



**CONSTITUTION  
FOR  
GREATER ORLANDO CHAPTER OF  
UNICO NATIONAL**

**(A.K.A. BY-LAWS)**

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**ARTICLE I**  
**NAME**

Section 1. The name of this organization shall be the Greater Orlando Chapter of UNICO National (“Chapter”), deriving its existence and power through a charter granted by UNICO National, an Italian American Service Organization.

Section 2. The letters of the name UNICO are represented as:

U—UNITY  
N—NEIGHBORLINESS  
I— INTEGRITY  
C—CHARITY  
O—OPPORTUNITY

**ARTICLE II**  
**PURPOSES**

The purposes for which this Chapter is formed are the same as those set forth in the Charter of UNICO National, to wit:

- a. To stimulate the desire of each member to be of service to others and society in general.
- b. To encourage high ethical standards in business and professions.
- c. To quicken the interest of each member in the public welfare of his/her community, and to cooperate with others in its civil, social and industrial development.
- d. To adopt, encourage and foster the motto of UNICO National: “Service Above Self” as a basic philosophy in all endeavors.
- e. To assist UNICO National in its national programs.
- f. To further the general welfare of the youth of the community with a special emphasis on areas and individuals whose social and economic conditions indicate need for assistance and to cooperate with all authorities and agencies in the prevention of juvenile delinquency.

**ARTICLE III**  
**FISCAL ADMINISTRATIVE YEAR**

The administrative fiscal year of the Greater Orlando Chapter of UNICO National shall be from July 1 of any one year up to and including June 30 of the succeeding year.

**ARTICLE IV**  
**MEMBERSHIP**

Section 1. Qualifications; Application.

Any adult possessing the following qualifications may be elected to active membership in this Chapter:

- a. That they be an American citizen.
- b. That they are persons at least eighteen (18) years of age who are of Italian origin, ancestry, descent or heritage, or who have been adopted by persons of Italian origin, ancestry, descent or heritage, or who are married to a person of Italian origin, ancestry, descent or heritage, or who have a step-parent, either of whom is of Italian origin, ancestry, descent or heritage, including spouses of those adopted by persons of Italian origin, ancestry, descent or heritage or who are dedicated in a civil union recognized under the laws of the state jurisdiction where the applicant resides.
- c. That they be of good moral character.
- d. Application for membership in this Chapter shall be submitted to the Assistant Vice President of Membership in writing on the official form provided for that purpose by the Chapter, which form shall conform with the application form provided by UNICO National. Such application must be accompanied by an initiation fee as specified in Article XVI.
- e. Any person meeting all the qualifications of Article IV, Section 1, may granted a National Membership upon the approval of an application by the Board of Directors, or as directed by it. Any member of a Chapter whose charter has been revoked or suspended whose national dues for the fiscal year have been received by the National Office shall be deemed to be a National Member for the remainder of the fiscal year and be entitled to renew said membership, thereafter (without the necessity of filing an application), if the member has not joined another Chapter. National Members approved in this classification shall have no right to vote or hold office in UNICO National unless the National Member becomes a member of a member Chapter.

- f. Membership granted under Section 1(b) shall survive a change in marital status, provided that the individual was a member of UNICO prior to the change in marital status.
- g. Except as may be otherwise authorized by the Board of Directors, only Active Members shall be able to vote, hold office and chair a Committee.
- h. The Board of Directors, with the approval of a majority of the Board members at a meeting of the Board at which a quorum has been established, has the right to make exceptions to the above rules of membership.

## Section 2. Participation; Active Membership.

It is important for this Chapter to grow and achieve its purpose, and to this end it desires to engage all the members in active participation in its functions and activities. To be considered an “Active Member”, a member shall attend a majority of the regular general meetings and volunteer at the Chapter’s functions and events. By attendance is meant actual presence and, therefore, excused absences shall count against attendance record for the purposes of determining whether or not a person is an Active Member. It shall be the responsibility of the Assistant Vice President of Membership to ensure each new member (and returning member) complies with this requirement of this Constitution to be considered an Active Member.

## Section 3. Roster.

A listing of all of the Chapter’s members shall be set forth and maintained in a roster to be maintained by the Secretary. The Board of Directors has the discretion to remove any person who is not an Active Member from the roster after first contacting the member to determine his or her desire of continuing membership in the Chapter. The register shall only be used for official Chapter business and may only be distributed to members who have a need for use of it for such purpose.

## Section 4. Duration of Membership.

Membership in the Chapter shall endure for life unless terminated pursuant to provisions contained in Article V.

## Section 5. Membership Classes.

- a. Active: Any qualified person may be elected to Regular membership of a Chapter. No person shall be a Regular member of more than one member Chapter at the same time.
- b. Honorary: Any person who has earned distinction by some meritorious service may be elected an Honorary member in UNICO National, or in a member

Chapter. An Honorary member shall be entitled to all the privileges of such membership, except the right to vote or hold office in UNICO National or a member Chapter.

