

## **ALLIANCE BYLAWS 2004-2006**

### **ARTICLE I. - Duties of the Board of Directors**

Item A. The Director General shall preside at all meetings, appoint members of the Committees, except Nominating and those that are presided by members of the Board and shall be an ex-officio member of all Committees except Nominating. She shall provide copies of the Constitution and Bylaws to every member of the Board and all Committee members (not only to chairmen). She shall issue the proper credentials in ninety (90) days after assuming her position. She shall direct and administer the activities of the Alliance jointly with the Board. She shall be a member of the Executive Committee.

Item B. The Associate Director General shall assume the position of the Director General in her absence or inability. She shall act as Chairman of the Extension Committee; she shall receive, keep and file the correspondence with Zone Directors; she shall send quarterly reports to the Director General and present to the Board Meetings the Constitution, By-Laws and other credentials of women's groups wishing to become affiliated with the Alliance of Pan American Round Tables. She shall be a member of the Executive Committee.

Item C. The Recording Secretary shall take and file the minutes of all meetings (Conventions and Board Meetings), and shall keep an up-to-date list of all affiliate Tables and members of each Table. She shall be a member of the Executive Committee.

Item D. The Treasurer shall send annual billings to each Table for all the accounts payable to the Alliance, collect dues and other moneys, acknowledge receipts and with prior authorization from the Director General, she shall make any expenditures that may be deemed necessary. She shall be a member of the Executive Committee.

Item E. The Historian shall collect and file all materials of historical value to the Alliance, and then deliver these to the Pan American Round Table of Austin, Texas (USA), to be filed in the Alliance's Permanent Archives.

Item F. The Corresponding Secretary shall be appointed by the Director General, with the consent and the approval of the Board, within Thirty (30) days after the biennial elections. She shall take care of and file all the general correspondence of the Alliance. Communications shall be written in the language of the country of origin and sent with a suitable translation for the receiving country when applicable.

Item G. The Parliamentarian shall be appointed by the Director General with the consent and the approval of the Executive Board and the advice and consent of the Alliance Advisory Council. She shall maintain an up-to-date file of any changes in the Constitutions and Bylaws of all the affiliated Tables. She shall inspect the Constitutions and Bylaws of proposed new Tables for their eventual approval and she shall automatically be a member of any committee appointed to study and/or amend the Constitution and/or By-Laws of the Alliance. She shall be a member of the Executive Committee.

Item H. The Official Translator shall be appointed by the Director General with the consent and approval of the Board and shall be responsible for making accurate translations of all matters relating to the Alliance when necessary. She shall be a member of the Executive Committee.

Item I. The Director General Ex-officio is automatically a member of the Board of Directors and a member of the Executive Committee.

Item J. The Associate Recording Secretary shall be named by the Director General with the approval and consent of the Board. She shall fulfill the duties of the Recording Secretary in her absence, assuming all her duties and prerogatives.

Item K. The Zone Directors shall be members of the Extension Committee and the Directory Committee. They shall visit the Tables in their Zone and coordinate the travels of the Director General. They will collaborate with the Presidents (or Directors) of National and State Associations in expanding the Pan American ideals and objectives. They shall seek and broadcast information needed to develop the Alliance programs. They shall promote and help in the creation of new Tables. They may coordinate the organization of National or State Associations where none previously existed and are authorized to appoint the Provisional President of the Organizing Committee of a State or National Association within the confines of their areas, with the advice and consent of the Director General, the Associate Director General and the Executive Committee. They will collaborate with the Director General in selecting National Secretaries. They may assist the Tables in their Zone in the resolution of problems. In case of conflicts within their Zone that make use of the Grievance Resolutions Process, the Zone Director shall intervene at Level III, as indicated. The Zone Directors may be authorized by the Alliance Board to penalize faults. The Zone Directors may consult with each other or with members of the Board on matters that affect the Alliance.

Item L. The Presidents of Permanent Committees, with the exception of Executive and Extension Committees that are presided by designated officers, shall be appointed by the Director General of the Alliance with the advice and consent of the Board. They shall fulfill the functions of each Committee as specified by Article III. They have voting rights.

