



L'Union Alsacienne of New York

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ARTICLE I

Name and Location

Section 1. This Association shall be known as **L'Union Alsacienne Inc.** and shall also be known as **Union Alsacienne of New York**, hereinafter referred to as the Association.

Section 2. The principal headquarters of this Association shall be located in the City of New York, State of New York.

ARTICLE II

Purposes

Section 1. The purposes of the Association shall be:

- (A) To bring together Alsatian people and persons of Alsatian descent.
 - (B) To promote fellowship among its members.
 - (C) To engage in social and cultural activities.
 - (D) To provide information to the general public about Alsatian culture.
 - (E) To promote Alsatian culture by sponsoring events or programs.
 - (F) To participate in matters of general or public interest.
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ARTICLE III

Duration and Dissolution

Section 1. The Association shall continue in existence indefinitely and it may not be dissolved as long as seven members in good standing vote at a meeting of the members to continue the existence of the Association. A member is in good standing as of the date that they pay their dues and for the rest of that calendar year.

Section 2. If the Association is dissolved, its funds and properties shall be distributed, as determined by a majority vote of the Officers, to any organization or organizations that qualifies as a tax-exempt organization under section 501(c)(3) of the Internal Revenue Code or such other tax-exempt organization or organizations then qualifying under section 501(c) with purposes similar, to the extent possible, to those of the Association. Under no circumstances shall the funds or property be distributed to or inure to the benefit of the members of the Association.

ARTICLE IV

Membership

Section 1. The membership shall consist of :

- (A) Direct members - 1 vote per member
 - (B) Veteran members - 1 vote per member
 - (C) Honorary members - non-voting rights
 - (D) Friends of l'Union Alsacienne of New York - non-voting rights
 - (E) Family memberships - 1 vote per family
 - (F) Other categories as voted on by a simple majority of the voting membership.
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Section 2. Membership qualifications and procedures shall be as follows:

- (A) Direct members must have lived continuously in the United States of America for the one-month period immediately preceding the submission of their application for membership. They must be sponsored by two Direct or Veteran members, or any combination thereof, in good standing, at the next meeting. The affirmative vote of a majority of the members present at the meeting shall be required for approval of the applicant's membership. If the application is not approved, all fees and deposits, if any, paid by the applicant shall be returned.
- (B) Veteran members are members who have paid their dues for 40 years or who have reached their 80th birthday.
- (C) Honorary members shall be conferred only for distinguished service rendered within or without the Association. A proposal for honorary members must be submitted to the President by five Members in good standing and approved by the President.
- (D) Friends of l'Union Alsacienne of New York are any members who do not qualify as Direct members.
- (E) Family membership is a discounted plan. One individual in the family must be a Direct member. It confers one voting ballot per family only.
- (F) as defined by the Association in Article IV section 1(F) above.

Section 3. All Direct members shall be born in Alsace, or be of Alsatian descent, or married to an Alsatian, and must be at least 18 years old.



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Section 4. Any member, having entered the Association under false pretenses, or who is convicted of a felony, or found guilty, upon due investigation, of any act or omission not in good faith or involving intentional misconduct, either within or without the meetings or functions of the Association, or having committed any act derogatory or detrimental to the Association including, but not limited to, improper use of its name or prestige, may be suspended by the majority vote of the elected Officers. Such member shall remain suspended without privileges and duly announced to the members, at which time said member will be voted out of the Association upon the vote of two-thirds of the members in good standing present or represented at such meeting, without any redress on their part. Failing a two-thirds majority vote, such individual shall be reinstated as a member into the Association.

Section 5. It shall be incumbent upon every member to supply their contact details to the Executive Secretary; failure to do so shall relieve the Association of all obligations hereunder.

ARTICLE V

Dues

Section 1. Direct members' dues shall be payable annually, no later than February 28th of the year for which they are due. The dues will cover the year in which the membership is due. The amount of dues shall be set by a majority vote by the Trustees and Officers and reviewed annually.

Section 2. Honorary members and Veteran members shall be exempt from paying dues. Dues for Veteran members, who are otherwise exempt, shall be paid from the Jules Weber Fund into the General Fund.



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ARTICLE VI

Officers

Section 1. The elected Officers of the Association shall be a President, two Vice-Presidents (First and Second), Executive Secretary, Treasurer and three Trustees, each of whom shall hold office for a period of two years.

