

CONSTITUTION

ARMENIAN CULTURAL ORGANIZATION OF MINNESOTA (ACOM)

St. Paul, Minnesota

ARTICLE I - NAME

The name of this organization shall be Armenian Cultural Organization of Minnesota.

ARTICLE II - PURPOSE

This organization is to function exclusively for the purpose of education and cultural activities within the meaning of Section 501 (c) (3) of the Internal Revenue Code as follows:

1. To provide programs and events which encourage its members to learn Armenian culture, language, history and heritage.
2. To provide programs of Armenian culture, language, history and heritage for the general Minnesota area.
3. To provide an environment which encourages participation of all Armenians, their relations and friends who have an interest in Armenian culture, regardless of religious, political or social differences, and to promote harmony among its members.
4. To provide periodic gatherings and meetings for the cultural furtherance of the Armenian people, their relations and friends who have an interest in Armenian culture within the general Minnesota area.

ARTICLE III - MEMBERSHIP

Membership is open to all persons of Armenian descent and their relations and friends who have an interest in Armenian culture, of good moral character, who may become a member unless objected to by a majority of current active members. The By-Laws of this organization may provide for other classifications of members consistent with the purpose of this organization.

ARTICLE IV – MEETINGS * , ***

This organization shall hold a minimum of 3 (three) General Meetings per year.

ARTICLE V - DUES

Membership dues are to be paid as prescribed in the By-Laws of this organization and shall be used to support the purpose of this organization as spelled out in Article II of this Constitution.

ARTICLE VI – OFFICERS **

1. The officers of this organization shall be:

President	Secretary	Cultural Director	Administrative Director
Past President	Treasurer	Social Director	Newsletter Editor

All officers, together with the immediate Past President, shall constitute the Executive Committee of this organization having general administrative powers. The officers shall be elected as provided by the By-Laws except for the Past President.

2. The term of each officer shall be one year as provided by the By-Laws.

ARTICLE VII - AFFILIATION

This organization shall have no religious, political or social affiliations whatsoever.

ARTICLE VIII - LEGISLATIVE OR POLITICAL ACTIVITIES

No substantial part of the activities of this organization shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the organization 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.

ARTICLE IX - NON-DIVERSION OF ASSETS

This organization shall not garner pecuniary gain, incidentally or otherwise, to its members or officers, and no part of the net profit or earnings of the organization shall inure to any members, officer or private individual. However, reasonable compensation may be paid for services rendered to or for the organization in respect to one or more of its purposes, including services by a member or officer. The organization shall not lend any of its assets to a member or officer of the organization, nor guarantee to any other person the payment of a loan to a member or officer of the organization.

ARTICLE X - ORGANIZATION'S EXISTENCE

The period of duration of existence of this organization shall be perpetual.

ARTICLE X1 - NO PERSONAL LIABILITY

No member or officer of this organization shall have any personal liability to any extent for the obligations of the organization.

ARTICLE X11 - CAPITAL STOCK

The organization shall have no capital stock.

ARTICLE X111 - DISSOLUTION

This organization may be dissolved in accordance with the laws of the State of Minnesota. Upon dissolution of this organization, any surplus property remaining after the payment of its debts shall be disposed of by transfer to one or more organizations who at the time are exempt organizations as described in Section 501 (c) (3) of the Internal Revenue Code. This transfer shall be done in such proportion as determined by the members of the organization.

ARTICLE XIV - BY-LAWS

The By-Laws of the organization exist as adopted by the members of the organization. The By-Laws shall remain in effect until altered or amended by the active members.

ARTICLE XV - AMENDMENTS

This Constitution may be amended at any regular or specially called meeting of this organization by 2/3 (two-thirds) majority votes of the active members in person or by written proxy. Such amendment must be proposed in writing and signed by at least 5% (five percent) of the active members and presented at the meeting immediately preceding that at which the proposed amendment is to be voted on.

