members.

***Note: A new section 6 addressing adequate notification, how notices can be sent, and how meetings can be held was added. Section 6 would apply to ALL meetings.**

SECTION 2. There shall be an Annual Meeting of the ~~membership~~ Membership held during the first quarter of each calendar year (date to be set by the Board of Directors). ~~Notice of the annual meeting shall be given to the membership at least 14 days prior to the meeting from the President of the Board, except as otherwise required by law.~~

SECTION 3. Special Meetings may be called by the President or by any two- (2) members of the Board of Directors or on application of any six (6) Members of the Association; a meeting will be called with adequate notice provided to all members.

SECTION 4. At Regular, Annual, and Special meetings, the presence of at least ten percent (10%) of the ~~membership~~ Membership shall be necessary to constitute a quorum for the transaction of business.

SECTION 5. The Board of Directors shall meet as directed by the President or if called by any two (2) of its members with a simple majority constituting a quorum.

SECTION 6. Notices of Board, Regular, and Special meetings will be sent to members at least 7 calendar days in advance. Notice for the Annual meeting will be sent to members 14 days in advance. Notices can be sent by regular mail, email, text, or phone. Meetings can be held in person or via video or voice conferencing.

SECTION ~~7~~ 6. All meetings of the Association shall be conducted by parliamentary rules as stipulated in the most recently revised edition of Roberts Rules of Order, except if in conflict with the Association's Articles of Incorporation or Bylaws.

~~SECTION 7. Voting by proxy shall be allowed in all meetings with the proxy votes being counted towards a quorum.~~

ARTICLE VIII - DISPOSITION OF COLLECTION AND ASSETS

If the Board of Directors, by at least unanimous $\frac{3}{4}$ vote, determines that the Association has failed to survive, and will be dissolved after paying or making provisions for payment of all liabilities of the Rusin Association, the Board shall designate an organization or organizations having similar goals and objectives to receive the assets. If there are less than 3 Board members at the time, a majority vote of the members in good standing shall

~~designate the dispersion of funds. all collections and assets of the Association shall be placed under the care of the Carpatho-Rusyn Society.~~

*The reason for this change is – what if C-RS or any other Carpatho-Rusyn organization no longer exists?

ARTICLE XV - AMENDMENT

Any Member in good standing may propose amendment of the Articles of Incorporation and the Bylaws of the Association by submitting the proposed amendment in writing to the ~~Board President~~. The ~~Board President~~ shall notify each member of the proposed amendment at least 14 calendar days ~~two (2) weeks~~ prior to the meeting at which the proposal will be considered. An amendment may be adopted by a two-thirds (2/3) vote in favor of the amendment, a quorum being present.

Recommended changes for 2024 consideration