

THE 2023
(DRAFT)
CONSTITUTION
OF
ISOKO URHOBIO UNION QATAR
(IUU)

PREAMBLE

WHEREAS:

We recognize our common ancestry and cultural heritage;

We understand the richness of our culture and traditional **Isoko and Urhobo** value orientations;

We recognize the need to pass on to our children the positive aspects of **Isoko and Urhobo shared cultures** and values;

The **Isoko and Urhobo** people according to oral tradition hailed from a common ancestry of the **great Benin Kingdom**. The **Urhoboland** as well as the **Isokoland** in traditional African political organization constitutes a nation of autonomous kingdoms and republics;

We are aware of the economic and political importance of **both the Urhoboland and Isokoland** to modern Nigeria;

It is imperative to unite **Isoko and Urhobo** people abroad and at home for the betterment of **Urhoboland and Isokoland**;

IN THE BELIEF that **Urhobo and Isoko** people in **Qatar** while being law abiding has moral responsibility to support the wellbeing of one another as well as holds shared responsibility to contribute to development of **Urhoboland and Isokoland**.

That an umbrella organization in **Qatar** is therefore being inaugurated in **2023** in recognition of the above-stated convictions.

NOW, THEREFORE, we the **Urhobo** people and **Isoko** people resident in **Qatar** do proclaim the following Constitution for ourselves. This Constitution shall be cited as the **2023 Constitution of Isoko and Urhobo Union Qatar (IUU)**.

ARTICLE I

NAME, STATUS AND PLACE OF BUSINESS

- 1.1 The name of the Association shall be **Isoko and Urhobo Union Qatar** (IUU), hereinafter referred to as “the Association.”
- 1.2 The Association shall be a non-profit umbrella organization of Urhobo & Isoko organizations and people resident in **Qatar**.
- 1.3 Notwithstanding Article 1.2, the Association is not precluded from establishing for-profit subsidiary organizations which shall be registered as separate legal entities.
- 1.4 The Association may cooperate with other organizations at home and abroad with similar interests, or for a common cause.
- 1.5 The principal office of the Association (the Secretariat), shall be located wherever the Secretary of the Association is located and shall be managed by the Secretary and the Assistant Secretary.

ARTICLE 2

MISSION STATEMENT

2.1 To unite people of Urhobo and Isoko descent and others who identify with the Urhobo and Isoko people and culture, abroad and at home, for the promotion of human development and Urhobo culture and ideals. The Association shall promote charitable, scientific, literary and educational projects in North America and Nigeria.

2.2 To this end, the motto of the Association in Urhobo language shall be “*Okugbe, Egba, Voyan Robaro*” which translates in English as “Unity, Strength and Progress.”

ARTICLE 3

PURPOSES AND

OBJECTIVES

The Association shall:

- 3.1 Promote cooperation among Urhobo & Isoko People in the host country of Qatar and by extension promote cooperation among Nigerians, African in the host countries.
- 3.2 Assist in providing support and relief of the poor, the distressed and the underprivileged.
- 3.3 Be organized and operated exclusively for charitable, scientific, literary and educational purposes.

- 3.4 Participate in voluntary and charitable activities in host country and communities.
- 3.5 Participate lawfully in job creating opportunities that attracts trade, commerce and industries to Urhoboland & Isokoland for community development.
- 3.6 Utilize all available media to promote research and publications regarding the Urhobo and Isoko Languages, people, history and culture.
- 3.7 Assist educational institutions to accomplish the production of students and leaders that will effect transformation in their families, as well as the social, economic and civil life of their communities and the world at large.
- 3.8 Assist students of educational institutions by providing financial aid to enable them improve and develop their capabilities for the benefit of their communities and the world at large.
- 3.9 Encourage its members to abide by the laws of host countries.

ARTICLE 4

MEMBERSHIP

Membership of the Association shall be open to all people who are Urhobo/ Isoko by birth or marriage, or non-Urhobo people who have adopted Urhobo ethnicity and culture, and organizations of such people.

4.1 MEMBER

Any Urhobo/ Isoko son or daughter resident in Qatar or person who have adopted Urhobo ethnicity and culture, resident in Qatar, who has indicated interest to become a member by obtaining a membership form for clerical purpose and accepted to be a member. The names Members shall be filed with the Association along with each quarterly remittance of dues as provided under Finance and Fiscal Management (Article 11) of this Constitution.