***** APPROVALS *****

Vahram Kardashian	President	1980 - FY	
Aram Charchian	President	1981 - FY	_____
Dick Dolan	President	1982 - FY	_____
Francis Bulbulian	President	1983 - FY	_____
Arek Tathevossian	President	1984, 1985 - FY	_____

Margaret (Vartanian) Merjanian	President	1986 - FY	
Nairy Digris Hassett	President	1987 - FY	
Vahram Kardashian	President	1988, 1989 - FY	
Mark Keljik	President	1990, 1991 - FY	
Garo Soghomonian	President	1992, 1993, 1994 - FY	
Dick Dolan	President	1995 - FY	
Dennis Fuchs	President	1996, 1997 - FY	
Lou Ann Matossian	President	1998, 1999, 2000 FY – CY	
Aram Charchian	President	2001, 2002 - CY	
Nairy Digris	President	2003, 2004, 2005 - CY	
Lynne Gildensoph	President	2006, 2007 – CY	
Cynthia Reimers Erickson	President	2008-2009 - CY	
Mark Keljik	President	2010-2011 – CY	

AMENDMENTS

ARTICLE IV – MEETINGS * (July 17, 2002)

This organization shall hold a minimum of 1 (one) General Meeting per year.

ARTICLE IV – MEETINGS *** (September 11, 2006)

An Annual Report shall be distributed to members before January 31st of the following year. Members who do not have access to electronic mail may elect to receive the Annual Report via the U.S. Postal Service.

ARTICLE VI – OFFICERS ** (January 29, 2000)

Section 1

- President
- Vice President
- Secretary
- Treasurer
- Social Director
- Cultural and External Affairs Director
- Past President

All officers, together with the immediate Past President, shall constitute the Executive Committee of this organization having general administrative powers. The officers shall be elected as provided by the By-Laws except for the Past President.

Section 2 - (July 17, 2002)

The term of each officer shall be **2 (two) years** as provided by the By-Laws.

BY-LAWS

ARMENIAN CULTURAL ORGANIZATION OF MINNESOTA (ACOM)

St. Paul, Minnesota

ARTICLE I - MEMBERSHIP

Section 1: General

The membership of this organization is open to all persons of Armenian descent and their relations and friends who have an interest in Armenian culture. Furthermore, the membership of this organization may be divided into two classifications: Active and Honorary.

Section 2: Active Member

An active member is any member who has fulfilled the dues obligations as set forth in the By-Laws and shall be entitled to all rights and privileges of the organization and shall share in its responsibilities.

Section 3: Honorary Member

Honorary Membership may be conferred upon any person by 2/3 (two-thirds) vote of the total active membership. Such memberships shall be restricted to persons whose activities and public utterances are consistent with the purpose of the Armenian Cultural Organization of Minnesota.

Section 4: Contributing Member

A contributing member is one who donates \$100 per fiscal year to this organization. The contributing member shall be entitled to all rights and privileges of the organization and shall share in its responsibilities.

ARTICLE II – DUES *

Section 1:

The dues of this organization shall be \$10.00 per person per fiscal year, or \$20.00 per household per fiscal year, or \$3.00 per student (maintaining own residence) per fiscal year.

Section 2:

A household constitutes the head of the household and all dependent family members residing in the same home.

Section 3:

Dues are to be paid within the first two months of the fiscal year (June and July).

Section 4:

Honorary members shall be exempt from all dues.

ARTICLE III - FISCAL YEAR **

The fiscal year of this organization shall begin on the 1st (first) day of June each year and end on the 31st (thirty-first) day of May of the succeeding year.

ARTICLE IV – OFFICERS ***

Section 1: General

The officers of this organization shall be:

President
Past President
Secretary
Treasurer
Cultural Director
Social Director
Administrative Director
Newsletter Editor

Section 2: Election of Officers

Nominations for officers shall be made by a Nominating and Elections Committee appointed by the President at least one meeting prior to the election. This committee will also oversee the elections and shall consist of five active members of the organization. The most recent Past President of the organization, who is still an active member, shall be one of the five members of this committee and will be its Chairperson. The committee shall present its report of nominations in the organization's newsletter prior to the meeting at which the election is to take place, and shall present only the names of active members who have consented to serve if elected. Further nominations from the floor should be encouraged at the time of the election by any active member. All elections shall be by secret ballot unless a secret ballot is dispensed with by a completely unanimous vote with a majority vote of all active members present necessary for a choice.

Section 3: Term of Office

Election of officers shall be held at the last general meeting of the fiscal year. New officers shall take office on June 1st and shall serve for a term of one year.

