

CONSTITUTION OF THE URBAN LEAGUE OF PORTLAND
ADOPTED MARCH 16, 1983

ARTICLE I - NAME

The name of this organization shall be the Urban League of Portland (League) and its duration shall be perpetual.

ARTICLE II - OBJECTIVES

Section 1. Objectives

1. To enable Blacks and other minority group members to cultivate and exercise their full human potential on par with all other Americans.
2. To conduct programs in education, employment and training, youth training and development, community services, and senior services designed to strengthen the growth and development of individuals and families.
3. To work with existing institutions -- public and private -- to provide services that will meet the needs of all minority groups and to assure the effective delivery of those services.
4. To advocate at all points in the educational, social, and economic structures where the interests of Blacks, other racial minorities, and the poor are at stake.
5. To publicize the problems of Blacks and other minorities that affect their full participation in educational, economic, employment, and social service programs.

Section 2. Status - The League is organized and will be operated exclusively to achieve the objectives described above and will not engage in any activity not permitted to organizations qualified under Section 501 (c) (3) of the Internal Revenue Code of 1954, as amended.

No substantial part of the activities of the League shall involve the influencing of legislation. Neither this organization nor any officer or staff member acting in his/her capacity as officer or staff member shall participate or intervene in any political campaign for or against any candidate for public office.

ARTICLE III - MEMBERSHIP

Any person or organization which subscribes to the objectives of the League is eligible for membership. Upon payment of the membership dues as described in the By-Laws of the League, any eligible person or organization may become a member.

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ARTICLE IV - BOARD OF DIRECTORS

Section 1. Composition and Quorum - The Board shall consist of fifteen persons, a majority of whom shall constitute a quorum. During their term of service, members of the Board must also be members of the League.

Section 2. Duties - A Board of Directors, serving without compensation, shall determine the overall policies, select the President, and conduct the affairs of the organization in keeping with the Constitution, the By-Laws, and sound management practices.

The Board shall annually approve the budget and contract for and approve a financial audit of the League.

Section 3. Term of Office - The term of office of the fifteen members shall be three years. One-third of the members shall be elected each year. No member of the Board shall serve more than two consecutive full terms. An individual having served two full terms will not be eligible for re-election for one year.

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Conflicts of interest or of loyalty which may occur from time to time must be openly disclosed to the Executive Committee.

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The Chairperson-Elect will normally be the only nominee to succeed the Chairperson unless the Board determines that other nominees should be considered.

The Chairperson of the Board must have served on the Board a minimum of two years prior to election.

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Actions of the Executive Committee require approval of a majority of its five voting members.

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Section 1. Amendment of Constitution - This Constitution must be amended by a two-thirds vote of all the members of the Board of Directors in a roll call vote provided that the proposed amendment has been read and discussed at a regular Board Meeting and printed in full in a notice prior to the next meeting for a vote. The notice must be mailed to all Board Members at least two weeks before that meeting.

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The rules of procedure followed at meetings of the Board of Directors, committees of the Board, and the Executive Committee shall be Roberts Rules of Order.

ARTICLE III - DUES

The following annual dues schedule shall be in effect:

<u>Individuals</u>		<u>Groups, Businesses and Industries</u>	
Student	\$ 5.00 (or more)	General	\$ 50.00 (or more)
General	\$ 10.00 (or more)	Contributing	\$ 100.00 (or more)
Contributing	\$ 25.00 (or more)	Sustaining	\$ 250.00 (or more)
Sustaining	\$100.00 (or more)	Supporting	\$1,000.00 (or more)
Executive	\$250.00 (or more)		

ARTICLE IV - NOMINATION AND ELECTIONS

Section 1. The Nominating Committee shall nominate candidates for the Board and for the Advisory Council. The procedures for the selection of candidates for both bodies shall be identical. The Nominating Committee shall recruit from the membership the names of appropriate prospective Board and Advisory Council members. The Committee shall screen all of the names received, select the candidates, and determine by direct contact the availability and willingness of prospective nominees to serve. The Committee shall present to the Board at its

BY-LAWS OF THE URBAN LEAGUE OF PORTLAND
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February or March meeting its slate of nominees together with a complete list of all the nominees in good standing in the League submitted by the membership and with the biographical data which the Constitution requires to accompany the names of the nominees. The Board shall have the final authority to select the nominees from all names submitted by the Nominating Committee. The action taken by the Board shall be reported by it at the Annual Dinner.

