

**CONSTITUTION AND BYLAWS
OF THE
NORTHERN OHIO RETURNED VOLUNTEER ASSOCIATION, INC.**

ARTICLE I - NAME AND PURPOSE

Section L The name of the Corporation is the Northern Ohio Returned Volunteer Association, hereafter referred to as NORVA or the Corporation.
(As amended in 1998)

Section 2. The Corporation is organized exclusively for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals, including the making of contributions or gifts for such purposes to organizations that qualify as exempt organizations under Section 501 (c) (3) of the Internal Revenue Code 1954 (or the corresponding provision of any future United States Internal Revenue Law), but in the case of contributions or gifts to a trust, chest, fund, or foundation, only if such contributions or gifts are to be used within the United States or any of its possessions exclusively for such purposes. Specifically, the Corporation's purposes include, but shall not be limited to, the following:

- A. To foster better understanding of international issues.
- B. To participate in implementing the Third Goal of the Peace Corps.
- C. To assist in recruitment efforts of the United States Peace Corps.
- D. To provide and support educational programs in the community about developing nations.
- E. To provide opportunities for returned Peace Corps Volunteers to exchange information and ideas, and to network with other returned volunteers.
- F. To provide assistance to Peace Corps Volunteers in the field.
- G. To solicit and accept monetary contributions, and, pledges from any individuals and organizations; and to do all other things necessary and appropriate to accomplish the foregoing purposes.

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ARTICLE II - MEMBERSHIP AND DUES

Section 1. The membership shall be open to all former and current Peace Corps Volunteers, and any individual, without regard to race, color, national origin, sex, age, religion, sexual orientation, gender identity or expression, who support the purposes of NORVA. *(As amended in 2018)*

Section 2. All members shall remain in good standing by ~~keeping dues current~~ keeping accurate contact information on file with the board. *(As amended in 2018)*

~~Section 3. Dues shall be established from time to time by resolution of the Board of Trustees; and each resolution shall also provide for dues payment schedules.~~

Section 3. There shall be an annual meeting of the membership.

ARTICLE III - THE BOARD OF TRUSTEES

Section 1. The Board of Trustees shall act as the governing body of the organization and shall have the power to transact the business of the Corporation, including adopting procedures to guide day-to-day operations.

Section 2. The Board of Trustees will be comprised of current officers of the Organization, the immediate past president, committee chairpersons, and members at large. The outgoing president shall retain voting status in an advisory capacity to the Board for one (1) year following her/his term of office.

Section 3. The Board of Trustees shall meet at least quarterly to conduct the business of the organization. Special meetings of the Board may be called by the President or any three (3) members of the Board. All board members must be notified in a timely fashion. Such a call shall state the business to be transacted and no other business except that specified shall be conducted.

~~Section 4. A quorum shall be made up of at least (7) members of the Board of Trustees. Decisions will be passed by a majority vote of those present. Voting members of the board include those with formal position titles, as outlined in Section V. All votes must be brought before the full board. Decisions will be passed by a majority vote of the voting members.~~ *(As amended in 2018)*

Section 5. ~~All expenditures must have board approval.~~ The board will set a yearly budget at an annual budget meeting. All expenditures must be aligned with the yearly budget, unless approved by a majority of the board. *(As amended in 2018)*



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Section 6. Any member in good standing who attends a meeting of the Board of Trustees will be considered a member at large.

ARTICLE IV - NOMINATING COMMITTEE

Section 1. The Nominating Committee will be elected by the Board of Trustees three (3) months prior to the annual meeting. The nominating committee shall determine a slate of officers and present it to the membership at the annual meeting.

Section 2. The Nominating Committee shall consist of at least three members of the Board of Trustees.

Section 3. Nominations for trustee officers, to serve for a term of two (2) years can be made from the general membership at the annual meeting. An officer shall not be eligible for more than two (2) consecutive terms in the same capacity, unless approved by a majority vote of the membership. *(As amended in 2018)*



ARTICLE V - OFFICERS

Section 1. The duties of the various officers shall be as follows:

- A. President: To exercise general supervision over Organization affairs: shall be ex officio member of all committees, except nominating; and perform other duties inherent in such office.
- B. Vice-President/President Elect To assume the duties of the president in his/her absence, lend assistance to all committee chairpersons and perform other duties at the direction of the President. To assume office at the next annual meeting. *(As amended in 1994)*
- C. Recording Secretary: To keep minutes of the meeting, maintain a record of proceedings, and all other necessary documents pertaining to the Organization.
- D. *(Removed by amendment in 1994)*
- E. Treasurer: To collect, deposit, disburse, and account for all Organization monies; to keep financial records; file tax reports, prepare books for audit; and aid in the preparation of a budget.

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F. Other positions as needed to fulfill the business of the organization, elected for 2 year terms at the annual meeting in accordance with other board positions.
(As amended in 2018)



Section 2. If the office of President should become vacant, the Vice-President shall fill the position until the next scheduled election. If a vacancy occurs in the office of Vice-President, Secretary, or Treasurer, the Board of Trustees shall appoint a successor who will serve until the next annual meeting at which time an election will be held to fill the unexpired term.

ARTICLE VI - COMMITTEES

Section 1. The President shall have power to establish committees as needed.

Section 2. All chairpersons shall be appointed by the President for a period of ~~one year~~ two years and be responsible to report to the Board of Trustees. *(As amended in 2018)*



ARTICLE VII - MEETINGS

Section 1. An annual meeting of the membership shall be held ~~in October of each year~~ once per year for the purpose of transacting any NORVA business necessary for the discussion of all members. *(As amended in 2018)*



Section 2. Members shall be notified of educational or informational meetings and special programs in advance.

Section 3. The place, time and agenda of meetings/programs shall be made known to the membership in a manner to be determined by the Board of Trustees.

ARTICLE VIII - AMENDMENT OF BYLAWS

Section 1. The Bylaws may be amended at the annual meeting of the membership by a three-fourths vote of those present if a notice of any proposed amendments is sent with the notice of the meeting.

ARTICLE IX - POLICIES

Section 1. No part of the net earnings of the Corporation shall inure to the benefit of its Members, Trustees, officers, or other private shareholders or individuals, except that the Corporation shall be authorized and empowered to pay reasonable compensation for

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services rendered and to make payments and distributions in furtherance of the purposes set forth in Article I hereof.

Section 2. 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 any candidate for public office. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on both (a) by a corporation exempt from federal income tax under Section 5012 (c) (3) of the Internal Revenue Code of 1954, as amended (or the corresponding provision of any future United States Internal Revenue Law) and (b) by a corporation contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1954, as amended (or the corresponding provision of any future United States Internal Revenue Law).

Section 3. Upon the dissolution of the Corporation, the Trustees shall, after paying or adequately providing for the payment of all known obligations of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations, organized and operated exclusively for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals, as shall at the time qualify as an exempt organization or organizations under Section 501 (c) (3) of the Internal Revenue Code of 1954, as amended (or the corresponding provision of any future United States Internal Revenue Law), as the Trustees shall determine

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