

**BYLAWS OF
SIPAG-NY**

ARTICLE I — NAME AND PURPOSE

Section 1 — Name: The name of the organization shall be SIPAG-NY. It shall be a non-profit organization incorporated under the laws of the State of New York.

- (a) The organization may at its pleasure, by a vote of the Board of Directors, change its name.

Section 2 — Purpose: SIPAG-NY is organized exclusively for charitable, sports development and education, and fostering national amateur sports competition purposes under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. Specifically, the purposes of this organization are:

- A. To promote sports development programs, contests, and leagues; to rent or lease gymnasiums, building, grounds and facilities that would be used in the promotion of such games; to elevate the standard of games, contests, athletics, and sports; to maintain a high plane of physical and moral excellence, and enlist the cooperation of all persons of all ages to that end.
- B. To conduct basketball tournaments among various athletic groups; to invite athletic groups from other states and other countries to participate in such tournaments.
- C. To initiate and conduct activities for the senior citizens emphasizing their significance to the members and the public.
- D. To encourage religious activities which enhance the members' spiritual and moral values.
- E. To sponsor cultural programs to promote understanding among the many ethnic groups in the area.
- F. To promote understanding and stimulate public interest in Philippine culture through inter-linked activities of Filipino-American members; to encourage members and the public who are culturally inclined whether they are artists, writers, singers, dancers, actors, musicians or directors, to contribute their talents in advancing the frontiers of the arts.
- G. To conduct any and all lawful activities which may be useful in accompanying the foregoing purposes.

ARTICLE II - BOARD OF DIRECTORS

Section 1 - Board role, size, and compensation: The board is responsible for overall policy and direction of the organization, and delegates responsibility of day-to-day operations to the President, cabinet, and committees. The Board shall have up to 9 members, but not fewer than 5 members. The Board receives no compensation other than reasonable expenses.

Section 2 - Terms: All board members shall serve two-year terms, but are eligible for re-election for up to five consecutive terms.

Section 3 - Meetings and notice: The board shall meet at least quarterly, at an agreed upon time and place. An official board meeting requires that each board member have notice at least one week in advance.

Section 4 - Board elections: New directors and current directors shall be elected or re-elected by voting representatives of members at the annual meeting. Directors will be elected by a simple majority of members present at the annual meeting.

Section 5 - Election procedures: A Board committee shall be responsible for nominating a slate of prospective board members and representing the organization's constituency. All members will be eligible to send one representative to vote for each candidate.

Section 6 - Vacancies: When a vacancy on the board exists mid-term, the secretary must receive nominations for new members from present board members two weeks in advance of a board meeting. These nominations shall be sent out to board members with regular meeting announcement, to be voted upon at the next board meeting. These vacancies will be filled only to the end of the particular board member's term.

Section 8 - Resignation, termination, and absences: Resignation from the board must be in writing and received by the Secretary. A board member may be terminated from the board due to excess absences. A board member, including the President, may be removed when sufficient cause exists for such removal. A board member may be removed for other reasons by a three-fourths vote of the remaining directors.

Section 9 - Board of Director responsibilities: Each Board member shall serve on at least one committee or task force.

Section 10 - President-elect: The incoming president may participate in board meetings, as a non-voting member, during the year preceding his/her tenure.

Section 11 – Past-President: The past president will have an automatic position on the Board for at least one term beyond his/her tenure. S/he may be re-elected to the Board for up to 5 subsequent terms.

ARTICLE III - EXECUTIVE OFFICERS

Section 1 - Officers and Duties: There shall be four officers of the organization, consisting of a President, Vice-President, Secretary, and Treasurer. Their duties are as follows:

The President shall convene regularly scheduled board meetings, shall preside or arrange for other members of the Executive Committee to preside at each meeting in the following order: Vice President, Secretary, Treasurer. The President has the right to vote on Board-level decisions.

The Vice-President shall chair committees on special subjects as designated by the board.