Section 2 Officers of the Board of Directors will be elected by the Board from nominees put forward by the members of the Board. Voting will be by secret ballot.

ARTICLE V - STANDING COMMITTEES

Section 1. The following standing committees are authorized:

Nominations: To nominate candidates for Board and Advisory Council positions. The Committee shall consist of four persons, two from the Board and two from the membership.

Membership: To organize and promote the membership campaign and to develop techniques and activities designed to secure and maintain an expanding membership.

Programs: To monitor and evaluate existing League programs and to develop proposals for new programs to serve the League's clients.

Fund Raising: To develop and implement fund raising programs.

Finance: To assist the President in developing a realistic budget for the organization. To develop the approach and procedure for presenting the budget to the United Way Allocations Panel. The Committee will monitor the League's financial performance and report to the Board periodically.

Personnel Committee: To evaluate the performance of the President and to make salary and employment recommendations to the Board regarding the President. The Committee is also responsible for monitoring and making recommendations regarding the League's organization and personnel practices.

Section 2. Committee Membership - The Chairperson of the Board shall appoint the Chairperson and membership of each committee. The Committee Chairperson shall be a member of the Board. Membership may be from the Board and the Advisory Council. The Chairperson of the Board and the President are ex-officio members of all standing committees.

Section 3. Committee Role - Standing committees shall be established to advise the Executive Committee and the Board.

BY-LAWS OF THE URBAN LEAGUE OF PORTLAND
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ARTICLE VI - GUILD

The Urban League Guild of Portland shall be composed of supporters of the League. The Guild shall aid in the community-wide interpretation of the League's philosophy and objectives and supplement the League's budget through special financial efforts approved by the Board; it shall also perform those duties that may facilitate special activities sponsored by the League.

ARTICLE VII - STAFF

The Board shall hire a President who will hire, direct, and supervise other personnel as Urban League needs warrant. Their salary levels shall be recommended by the President and approved by the Board. The Board shall evaluate the performance of the President at least once a year.

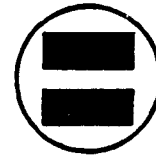
ARTICLE VIII - BUDGET AND CONTROL

Section 1. A detailed annual budget shall be adopted by the Board. The Executive Committee may approve modifications of the budget from time to time.

Section 2. All funds of the organization with the exception a petty cash fund (not to exceed \$50.00) shall be deposited in a insured financial institution to the account of the organization. Checks of the organization shall be signed by the President and/or an officer. The supervision and approval of expenditures shall be the responsibility of the President.

Section 3. Financial statements shall be prepared and filed in the organization's office. Such reports shall be submitted to the Board at each Board meeting.

Section 4. All financial transactions of the organization, its record books and accounts, shall be audited annually by a certified public accountant or a firm of certified public accountants approved by the Board.