Section 2. The honorarium for Officers, if any, shall be voted upon by the general membership at a regular meeting, prior to each election.

Section 3. Candidates for election as Officers must be members in good standing. Officers may serve for consecutive terms and may hold no more than two offices at the same time. The Treasurer or President may not simultaneously serve as a Trustee. All candidates for Office must have primary residence in or around NYC. Officers who relocate outside of this area will be considered resigned on their last day in NYC. Only Direct members may run for President or First Vice-President.

Section 4. Elections shall be held every two years. At a February meeting of each election year, the nomination of candidates for elective offices for the two subsequent years shall take place. Members shall receive notice of such nominations no less than 10 but no more than 30 days prior to a March meeting at which the elections shall be held, by secret ballot. Ballots may be cast in person or by mail or electronic voting system; a majority of all votes cast elects a candidate. If there is no majority, candidates shall be voted for by a second ballot. The candidate with the highest number of votes in a second ballot shall be elected. In case of tie votes, the outgoing President shall cast the deciding vote.

Section 5. The installation of Officers shall take place at an April meeting. Immediately upon their installation, the new Officers shall take over the records, funds and other property in the hands of their predecessors and shall ascertain the correctness of any accounts or records entrusted to them.



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Section 6. In addition to the elected offices, the following additional offices may be filled through appointment by the President, and are subject to their removal: Assistant Treasurer, Recording Secretary, Sergeant-at-Arms, Standard Bearer, Historian, Counsel, Accountant, Newsletter Editor and others as needed.

Section 7. In the event of the resignation, absence, or retirement, temporary or permanent, of any Officer, except the President, or in the event an office shall be declared vacant, as herein provided, the President shall have the power to appoint any member in good standing to fill that office until the next election of Officers.

Section 8. Should any Officer be absent, without excuse, for three consecutive meetings, their office may, at the sole discretion of the President, be declared vacant and filled as hereinbefore provided.

ARTICLE VII

Duties and Powers of Officers

Section 1. The President shall call all meetings and preside over the same; appoint all committees and be an ex-officio member thereof; decide all tie votes at meetings of the members; sign and execute, in the name of the Association, all contracts and documents, as well as vouchers for all disbursements of the Association's funds; retain as custodian the By-Laws and see that they are at all times strictly enforced; and generally they shall have full charge and superintendence of the Association, its business and affairs.

Section 2. The Vice-Presidents, in succession, in the event of the resignation, absence, incapacitation or retirement, temporary or permanent, of the President, shall be invested with all of the duties and powers of the latter.



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Section 3. The Executive Secretary shall have charge of the official correspondence of the Association, including notices and communications to members, excepting those referring to indebtedness. They shall record the minutes of the proceedings at all meetings and retain a permanent record of such minutes for incorporation into the archives of the Association. They shall certify to all resolutions and be the custodian of the Seal.

Section 4. The Treasurer shall have charge of all matters touching upon the finances of the Association. They shall keep a correct record of the names, addresses and vital statistics of all members, as well as a detailed account of their dues, obligations, payments, etc. They shall maintain a full and comprehensive set of books and accounts displaying the finances of the Association, and make bi-annual reports of its standing, as well as quarterly reports of members' delinquencies. They shall bill, collect and receive all dues and other indebtedness of members or applicants, and all other monies due or payable to the Association and deposit the same in the Association's bank account or accounts. They shall make such disbursements or transfers of funds, as may be authorized by the Association, but only upon voucher duly executed by the President.

Section 5. The Trustees shall be the custodians of all of the property of the Association. They shall, jointly with the Finance Committee, audit the books of the Association, at least twice in each Fiscal Year, and report their findings to the Association. The running list of expenditures and income will be distributed to the membership concurrent with the start of each audit. The Fiscal year of the Association shall begin on the first day of July and end on the 30th day of June.

Section 6. The foregoing duties and powers of Officers shall be supplemented by such additional duties and powers as may be specified in other sections of these By-Laws; each Officer shall, moreover, have such incidental duties and powers as are customarily known to attach to their respective office. Only elected Officers may use L'Union Alsacienne of New York letterhead.



