

# *Latinos Educando Juntos, Inc.*

## BY-LAWS

### PREAMBLE

The Latinos Educando Juntos, Inc. is a Public Charity organization run solely on donations from organizations, businesses, and the public in the surrounding community of Philadelphia and in Pennsylvania. Latinos Educando Juntos exists to provide equitable access to various services to its community and to other not-for-profit organizations, specializing in support in the Latin X essential Childcare, social services, healthy programs to gain fair and equitable access to resources needed to succeed.

### Mission

Latinos Educando Juntos, Inc organization offers a variety of community support for the Latin X community members, social organizations, and business owners, with a holistic approach to support everyone's needs. Our programs are designated to help pave the way for equitable access to housing, career readiness, translation, employment opportunities, educational growth opportunities, immigration supports, community engagement, advocacy, childcare resources, business development tools and other supports to help lift the Latin X Communities in South Philadelphia and across the state of Pennsylvania.

### Core Values:

- To empower the Latin X community through education, advocacy, partnerships, and exceptional community services.
- Nurture and enhance personal growth & development including positive self-esteem & self-worth, self-respect, self-confidence, responsibility and a sense of inner well-being and purpose in life.
- Provide guidance and support thru mentorship, coaching and leadership development that will impart and encourage honesty, dignity, pride, integrity, confidence, build character and support high academic achievement.
- Support family values and relationships, positive engagement, and healthy communications.
- Promote and invest in Latin X community relationships and support giving back to the community as a means of developing a genuine desire to help others, as well as fostering, sustaining and contributing to a viable and productive Latin X community for the common good.

We the members do hereby adopt enact and give ourselves willingly to work under the following articles as enshrined in the by-laws. We do hereby affirm that the by-laws shall be the guiding principles of the Latinos Educando Juntos, Inc., any other regulation, or edict in the Latinos Educando Juntos, Inc. found to be inconsistent with any provision of these By-Laws shall to the extent of the inconsistency be void.

## ARTICLE I – Membership

SECTION 1: Membership in Latinos Educando Juntos, Inc. (hereafter referred to as the Latinos Educando Juntos), shall include all legal residents or legal property owners of at least eighteen years of age in the area whose boundaries are defined in Article X. A non-property owner owning or operating a business in the defined area may, upon the recommendation of the Board of Directors (hereafter referred to as the BOARD) and majority approval of the voting membership at a monthly meeting, be admitted as a member for one year.

SECTION 2: Voting members are those regular members who serve as officers, members of the BOARD, or a committee voting privileges are rescinded when an individual fails to participate in at least one-half of his or her position's regularly scheduled activities.

## ARTICLE II – Meetings

SECTION 1: "Town Meetings" open to any and all interested parties will be held at least once every twelve months. The date, time and location will be determined by the BOARD.

SECTION 2: "Monthly Meetings" open to all members and individuals invited by the BOARD will be held at least ten times over any successive twelve-month period but shall not fail to be held for any two successive months and will always meet in September. The date, time and location will be determined by the BOARD.

SECTION 3: "Special Meetings" may be called at any time by the President or the majority of the BOARD. The date, time and location will be determined by the President or the BOARD, respectively.

## ARTICLE III -- Directors

SECTION 1: The Board of Directors shall consist of up to seven members. Serving ex officio are the elected officers (included the President, up to two Vice Presidents, the Secretary, and the Treasurer) and the Principle of the Elementary & High School. The BOARD may appoint up to two additional Directors to serve with them.

## ARTICLE III -- Board of Directors

- **The Board of Directors shall consist of up to seven members with the following make-up: one Latino Educando Juntos member in good standing that do not hold any others positions, (ie committee, elected official, etc), elected officers: the President, Vice Presidents, the Secretary, and the Treasurer, Up to two Merchants in good standing, and the Principle of the Elementary & High School in Article X boundaries. Board Members other than the elected officials are voted onto the BOARD by a majority vote of the body.**
- **Good Standing is defined as being a dues paying member.**

SECTION 2: The BOARD shall be vested with the management of the affairs of the Latino Educando Juntos, Inc, and shall adopt rules and regulations for membership, and dues as it shall deem advisable.

SECTION 3: One half of the members of the BOARD shall constitute a quorum for the transaction of business except as indicated in the By-laws.

SECTION 4: Directors serve one year terms and may be re-elected.

- **BOARD OF DIRECTORS can serve an indefinite period but service should be reviewed at least every two years and can be evaluated more frequently as requested by members in good standing of the Latino Educando Juntos, Inc.**

SECTION 5: If the office of any Director or Officer becomes vacant, the remaining Directors may, by a majority vote, appoint any member to fill the vacancy for the unexpired term.

SECTION 6: The Latino Educando Juntos, Inc will provide liability insurance for the BOARD and each Director must be bonded.

SECTION 7: The BOARD shall meet at least ten times over any successive twelve-month period on dates determined by resolution of the BOARD but shall not fail to meet for any two successive months. When the date and location of the next meeting is determined at a regular meeting, no further notice of the meeting is required.

- **The BOARD should meet at least quarterly over any successive twelve-month period on dates determined by resolution of the BOARD but shall not fail to meet for any two successive months.**

SECTION 8: Special meetings of the BOARD may be called at any time and place by the President or a majority of the BOARD who must then notify the Secretary of the date, place and purpose of the special meeting. The Secretary shall then provide this information to all directors personally by telephone **-and/or email** at least three days prior to the meeting or prepare, sign and mail notice of the meeting to the Directors at least **TMR suggests 1 month** one week prior to the meeting. The special meeting shall be limited to the purpose specified in the notice.