Section 4: Executive Committee

The Executive Committee shall consist of the officers of the organization

Section 5: Meetings of the Executive Committee

The Executive Committee shall meet once a month on a specified day and at such other times as requested by any member of the Executive Committee with the approval of the majority of the Executive Committee. At all meetings of the Executive Committee, a majority of the Executive Committee members shall constitute a quorum. A quorum shall be necessary for the adoption of any motion. Any active member may attend these meetings, voicing opinions as requested by the President; however, only members of the Executive Committee may vote.

Section 6: Powers and Duties of the Executive Committee

The Executive Committee shall have charge of all business affairs of the organization and shall consider all matters concerning the welfare of the organization in accordance with its Constitution and By-laws. The Executive Committee shall be authorized to disburse funds necessary for operating expenses of the organization. The Executive Committee shall gain the approval of the active membership to disburse funds necessary for capital expenditures exceeding \$250.00. The Executive Committee may present recommendations to the active membership relative to matters, which, in their opinion, should be decided upon by the members.

Section 7: Duties of the President

The President shall be the Chief Executive Officer of the organization. The President shall preside at all meetings of this organization and of the Executive Committee. The President shall confirm each appointee of all committees and have general supervision of the work of the organization. The President shall be ex-officio a member of all committees of this organization.

Section 8: Duties of the Past President

The Past President shall serve as advisor to the newly elected committee and promote community relations in cooperation with the President.

Section 9: Duties of the Cultural Director

The Cultural Director shall be responsible for preparing and implementing all cultural oriented programs related to the objectives of the organization. The Cultural Director shall preside in the absence of the President. The Cultural Director shall possess such other powers and perform such other duties as the President of the Executive Committee may, from time to time, prescribe.

Section 10: Duties of the Social Director

The Social Director shall be responsible for preparing and implementing all social oriented programs and activities of the organization. The Social Director shall preside in the absence of the President and Cultural Director. The Social Director shall possess such other powers and perform such other duties as the president of the Executive Committee may, from time to time, prescribe.

Section 11: Duties of the Secretary

The Secretary shall be responsible for the safekeeping of the Constitution and By-Laws and all other official records of the organization. The Secretary shall record the minutes of all meetings, executive and general, and shall also record all votes at general meetings. All records will b be passed on to the succeeding Secretary. In the absence of the Secretary, any other member of the Executive Committee may record the minutes. The Secretary shall possess such other powers and perform such other duties as the President or the Executive Committee may, from time to time, prescribe.

Section 12: Duties of the Treasurer

The Treasurer shall keep all financial records of the organization and shall have custody of all funds. The Treasurer will receive and disburse, with the approval of the Executive Committee, funds necessary for operating expenses. The Treasurer shall make financial reports to the active members at all general meetings and shall transmit all books, all accounts and all undistributed funds to the succeeding Treasurer. The Treasurer shall possess such other powers and perform such other duties as the President or the Executive Committee may, from time to time, prescribe.

All checks drawn upon the funds of the organization shall require the signature of one of the following officers: the President or the Treasurer. All deeds, contracts and other written agreements in excess of \$100.00 shall require the approval of the Executive Committee and can be signed on behalf of the organization by any one of the following officers: the Secretary, the Treasurer, the Past President/ Administrative Director or the Newsletter Editor.

Section 13: Duties of the Administrative Director

The Administrative Director shall be responsible for implementing the facility requirements of the organization and shall provide guidance for the orderly behavior of the members. The Administrative Director will enforce the orders of the President and shall also be and/or appoint, the official greeter/s of all functions of the organization. The Administrative Director shall provide guidance in the development of community interests and membership acquisition, and will have the responsibility of fund raising for the organization. The Administrative Director shall possess such other duties as the President of the Executive Committee may, from time to time, prescribe.

Section 14: Duties of the Newsletter Editor

The Newsletter Editor will be responsible for gathering, editing and printing all material for the publication of the Newsletter. The Newsletter will be published a minimum of 6 (six) times per fiscal year. The Newsletter Editor shall possess such other powers and perform such other duties as the President or the Executive Committee may, from time to time, prescribe.

Section 15: Removal of Officers

By a 2/3 (two-thirds) vote of the Executive Committee members present, and subject to the approval of the active membership by a 2/3 (two-thirds) vote, the Executive Committee may remove any officer and declare that office vacant.

Section 16: Vacancies in Elective Offices

Any vacancy in office shall be filled by a special election held at the next General Meeting following announcement of the vacancy.