- c. Associate: An Associate member shall have all the responsibilities, privileges and qualifications of an active member except that this Chapter may relieve said Associate member of local attendance requirements and committee assignments and such Associate member shall not hold any office, nor vote in the Chapter. A person who is otherwise fully qualified in accordance with this Constitution but is not a citizen of the United States of America, may, upon the filing of an application to file a declaration of intention with the U.S. Immigration and Naturalization Service, apply for associate membership in this Chapter. Associate membership under this article shall be limited to seven (7) years from the date of filing said application. An extension to this time limit shall be submitted to the Executive Committee of UNICO National by the host Chapter through a written recommendation from the District Governor of the host Chapter of such application for such extension.
- d. Life Membership: Any UNICAN who has been an Active member of any Chapter for more than thirty (30) years, and who has attained the age of seventy-five (75) years or more, shall be awarded a Life Exempt membership by UNICO National. Such Life Exempt member shall be exempt from payment of national dues to UNICO National only. Such Life Exempt member shall maintain the obligation to pay any appropriate Chapter and/or District assessments. Such Life Exempt membership shall remain in force, and such Life Exempt member shall enjoy all the privileges and benefits of UNICO National only so long as said Life Exempt member remains in Good Standing (“Good Standing” meaning a person who has attended not less than eight (8) of the preceding year’s regular general meetings in a member Chapter). Qualifying members as of the date of the adoption of this amendment shall be grandfathered. This Chapter may not freeze or limit the number of members or available membership in this Chapter as long as the individual in question is qualified under the Constitution of UNICO National.

#### Section 6. Method of Recommending New Members.

- a. A member desirous of bringing into membership a person who, in the member’s estimation, has the necessary qualifications for membership in this Chapter, shall submit the name, address and all background qualifications to the Assistant Vice President of Membership, or in his or her absence, to the Secretary of this Chapter on the official application form of UNICO National, for consideration by the Membership Committee.
- b. After screening and investigation by the Membership Committee, pursuant to procedures established by UNICO National and said Membership Committee or any other committee created for that purpose, the application shall be

referred to the Board of Directors, with the recommendations of the Membership Committee.

- c. If the action of the Board of Directors is favorable, announcement of the application shall be made at the next regular meeting at which time application will be acted upon by the membership.
- d. If the action of the Board of Directors is unfavorable, the application shall, in any event, be acted upon by the membership.

Section 7. – Method of Election of New Members.

- a. The Membership Committee shall submit a report on the application stating that it had screened the applicant, received favorable action by the committee and by the Board of Directors and that it was ready for balloting by the members.
- b. The vote of the membership on the application shall be by secret ballot and a majority vote of those present will be required for approval of the application. A closed ballot may be dispensed with upon motion duly made, seconded and unanimously carried.
- c. An individual rejected may not be proposed again for a period of one (1) year from the date of the said rejection.
- d. Within ninety (90) days after acceptance for active membership in this Chapter, he/she shall be present for initiation at any regular or special meeting. Admission fees/dues as set forth in Article XVI of this Constitution shall be presented at this time if not previously submitted.

**ARTICLE V**  
**DURATION OF MEMBERSHIP**

Section 1. Period.

- a. Membership shall endure for life except when terminated as herein provided.
- b. Life membership shall endure for the life of the member.
- c. Honorary membership shall endure for life except that the governing body (Chapter officers and Board of Directors), for good and sufficient reason, may, at any time, cancel the membership, provided that each member of the Chapter shall have been served in writing with a notice of such action at least thirty (30) days in advance of the proposed termination.

Section 2. Termination of Membership.

- a. **Misconduct:** The membership of any members who fail to conduct themselves in accordance with the principles and ethics of UNICO National and/or this Chapter or the civil laws, shall be terminated by the Chapter at a special meeting of the Board of Directors called for that purpose. Members subject to termination for misconduct shall be notified by service of such notice, either personally served upon them or such notice shall be sent to them by registered mail return receipt at their last known address, at least fifteen (15) days prior to the meeting. A member subject to termination proceedings for misconduct shall be given every opportunity to present full and complete defense. Termination action may be taken during the course of any meeting called for that specific purpose. After all the evidence is placed before the Board of Directors, the vote on the member's expulsion shall be by closed ballot and shall be carried upon a two-thirds (2/3rds) vote of the Board of Directors after a quorum has been established.
- b. **Non-Payment of Dues:** Any member who fails to pay the regular dues within six (6) months from the due date shall be automatically dropped from the membership roll. Any member who is in arrears for five (5) months in the payment of dues shall be notified by the Financial Secretary to make payment at the next meeting or be cancelled from the rolls.
- c. **Resignation:** The resignation of any member shall be in writing, addressed to the President or the Secretary, and such member's resignation shall be accepted by the Board of Directors on behalf of the Chapter.
- d. **Non-Active Member:** Any member who fails to maintain Active Member status shall be terminated by the Chapter at a special meeting of the Board of Directors called for that purpose. Members subject to termination for not being an Active Member shall be notified by service of such notice, either personally served upon them or such notice shall be sent to them by registered mail return receipt at their last known address, at least fifteen (15) days prior to the meeting. A member subject to termination proceedings for failure to be an Active Member shall be given every opportunity to present full and complete defense. Termination action may be taken during the course of any meeting called for that specific purpose. After all the evidence is placed before the Board of Directors, the vote on the member's expulsion shall be by closed ballot and shall be carried upon a two-thirds (2/3rds) vote of the Board of Directors after a quorum has been established.