The Urban League of Portland

404 COMMUNITY SERVICE CENTER
718 West Burnside
Portland, Oregon 97209
(503) 224-0151

February 11, 1983

OFFICERS

Richard Kishimoto
Chair

Benita Stroughter
First Vice Chair

Clair Silver
Second Vice Chair

Bruce Posey
Secretary

Joel Smith
Treasurer

Donny Adair
Member at Large

Jeana Woolley
Member at Large

BOARD OF DIRECTORS

Gwen Blake
Nellie Fox

Gayle Gemmell
Odessa Hendrix

William Hilliard
Andrea Hollie

William June
Lisa Manning

Howard McElroy
Richard Miller

Olvin Moreland
Karen Noble

John Pihas
Linda Rasmussen

Robert Reed
Rhobert Shaw

Ben Talley
Carl Talton

Linda Torrence

Todd Sterling, Ad Hoc

STAFF

Freddie Petett
Executive Director

M E E T I N G N O T I C E

To: Urban League Board of Directors

From: Dick Kishimoto, Chairman *DK*

Re: FEBRUARY MEETING

The February meeting of the Urban League Board of Directors will be held on Wednesday, February 16, 1983, at 6:00 p.m. at Emanuel Hospital in the Renhard Board Room. It would be very helpful if you would call Pauline or Brenda by Wednesday morning and let one of them know if you will be attending the meeting.

bp

Don't forget to bring your copy of the revised Constitution and By-laws for discussion at the meeting.

A NATIONAL
URBAN LEAGUE
AFFILIATE



A United Way Agency

URBAN LEAGUE OF PORTLAND
BOARD OF DIRECTORS

FEBRUARY 16, 1983
6:00 P.M.

EMANUEL HOSPITAL -- RENHARD BOARD ROOM
2801 NORTH GANTENBEIN

AGENDA

1. ROLL CALL
2. APPROVAL OF MINUTES
3. COMMITTEE REPORTS
 - * PERSONNEL OLLIE MORELAND
 - * FINANCE JOEL SMITH
 - * CONSTITUTION & BY-LAWS BILL JUNE
 - * ECONOMIC DEVELOPMENT LINDA TORRENCE
4. URBAN LEAGUE GUILD ODESSA HENDRIX
5. EXECUTIVE DIRECTOR'S REPORT
6. CHAIRMAN'S REPORT
7. UNFINISHED BUSINESS
8. NEW BUSINESS
9. ADJOURNMENT

* * *

**URBAN LEAGUE OF PORTLAND
BOARD OF DIRECTOR'S MEETING**

February 16, 1983

The February meeting of the Urban League Board of Directors, held in the Renhard Board Room of Emanuel Hospital, 2801 North Gantenbein, was called to order at 6:10 p.m. by Chairman Dick Kishimoto.

The following Directors were in attendance: Dick Kishimoto, Clair Silver, Bruce Posey, Donny Adair, Jeana Woolley, Nellie Fox, Lisa Manning, and Ben Talley.

The following Directors had excused absences: Andrea Hollie, Richard Miller, and Ollie Moreland.

The following Directors were absent without excuse: Gwen Blake, Odessa Hendrix, Bill Hilliard, Bill June, Howard McElroy, John Pihás, Linda Rasmussen, Robert Reed, Rhobert Shaw, Joel Smith, Todd Sterling, Benita Stroughter, Carl Talton, and Linda Torrence.

Staff in attendance were Freddy Petett, Carol Lentz, and Brenda Polk.

Correction to minutes of January 19, 1983: Those Directors who had excused absences were omitted from the record. They are: Gwen Blake, Nellie Fox, Andrea Hollie, John Pihás, Bruce Posey, Benita Stroughter, and Jeana Woolley.

The minutes were approved as corrected.

UL RETIREMENT & DISABILITY PLANS

Carol Lentz reported that she has developed projections relative to the impact of implementing both a retirement program and a disability program for UL employees (as requested at the last meeting). This information will be forwarded to the Personnel Committee for their review and recommendation.

FINANCE COMMITTEE

The program financial status report for month ending January 31, 1983 was distributed. Carol reported that all funds are being expended at or under the projected rate.

ECONOMIC DEVELOPMENT COMMITTEE

Freddy reported that the committee has been meeting on various proposals regarding acquisition of a building, and should have a recommendation for the next Board meeting.