4.2 ADMISSION INTO MEMBERSHIP

(a) An intending member shall apply for admission to the Association by the submission of an application to the [Secretary](#)/ President. The [Secretary](#)/ President shall then notify all Members regarding the application in a [general meeting](#).

(b) The President shall, in consultation with the Executive Committee, review the application and may invite the applicant for an oral interview.

(c) Within 30 days of the application, the President in consultation with the other Executive Committee Members, shall recommend a successful applicant to the Association Members and shall ratify the admission of the new member by a simple majority of the entire membership or

reject the recommendation by a two-thirds ($\frac{2}{3}$) majority of the entire members in the attendance of the meeting.

(d) Where the President recommends that an applicant be not admitted as a member or fails to make a recommendation within thirty (30) days, that applicant shall be admitted by a two-thirds ($\frac{2}{3}$) majority of the entire members in attendance of the meeting.

(e) Upon admission, the new member shall pay to the Association a one-time registration fee to be determined by the Association beginning with XXXXXXXX QR in 2023.

(f) The registration fee shall be paid in full by the newly admitted member within sixty (60) days of admission to the Association failing which the admission shall lapse.

(g) A yearly due of XXXXXXXX QR shall be payable by all members.

(h) A members shall pay his / her dues and assessments directly to the Association in accordance with the provisions of this Constitution.

4.3 **General Provisions Affecting Membership**

(a) The rights and benefits of Chapters shall include:

(a)(i) The right to an electronic copy of the Association's Constitution upon admission.

(a)(ii) The right to make suggestions and propose projects or actions to the and the Executive Committee

(a)(iii). The right to vote at association's meetings

(a)(iv). The right to be appointed, nominated, or voted to an office of the Association.

(a)(v). The right to participate in the Association's activities.

4.4 **Good Standing**

A Member shall be in good standing in order to enjoy any and all the rights, benefits and privileges under this Constitution. For purposes of this Constitution a member's "good standing" means: A Member under Article 4.2 that is up to date in his/ her financial and other obligations to the Association.

4.5 **Suspension, Expulsion and Termination of Membership**

(a) Upon recommendation by the Executive Committee and approval by two-third ($\frac{2}{3}$) majority, a member may be fined, suspended or expelled for either failing to meet his or her financial and other obligations to the Association, or if it is determined that the member has engaged in

conduct or activities that are detrimental to the interests and purposes of the Association. A resolution under this provision shall be passed by a two-thirds ($\frac{2}{3}$) majority vote.

(b) Any expulsion, suspension or termination must conform to the procedure set forth below.

(b)(i) A written notice must be sent by [email](#) to the member who is the subject of prospective expulsion, suspension or termination.

(b)(ii) The written notice must give at least 15 days prior notice of the expulsion, suspension or termination and the reasons therefor; and

(b)(iii) The said individual must be given an opportunity to be heard, orally or in writing, not less than five days before the effective date of the expulsion, suspension or termination.

(b)(iv) [An Executive Committee Member](#), General Member who is expelled or suspended or whose membership is terminated shall be liable for any charges incurred, services or benefits actually rendered, dues, assessments or fees incurred before the expulsion, suspension or termination or arising from contract or otherwise.

[\(c\) Withdrawal of membership by a Member shall require notification in writing duly sent to the Secretary of the association.](#)

(d) All rights of membership shall cease upon resignation, expulsion, or upon a member's death (if a natural person).

ARTICLE 5

EXECUTIVE COMMITTEE

5.1 Composition

The Executive Committee shall consist of the: President, Vice President, Secretary, Assistant Secretary, Treasurer, Financial Secretary, Director of Research and Culture, Director of Membership and Welfare, Director of Development, Director of Publicity, and Speaker (Otota).

5.2 Powers

(a) The daily administration of the Association shall be delegated to the President who, with members of the Executive Committee acting at his direction, shall be accountable to the entire membership of the Association.

(b) The President may initiate and recommend to the association, major and long-term policies for the Association. For the avoidance of doubt, all major expenditures, long-term projects, constitutional amendments, major structural changes (and decisions incidental to the foregoing), [must be approved by simple majority through a voice vote of the entire membership at a meeting](#) before implementation by the President.

