

BY-LAWS

OF

THE CONCERNED BLACK MEN OF NACOGDOCHES, TEXAS, INC.

ARTICLE ONE

ORGANIZATION

SECTION 1.1        NAME: The name of the organization shall be the Concerned Black Men of Nacogdoches, Texas, Inc. (herein after the CBMNT), a private non-profit corporation (Established under Chapter 180 of the General Laws of Texas and is a tax exempt corporation under the U.S. Code Section 501(c) (3). The business of CBMNT will be handled from P.O. Box 633033, Nacogdoches, Texas 75963-3033.

SECTION 1.2.        SEAL: The organization shall have a seal, which shall be in the following form:

**THE CONCERNED BLACK MEN OF NACOGDOCHES, TEXAS, INC.**



ARTICLE TWO

## PURPOSE

SECTION 1 PURPOSE: The purpose of the CBMNT, Inc., shall be to establish, promote, and encourage initiatives, which will improve the quality of life of Black people by reaffirming the viability of Black males.

## ARTICLE THREE

### MEMBERSHIP

SECTION 1. MEMBERSHIP: The membership shall be opened to all men within Angelina and Nacogdoches Counties who are eighteen (18) years of age or older. Candidates must be sponsored by a member in good standing. The CBMNT reserves the right to refuse any application. Refusal must be by majority vote of the members present at the meeting. Membership shall run concurrent with the fiscal year of the CBMNT.

SECTION 2. ELIGIBILITY: Applications for membership shall be in accordance with rules prescribed by the Executive Committee. (Refer to Rules Governing Eligibility) The application shall be submitted to the Membership Committee for review and admission to membership shall be by a vote of the general membership contingent upon a background check.

SECTION 2.1. RULES GOVERNING ELIGIBILITY: The following rules are to be of concern to decide eligibility to be accepted to become a member of CBMNT.

- A. Age (18 or older)
- B. Name of Sponsoring member
- C. Willingness to attend a reasonable number of meetings
- D. Willingness to serve on a committee
- E. Supportive of the purpose of the organization
- F. Successful Background Check
- G. Brief verbal or written statement as to 'why the applicant desires to become a member of CBMNT'

SECTION 3. REMOVAL FOR CAUSE: Any member of the organization accused of prejudicial conduct toward the organization, in writing, shall be notified to appear before the Membership Committee for discussion of the stated offense. Such person(s) shall be notified by U.S. Mail to appear in person. Failure to appear does not preclude the Committee from taking action. After the hearing, by a two-thirds (2/3) vote of the duly constituted membership committee, a final decision on the accused members' status shall be made to the general membership after the Membership Committee Chairman has notified the Chairman of the Executive Committee. The Chairman of the Executive Committee shall then decide when the

results will be presented to the body. The Executive Committee may alter the Membership Committee's decision before the meeting with the general membership.

## ARTICLE FOUR

### MEETINGS

SECTION 1. REGULAR MEETINGS: Unless agreed upon by two-thirds (2/3) of the general body at a previous meeting, or notified by the President or designee of cancellation of any regular meeting, CBMNT will meet on the 4<sup>th</sup> Thursday of each month at five-thirty (5:30) p.m. When a member or members cannot be contacted to be notified of a cancellation of meetings or change of location, a message may be placed at the regular place of the meeting by the recording secretary. All meetings will be called to order at five-thirty (5:30) p.m. and ending by seven (7:00) p.m. unless two-thirds (2/3) of the general body agrees to continue the meeting until a decision has been reached on the business being discussed. The meeting will be adjourned upon a motion to adjourn.

- A. Notice of Meetings: Notice of all meeting of the organization shall be sent from the President using all means of communication that is available to each member at least (7) days before the date of such meetings and shall state the time, place, date and purpose.
  
- B. Quorum: At any meeting of the CBMNT, a simple 25 percent of the (voting) membership will constitute a quorum\*. The Parliamentarian will confirm when a quorum is present. (\*Revised at April 28, 2016 Meeting)
  
- C. Proxy: A member (in good standing) may vote by proxy. Each proxy must be executed in writing and verified by the secretary's roll. The proxy is to be used when a member is absent from a designated meeting. The proxy must be executed by a member who is present.
  
