

## CONSTITUTION

### URBAN LEAGUE OF PORTLAND

#### NAME AND STATUS

#### ARTICLE I

The name of this organization shall be the Urban League of Portland. It shall be a non-profit organization. None of the assets or proceeds of the organization shall inure to the profit of any person.

Neither this organization nor any officer or staff member thereof acting in his capacity as such officer or staff member shall participate or intervene in any political campaign for or against any candidate for public office.

#### OBJECTIVES

#### ARTICLE II

The objectives of this organization shall be:

1. To secure equal opportunity for all persons to contribute to and fully participate in all phases of the community life and to share the benefits therefrom without regard to their ancestry.
2. To encourage and assist members of nonwhite and other minority groups to prepare themselves to take increasingly greater advantage of current and future opportunities to participate in the community life.
3. To stimulate the development of such understanding and attitudes among white and nonwhite persons as will enhance a continuous extension of unencumbered opportunities for all until complete equality of opportunity has been achieved.
4. To engage in education and research in the field of inter-group relations.

#### MEMBERSHIP REQUIREMENTS

#### ARTICLE III

Any person who subscribes to the objectives of the organization is eligible for membership. Upon the payment of the membership dues in accordance with the dues schedule set forth in the By-Laws of the organization, such person may become a member of the organization.

#### BOARD OF DIRECTORS Duties

#### ARTICLE IV

Section 1. A Board of Directors, serving without compensation, shall determine the over-all policies, select the Executive Director, approve the appointment of other staff members, and

administer the affairs of the organization in keeping with the organization's Constitution and By-Laws and sound social welfare agency administration.

Quorum

Section 2. The Board shall consist of thirty persons elected as provided in Section 4, plus those persons who are elected members pursuant to Sections 6 or 7. At any meeting of the Board, one-third of the current membership of the Board shall constitute a quorum.

Term of Office

Section 3. The term of office of the thirty members shall be three years. One-third of such members shall be elected each year. Except as otherwise permitted by Section 6, no member of the Board shall serve more than two consecutive full terms without a break in tenure. Such member shall not be eligible for membership on the Board again until one year from the date of the termination of his tenure.

The Board may, pursuant to standards previously established by it, declare a Board position vacant for the failure of the member to maintain active participation in the affairs of the organization, or failure to attend three consecutive Board meetings without adequate reason and prior notice.

Methods of Nomination

Section 4. There shall be a nominating committee selected as provided in the By-Laws which shall nominate candidates for Board membership. The Nominating Committee shall submit along with its slate of nominees, the names of all persons in good standing submitted to it by members of the League for consideration by the Board. General members of the League shall be invited to submit to the Nominating Committee, the names of members in good standing which, however, must be accompanied by a short biography of the person to be so considered. There shall be no nominations from the floor at the Annual Meeting.

Election Procedures

Section 5. The Board may re-elect Board Members upon the expiration of their first terms. Unexpired terms (occurring in the interim of annual elections) shall be filled by election by the Board.

Nominees for Board membership shall be elected at the Annual Meeting.

The terms of Board Members elected in an annual election shall commence at the close of the Annual Meeting.

Section 6. A Board Member serving as President at the end of his second consecutive Board term may be re-elected to the Board by the Board, for a term of one year before rotating off the Board as provided in Section 3.

Section 7. Subject to the limitations of Section 2 and the six-year limitation of Section 3, the Board may elect to the Board any person appointed by the President as a chairman of a standing committee or elected to the presidency of the Guild and such persons shall remain Board members as long as they retain their designated positions.

OFFICERS  
AND DUTIES

ARTICLE V

Section 1. The officers of the organization, to be elected by and from the Board of Directors at the meeting of the Board immediately prior to the annual membership meeting, shall be President, First Vice-President, Second Vice-President, Secretary, Treasurer and any others created by subsequent action of the Board. They shall assume the responsibilities and perform the duties usually connoted in their respective titles or in accordance with any modifications reflecting common practice in the organization.

Section 2. The term of office shall be one year.

Section 3. As a means of providing the opportunity for the Vice-Presidents to secure a more intimate understanding of the operation of the organization, each shall be assigned to head a standing committee and/or to coordinate the activities of one or more standing or special committees at the discretion of the President.

Section 4. During the absence or disability of the President, the first named officer available in the order listed in Section 1 of this Article shall perform the duties of President.

EXECUTIVE  
COMMITTEE

ARTICLE VI

The elected officers shall constitute the Executive Committee with the President serving as chairman. This Committee shall be empowered to assume the responsibilities of the Board of Directors during the interim between Board Meetings and any specific responsibility assigned to it by the Board of Directors.

AFFILIATIONS

ARTICLE VII

Section 1. As an affiliate of the National Urban League, the organization subscribes to its basic philosophy, objectives and program and accepts the obligations inherent in such affiliation. The organization retains its autonomy in the administration of its affairs and in the adaptation of accepted Urban League methods to meet local needs and problems.

Section 2. The organization shall maintain affiliation with the local community-wide social welfare planning body (Community Council) and the federated social welfare fund raising organization (United Fund). It shall fulfill all obligations inherent in such affiliation.

PROCEDURES  
FOR AMENDING  
CONSTITUTION  
AND BY-LAWS

ARTICLE VIII

Section 1. This Constitution may be amended only by a two-third (2/3) roll call vote of the Board Members present at a regular meeting in which a quorum is present provided:

1. The proposed amendment has been read and discussed at the preceding regular Board Meeting and printed in full in a notice of the second meeting mailed to all Board Members at least two weeks before that meeting; and that
2. The number of Board Members voting for the amendment is at least ten.

