

# CONSTITUTION

## PREAMBLE

Pursuant to the declaration of the assembly of Americans of Polish descent, as convened in the City of Denver, Colorado, this 26th day of October 1950, an organization is created and incorporated by the authority of the State of Colorado.

## ARTICLE I - NAME

Henceforth, this organization shall be known as THE POLISH CLUB OF DENVER, INC., incorporated under the laws of the State of Colorado, located at 3121 West Alameda Avenue, Denver, Colorado 80219-2003. For the purpose of this document, anytime the name "Polish Club of Denver" is used; it will mean "Polish Club of Denver, Inc.".

## ARTICLE II - OBJECT AND PURPOSE

Sec.1. It shall be the policy of the Polish Club of Denver to encourage the social and cultural welfare of its members; to promote better American citizenship; to preserve Polish traditions; and to engage in activities of interest and benefit to its members and all mankind.

Sec.2. The articles of this Constitution, or any amendment thereof, shall not be construed as being contrary to the Constitution of the United States of America.

Sec.3. The Polish Club of Denver shall have a perpetual existence under provision that this club shall not cease to exist as long as nine of its members in good standing assemble according to Article XIV, Section 1.

Sec.4. The Polish Club of Denver is a "not for profit organization", and as such it shall not distribute or transfer property or chattels, or distribute dividends.

Sec.5. The Constitution and By-laws of this organization, and all subsequent amendments shall be written in English as the official corporate language of the State of Colorado, and translated into the Polish language as a convenience in the operations of the Polish Club.

## ARTICLE III - MEMBERSHIP REQUIREMENTS

Sec.1. Any member in good standing may recommend eligible persons for regular membership by submitting an official application, along with first year dues, to the membership committee for processing.

Sec.2. The applicant must be of Polish descent by birth, or be married to, or be adopted by an American of Polish descent, and:

- a) must be at least 18 years of age,
- b) must be of good character,
- c) must not be a member of any subversive group(s)

#### **ARTICLE IV - DUES AND DELINQUENCIES**

Sec.1. Dues anniversary date for all members is January of each year. Dues will be prorated for members who join at any other time of the year.

Sec.2. A member in good standing is one whose dues are paid in the current year. Only members in good standing are entitled to vote, hold office, and otherwise participate fully in the proceedings of the Polish Club.

Sec.3. Membership is suspended when dues are not paid by March 31st of any calendar year, provided that the member is advised of her/his delinquency by two written notices sent by regular mail.

Sec.4. A suspended member may be reinstated if:

- a) Within the year of suspension - by paying the full current year dues.
- b) Within a year from the date of suspension - by paying full amount dues for the last year and for the current year of reinstatement.
- c) At any time after one year of the date of suspension - by reapplying for new membership and being accepted.

#### **ARTICLE V - EXECUTIVE BOARD AND ITS RESPONSIBILITIES**

Sec.1. The elected Executive Board shall consist of five officers and the directors of the organization: The President, Vice-President, Secretary, Treasurer, Sergeant at Arms, and seven Directors.

Sec.2. The Executive Board shall manage the general business affairs of the organization; it shall be responsible to the mandates of the membership; and act on other matter as authorized by the membership.

Sec.3. The officers of the organization will perform all responsibilities that may be normal to their respective office and authorized by the membership plus the responsibilities specified herein:

- a) President - shall sign all organizational documents including Service and Purchase Contracts, legal documents, and checks for disbursement of funds.
- b) Vice-President - shall sign all documents pertaining to ownership of real property, and checks for disbursement of funds.
- c) Secretary - shall be responsible for sending all certified or registered mail, and all other official correspondence, shall be the keeper of the organizational seal, and sign all documents pertaining to ownership of real property.
- d) Treasurer - shall establish banking relationship, and sign all checks for disbursement of funds.
- e) Sergeant-At-Arms - shall be present at all regular assemblies of the organization and other official functions sponsored by the organization.