5.3 Election of Executive Committee and Term of Office

- (a) All Members of the Executive Committee shall be elected.
- (b) The term of office shall be two years provided no individual shall serve more than two (2) consecutive terms.
- (c) In accordance with the provisions of Article 5.4, the Electoral Committee shall conduct the election in the following manner:
 - (d)(i) In an election year, nominations for the Executive Committee positions shall be submitted in writing to the Electoral Committee and signed by at least five (5) persons from amongst the General Members
 - (d)(ii) The Electoral Committee shall verify that nominees and nominators are in good standing with the Association pursuant to Article 4.4 of this Constitution. In discharging this responsibility, the Electoral Committee shall rely on information obtained from the Secretary and Financial Secretary.
 - (d)(iii) Such nominations shall be forwarded to the Electoral Committee at least ninety (90) days before the Annual Convention where the election will take place.
 - (d)(iv) The Electoral Committee shall circulate the names of such nominees to all Members at least sixty (60) days before the convention.

5.4 Voting Procedure for Election of Executive Committee

- (a) Only Members in good standing can vote at the election pursuant to the voting formula under this Article.
- (b) To be eligible to vote at the election Members must be physically present as provided under Article 5.4(d) below. Members shall not be allowed to vote in absentia or by proxy.
- (c) To be eligible to vote at the election or removal of an executive, Members must be current in their dues and other financial obligations to the Association,
- (d) Each Member whose names must be have been included in the membership list for at least the last three quarters before the election shall vote at the election
- (e) In order to vote, each Member must be physically present at the election. The Electoral Committee shall hand over one (1) ballot to each Member to cast his vote by secret ballot. No Member shall cast more than one (1) ballot at the election.
- (f) At the election of the Executive Committee, voting by the Members shall be by secret ballot and the Executive shall be elected by a simple majority of the votes cast.
- (g) In the event of a tie in any position, the Electoral Committee shall conduct a re-election for

that position within one (1) week of the result. After that election, the elected officers shall be sworn in, in one swoop.

(h) Results shall be announced by the Electoral Committee not later than Forty- Eight (48) hours or two (2) working days after conclusion of the elections.

(i) The Electoral Committee shall cease to exist immediately after an election has been successfully concluded.

(j) At the appropriate occasion prescribed under Article 8.2(g), the eldest among members shall swear in the President-elect who shall take an oath or affirmation that he will faithfully execute his office and to the best of his ability preserve, protect and defend this Constitution.

5.5 Suspension, Discipline and Removal of Executive Committee Member or Duly Elected Officers

(a) Notwithstanding Article 5.4, the Executive Committee Member may be suspended, disciplined or removed from office for reasons including, but not limited to, a felony conviction, incompetence, abuse of office, corruption, betrayal of the Association's trust, prolonged illness, and continuous absence from Qatar exceeding one hundred and twenty (120) days, subject to the following conditions:

(a)(i) A written petition to remove the President from office shall be circulated to all members at least sixty (60) days before a regular or special meeting.

(a)(ii) Such petition shall be signed by at least four (4) members in good standing without disciplinary action or two-third (2/3) of the Executive Committee Members and shall state the grounds for the suspension, discipline or removal of the officer.

(a)(iii) The petition shall be heard by the entire membership of the association provided the President shall be afforded an opportunity to defend himself /herself, orally or in writing, not less than thirty (30) days before the effective date of the expulsion, suspension, or termination.

(b) A resolution to discipline, suspend, remove from office, or expel the Executive Member from the Association, shall pass by a two-thirds (2/3) majority vote of the entire members of the Association.

(c) If the Executive Member has misappropriated the Association's funds, the Association is empowered to demand that the Executive Member refund the funds.

(d) If the Executive Member is suspended, removed from office, or expelled, he shall be liable for any charges incurred, services or benefits actually rendered, dues, assessments or fees incurred before the suspension, removal from office or expulsion or arising from contract or otherwise.

ARTICLE 6

OFFICERS' DUTIES AND RESPONSIBILITIES

6.1 The **President** shall:

- (a) Be the chief executive and lead the day-to-day administration of the Association. To this end, the President's authority includes to supervise, direct and control the activities of the officers of the Association.
- (b) Be the chief spokesperson of the Association.
- (c)) Provide leadership and direction for the Association.
- (d) Preside at Executive Committee meetings.
- (e) With the Treasurer, be a signatory to the Association's account(s).
- (f) With the Treasurer, present an annual budget at every Annual Convention.
- (g) In a timely manner, inform the entire membership regarding important official actions.
- (h) Present a State-of-the-Association report at every Annual Convention.
- (i) Initiate or participate in actions with leaders of other organizations in the interest of the Association, its members or Urhoboland & Isokoland.
- (j) Build a solid base for the Association in Urhoboland & Isokoland, in Nigeria, and North America.
- (k) To appoint an Internal Audit Committee / External Auditor which shall be responsible for reviewing the accounts of the Association as necessary, or in any event, at least once every fiscal year.