The Secretary shall be responsible for keeping records of board and executive committee actions, including overseeing taking of minutes at all board meetings, sending out meeting announcements, distributing copies of minutes and the agenda to each board members, and assuring that corporate records are maintained.

The Treasurer shall make report at each board meeting. The treasurer shall chair the finance committee, assist in the preparation of the budget, help develop fundraising plans, and make financial information available to board members and the public.

Section 2 - Terms: All executive officers shall serve two-year terms, but are eligible for re-election for up to three consecutive terms.

Section 3 – Election: The President is nominated and elected by the Board of Directors by majority vote. The President will nominate officers for Vice President, Secretary, and Treasurer. The Board of Directors will approve the nominations by majority vote.

ARTICLE IV - MEMBERSHIP

Section 1 — Eligibility for membership: Application for voting membership shall be open to any family in the states of New York or New Jersey who supports the purpose statement in Article I,

Section 2. - Nomination for membership: The Board of Directors and Executive Committee may nominate families for membership.

Section 3. - Membership is granted after completion and receipt of a membership application and annual dues. All memberships shall be granted upon a majority vote of the board.

Section 4 — Annual dues: The amount required for annual dues shall be \$100 each year, unless changed by a majority vote of the members at an annual meeting of the full membership. Continued membership is contingent upon being up-to-date on membership dues.

Section 5 — Rights of members: Each member family shall be eligible to appoint one voting representative to cast the member's vote in association elections.

Section 6 — Resignation and termination:

Section 7 - Member duties: Members shall participate in one or more organizational committees. The Executive Committee and Board of Directors of SIPAG NY may appoint members to chair committees or task forces which will report to the Board.

Section 8 - Resignation or termination: Any member may resign by filing a written resignation with the secretary. Resignation shall not relieve a member of unpaid dues, or other charges previously accrued. A member may be terminated from the organization when sufficient cause exists for such removal. A member may be removed for other reasons by a vote of the Board.

ARTICLE V - MEETINGS OF MEMBERS

Section 1 — Regular meetings: Regular meetings of the members shall be held at least twice once a year, at a time and place designated by the chair.

Section 2 — Annual meetings: An annual meeting of the members shall take place in the month of November, the specific date, time and location of which will be designated by the President.

Section 3 - Special meetings: Special meetings may be called by the President or majority of board of directors.

Section 4 - Notice of meetings: Notices of upcoming meetings shall be given to each voting member, not less than two weeks prior to the meeting.

Section 5 - Quorum: The members present at any properly announced meeting shall constitute a quorum.

Section 6 - Voting: All issues to be voted on shall be decided by a simple majority of those present at the meeting in which the vote takes place.

ARTICLE VI - COMMITTEES

Section 1 - Committee formation: The board may create committees as needed, such as fundraising, Program management, public relations, etc. The Executive Committee or Board of Directors appoints all committee chairs.

Section 2 - Executive committee: The four officers serve as members of the Executive Committee. Except for the power to amend the Articles of Incorporation and bylaws, the Executive Committee shall have all the powers and authority of the board of directors in the intervals between meetings of the board of directors, and is subject to the direction and control of the full board.

ARTICLE VII - AMENDMENTS

Section 1 - Amendments: These bylaws may be amended when necessary by two-third majority of the board of directors. Proposed amendments must be submitted to the Secretary to be sent out with regular board announcements.

ADOPTION OF BYLAWS

We, the undersigned, do hereby certify that the above stated Bylaws of SIPAG-NY were amended and approved by the SIPAG-NY Board and Officers on Sunday, June 9, 2019, and constitute a complete copy of the Bylaws of the corporation.

Signed: Champ Albano (electronic signature)

Signed: Ederlinda Paraiso-Miranda (electronic signature)

BYLAWS APPROVAL HISTORY

Original Document: October, 12, 2014

Amendment #1: June 9, 2019