- D. Order of Business:

SECTION 1. There shall be an agreed order of business of all CBMNT meetings.

- a. Call to order by the President
- b. Prayer
- c. Reading of minutes of last meeting
- d. Report of Executive Committee

- e. Report of Committees
- f. Old Business
- g. Recording Secretary Report
- h. Election and Installation of Officers
- i. Recognition of new members
- j. New Business
- k. Adjournment (motion)

\*Members with voting rights shall be the only ones allowed to vote on issues brought before the body. Such votes shall take place on a roll-call basis.

SECTION 2. Annual Meetings: The regular meeting in September shall be known as the annual meeting and shall be for the purpose of bringing closure to the year's business and conducting organizational planning for the subsequent year.

SECTION 3. Special Meetings: Special meetings of the organization may be called at any time by the President or twenty percent (20%) of the general membership. At least two (2) days notice is to be given. The secretary will notify all members.

SECTION 4. Waiver of Meetings: The President or designee may waive notice of any meetings prescribed by the by-laws, in writing.

SECTION 5. Meetings of the Executive Committee:

A. Regular Meetings: The Regular Meetings shall be held monthly, at such a place and time at its discretion.

B. Quorum: At any meeting of the Executive Committee, a simple 25 percent of the committee constitutes a quorum. All voting requires a quorum.

C. Waiver of Meetings: The President, or his designee, may, in writing, waive any meeting and/or regular meeting.

## ARTICLE FIVE

### OFFICERS

SECTION 1. Executive Officers: Except as otherwise required by law or provided by these by-laws, the affairs of the organization and property shall be vested in the membership of the CBMNT. The Executive committee will carry out the responsibilities as designated by the

membership. The Executive Committee of the organization shall consist of the President, Vice President, Recording Secretary, Treasurer, Parliamentarian, and the Immediate Past President. Each shall serve for a two (2) year period except the Immediate Past President who shall serve for a one (1) year period.

A. Vacancies: Vacancies on the Executive Committee shall be filled by a majority vote of the general membership. The appointee will serve the remainder of the term of the office vacated.

SECTION 2. Officers: The officers of the organization shall be the President, Vice President, Recording Secretary, Treasurer, and Parliamentarian all of who shall have been members of the organization for at least one (1) year. Members may hold only one office per term.

SECTION 3. Duties: The officers shall perform the duties, which are specified in Section 4, and the Executive Committee may assign duties.

SECTION 4. Duties of Officers: Officers shall, by virtue of the office, be members of the Executive Committee. No officer or chairperson shall, for any reason, including the holding of an office or any position, be entitled to receive any salary or compensation from the organization. The term of the officers shall be limited to two (2) consecutive years. The limitation may be waived by a two-thirds (2/3) vote of the general membership.

- A. President: The President shall preside at all member and Executive meetings (by virtue of the office of Chairman of the Executive Committee) and present at each annual meeting of the organization an annual report on the work of the organization; appoint all committees and chairs; see that all books, reports, and certificates as required by law be properly kept on file for the organization. The President shall keep the Vice President informed of all transactions pertaining to CBMNT. Will be responsible for the make-up of committee members.
- B. Vice President: The Vice President shall, in the event of the absence or inability of the President to exercise his office, become acting President of the organization with all rights, privileges, and powers as if he had been duly acting President. He shall perform such duties as designated by the President.
- C. Recording Secretary: The Recording Secretary shall keep the minutes and records of the organization in appropriate books, serve all notices to members of the organization, perform as the official custodian of the records and the seal of organization, and exercise all duties indicative to the office of the Recording Secretary. In addition, the incumbent in this office shall act as the Historian of the organization by maintaining records of the organization in the appropriate files.