6.2 The **Vice President** shall:

- (a) Assist the President in the day-to-day administration of the Association.
- (b) Perform all the duties of the President in his absence.
- (c) In the event of the President's resignation, removal, incapacitation, death or absence from [Qatar](#) exceeding one hundred and twenty (120) days, automatically become President until the next election.
- (d) A Vice President who has succeeded to the position of President as a result of his

predecessor's removal, death, resignation, or inability, and who has served more than one (1) year of the term to which his predecessor was elected, shall be *eligible* to seek election to that office. If elected, he shall not serve more than one additional full term in office.

(e)) Perform other duties as may be assigned by the President.

6.3 The **Secretary** shall:

(a)) Be the chief scribe of the Association.

(b) Maintain all official records and documents of the Association.

(c)) Maintain and keep a record of the names and contact information of all members [including details of the](#) Executive Committee.

(d) For communication purposes, inform all the Association's membership of the address, phone number, facsimile number and other pertinent information regarding the Association's principal office.

(e)) Be responsible for all internal and external correspondences of the Association.

(f)) Record the minutes of all meetings at which he is authorized to act as secretary. Such minutes shall include the time and place of holding, whether regular or special, and if special how authorized, the notice given, the names of those present, and the proceedings of such meetings.

(g) Keep or cause to be kept at the principal office of the Association, books, files, binders, and/or electronic files of minutes of all meetings and actions of the Executive Committee, Executive Committee meetings, Standing Committees, and Ad Hoc Committees of the Association.

(h) Within thirty (30) days after each meeting, circulate the minutes to the appropriate group(s).

(i) Perform such other duties as may be assigned by the President.

6.4 The **Assistant Secretary** shall:

(a) Assist the Secretary in the performance of his duties.

(b) Perform all the duties of the Secretary in his absence.

(c) In the event of the Secretary's resignation, removal, incapacitation, death, or absence from [Qatar](#) exceeding one hundred and twenty (120) days, automatically become, and finish out the term of the Secretary.

6.5 The **Treasurer** shall:

(a)) Be the custodian of the Association's finances and assets. In performing this function,

the Treasurer shall keep and maintain adequate and correct books and records of accounts of receipts, deposits and disbursements of the Association's funds.

(b) In accordance with the provisions of [Article 10](#), provide to the Financial Secretary all information regarding receipts, deposits and disbursements of the Association's funds.

(c) With the President, sign all checks drawn on, and disbursements from the Association's account(s).

(d) Provide to the Executive Committee a quarterly account of the Association's receipts, deposits and disbursements of the Association's funds.

(e) Work cooperatively with the President, Secretary, Financial Secretary as well as internal and external auditors.

6.6 The **Financial Secretary** shall:

(a) In accordance with the provisions of [Article 10](#), obtain from the Treasurer all information regarding receipts, deposits and disbursements of the Association's funds.

(b) Keep and maintain adequate and correct books and records of accounts of the properties and transactions of the Association, including accounts of its assets, liabilities, receipts, deposits, disbursements, and other matters customarily included in financial statements.

(c) File all necessary tax-related and finance-related forms and documents with the appropriate authorities.

(d) Provide an account of the Association's receipts to the Executive Committee on a quarterly basis or when requested to do so.

(e)) Present a financial report at the Annual Convention.

(f) Work cooperatively with the President, Secretary, Treasurer as well as internal and external auditors.

6.7 The **Director of Research and Culture** shall:

(a)) Coordinate the educational, cultural and social activities of the organization.

(b) Research and institute ways for promoting and adapting Urhobo & [Isoko](#) culture, customs and practices to a changing world.

(c) Identify Urhobo & [Isoko](#) scholars and other interested persons for the purpose of conducting research into, and publishing materials on Urhobo and [Isoko](#) languages, people, history, culture and issues.

(d) Through all available media, document events and facilitate the publication of literary works on Urhobo and [Isoko languages](#), people, history, culture and issues.

(e) Organize the discussion of issues affecting Urhobo and **Isoko** people and Urhoboland & **Isokoland** especially at Annual Conventions.

(f)) Perform other duties as may be assigned by the President.

6.8 The Director of Publicity shall:

(a)) Be the Public Relations Officer of the Association.

(b) Be responsible for publicizing the activities of the Association through the use of all available media.

(c) Oversee the production and dissemination of publicity materials such as newsletters, brochures, as well as publications through the Association's website and the Internet.