Section 17: Re-Election of Officers

All officers of the organization shall be eligible for re-election for consecutive terms except for the President who is limited to 2 (two) consecutive terms.

ARTICLE V - COMMITTEES

Section 1: Standing Committee

The standing committees of this organization shall be the Executive Committee and the Long Range Planning Committee.

Section 2: Long Range Planning Committee

A Long Range Planning Committee consisting of ACOM past and current presidents shall be established to make formal long-term recommendations and proposals through the current president to the general membership for implementation by the current and subsequent executive committees. The committee shall meet at least three times per year and shall be chaired by the immediate past president. The committee meetings are open to the general membership and shall be announced in the newsletter prior to the meeting date. Voting on proposals and recommendations shall be restricted to committee members with a quorum of 2/3 (two-thirds) of committee members and Robert's Rules that apply.

Section 3: Special Committees

The Executive Committee may authorize the formation of special committees from among its members or members of the Armenian Cultural Organization of Minnesota and may define the powers, duties and terms of such committees. These committees will be chaired by members of the Executive Committee. Examples of such committees shall include, but not be restricted to, the Social Committee, the Program Committee, the Communications/Telephone Committee, the Facilities Committee, the Membership Committee, the Community Relations Committee, the Reception Committee and the Publications Committee.

ARTICLE VI – MEETINGS ** , *******

Section 1: General Meetings

General Meetings of this organization shall be held a minimum of 3 (three) times during the fiscal year.

Section 2: Special Meetings

Special Meetings may be called by a majority of active members or by the Executive Committee.

Section 3: Notice of Meetings

Meeting dates shall be given due and timely notice in the newsletter.

Section 4: Voting Rights

Only active members shall have the right to vote on matters submitted to a vote to the membership.

ARTICLE VII - QUORUM

One-third (1/3) of the active membership, in person or by written proxy, shall constitute a quorum for the transaction of all business of this organization, except amendments to the By-Laws.

ARTICLE VIII - RULES OF ORDER

Section 1

The general procedures of all meetings of this organization shall be in harmony with the principles set forth in Robert's Rules of Order and shall be the final authority as to parliamentary procedure insofar as they do not conflict with any provisions of the organization's Constitution and By-Laws.

Section 2

A parliamentarian may be appointed at each meeting by the President.

ARTICLE IX - AMENDMENTS

These By-Laws may be amended as follows: A motion may be submitted for consideration in the newsletter or by a special mailing 30 days prior to the next business meeting. A quorum of 50% (fifty percent) of active members either present or by written proxy shall be necessary to consider the proposed amendment. Passage of such amendment would require 2/3 (two-thirds) majority votes.

******* APPROVALS *******

Vahram Kardashian	President	1980 - FY
Aram Charchian	President	1981 - FY
Dick Dolan	President	1982 - FY
Francis Bulbulian	President	1983 - FY
Arek Tathevossian	President	1984, 1985 - FY
Margaret (Vartanian) Merjanian	President	1986 - FY
Naïry Digris Hassett	President	1987 - FY
Vahram Kardashian	President	1988, 1989 – FY
Mark Keljik	President	1990, 1991 - FY
Garo Soghomonian	President	1992, 1993, 1994 - FY
Dick Dolan	President	1995 - FY
Dennis Fuchs	President	1996, 1997 - FY
Lou Ann Matossian	President	1998, 1999, 2000 FY – CY
Aram Charchian	President	2001, 2002 - CY
Naïry Digris	President	2003, 2004, 2005 - CY
Lynne Gildensoph	President	2006, 2007 – CY
Cynthia Reimers Erickson	President	2008, 2009 – CY
Mark Keljik	President	2010, 2011 - CY

AMENDMENTS

ARTICLE II – DUES * (January 29, 2000)

Section 1

The dues of this organization shall be \$30.00 per person or per household per fiscal year. Out-of-state dues shall be \$15 per fiscal year.

Section 3

Dues are to be paid within the first two months of the fiscal year (January and February).

ARTICLE III - FISCAL YEAR ** (January 29, 2000)

The fiscal year of this organization shall begin on the 1st (first) day of January each year and end on the 31st (thirty-first) day of December of the same year.