- D. Treasurer: The Treasurer shall have the care and custody of all monies and securities belonging to the organization and shall be solely responsible for such monies or securities of the organization. He shall also be one of the officers required to sign checks or drafts of the organization. No special fund may be set aside that makes it unnecessary for the Treasurer to sign the checks issued upon said funds. The Treasurer shall render a monthly report, as the Executive Committee and general membership shall determine, a written account of the finances of the organization, and such report shall be physically affixed to the minutes of the general membership meeting; and exercise all duties indicative to the office of Treasurer. The Treasurer will notify the President when his absence is necessary.
- E. Parliamentarian: The Parliamentarian shall keep the order and conduct of the meetings in accordance to the CBMNT Bylaws and Robert's Rules of Order, Newly Revised. He shall also assist members in understanding the basic purpose of parliamentary procedure. The Parliamentarian is the only officer that can be appointed by the President.
- F. Immediate Past President: The Immediate Past President shall serve as a valued resource person, providing information on previous board decisions and actions, having been the chief executive of the organization.

## ARTICLE SIX

### DUES AND FINANCE

SECTION 1. DUES: The amount of dues of all members shall be fixed by the membership. Dues are payable according to the dues schedule set by the Membership. Persons accepted for membership during the fiscal year shall be charged \$120 for membership and/or set by the membership, which shall be paid at the time an individual is accepted into organization. If the dues of any member are unpaid for a period of more than ninety (90) days, the Treasurer of the organization shall mail or hand deliver a notice of delinquency to the member. If the dues of any member are not paid within thirty (30) days after mailing or hand delivery of such notice of delinquency, his membership shall be inactive on that date by reason of such non-payment. The Treasurer will notify the President, who shall meet with the Executive committee. The Executive Committee, upon receipt, of the non-payment, shall notify the member of his right to petition. The President, after meeting with the Executive committee, may allow the member, after full payment of dues, to be reinstated to the organization.



SECTION 2. BANK ACCOUNTS: The funds of the CBMNT shall be deposited and kept with a bank or trust company doing business in the State of Texas. Procedures and guidelines for receipt and disbursement, or accounting for and reporting on the organization's funds, shall be approved by the membership. All approved check signatures shall be two (2) of three (3) signatures (Treasurer, President, Vice-President).

SECTION 3. FISCAL YEAR: The fiscal year of the CBMNT shall begin October 1<sup>st</sup> and run through September 30<sup>th</sup>.

## ARTICLE SEVEN

### COMMITTEES

SECTION 1. Annually, the Executive Committee shall, at its first meeting, designate the Standing and Ad Hoc Committees to specify the duties of each committee. The President shall annually designate the chair of each committee.

Executive Committee: The Executive Committee will consist of the President, Vice President, Recording Secretary, Treasurer, Parliamentarian, and Immediate Past President. The Executive Committee will be responsible for carrying out duties of the organizations when it is not feasible for the entire body to meet at its regular meeting. A.

- 1) Conduct all business of the organization
- 2) Establish rules for membership
- 3) Establish rules governing person or persons who have vacated the organizations
- 4) Process and procedure for the membership committee
- 5) Procedure for pro-rating dues for new members entering the organization during the fiscal year or setting a specific time for new members to enroll
- 6) Will designate the person or persons who will disburse the funds of the CBMNT
- 7) Report all actions of the Executive Committee meetings at the next general meeting
- 8) Will assign the membership committee to be responsible for applications for new members

B. Standing Committees: The Standing Committees shall be as follows:

1) Membership Committee

- a) This Committee shall perform such duties as may be assigned by the membership. It shall be comprised of CBMNT members and a chairman designated by the Executive Committee.
- b) The Committee shall organize, solicit, and encourage enrollment of new members.
- c) The Committee shall inform current members of the policies, programs, services, and accomplishments of the organization.
- d) The Committee shall be responsible for proposing the classes or types of members, privileges of the types of membership, donation of such privileges, and the amount of the annual dues, subject to a vote of the general membership.
- e) The composition of this Committee is restricted to organization members.
- f) The Membership Committee shall accept all complaints concerning its members and make recommendations to the general body. Quorum must be present.

2) Fund Raising/Events Committee: This committee shall perform such duties as may be assigned by the membership. It shall be comprised of CBMNT members and a chairman designated by the President. The committee shall have the responsibility for raising funds for special events.

- a) The organization shall have a certain amount of fundraisers per year.
- b) The President, , may present ideas to the body relating to fundraisers (state reason for fundraiser). Members may also give suggestions for fundraisers.
- c) The Committee may be chosen, or volunteers may be accepted. The President will be responsible for overseeing this process.
- d) The Chairman of the Fund raising/Event Committee shall report to the general body of the progress of each event. The report is to be an agenda item.