### Section 3. Forfeiture of Rights.

Any member whose connection with this Chapter shall be severed by resignation, death, expulsion or otherwise, shall forfeit all interests in any funds or other property belonging to the Chapter.



Section 4. Reinstatement.

Any former member seeking reinstatement to membership, who has been dropped for non-payment of dues or for absence at meetings or has resigned, shall be regarded as a new applicant, excepting that all arrearages of dues, not more than one year, shall be paid before readmission to membership.

**ARTICLE VI  
MEETINGS**

Section 1. Regular General Meetings.

This Chapter shall hold regular meetings on the third Sunday at 3pm (Eastern time) of each month unless otherwise designated by the Board of Directors and written notification to members of such change is given by the Secretary. Meetings may be held in person or virtually as determined by the Board of Directors.

Section 2. – Special Meetings.

- a. A special meeting may be called by the President for cause and may be held in person or virtually as determined by the Board of Directors.
- b. A special meeting may be called by a written request signed by at least seven (7) members in Good Standing and directed to the President or Secretary.
- c. Written notice at least five (5) days prior to the date of the proposed special meeting must be sent to all members stating the purposes of the said meeting.

Section 3. – Board of Directors Meetings.

- a. The Board of Directors shall hold regular meetings at least one (1) week prior to the regular meeting unless otherwise designated; however, for greater efficiency and less burden on Directors, by a majority vote of the Directors at its prior meeting, it may schedule its next meeting on the same day as and prior to the meeting of the members provided there is sufficient time beforehand to hold and conduct such meeting.
- b. Special meetings of the Board of Directors may be called by the President for cause or at the written request of three (3) members of the Board at least three (3) days prior to the day of the proposed meeting stating the purposes of the said meeting.

Section 4. – Annual Meetings.

The annual meeting shall take place at the regular monthly meeting in May of each year unless otherwise designated by the Board of Directors and written notification to members of such change is given by the Secretary.

**ARTICLE VII**  
**OFFICERS, DIRECTORS AND DELEGATES**

Section 1. Officers.

The elected officers of this Chapter shall consist of a President, Vice President, Secretary, Treasurer and Assistant Vice President of Public Relations and Fund-Raising. Additional other officers deemed necessary by the Board of Directors (e.g., an Assistant Treasurer or an Assistant Vice President of Membership, Heritage and Culture) may be added from time to time.

Section 2. Board of Directors.

The Board of Directors of this Chapter shall consist of not less than five (5) nor more than nine (9) members, and it shall initially consist of five (5) members. They shall all be elected officers of this Chapter and any other persons deemed appropriate to be added by a majority vote of the Board of Directors. The Board of Directors is the policy-making body of this Chapter and may exercise all the powers and authority granted to it in this Constitution to transact all business on behalf of this Chapter. It shall oversee the general operation, including the various Committees, and conducted business affairs of the officers.

Section 3. Delegates.

A delegate is a member who shall represent the Chapter at all National, Regional (i.e., East, West, Mid-West and other regions that may be added) and District (Florida, South Carolina and other states that may be added) meetings from time to time. The presumption is that the President shall be the delegate of the Chapter, or the Vice President if the President cannot or chooses not to attend or if neither of them can or will attend or another member of the Board of Directors selected by it and who is willing to attend. As deemed necessary by the Board of Directors, from time to time, one or more additional delegates may be selected to attend any such meeting.

Section 4. Qualifications.

- a. Each officer or delegate of this Chapter shall be an Active Member in Good Standing. By attendance is meant actual presence and, therefore, excused

absences shall count against attendance record for the purposes of determining eligibility to serve in this capacity.

- b. After the first two (2) terms of the initial Board of Directors and the subsequent Board of Directors of this Chapter's existence, in order to qualify for such offices, a candidate for President or Vice President, must have been an Active Member in Good Standing of this Chapter for at least each of the prior two (2) years before the time of taking such office.