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ARTICLE VIII

Committees

Section 1. The standing committees shall be the Finance Committee. The President may designate ad hoc committees, if necessary, and the Chair of each committee. If the President fails to designate the Chair of a committee, the committee may elect its own Chair. A majority of the members of a committee, whether standing or ad hoc, shall constitute a quorum.

Section 2. The Finance Committee shall consist of at least three members appointed by the President. It shall, jointly with at least two Trustees, audit the books of the Association at least twice during every Fiscal year, as defined above, and report its findings to a meeting of the members of the Association. The Treasurer shall be present at the meetings of the Finance Committee to answer questions.

ARTICLE IX

Funds

Section 1. The funds of the Association, whether general or special funds, shall be either deposited in Banking Institutions, Commercial or Savings, subject to the direction of a majority of the Trustees, or invested in such manner as would be legal for savings banks in the State of New York, subject to the approval of the members of the Association, upon recommendation of a majority of the Trustees. Withdrawals from commercial banks shall be effected by vouchers (can be electronically signed) signed by two of the following Officers: Treasurer, President (or one of the Vice-Presidents) or Trustee, as long as such offices are held by two different individuals. Withdrawals from savings banks and orders for the purchase and sale of investments shall be by vouchers signed electronically or paper by two of the following Officers: Treasurer, President (or one of the Vice-Presidents) or Trustee, as long as such offices are held by two different individuals.



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Section 2. The general fund of the Association shall be used for all Association purposes, as outlined in Article V of the By-Laws, as well as such other purposes as may be determined by the members of the Association.

Section 3. The Jules Weber Fund was established by an esteemed member, Jules Weber, with the direction that the income derived therefrom be employed for the relief of aged or destitute members, or to assist needy cases and worthy causes. The capital of the fund, viz. \$71,000 (as of January 30th, 2022) should remain intact, and the income should be used only for the aforementioned purposes.

ARTICLE X

Meetings

Section 1. Regular meetings of the Association shall be held at any location designated by the President, at least six times a year.

Section 2. Special meetings may be called by 25% of the voting membership in good standing by written request to the Trustees.

Section 3. Members shall be notified of the date and place of meetings, and of the purpose of all special meetings, at least 10 days but no more than 30 days prior thereto.

Section 4.a Five officers in good standing, present or represented, shall constitute a quorum at all bureau meetings. Deliberations shall take place in the English language; however, a speaker may use the French language or the Alsatian dialect.

Section 4.b Quorum for General Membership Meetings shall be as defined in Robert's Rules of Order.

Section 5. A member who is entitled to vote may vote at the meetings in person or by proxy (electronic proxies are acceptable), either of which must be signed by the member. No proxy shall be valid after twelve months from the date of its signing.



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ARTICLE XI

Other Matters and Amendments

Section 1. The Association shall, to the fullest extent permitted by law, indemnify any person who is an Officer of the Association against any losses, judgments, liabilities, or costs resulting from actions taken in such capacity, except for such Officer's intentional misconduct. In addition, the Association may purchase and maintain insurance on behalf of each such Officer, against any expenses, liabilities, judgments, or costs incurred in any claim, suit, or other proceeding involving the Officer as an agent of the Association.

Section 2. Any and all matters not specifically covered or prohibited by these By-Laws shall be voted on by the members. A majority vote of members present or represented at a meeting shall be required to pass any action.

Section 3. These By-Laws may be repealed, altered, amended or modified only upon written application, submitted to the President and signed by at least twenty percent of the members in good standing, setting forth the proposed changes. The proposed changes shall be read at three meetings and upon discussion after the third reading, the proposed changes shall be distributed to the members at least 10 days but no more than 30 days prior to the next meeting. A vote shall be taken at the next meeting and a two-thirds vote of all members in good standing, present or represented at such meeting, shall be required for approval of the proposed changes.

Section 4. Robert's Rules of Order shall govern the conduct of the Association's business.

L'UNION ALSACIENNE OF NEW YORK

Ad Hoc Committee on By-Laws (2021)

Andrea Markson, President
Liliane Rubin-Braesch, Vice-President
Renée Pecot-Xenakis, Executive Secretary
Xavier Ritsch, Treasurer
Marc Seybold, Trustee
Francis Dubois, Trustee

With the participation of: Jérôme Degrève and Franck Litzler
