

# **National Association of Latino Fraternal Organizations**

## **Constitution**

### **Article I. Name**

The name of the organization shall be the National Association of Latino Fraternal Organizations, hereby referred to as NALFO.

### **Article II. Preamble**

Existing as a national non-regulatory body, which respects and honors the self-determination of all member organizations, the NALFO shall promote collaboration, unification and empowerment of all Latino fraternities and sororities equally.

### **Article III. Purpose**

**Section 3.01** – The purpose of the NALFO is to promote and foster positive interfraternal relations, communication, and development of all Latino Fraternal organizations through mutual respect, leadership, honesty, professionalism and education.

**Section 3.02** – The National Association of Latino Fraternal Organizations, Inc. is organized exclusively for charitable, and educational purposes, including, for such purposes, the making of distributions to organizations that qualify as Exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future tax code.

**Section 3.03** – The National Association of Latino Fraternal Organizations, Inc. is a non-profit Public Benefit Corporation organized under the Non-profit Public Benefit Corporation Law of the State of California for public and charitable purposes. The terms, Organization and Corporation shall be used interchangeably within this document and shall refer to the National Association structure as a corporate entity.

### **Article IV. Non-Profit Corporation Statement and Designation**

**Section 4.01** - No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

**Section 4.02** - Notwithstanding any other provision of this Constitution, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax, under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal revenue Code, or the corresponding section of any future tax code.

**Section 4.03** - No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the Constitution and By-Laws.

**Section 4.04** - Upon dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes of to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

## **Article V. Membership**

All fraternities and sororities whose mission is in accordance with the purpose of NALFO are eligible for membership, provided they satisfy the membership criteria and are in good standing in accordance with the provisions made in Article I of the NALFO By-laws.

## **Article VI. Board of Directors**

The executive and administrative powers of NALFO shall be vested in the Board of Directors as outlined in Article III of the NALFO bylaws. The Board of Directors shall consist of Chair, Vice Chair, Director of Finance, Director of Recording, Director of Parliamentary Procedure, Director of Public Relations and Director of Collegiate Affairs. RVCs shall be considered part of BOD with no voting privileges.

### **Section 6.01 Vacancies**

In the event that a position should become vacant, the Board of Directors shall appoint someone to fill the position until the term has expired. Two-thirds majority of member organizations shall affirm the appointment.

### **Section 6.02 Removal of Officers**

Failure to perform the duties of office may result in the impeachment of an officer.

## **Article VII. Elections**

The Board of Directors shall be elected to a two-year term at the first National Business Meeting of the year.

## **Article VIII. Conventions**

The purpose of a National Convention is to provide beneficial programming and networking opportunities for NALFO and its membership organizations. National Business Meetings are open meetings for the Board of Directors and Membership Organization Representatives to physically gather to attend to national business matters of NALFO.

**Section 8.01** - National Conventions of the NALFO shall take place annually during the first or second quarter of the calendar year, with a time to coincide with a National Business Meeting, and location as determined by two-thirds majority of member organizations at least one National Business Meeting in advance. The Board of Directors shall issue notices of the conventions not less than sixty days preceding the convention

**Section 8.02** - National Business Meetings of the NALFO shall take place biannually, the first session of the year to be scheduled concurrent with the annual NALFO National Convention, with the remaining session to be scheduled concurrent with the Association of Fraternity Advisor's Annual Meeting. The Board of Directors shall issue notices of the conventions not less than sixty days preceding the convention.

### **Article IX. Voting**

At the National Business Meeting the voting body shall consist of one representative from each member organization in good standing. Proxy voting will not be allowed with the exception of special meetings called by the Board of Directors.

### **Article X. Amendments**

Two-thirds majority of member organizations may amend this constitution at any National Business Meeting. Proposed changes to the constitution must be submitted to the Director of Parliamentary Procedure no less than forty-five (45) days before a National Business Meeting. The Director of Parliamentary Procedure shall distribute the proposals no later than 40 days before the National Business Meeting. Failure to meet this deadline may result in membership not considering the proposals at the Business Meeting.

### **Article XI. Parliamentary Procedure**

Business meetings shall run in accordance to Robert's Rules of Order. When conflict arises between the NALFO Constitution and Robert's Rules of Order, the NALFO Constitution supersedes Robert's Rules of Order.

### **Article XII. Governing Laws**

NALFO shall be governed by its Constitution, By-laws and Robert's Rules of Order.