Section 2. The Board may amend the By-Laws of the organization in accordance with the procedure for amending this Constitution, except that only a simple majority of the members present need approve the proposed modification.

MAY 18 1972

## BY-LAWS

### URBAN LEAGUE OF PORTLAND

#### MEETINGS

##### ARTICLE I

###### Membership

Section 1. Membership meetings may be called at the discretion of the Executive Director, the President or the Board of Directors.

###### Board

Section 2. Board Meetings shall be held on the third Thursday of each month, September through June, unless modified at the suggestion of the President with approval of the Board. Special Board Meetings may be called by the President or at the request of one-third (1/3) of the Board.

###### Executive Committee

Section 3. Executive Committee meetings shall be called at the discretion of the President or the Executive Director.

###### Annual

Section 4. The official annual meeting of the organization shall be held in April unless the Board shall prescribe a different time for that year.

#### MEMBERSHIP

##### ARTICLE II

###### DUES

Section 1. The following annual dues schedule shall be in effect:

###### For Individuals

Student	\$ 1.00 (or more)
General	\$ 3.00 (or more)
Contributing	\$10.00 (or more)
Sustaining	\$15.00 (or more)

###### For Groups, Businesses and Industries

General	\$ 25.00 (or more)
Contributing	\$ 60.00 (or more)
Sustaining	\$100.00 (or more)
Supporting	\$500.00 (or more)

#### ELECTIONS

##### ARTICLE III

Section 1. There shall be a Nominating Committee composed of seven members appointed by the President at, or prior to, the September meeting of the Board of Directors. At least three members of the Committee shall be selected from the Board of Directors and at least two from the membership of the organization. Vacancies on the Nominating Committee may be filled from time to time.

The Nominating Committee also shall nominate candidates for filling unexpired terms on the Board.

The Nominating Committee shall recruit from the membership the names of appropriate prospective Board 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 last regular meeting before the Annual 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 Meeting of the membership for its approval.

Section 2. The members of the Board serving on the Nominating Committee shall comprise a committee to nominate the officers of the organization who shall be voted upon by the members of the Board at the Board Meeting preceeding the Annual Meeting.

**STANDING  
COMMITTEES**

ARTICLE IV

Section 1. The following additional standing committees are authorized:

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

Program: To determine and develop appropriate programs for the agency and to plan and expedite the promotion of the Annual Meeting.

Public Relations: To develop plans, to create contacts, to establish rapport with local media of mass communication, and to implement and utilize the same in interpreting the function and publicizing specific activities of the League.

Education: To study local problems in race relations for the purpose of determining specific problems or areas in our community life that require special attention or interpretation. To develop programs, activities, educational materials, or other resources to be used in disseminating information conducive to the solution of the specific problems discovered or observed.

Housing: To initiate and conduct such surveys and to gather such information as will keep the organization aware of the current problems in housing facing the nonwhite groups in the community. To plan, develop and promote such activities as will enhance the development of equality of opportunity in the selection, purchase and occupancy of housing without any restriction based upon race or color.

Budget: To assist the Executive Director in developing a realistic budget for the organization. To develop the approach and procedure for presenting the budget to the United Fund Budget Review Committee.

The Executive Committee, together with such other persons, if any, but not to exceed five, as the President may select, shall comprise the membership of the Budget Committee.

Finance: To plan ways and means of raising supplementary revenue or income and to make such recommendations to the Board of

Directors for its consideration and action. To seek and to cultivate potential sources of substantial financial contributions to the organization's income.

Industrial Relations: To plan and implement activities, conferences and programs designed to expand equality of opportunity in employment. To study current local employment patterns and policies as a means of determining and making direct contacts with specific industries, unions or employers.

Section 2. The chairman of the standing committees shall be appointed by the President. Such committees shall be advisory to the Board of Directors. Whenever appropriate the chairman shall be selected from the current membership of the Board of Directors, but the President may, with the approval of the Board, select a non-Board Member to serve as a chairman of a standing committee. The President and the Executive Director shall be ex-officio members of all committees.

## GUILD

### ARTICLE V

Section 1. An auxiliary of women to be designated the Urban League Guild of Portland shall be organized and sustained. The general purposes of the Guild shall be to aid in the Community-wide interpretation of the League's philosophy and objectives, to supplement the agency's budget through special financial efforts approved by the Board of Directors of the League, and to perform such other occasional duties that may facilitate special activities sponsored by the League or may enhance its general welfare.

## STAFF

### ARTICLE VI

Section 1. The normal staff consist of an Executive Director, who shall direct and supervise the staff; an Economic Development and Employment Director; a Community Services Director; an Education and Youth Incentives Director and other such personnel as the Urban League need warrants; and necessary clerical personnel. Their salaries shall be recommended by the Executive Committee and approved by the Board.

## BUDGET AND FUNDS

### ARTICLE VII

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 except a petty cash fund of not to exceed \$20.00 shall be deposited in a recognized financial institution to the account of the organization or to special fund accounts as appropriate. All checks of the organization shall be signed by two officers. The day to day supervision and approval of expenditures shall be the responsibility of the Executive Director.

Section 3. Monthly reports of income and disbursements shall be prepared and filed in the organization's office. Such reports shall be made available to the Board upon the Board's request.

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.

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