#### Section 5. Term of Office.

Except as hereinafter noted, the term of office of each officer and member of the Board of Directors shall be one (1) year. Notwithstanding the foregoing, the initial term of office of each officer and each member of the Board of Directors shall commence on the installation of such officers and shall end on June 30, 2023, i.e., the term of office shall last for more than twelve (12) months. Also, the Vice President shall automatically assume the role of President upon the termination of office of the then-existing President.

#### Section 6. Vacancy in Office.

In the event of a vacancy in the office of the President, the Vice-President shall immediately be elevated and fill the office for the unexpired term. In the event that the offices of President and Vice President become vacant simultaneously, the Secretary shall, within thirty (30) days, call a special meeting, at which time these vacant offices shall be filled, using regular election procedures as stated in this Constitution. Any vacancy arising in any of the elective offices other than in the office of President shall be filled in the regular manner prescribed for elections to office at the next regular meeting, after which vacancy has been created.

#### Section 7. Oath of Office.

I (repeat name), sincerely believe in the principles and purposes of this organization, and I solemnly promise and swear on my honor to preserve, protect and defend this Chapter's Constitution, the Constitution of UNICO National and the Constitution of the United States of America. I further promise and swear to discharge faithfully the duties to which I have been elected, to the best of my ability, *so help me God.*

#### Section 8. Nominations and Election of Officers.

- a. The President of this Chapter shall appoint a Nominating Committee, consisting of at least five (5) Active Members, with the President and the Vice President automatically being members of the Committee at the regular general meeting two (2) months prior to the annual meeting.

- b. The Nominating Committee shall meet and submit a slate of candidates for each office at the regular general meeting immediately preceding the annual meeting at which time nominations for respective offices may also be made from the floor.
- c. The Secretary shall advise the membership in writing of the names of the members nominated for each office, at least ten (10) days before the annual meeting.
- d. Elections shall take place at the annual meeting. Such elections shall be by secret ballot where there is a contest, and simple majority is necessary for election.
- e. Except for the initial slate of officers as described above, the officers shall take office on July 1st following election, and they shall hold for one (1) year or until their successors are elected.

Section 9. Installation of Officers.

- a. The installation of the officers of this Chapter shall take place at the next regular general meeting of the year following the election of said officers.
- b. The Installation Committee shall follow the ritual of UNICO National as prescribed for such purpose.

**ARTICLE VIII**  
**DUTIES OF OFFICERS**

Section 1. – Duties of Officers.

- a. President: It shall be the duty of the President to (i) preside at all meetings of the Chapter, (ii) appoint members of standing committees, (iii) create such other committees and appoint members thereof as they, or the members, deem advisable, (iv) perform such other duties as ordinarily pertain to that office as the chief executive officer of the Chapter and (v) attend all District, Regional and National Meetings.
- b. Vice President: It shall be the duty of the Vice President to (i) perform the duties of the President in his or her absence and assist the President in the performance of his or her duties, (ii) act as the Sergeant-at-Arms as described below unless a separate position of Sergeant-at Arms, who shall not be a member of the Board of Directors, is established by the Board of Directors, (iii) act as the Assistant Vice President of Membership, Heritage and Culture as described below unless a separate position of Assistant Vice President of Membership, Heritage and Culture, who shall be a member of the Board of

Directors, is established by the Board of Directors and elected by a vote of the members, (iv) coordinate the location of, set up for and clean-up after all meetings of the Board of Directors and of the members, to include the provision of all food and drinks and (v) initiate an effort to establish a permanent location for such meetings that meets the needs of this Chapter, is affordable to this Chapter and is in a location that is reasonably accessible to the majority of the members.

- c. Secretary: It shall be the duty of the Secretary to (i) be the active managing officer of this Chapter, under the supervision of the President and control of the governing body, (ii) cause the President to sign or in his or her absence sign all documents on behalf of the Chapter, (iii) maintain a roster listing active members, (iv) keep accurate records of attendance by members of the Board of Directors and by members at large at meetings, (v) take and publish minutes of all meetings of the Board of Directors and the members at large at meetings of each, (vi) make a yearly report of activities of the Chapter on the occasion of the installation of officers meeting, (vii) make out all reports and fill out all forms of whatsoever nature required by UNICO National, (viii) mail out all notices for the Chapter and Board of Directors meetings and (ix) reply to all communications received by this Chapter, after receiving specific instructions from the Board of Directors and/or membership at large, as appropriate.
- d. Treasurer: It shall be the duty of the Treasurer to (i) receive all monies, keep an account of same and deposit them into the banking account of the Chapter approved by the Board of Directors within ten (10) days after receipt thereof, (ii) send statements to all members for dues and registered letters for delinquent dues; deposit all said monies in the bank and (iii) place any, and all other, valuable documents, in a safety deposit box if determined by the Board of Directors to be necessary held in the name of the Chapter.
- e. Sergeant-At-Arms: Whether performed as an additional duty of the Vice President or by a separate member appointed by the Board of Directors and not elected by a vote of the members, it shall be the duty of the Sergeant-at-Arms to (i) have custody of the paraphernalia of this Chapter, (ii) deliver the President's gavel, UNICO banner and membership identification pins and any other such items to all meetings, and (iii) assist in maintaining order and decorum at meetings when requested by the presiding officer.
- f. Assistant Vice President of Membership, Heritage and Culture: Whether performed as an additional duty of the Vice President or by a separate member in a position established by the Board of Directors and elected by a vote of the members, it shall be the duty of this officer to (i) support the staffing of Chapter events through sign-up of volunteers and follow-up to encourage attendance at all such Chapter events and functions, (ii) recruit new members, re-activate non-active members and assist members with taking part in Chapter activities and (iii) promote the heritage and culture of Italian Americans