(d) Perform other duties as may be assigned by the President.

6.9 The Director of Membership and Welfare shall:

(a) Seek and secure new members for the Association.

(b) Monitor the welfare of individual members of the Association and promptly alert the Executive Committee of necessary action.

(c)) Coordinate the external charitable activities of the Association.

(d) Perform other duties as may be assigned by the President.

6.10 The Director of Development shall:

(a)) Research and plan methods for raising funds for the Association's projects.

(b) Apply for grants from foundations, businesses and other organizations and individuals.

(c)) Seek contributions in cash and in kind for the Association's projects.

6.11 The Speaker (Otota) shall:

(a)) Be the traditional spokesperson of the Association.

(b) Perform other duties as may be assigned by the President.

6.12 Handover of Office

(a)) Before assuming office, each officer of the Association shall sign a notarized oath to the effect that he shall comply with the provisions of **Article 6.12(b)** below.

(b) No later than thirty (30) days of leaving office for whatever reason, each officer shall prepare a typed handover report which shall include at least a checklist relative to his office, and shall transfer all documents, correspondences, files, funds, and any other property of the Association in his possession to his successor, and if his successor has not assumed office, to the President or Secretary of the Association.

ARTICLE 7

MEETINGS

7.1 Meetings Using Technological Devices

Except where physical attendance is specifically required or implied under this Constitution, meetings may be conducted through available technology including audio and/or visual devices such as teleconferencing, videoconferencing, or other communications equipment. Participation at a meeting through a technological device shall constitute presence at such meeting, so long as: (i) the meeting adopts some means of verifying (e.g., through voice or image recognition, use of passwords or similar codes) the identity of all participants; (ii) each participant can communicate with all the others concurrently; and (iii) each participant can participate in all matters before the meeting, including the capacity to propose or object to a specific action proposed to be taken, and to vote at the meeting.

7.2 Rules of Order

Except as otherwise provided in this Constitution, all meetings of the Membership, Executive Committee, and all committees of the Association, shall be conducted in accordance with the rules contained in the latest revised edition of the “Robert’s Rules of Order”.

7.3 Written Protocols Under this Constitution

The Executive Committee may approve written protocols that are in furtherance of the provisions of this Constitution. Such written protocols must not be in conflict with any of the provisions of this Constitution and must be approved by a two-thirds ($\frac{2}{3}$) majority of the entire membership of [the association including the](#) Executive Committee.

7.4 Regular Membership Meetings

The entire membership of the Association shall meet at least once [every month. The a-year frequency of this meeting may be changed through vote decided by two-third 2/3 majority.](#) The entire membership of the Association shall also meet at the Annual Convention which shall be held [within the year on a date agreed through general meeting.](#)

7.5 Special or Emergency Membership Meetings

When necessary, special or emergency meetings of the entire membership may be called by the President.

7.6 Quorum at Membership Meetings

A quorum at membership meetings shall comprise no less than five (5) General Members, in addition to the President, or the Vice President, and at least one other member of the Executive Committee. The President shall preside at all membership meetings. In the President's absence, the Vice President shall preside. [The general meeting of members can approve to reduce the number from time to time](#)

7.7 Voting Procedure

Wherever a fraction is required to vote or pass a resolution under this Constitution, it shall be rounded to the nearest whole number.

7.8 Operational Meetings

An operational meeting is any meeting that may not [necessarily require all members of the association to participate, but selected few who may be termed as working committee on specific issues as decided in a general meeting](#). The President [may](#) preside at operational meetings. In the President's absence, the Vice President ~~shall~~ [may](#) preside.

7.9 Executive Committee Meetings

- (a) The Executive Committee shall meet no less than three (3) times during a fiscal year at times convenient to its members.
- (b) Executive Committee meetings may be *in camera* or through the use of available technologies as described under [Article 7.1](#) of this Constitution.
- (c) Except for Special or Emergency Meetings which may require a shorter time frame, the Secretary of the Association shall notify the appropriate persons regarding all meetings in camera at least thirty (30) days prior, and for meetings by teleconferencing or other available technology, at least fourteen (14) days prior to such meetings.

ARTICLE 8

ANNUAL CONVENTIONS

8.1 Hosting, Planning and Funding of Annual Convention

- (a) An Annual Convention shall be held every year during [a chosen](#) weekend.
- (b) The venue of the next convention shall be determined at the Annual Convention.
- (c) It shall be the responsibility of the Association to fund the Annual Convention and to see to its overall success.
- (d) The host Chapter shall appoint a Convention Committee no later than January 1st of the year of the convention.