EXECUTIVE DIRECTOR'S REPORT

Freddye reported the following:

1. The Regional Conference will be held April 7-9th at the Marriott. The Annual Dinner is April 7th at the Jantzen Beach Red Lion. The Regional Conference Committee is planning a reception for conference participants on Friday, April 8th, at the Benj. Frank Plaza. The committee will also be responsible for arranging transportation for conference participants to attend the Annual Dinner.

The Conference agenda includes:

- | | | |
|---------|------------|---|
| April 7 | 2:00 p.m. | Dues Hearing |
| April 7 | 7:30 p.m. | Annual Dinner |
| April 8 | 9:00 a.m. | Utilization of National Resources |
| April 8 | 10:30 a.m. | Regional Business Meetings |
| April 8 | 2:00 p.m. | Concurrent Workshops
Juveniles and the Criminal Justice System,
Chaired by Freddye Petett (open to the
public) &
Private Industry Councils, Chaired by Chuck
Warner (open to the public) |
| April 8 | 6:30 p.m. | Reception |
| April 9 | 9:00 a.m. | Delegate Assembly Meeting |
2. Donny Adair, Carol Lentz, and Freddye made the presentation before the United Way Allocations Panel Monday afternoon. An 11 percent increase is being requested.
 3. Bill June, Donny Adair, and Freddye met with David Roberts, a consultant, regarding development of a membership campaign. David will submit a proposal for review at the March meeting.
 4. The Youth Service Center staff is putting together a proposal for submission to the Juvenile Services Commission which would allow for the expansion and enhancement of services at the Center.
 5. The League's application for membership in the Portland Teacher's Credit Union has been approved.
 6. Still attempting to raise money for the IBM Skills Training Center. Will be meeting with the Fred Meyer Foundation, the Murdock Foundation, and Tektronix. Approximately \$10,000 is needed to start the program; \$7,000 has been raised. A possible site for the program is space recently vacated by Termicold and this is being pursued.
 7. Volunteers are needed to serve on the United Way Allocations Panel.

OLD BUSINESS

Donny Adair reported that he has begun working on the United Way Agency Self-Evaluation Study. Rather than establish a special Board committee to assist with completion of the study, existing Board committees will be utilized. Plans are to have the study completed by September, 1983.

CHAIRMAN'S REPORT

1. Chairpersons and committee members are to be complimented for their efforts on behalf of the League.
2. Will be traveling to New York May 3rd to attend the President's Council meeting.

NEW BUSINESS

1. Ben Talley was appointed to serve as chairperson of the Nominating Committee. Appointed to serve with him were Lisa Manning, Jeana Woolley, Nellie Fox, and Howard McElroy.

CONSTITUTION & BY-LAWS REVIEW

The revised working drafts of both the Constitution and the By-Laws were reviewed. Attached to these minutes are final working drafts which are intended for adoption at the March meeting.

The meeting adjourned at 8:30 p.m.

Submitted by,

Brenda Polk

BRENDA POLK, Executive Secretary
Urban League of Portland

Reviewed and approved by,

Bruce Posey

BRUCE POSEY, Secretary
Urban League Board of Directors

Attachments

CHECKLIST FOR URBAN LEAGUE BOARD MEMBERS

Yes No Sometimes/Somewhat

Are you familiar with the League's mission statement, long-range plans, and current policies?

Are you well informed about the type and quality of programs and services offered?

Are you informed about competing and complementary programs and services in the Northeast community?

Do you know the names of key staff reporting to the executive director?

Are you familiar with their job responsibilities?

Do you fully understand the League's financial statement?

Do you personally contribute regularly to the League's fundraising efforts?

In 1982 did you help secure a gift from an individual donor, corporation, or foundation?

Have you met with officials of the state or regional government agencies that interface with the League?

Do you have adequate opportunities to know your fellow directors?

Are you part of a well defined, functioning committee structure?

Are you satisfied with the level of attendance at board and committee meetings?

Are you satisfied with your Board's ability to attract community leaders to board service and committee chairmanships?

Are you satisfied that there is no real or apparent conflict of interest in the service of any of your board members?