amongst Chapter members and other persons within the community through communications, programs and events. He or she may establish one or more committees with the approval of the Board of Directors to assist in the performance of his or her duties, and he or she shall collaborate and work closely with the Assistant Vice President of Public Relations and Fund-Raising for these purposes.

- g. Assistant Vice President of Public Relations and Fund-Raising: It shall be the duty of this officer to (i) be the primary contact for all public announcements and promotional information for the Chapter, (ii) be the editor of all marketing material on behalf of the Chapter, (iii) submit information to UNICO National, UNICO Regional, UNICO District and other media outlets for publication, (iv) organize, establish and maintain the Chapter website and Chapter social media sites and (v) have fund-raising over-sight over all revenue producing events and functions of the Chapter. He or she may establish one or more committees with the approval of the Board of Directors to assist in the performance of his or her duties, and he or she shall collaborate and work closely with the Assistant Vice President of Membership, Heritage and Culture for these purposes.

Section 2. – Duties of the Board of Directors.

- a. The Board of Directors shall have power to direct the policies and programs of the Chapter and make decisions on all business of the Chapter. Decisions may be made during meetings (in-person or virtually) or via unanimous written consent in lieu of a meeting.
- b. The President shall serve as Chairperson of the Board of Directors.
- c. The Secretary shall act as Secretary of the Board of Directors.
- d. The Board of Directors shall examine the books and records of the Treasurer and Secretary annually at its May meeting or, at any time, when ordered to do so upon motion duly made seconded and passed by the membership at large. The Board of Directors shall submit a written signed yearly report on the occasion of the annual meeting or when the newly elected officers are installed.
- e. The Board of Directors shall discuss and make recommendations on any matters referred to it by the members at regular general or special meetings, as appropriate.
- f. The Board of Directors shall keep complete records of its actions, and minutes of its meetings shall be read at the next regular meeting of the Chapter. The minutes shall be voted upon for approval or disapproval, and any action not approved by the members may be upheld for further discussion and action by

the members or referred again to the Board of Directors for further consideration or dropped as the majority of the members have voted to do. The minutes of the Board of Directors shall become a part of the minutes of the Chapter meeting, when read and acted upon, with nominations or actions disapproved.

- g. Any member has the right to attend any meeting of the Board of Directors and shall have the power of expressing himself or herself, but he or she shall have no right to vote.

## **ARTICLE IX**

### **CHAPTER PROPERTY AND RECORDS**

- a. All officers charged with the custody of Chapter property, paraphernalia and records must discharge reasonable care in keeping of same.
- b. All officers in whose custody are Chapter property, paraphernalia and records, shall turn them over to their successor at the termination of their office.

## **ARTICLE X**

### **PROCEDURE AND ORDER OF BUSINESS**

#### Section 1. Quorum.

- a. At regular or special meetings of the Chapter, a quorum shall consist of, at least, twenty-five percent (25%) of the Active Members.
- b. At regular or special meetings of the Board of Directors, a quorum shall consist of at least a majority of the Board members.

#### Section 2. Order of Business.

- a. Regular General Meetings.

The order of business for a regular general meeting shall be as follows:

1. Call to Order; Establishment of Quorum
2. UNICO Prayer
3. Salute to the flag
4. Roll call of officers
5. Induction of new members
6. Reading of minutes of previous session
7. Reading of Board of Directors' minutes
8. Bills and Communications
9. Reports of Committees
10. Unfinished business

11. Balloting on new membership
12. New business
13. Good and Welfare
14. Reports of Treasurer and Secretary
15. Adjournment

b. Special Meetings.

The order of business for a special meeting shall be limited to the discussion of the business for which the meeting has been called. Other matters may be discussed upon a vote of the majority of the members present at the meeting.

c. Board of Directors Meetings.

1. Roll call of officers and members
2. Reading of the minutes
3. Bills and Communications
4. Reports of Committees
5. Membership Applications and Balloting
6. Unfinished business
7. New business
8. Good and Welfare
9. Adjournment

## **ARTICLE XI COMPENSATION**

Section 1. – Officers.