(e) In planning the convention, the Convention Committee shall work with the Executive Committee which shall act under the direction of the President.

(f) The duty of the Convention Committee shall be to plan and execute the program of the Annual Convention which shall include implementing the logistics of the convention with regard to venue, hotel and other accommodation, transportation, and the overall program of activities.

8.2 **The Business of the Annual Convention shall include:**

(a)) A general meeting. The President, or his Vice where the former is absent, shall preside at this meeting. The Secretary of the Association shall act as secretary at this meeting.

(b) A report on the State-of-the-Association by the President.

(c) The Financial Secretary shall present a financial report.

(d)) A discussion of past, current and projected activities of the Association.

(e)) A budget for the next fiscal year by the President.

(f) The election of the executives in an election year.

(g) The swearing-in of the executive members-elect in an election year. If for whatever reason the executives-elect cannot be sworn-in during the Annual Convention a special meeting shall be convened for that purpose.

(h) At least one social activity which shall include a program for children.

(i) Any other activity to promote Urhobo & Isoko self-awareness, empowerment, progress, or culture which the President and the Convention Committee may decide upon.

ARTICLE 9

COMMITTEES

9.1 The association shall appoint an Internal Audit Committee pursuant to Article 6.1(K) of this Constitution.

9.2 The President and Vice- President may appoint committees in furtherance of their duties and functions under this Constitution.

ARTICLE 10

FINANCE AND FISCAL MANAGEMENT

10.1 The fiscal and administrative year of the Association shall begin on January 1st and terminate on December 31st every year.

- 10.2 The Association shall be funded through membership dues, contributions, levies, gifts, grants and other legitimate means.
- 10.3 Assessment of dues accruing to the Association and payable by each Member, under Article 4.2(b),.
- 10.4 The amount of such dues shall be based on per-individual and shall be determined for the next fiscal year at the Executive Committee meeting at the Annual Convention and announced to the entire membership at the convention.
- 10.5 A penalty of 10% per quarter shall be charged for late remittance of dues.
- 10.6 Notwithstanding Article 11.3 and 11.4, the Executive Committee may levy members for specific projects.
- 10.7 All moneys accruing to the Association shall in the first instance be mailed to the Secretariat. The Secretary shall then forward the checks or other monetary documents directly to the Treasurer with copies of said documents to the Financial Secretary and President for record purposes.
- 10.8 The Treasurer shall deposit all moneys received in the Association's bank account(s) within seventy-two (72) hours of receipt.
- 10.9 The Treasurer shall send the Financial Secretary a record of deposits, as well as disbursements from the Association's account(s) on a quarterly basis.
- 10.10 The Financial Secretary shall present financial reports at the Annual Convention and whenever requested by the President.
- 10.11 Each officer and committee chairperson shall submit a budget request to the President at least thirty (30) days before the Annual Convention.
- 10.12 Within a reasonable time after its formation, a committee may submit a budget request to the President [who shall present same to members](#) before approval.
- 10.13 The President shall present a budget for the next fiscal year at the Annual Convention.
- 10.14 If circumstances require, during the course of the fiscal year the President may submit an amended or a supplemental budget for approval.

ARTICLE 11

AMENDMENT AND AMENDMENT PROCEDURE

- 11.1 Any provision of this Constitution may be amended at an Annual Convention.

- 11.2 Such amendment shall be proposed in a written petition signed by no less than five (5) Members good standing.
- 11.3 Such petition shall include the wording of the proposed amendment and shall be forwarded to the Secretary at least ninety (90) days before the Annual Convention.
- 11.4 The Secretary shall circulate such petition to all Members at least sixty (60) days before the Annual Convention.
- 11.5 The amendment shall be debated at the meeting at the Annual Convention.
- 11.6 The amendment shall pass by a two-thirds ($\frac{2}{3}$) majority vote of the members of Executives present, and such amendment shall be communicated to the entire membership at the Annual Convention.

ARTICLE 12

DISSOLUTION AND DEDICATION OF ASSETS

Upon the dissolution or winding up of the Association, any assets remaining after the lawful discharge of all liabilities, obligations and debts shall be distributed to one or more nonprofit funds, organizations, foundations or corporations which are organized and operated exclusively for charitable, or scientific, or literary, or educational purposes and which have established tax-exempt status under applicable state law, and/or their successor statutes.

ARTICLE 13

DEFINITIONS

- 13.1 In this Constitution, the masculine includes the feminine.