- f) Directors - Each of the Directors shall be elected to also act as chairman of a specific functional committee. The committees are Membership, Building, Social, Program, Public Relations, Rental, and Supplies.

Sec.4. To qualify as candidate for any elected office, a member must be in good standing for at least 6 months before the election.

#### **ARTICLE VI - ELECTED COMMITTEES**

Sec.1. An Auditing Committee consisting of three members shall be elected at the November Annual meeting of the membership.

- a) The Auditing Committee will audit the treasurer's books and submit their written report and financial statement to the Executive Board and the Assembly as soon as possible.
- b) The committee will take an annual inventory of the Polish Club's Chattels each January and present a written report of current holding, including a comparison with those of the previous year, indicating additions, losses, repairs, or replacement; they will also give recommendations for discarding, repairing, replacing, or purchasing inventory items.

Sec.2. An Election Committee consisting of three members shall be elected in the September general membership meeting.

- a) The Election Committee will be in charge of all procedures of the election process including the distribution, collection, counting, and verifying legality of ballots cast for each office at the election.
- b) The committee shall report the outcome of each elected office to the members.

Sec.3. A Nominating Committee consisting of three members shall be elected in the September general membership meeting.

- a) The Nominating Committee will select one qualified candidate for each elected office.
- b) The committee will present these to the members at the November General Meeting before voting takes place.

#### **ARTICLE VII - DOCUMENTS**

All documents pertaining to the title of ownership or to the mortgaging of the Polish Club's real estate must be signed by the President, Vice-President, and the Secretary of the organization, based on the authorization that was approved by a legally valid two-thirds vote of the entire membership. All members in good standing must be notified by a verifiable means at least 30 days prior to voting.

#### **ARTICLE VIII - ELECTIONS AND TERMS OF OFFICE**

Sec.1. Elections will be held every two calendar years at the November General Meeting beginning 1998, 2000, 2002, etc.

Sec.2. Term of new officers and board members shall commence at the first assembly after the New Year beginning 1999, 2001, 2003, etc.

Sec.3. The Officers and Board Members shall serve for a term of two (2) years.

Sec.4. In case of a vacancy occurring in any office of the executive board, the assembly shall go into immediate session to elect the same. The officer shall take his/her seat immediately after such election.

Sec.5. All votes shall be case by written ballot. Election will be determined by a majority vote of all members in attendance who are members in good standing. Each elected position shall be voted for separately and individually, except for elected committees, where the three candidates with the most votes will be elected.

Sec.6. The nominating committee will present its slate of candidates to the Executive Board and to the membership at the October assembly.

Sec.7. A list of nominees shall be sent to each member, so it may be in their possession at least one week prior to the date of elections.

Sec.8. Nominations for any elected office will be accepted from the floor on the day of election and prior to the voting for that office.

Sec.9. The Election Committee will conduct the annual election.

Sec.10. Any member of the Executive Board may be recalled and removed from office by two-thirds vote of members in good standing at any general meeting.

#### **ARTICLE IX - MEETINGS AND QUORUM**

Sec.1. General membership meeting will be six times a year on the same day and time. Members will be notified of all meetings in advance.

Sec.2. Special meetings of the members may be called by the Auditing Committee or by the President. Members will be notified of time, date, and subject of these meetings at least 10 days prior to the meeting.

Sec.3. The annual assembly will be the January meeting of the general membership. All written annual reports will be submitted to the President at that time.

Sec.4. A legal assembly quorum of al membership meetings will consist of not less than three members of the Executive Board and not less than 20 members in good standing. A total of 23.

- A. If the number of members in the Polish Club, that are in good standing, is less than 23, a legal quorum will consist of 3/4 of the total number of members.

#### **ARTICLE X - AMENDMENTS**

Sec. 1. All amendments to the Constitution and By-laws must be presented to the assembly in writing.