ARTICLE IV – OFFICERS ***

Section 1: General

The officers of this organization shall be:

President

Vice President

Secretary

Treasurer

Social Director

Cultural and External Affairs Director

Past President

Section 3: Term of Office - (July 17, 2002)

Election of officers shall be held at the last general meeting of the fiscal year. New officers shall take office on January 1st and shall serve for a term of two years.

Section 8: Duties of the Past President - (January 29, 2000)

The Past President shall serve as advisor to the newly elected committee and promote community relations in cooperation with the President. The Past President shall provide guidance and continuity to the Executive Committee. The immediate Past President shall chair Armenian activities at the Festival of Nations if he/she so chooses.

Section 9: Duties of the Cultural Director

The Cultural Director shall be responsible for preparing and implementing all cultural oriented programs related to the objectives of the organization. The Cultural Director shall preside in the absence of the President. The Cultural Director shall possess such other powers and perform such other duties as the President of the Executive Committee may, from time to time, prescribe. The Cultural Director will now be

called Cultural and External Affairs Director **(January 29, 2000)**. There will be a minimum of 2 cultural events per year: a musical concert and one additional cultural event **(July 17, 2002)**.

Section 12: Duties of the Treasurer – (January 14, 2006)

The Treasurer shall keep all financial records of the organization and shall have custody of all funds. The Treasurer will receive and disburse, with the approval of the Executive Committee, funds necessary for operating expenses. The Treasurer shall make financial reports to the active members at all general meetings and shall transmit all books, all accounts and all undistributed funds to the succeeding Treasurer. The Treasurer shall possess such other powers and perform such other duties as the President or the Executive Committee may, from time to time, prescribe.

All checks drawn upon the funds of the organization shall require the signature of one of the following officers: the President, **Past President** or the Treasurer. All deeds, contracts and other written agreements **considered as capital expenditure in excess of \$500.00 shall require the approval of the Executive Committee and can be signed on behalf of the organization by any one of the following officers: the President, the Past President, or the Treasurer.** In addition, ACOM's Executive Committee is allowed to spend \$2,000.00 as operating expenditure (advance payment), without membership approval, for the following ACOM events: Annual Gagghant Dinner-Dance; Vendors for Festival of Nations.

Section 10: Duties of the Social Director – (July 17, 2002)

The Social Director shall be responsible for preparing and implementing all social oriented programs and activities of the organization. The Social Director shall preside in the absence of the President and Cultural Director. The Social Director shall possess such other powers and perform such other duties as the president of the Executive Committee may, from time to time, prescribe. **There will be a minimum of 2 social events per year: the annual Holiday Dinner (Gagghant) and the annual picnic.**

Section 13: Duties of the Administrative Director - (January 29, 2000)

The Administrative Director shall be responsible for implementing the facility requirements of the organization and shall provide guidance for the orderly behavior of the members. The Administrative Director will enforce the orders of the President and shall also be and/or appoint, the official greeter/s of all functions of the organization. The Administrative Director shall provide guidance in the development of community interests and membership acquisition, and will have the responsibility of fund raising for the organization. The Administrative Director shall possess such other duties as the President of the Executive Committee may, from time to time, prescribe.

The position of the Administrative Director shall be eliminated. A new position, Vice President, will be created to take over the responsibilities of the Administrative Director, be in charge of membership and assist the President. The Vice President is expected to stand for election to succeed the President. In the absence of the President, the Vice President shall serve temporarily as Acting President.

Section 14: Duties of the Newsletter Editor – (January 29, 2000)

The Newsletter Editor will be responsible for gathering, editing and printing all material for the publication of the Newsletter. The Newsletter will be published a minimum of **3 (three)** times per fiscal year. The Newsletter Editor shall possess such other powers and perform such other duties as the President or the Executive Committee may, from time to time, prescribe. **The Newsletter Editor will no longer be a member of the Executive Committee. The Newsletter Editor will be appointed by the President and shall report to the President of the Executive Committee.**

ARTICLE VI – MEETINGS ** (July 17, 2002)**

Section 1: General Meetings

General Meetings of this organization shall be held a minimum of 1 (one) time during the fiscal year.

ARTICLE VI – MEETINGS *** (September 11, 2006)**

An Annual Report shall be distributed to members before January 31st of the following year. Members who do not have access to electronic mail may elect to receive the Annual Report via the U.S. Postal Service.