All officers shall serve without compensation or remuneration.

Section 2. – Delegates and Alternates.

- a. President, Delegates and Alternates to UNICO National meetings and annual Conventions may be compensated or reimbursed at the discretion of the Chapter as approved by the Board of Directors.
- b. All other representatives or members, of this Chapter attending any National or local function, or meeting, shall serve without compensation.



## **ARTICLE XII METHOD OF VOTING**

Section 1. The regular business of this Chapter shall ordinarily be voted upon by either the show of hands or a viva-voce (via voice) method during meetings held in person or via other appropriate means for meetings held virtually.

Section 2. Acceptance, or rejection, of any candidate for membership shall, at times, be voted upon by employment of the closed ballot, unless the closed ballot is dispensed with as per Article IV, Section 6, of this Constitution.

Section 3. Election of officers of whatsoever type shall be by closed ballot.

Section 4. Upon request of at least twenty percent (20%) of the members present, a closed ballot shall be employed in voting on any motion which the Board of Directors deems to be controversial.

Section 5. The President may, at his or her direction, order a closed ballot vote upon any matter that is up for final consideration.

Section 6.

- a. Upon request of the Board of Directors, the President may, in case of emergency, direct the Secretary to poll the general membership by regular U.S. or electronic mail on any question or questions brought to his or her attention, and upon which immediate action is deemed essential to the welfare of the Chapter. This shall be clearly and concisely put in the communication and provision made for the return of the assigned ballot. All votes to be counted, when this method is employed, shall be in the hands of the Secretary within four (4) Business Days (a "Business Day" being a day that is not on a weekend, is not a federal or state holiday or is not a day that banks in Florida are closed for business) after receipt of same.
- b. In an emergency, and upon request of the Chapter President, the Secretary may be ordered to poll the members of the Board of Directors by telephone or electronic mail on any question within their power to act finally, or in order to authorize a special poll of the general membership as set forth in Section 6 (a) of this Article.

## **ARTICLE XIII**

### **STANDING COMMITTEES**

#### Section 1. Names.

After installation of the initial Board of Directors, and from time to time thereafter, the President shall initiate an agenda item at a meeting of the Board of Directors to determine whether or not the Chapter shall establish a standing committee (or an ad hoc Special Committee as described at Article XXIV below) for any of the hereinafter described standing committees of UNICO National, or such other standing committees of the Chapter, and as appropriate, appoint chairpersons for any of the following or other standing committees:

- a. Budget & Finance Committee: Under the direction of the Treasurer as the Chairperson of this committee, he or she, together with the Secretary, along with such other officers or members as the President may see fit to appoint, shall serve as the Finance and Budget Committee. It shall be their duty among other things, to set up and submit for adoption by this Chapter, an annual budget. They shall also always serve in an advisory capacity and be alert to the financial problems of the Chapter, and after careful study make recommendations where such matters are involved.
- b. New Projects Committee: Under the direction of a member of the Board of Directors as the President may see fit to appoint, it shall be the function of this committee to devise, approve and recommend methods of achieving the goals set forth by the Chapter.
- c. Membership Committee: Under the direction of the Assistant Vice President of Membership, Heritage and Culture, it shall be the function of this committee to direct all membership drives. This committee shall investigate all candidates proposed for membership, of any classification, and recommend acceptance or refusal on the basis of their finding, at any regular or special meeting. This committee shall be charged with the determination of the qualifications of membership where any doubt exists, and they shall further meet to conduct a proper investigation of any and all charges which may be placed against a member of whatsoever classification, and it shall report their recommendations to the entire membership in all such cases.
- d. Civic Awards Committee: Under the direction of a member of the Board of Directors as the President may see fit to appoint, this committee shall have the right to propose the issuance of various awards, subject to the approval of the general membership. This committee shall be allowed to avail itself of any and all technical assistance from outside sources in determining winners of any awards.

- e. **Publicity & Public Relations Committee:** Under the direction of the Assistant Vice President of Public Relations and Fund-Raising, this committee shall be charged with the publicizing of all projects undertaken by the Chapter and shall, at all times, keep the welfare of the organization in the public eye. It shall furnish all necessary news items to the UNICO National Magazine Editor.
- f. **Sickness & Distress Committee:** Under the direction of a member of the Board of Directors as the President may see fit to appoint, this committee shall have the duties of providing regular visits to disabled members and will, in addition, be the instrumentality for any other form of assistance, which may be required by a member in distress, or his or her immediate family.
- g. **Expansion Committee:** Under the direction of the Assistant Vice President of Membership, Heritage and Culture, this committee shall carry out the expansion of the local organization, as well as recruiting other Chapters on a National level.
- h. **Mental Health Committee:** Under the direction of a member of the Board of Directors as the President may see fit to appoint, this committee shall carry out the Mental Health program on a local as well as National level.
- i. **Scholarship Committee:** Under the direction of a member of the Board of Directors as the President may see fit to appoint, it shall be the duty of this committee to program, direct and supervise all scholarship activities of the Chapter and to coordinate its planning with the UNICO Foundation, Inc. This committee shall cause to be distributed all notes, rules and awards in connection with the scholarship program.
- j. **Cooley's Anemia:** Under the direction of a member of the Board of Directors as the President may see fit to appoint, this committee shall carry out the Cooley's Anemia program on a local as well as National level.