- **The Secretary shall then provide this information to all directors personally by telephone and/or email at least three days prior to the meeting or prepare, sign and mail notice of the meeting to the Directors at least one week prior to the meeting.**

#### ARTICLE IV – Officers

SECTION 1: Officers must be members of the Latino Educando Juntos, Inc as defined in Article I, Section 1.

SECTION 2: The President shall be the chief executive officer of the Latino Educando Juntos, Inc and the Chairman of the BOARD and shall see that orders and resolutions of the BOARD are implemented.

- **The President shall be the chief executive officer of the Latino Educando Juntos, Inc and shall see that orders and resolutions of the BOARD are implemented.**

SECTION 3: The Vice Presidents shall perform the duties assigned to them by the BOARD. In the case of the death, disability, or absence of the President, the BOARD shall elect one of the Vice Presidents to assume the duties and powers of the President at their next regularly scheduled meetings.

SECTION 4: The Secretary shall attend meetings and shall prepare and preserve complete and accurate minutes of the proceedings. The Secretary shall perform any other duties delegated by the BOARD.

SECTION 5: The Treasurer shall have custody of the funds of the Latinos Educando Juntos, Inc. and shall keep in books belonging to the Latinos Educando Juntos, Inc. full and accurate accounts of receipts and disbursements. The Treasurer shall deposit moneys and valuables in the name of the Latinos Educando Juntos, Inc. in depositories designed by the BOARD, disburse funds of the Latinos Educando Juntos, Inc. as ordered by the BOARD, and present at each Monthly meeting a written account of all transactions and the financial condition of the Latinos Educando Juntos, Inc. SECTION 6: In the event of a vacancy in the office of any elected officer, the BOARD shall fill the vacancy at the next scheduled BOARD meeting.

## ARTICLE V—Nominations and Elections

SECTION 1: The BOARD shall appoint a Nominating Committee of five voting members prior to the June Monthly meeting of the Latinos Educando Juntos, Inc.

SECTION 2: The Nominating Committee shall solicit recommendations from the voting membership for candidates for the elected offices (President, Vice Presidents, Secretary and Treasurer) at the May Monthly meeting (or June meeting if no May meeting is held).

SECTION 3: The Nominating Committee will present a written list of recommended candidates for consideration at the next Monthly meeting. The names of members of the Nominating Committee may not appear on the list of recommended candidates.

SECTION 4: Elections for officers of the Latinos Educando Juntos, Inc. will take place as the last order of business of the August Monthly meeting. Secret ballots will contain the names of the list of recommended candidates as presented by the Nominating Committee. Write-in candidates are eligible for election.

SECTION 5: Elected officers will be those receiving a simple plurality of votes of the eligible voting members present and casting ballots present. Ballots will not be accepted by proxy or in absentia.

SECTION 6: Officer's terms commence at midnight on September 1<sup>st</sup> following their election.

SECTION 7: Officer's shall serve one year terms and may be re-elected.

## ARTICLE VI—Committees

SECTION 1: The following Standing Committees shall operate on a regular basis. Each committee will perform functions as delegated by the BOARD. Each committee shall have at least one Chairperson appointed by the BOARD who will present a report of committee activities at each Monthly meeting. The Standing Committees are:

Community School Liaison  
Special Community Events  
Business and Merchants Liaison  
Fund Raising  
Police Liaison  
Professional Liaison  
Web Development  
School

SECTION 2: The BOARD shall appoint Ad Hoc Committees as it deems necessary. Each committee will perform functions as delegated by the BOARD. Each committee shall have at least one Chairperson appointed by the BOARD who will present a report of committee activities at each Monthly meeting. The BOARD may disband Ad Hoc committees when appropriate.

## ARTICLE VII – Execution of Instruments

SECTION 1: All checks, drafts and orders for payment of money shall be signed in the name of the ASSOCIATION and by any two officers

## ARTICLE VIII – Miscellaneous

SECTION 1: The BOARD and officers of the ASSOCIATION shall serve without compensation.

## ARTICLE IX – Principle Office

SECTION 1: The Office of the ASSOCIATION shall be located at 4938 North 12<sup>th</sup> Street Philadelphia, Pa 19141.

## ARTICLE X – Boundaries of the Latinos Educando Juntos, Inc.

SECTION 1: The geographical limits of the Latinos Educando Juntos, Inc. shall be within the section of Philadelphia area codes.

## ARTICLE XI – Amendments of By-laws

SECTION 1: The By-laws may be amended at any Monthly meeting of the Latinos Educando Juntos, Inc. by affirmative vote of two thirds of the voting members in attendance, provided that written notification of the amendment was provided as new business during the previous regular Monthly meeting.

### ARTICLE XII – Rules

SECTION 1: The rules contained in the current edition of “Robert’s Rules of Order, Newly Revised” shall govern the conduct of any meeting provided the rules are not inconsistent with the By-laws and any special rules of order the BOARD may adopt.

### ARTICLE XIII – Adoption of By-laws

SECTION 1: These Articles shall constitute the By-laws of the Latinos Educando Juntos, Inc. when received by an affirmative vote of two thirds of the voting members in attendance at any Monthly meeting of the Latinos Educando Juntos, Inc.