Sec. 2. Acceptance of amendments to the Constitution requires two thirds vote of attending members in good standing; amendments to the By-laws requires a majority vote. A quorum must be present.

Sec. 3. A written notice must be sent to all members, stating the nature and purpose of the amendment, and that the amendment will be considered and acted upon at a specified date. The notice must be sent to all members 30 days before the specified date for considering the amendment.

#### **ARTICLE XI - ORDER OF BUSINESS FOR MEETING**

1. Call to order
2. Pledge of Allegiance (\*)
3. Roll call of Officers
4. Reading and approval of minutes
5. Report of Treasurer
6. Report of Committee Chairperson
7. Unfinished business
8. New business
9. Remarks for the good of the Polish Club
10. Adjournment

(\*) All persons present at the meeting will be requested to stand in respectful attention during the ceremony of the "Pledge".

Text of the Pledge for President and Executive Board:

I, (name) duly elected by the membership as (...) of the Polish Club of Denver for the year (...), do solemnly pledge that I shall fulfill my responsibilities and obligations in accordance with the Polish Club Constitution and By-laws, to the best of my ability, so help me God.

The Chairperson of the Election Committee shall administer the pledge of the incoming President. The new President shall administer the pledge of all other elected members of the Executive Board.

#### **ARTICLE XII - PARLIAMENTARY AUTHORITY**

The writings of Henry M. Roberts shall be the parliamentary authority on all subjects not covered by this Constitution and By-laws.

#### **ARTICLE XIII - DISCIPLINE**

Sec.1. Suspension of rights of a member ensures automatically when his/her membership dues are in arrears for over three (3) months, that is by April 1st.

Sec.2. When any member of the executive board is absent without excuse for two consecutive meetings, the assembly may declare the office vacant by majority vote of those present. The vacancy shall be filled by the Club as provided in Article VIII, Section 4.

Sec.3. During any kind of assembly organized by the Club, on Club premises or elsewhere, no one has the right to use abusive language of insult another person. If any person fails to conform to the above rule, the Executive Board will investigate the incident.

To assure the membership of the Club that no member will be discriminated against, or expelled from the Club without due process of law, the Executive Board will have the right and obligation to hear both parties and their witnesses.

Upon completion of the hearing, the Executive Board, by secret ballot, will designate the party in fault, and take one of the following disciplinary actions:

1. Written admonition shall be sent to the party at fault.
2. Suspension of membership rights up to one year.
3. Recommend expulsion from the Polish Club by secret vote of two-thirds of quorum.

Definition of an insult: Curses and insulting works directed at a member of the Polish Club. Use of physical force in resolving any differences.

Sec.4. The President of the Club is responsible for upholding the rules of this Article, and in case he/she shall not acquit himself/herself of this duty twice, he/she shall be removed from office through the simple majority vote of the assembly.

Sec.5. The President of the Club has the right to deprive a member of their right to speak in order to prevent any action unbecoming a member, or to the detriment of the Club, or for which the Club could be made responsible legally.

#### **ARTICLE XIV - DISSOLUTION**

Sec.1. Should the number of members fall below nine (9) as per Article II, Sec.3., the remaining members shall obtain legal advice to dissolve the Polish Club of Denver, convert all property to cash and consider dividing available funds amount the following suggestions with bigger percentage of money to stay in the United States and serve Polonia. Money going overseas may be checked by the IRS. The **suggestions** are:

1. Primate of Roman Catholic Church in Poland.
2. School for Deaf and Blind in Laski, Poland.
3. Radar Institute of Maria Curie Sklodowska, Warsaw, Poland.
4. Defamation league action - Polish American Congress, Chicago, IL.
5. The scholarship fund, St. Mary's college, Orchard Lake, Michigan.
6. Scholarship Fund, Polish National Alliance, Chicago, IL.

#### **COMMITTEE**

Genowefa H. Hermanski  
Henry G. Podzinski  
Krystyna Orłowska

11/12/99