## Section 2. Chairpersons.

The chairpersons of the aforescribed standing committees shall have the power to select their groups and shall announce the names of the committee members at the meeting immediately following their appointment.

## Section 3. Size.

The aforescribed committees shall consist of no less than three (3) nor more than five (5) members including the chairperson, of which, two (2) (in the case of a three (3) member committee) and three (3) (in the case of a five (5) member committee) shall constitute a quorum, provided the chairperson be among them. All committees shall consist of an odd number of members.

Section 4. Presidential Status.

The President of this Chapter shall be an ex-officio member of all standing committees.

Section 5. Meetings.

All standing committees shall meet in person or virtually at the discretion of the chairperson, or when requested to do so by the President, the Board of Directors or the membership.

Section 6. Reports.

All standing committees must submit their reports in writing at the next regular meeting of the Board of Directors, and thereafter, as appropriate, at the next regular meeting of the general membership, following their own committee meeting.

**ARTICLE XIV  
SPECIAL COMMITTEES**

Section 1. Appointment.

The President shall appoint any and all such committees or committee chairpersons, as he/she shall deem necessary at any time.

Section 2. Reports.

A special committee shall submit its report in writing at the completion of the project to which they have been appointed.

Section 3. Size.

Special committees shall consist of no less than three (3) members (of which, two (2) (in the case of a three (3) member committee) shall constitute a quorum, inclusive of the chairperson, but aside from this limitation, may comprise as many as the President or chairperson shall deem necessary.

Section 4. Presidential Status.

The President shall be a member of all committees and shall exercise his/her vote in case of a tie.

**ARTICLE XV**  
**FINANCES; BONDING; INSURANCE**

Section 1. Budget.

- a. The Finance and Budget Committee (or the Board of Directors should such committee not have been established) shall, at the first meeting of the fiscal year, present to the members of the Chapter a detailed budget, making appropriations for each of the items for which the Chapter must, or may, provide out of funds known to be in the possession of the Chapter or estimated to come into its possession during the ensuing fiscal year. In connection with its proposing a budget, this committee (or the Board of Directors, as applicable) shall propose spending thresholds for the officers of the Chapter, each established committee, the Board of Directors and the general membership, which established thresholds shall be first approved by the Board of Directors and subsequently submitted to and approved by the general membership as soon as practical after establishment of this committee.
- b. Said budget, either in its original or amended form, must be adopted by the Chapter and following its adoption, all expenditures of the Chapter during that fiscal year must be within the appropriations therein made. There shall be no variations thereof except that appropriated funds may be transferred from one appropriation to another within the limits of the overall budget by a majority vote of the members present at a regular meeting, provided the suggested transfer shall have been mentioned in the meeting notice.
- c. Said budget may include a dedicated contingent item to cover unforeseen emergencies of the Chapter. This item shall be considered for practical purposes to be outside of the regular budget and appropriations from said item shall be made only after a two-thirds (2/3rds) vote of the members present at any regular meeting.
- d. Any unexpended balances of appropriations contained within the budget for anyone (1) year shall be available for appropriation to the General Fund in the following fiscal year, in accordance with the budget adopted for that year.

Section 2. Funds.

There shall be legally established in the name of the Chapter, the following funds for the administration of which separate books, checking accounts and signatures shall be established.

General Fund – Monies appropriated under this fund shall be used for the operation of the Chapter and for certain other phases of its program as set forth in its annual budget. Receipts and disbursements to this fund shall be administered by the Financial Secretary and Treasurer.

Section 3. Method of Payment.

Subject to established thresholds and approvals as may be required, all obligations incurred by the Chapter shall be paid for by check and shall be signed by the Treasurer and countersigned by the President or Vice President.

Section 4. Bond; Insurance.

As proscribed by UNICO National or as deemed appropriate by the Board of Directors, the Treasurer shall be bonded in an amount deemed sufficient by the Board of Directors. In addition to or as an alternative to the requirement for bonding, the Board of Directors may secure appropriate insurance for this and/or other purposes. Expenses so incurred shall be met from Chapter funds.

Section 5. Incurring Obligations.

No expense shall be incurred, no donation made, nor shall any obligation of any kind involving Chapter funds be entered into until same has been approved as set forth elsewhere in this Constitution.

Section 6. Secretarial Expenses.