3) Nomination Committee: The President, at the meeting in the month of July, shall appoint a committee for nominations, consisting of three members from CBMNT, to nominate candidates for membership on the Executive Committee for terms of expiring members during an election year. The members of the Nomination Committee shall be restricted to no more than one member of the Executive Committee. The chairman of the Nomination

Committee shall be appointed by the President with the advice and consent of the Executive Committee. Nominations may be offered from the floor.

- 4) Ad Hoc Committee: Will be appointed by the President. This committee will be chosen when necessary, on a temporary basis. This committee's duties will be specified according to when it is needed.

## ARTICLE EIGHT

### NOMINATIONS AND ELECTIONS

#### SECTION 1. NOMINATIONS:

- A. Nominations by Petitions: The Nomination Committee shall be appointed by March tenth (10<sup>th</sup>) of each election year. The Committee shall accept and review for eligibility the petitions for nomination, made in writing and signed by ten (10) percent of the voting membership, and filed with the Secretary no later than April 1<sup>st</sup>. The Secretary shall mail or hand deliver such nominations to members of the CBMNT no later than twenty (20) days after filing.
- B. Additional Nominations: At the April Meeting of the CBMNT, additional nominations may be made by any member from the floor.
- C. Report of the Nomination Committee: After prompt and due deliberation, the Nomination Committee shall file its report to the Secretary no later than the last Tuesday of May. For the offices of President and Vice President, there shall be at least two (2) nominees. The Nomination Committee may accept more than one candidate for any office. The Secretary shall mail or hand deliver such nominations to members of CBMNT within ten (10) days of filing.

Deadlines: Deadlines in the article may be extended by the Membership

SECTION 2. ELECTIONS: Elections of officers shall take place at the June meeting. The date is to be set by the Membership. Election shall be decided by majority vote; voting shall be by secret ballot. Proxy votes shall be used as designated in Article Four, Section 1.C. Officers shall be seated in their offices July first (1<sup>st</sup>) of the current year.

## ARTICLE NINE

### RULES OF PROCEDURE

The rules of procedures at meetings of the members of the CBMNT shall be according to Roberts' Rules of Order Latest Edition of Parliamentary Procedures, so far as applicable and when not inconsistent with these by-laws. The President shall appoint a Parliamentarian. The Parliamentarian shall have the newest edition of Roberts' Rules of Order, at all meetings. Members are requested to have their by-laws at all meetings.

The Rules of Procedure may be suspended by majority vote of those present at any meeting.

## ARTICLE TEN

### SPECIAL COMMITTEES

#### SECTION 1. CONTRIBUTIONS:

- A. All requests for contributions will be in writing, given to the corresponding secretary, then to be presented to the general body.
- B. An amount for contribution will be set by the CBMNT (maximum and minimum); amounts will be standard for all like requests.
- C. Name of the organization, person and purpose of the request and the amount of the request will be clearly stated on the application or letter. The person's organization making the request will be notified in writing of the decision. The request will be considered at the next scheduled meeting.

#### SECTION 2. ACTIVITIES/FUNDRAISING:

- A. The Membership shall establish an Activities Committee. The activities are to be decided when the membership sees the need for an activity(s) and reports to the general body for approval and discussion.

A funding committee shall also be established by the membership.

- B. The Fund Raising Committee shall be comprised of the number of members decided by the Membership.
- C. The Fund Raising Committee shall report to the general body to receive approval for all planned events.
- D. Funds raised are to be reported to the Treasurer.

#### SECTION 3: VISITS:

- A. Within the first month of the new fiscal year, dates for visiting will be set, with the exception of the months of June through August.

- 1) Schools
- 2) Churches

B. The general body shall, set the dates of activities. A calendar will be set, and all members will be in possession of the date.

## ARTICLE ELEVEN

### AMENDMENTS

These By-Laws may be amended at any regular or called meeting of the general body by a two thirds (2/3) vote of those present, providing a quorum is present and that notice of such amendment(s) stating the change shall be given to the membership before the next scheduled meeting.