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ARTICLE III - DUES

The following annual dues schedule shall be in effect:

<u>Individuals</u>		<u>Groups, Businesses and Industries</u>	
Student	\$ 5.00 (or more)	General	\$ 50.00 (or more)
General	\$ 10.00 (or more)	Contributing	\$ 100.00 (or more)
Contributing	\$ 25.00 (or more)	Sustaining	\$ 250.00 (or more)
Sustaining	\$100.00 (or more)	Supporting	\$1,000.00 (or more)
Executive	\$250.00 (or more)		

ARTICLE IV - NOMINATION AND ELECTIONS

Section 1. The Nominating Committee shall nominate candidates for the Board and for the Advisory Council. The procedures for the selection of candidates for both bodies shall be identical. The Nominating Committee shall recruit from the membership the names of appropriate prospective Board and Advisory Council members. The Committee shall screen all of the names received, select the candidates, and determine by direct contact the availability and willingness of prospective nominees to serve. The Committee shall present to the Board at its February or March meeting its slate of nominees together with a complete list of all the nominees in good standing in the League submitted by the membership and with the biographical data which the Constitution requires to accompany the names of the nominees. The Board shall have the final authority to select the nominees from all names submitted by the Nominating Committee. The action taken by the Board shall be reported by it at the Annual Dinner.

Section 2 Officers of the Board of Directors will be elected by the Board from nominees put forward by the members of the Board. Voting will be by secret ballot.

ARTICLE V - STANDING COMMITTEES

Section 1. The following standing committees are authorized:

Nominations: To nominate candidates for Board and Advisory Council positions. The Committee shall consist of four persons, two from the Board and two from the membership.

Membership: To organize and promote the membership campaign and to develop techniques and activities designed to secure and maintain an expanding membership.

Programs: To monitor and evaluate existing League programs and to develop proposals for new programs to serve the League's clients.

Fund Raising: To develop and implement fund raising programs.

Finance: To assist the President in developing a realistic budget for the organization. To develop the approach and procedure for presenting the budget to the United Way Allocations Panel. The Committee will monitor the League's financial performance and report to the Board periodically.

Personnel Committee: To evaluate the performance of the President and to make salary and employment recommendations to the Board regarding the President. The Committee is also responsible for monitoring and making recommendations regarding the League's organization and personnel practices.

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Section 2. Committee Membership - The Chairperson of the Board shall appoint the Chairperson and membership of each committee. The Committee Chairperson shall be a member of the Board. Membership may be from the Board and the Advisory Council. The Chairperson of the Board and the President are ex-officio members of all standing committees.

Section 3. Committee Role - Standing committees shall be established to advise the Executive Committee and the Board.

ARTICLE VI - GUILD

The Urban League Guild of Portland shall be composed of supporters of the League. The Guild shall aid in the community-wide interpretation of the League's philosophy and objectives and supplement the League's budget through special financial efforts approved by the Board; it shall also perform those duties that may facilitate special activities sponsored by the League.

ARTICLE VII - STAFF

The Board shall hire a President who will hire, direct, and supervise other personnel as Urban League needs warrant. Their salary levels shall be recommended by the President and approved by the Board. The Board shall evaluate the performance of the President at least once a year.

ARTICLE VIII - BUDGET AND CONTROL

Section 1. A detailed annual budget shall be adopted by the Board. The Executive Committee may approve modifications of the budget from time to time.

Section 2. All funds of the organization with the exception a petty cash fund (not to exceed \$50.00) shall be deposited in a insured financial institution to the account of the organization. Checks of the organization shall be signed by the President and/or an officer. The supervision and approval of expenditures shall be the responsibility of the President.

Section 3. Financial statements shall be prepared and filed in the organization's office. Such reports shall be submitted to the Board at each Board meeting.

Section 4. All financial transactions of the organization, its record books and accounts, shall be audited annually by a certified public accountant or a firm of certified public accountants approved by the Board.