The Secretary shall be allowed, without the approval of the Board of Directors, to contract bills for sundry expenses (stamps, envelopes, printer paper, printer ink, business cards, etc.) not to exceed Fifty Dollars (\$50), concurrent with the discharge of his or her duties, and he or she shall be allowed, with the approval of the Board of Directors, to contract bills for other expenses (e.g., laptop, printer, etc.) concurrent with the discharge of his or her duties.

Section 7. Investment of Funds.

Funds of the Chapter may be invested in United States Government Bonds, other investment vehicles offered by banks or other similar institutions, provided said bank or other institution carries Federal Deposit Insurance Corporation protection. The Chapter's investment in any one bank, or similar institution, shall at all times be kept within the limits insured by that particular institution.

Section 8. Incurring of Individual Expense.

Members of the Chapter, whether serving on committees or in their individual capacity as members, shall not incur any expense in the name of, or for account of, the Chapter, without first obtaining approval as provided for under the provisions of this Constitution.

**ARTICLE XVI**  
**ADMISSION FEES AND DUES**

Section 1. An initiation fee of \$65.00, or such other amount as established by UNICO National, shall be paid by any applicant for membership in UNICO National, and a separate initiation fee in an amount to be determined by the Board of Directors of this Chapter from time to time shall be paid by any applicant for membership in this Chapter.

Section 2. The annual dues of members for membership in UNICO National shall be as established annually by UNICO National, and the annual dues for this Chapter shall be such amount as may be proposed by the Finance and Budget Committee, approved by the Board of Directors (or approved by the Board of Directors only if a Finance and Budget Committee has not been established) and fixed by three fourths (3/4ths) of the members duly called at a special meeting for that purpose and shall be payable in advance at the beginning of each fiscal year, which shall be July 1.

Section 3. The sum of \$65.00 of admission fee shall be forwarded to the National Treasurer's office of UNICO National, accompanied by the membership application, and the local Chapter admission fee shall be retained by the Chapter.

Section 4. Life Members in this Chapter shall be exempt from payment of dues.

Section 5. Honorary members shall be exempt from payment of dues.

Section 6. Members of the clergy, who are members of the Chapter, shall be exempt from payment of dues.

Section 7. Members in the active military service shall be exempt from payment of dues.

Section 8. Youth Members, all persons between the ages of 18 and 25, inclusive, shall pay a per capita dues of \$12.00 for membership in UNICO National and a local Chapter admission fee as determined by the Board of Directors.

**ARTICLE XVII**  
**PARLIAMENTARY AUTHORITY**

Robert's Rules of Order (revised) shall be the parliamentary authority and guide in the conducting of all Chapter business functions not covered in this Constitution.

**ARTICLE XVIII**  
**VOTING POWER**

Section 1. Voting Privilege.

All members in Good Standing and all Life members shall have full power of voting on all questions.

Section 2. Method of Voting.

- a. Voting on routine business shall be by a majority vote of those members present after a quorum of all Active Members has been established.
- b. Voting on candidates for membership shall be by closed ballot and shall require a majority vote of those present.
- c. Voting on candidates for elective office shall be by closed ballot where there is a contest, and election shall be by a majority vote of those present.

**ARTICLE XIX**  
**AVOIDANCE OF POLITICS**

Section 1. This Chapter shall not endorse or recommend any candidate for public office and shall not discuss, at any meeting, the merits, or demerits, of any candidate for public office.

Section 2. The merits of any public question involving the social, economic, moral or physical welfare of the people may be fairly and intelligently studied and discussed at a Chapter meeting for the enlightenment of its members, but this Chapter shall not take any action endorsing or condemning any measure which is to be submitted to the vote of the people.

Section 3. This Chapter shall at no time, officially (direct or indirectly) endorse or recommend any candidate for public office or shall political candidates or partisan questions of a political nature be acted upon at any Chapter meeting.

Section 4. The merits of any public question, involving the social, economic, moral or physical welfare of the community, may be fairly and intelligently discussed before a Chapter meeting but this Chapter shall not take any action endorsing or condemning any measure which will involve the organization in partisan politics.

Section 5. A candidate for public office may appear at a gathering of the members of the Chapter before the meeting is officially opened by the President. In such instances, the



members are honoring the office for which the candidate is competing and said candidate shall be forewarned that they shall limit their remarks to the office that he/she is seeking. Said candidate shall be asked to excuse himself or herself from the meeting location should his remarks contain any personal prejudices.

## **ARTICLE XX AMENDMENTS**

Amendments to this Constitution shall be made at any regular meeting of the members of the Chapter by a two thirds (2/3rds) vote of those present and qualified to vote after a quorum has been established, provided that the amendment has been introduced in writing, and read at the previous meeting and notice has been given in writing of the proposed amendment to all members at least five (5) Business Days before the said meeting and provided further that the said Amendment has been presented to the Board of Directors for discussion and recommendation.