## **ARTICLE II - Board Meetings**

The Board shall hold an annual meeting. Quorum shall consist of nine (9) members.

## **ARTICLE III - Committees**

The Standing Committees shall be the following:

- A. Executive
- B. Extension
- C. Editorial
- D. Resolutions
- E. Information and Electronic Liaison
- F. Finance
- G. Nominating
- H. Pan American Woman

- I. Directory
- J. Revisions
- K. Protocol
- L. Archives
- M. Pan American Youth Groups
- N. Alliance-OAS Liaison Committee

The Director General, with the consent and approval of the Board, shall appoint all Committee Chairmen, except for the Nominating Committee and those headed by designated officers. The Nominating Committee shall be elected at the Board Meeting taking place one year after election of Board.

Item A. - The Executive Committee shall be made up of the Director General, who will preside, the Associate Director General, the Recording Secretary, the Treasurer, the Parliamentarian, the Translator and the Director General Ex-officio. It shall function as a Permanent Secretariat between meetings of the Board and shall prepare the agenda for the Biennial Convention of the Alliance.

Item B. - The Extension Committee shall be made up of the Associate Director General of the Alliance as Chairman and integrated by all the Zone Directors. It shall oversee the creation, foundation and development of new Pan American Round Tables.

Item C. - The Editorial Committee shall be responsible for gathering the materials needed to print the official publications of the Alliance. It will be formed by representatives of each Alliance Zone.

Item D. - The Resolutions Committee shall consist of at least three (3) members who shall receive and present to the Biennial Convention those changes proposed that do not affect the Alliance Constitution and Bylaws.

Item E. - The Information and Electronic Liaison Committee shall be responsible for making available immediate useful information to the Tables. It shall be composed of members of every Zone in the Alliance.

Item F. - The Finance Committee shall draw up a budget immediately after the Biennial Convention, to be approved by the Board of Directors at its interim meeting and will be applicable on the following biennium. This Committee shall cooperate with the Treasurer and audit (or have audited) the accounts carried by the Treasurer. The Committee will be formed by at least two (2) members from Tables that are near the Treasurer.

Item G. - The Nominating Committee shall be made up of one member per Zone (as many Zones as exist in the Alliance at a given time) elected by secret ballot at the Annual Board Meeting from sixteen (16) names proposed. This Committee shall present the slate of candidates to the Biennial Convention in accordance with Article VI-Elections, Item C .

Item H. - The "Pan American Woman" Committee shall consist of one member for each Alliance Zone, who shall select from among the candidates submitted by the different Tables three (3) finalists. From these three, the Committee will select the

one that has the largest number of votes within the Committee awarding her the honorific title of "Pan American Woman" which she shall hold for life specifying only the year in which she was selected '

Item I. - The Directory Committee shall consist of two (2) members, who may be from the same Table and all the Zone Directors. They shall update the information necessary to present a Directory at the Annual Board Meeting of the Alliance, as well as an update before the Biennial Convention.

Item J. - The Revisions Committee shall consist of at least five (5) members, of which the Parliamentarian shall be one. It is entrusted to receive, study and recommend in its case proposed changes that affect the Alliance Constitution and By-Laws. This Committee shall inform the Alliance Board and the affiliated Tables of all proposed changes received not later than ninety (90) days before the Biennial Convention.

Item K. - The Protocol Committee Shall consist of one member per each Zone of the Alliance. It shall provide public relations service at the continental level and will strive to insure that the rules contained in the Alliance Protocol Guide are followed by the membership.

Item L. - The Archives Committee is formed by members of the Austin Table, who are in charge of the safekeeping, cataloging and maintenance of official materials pertaining to the Alliance. It shall be housed at the Benson Library on the Institute for Latin American Studies in the University of Texas campus in Austin, Texas, USA..

Item M. - The Youth Groups Committee is formed by a member of each Zone in the Alliance .It shall implement the creation and development of Pan American Youth Groups, sponsored by Pan American Round Tables with the purpose of extending the objectives and principles of the Pan American movement among the youth of the Americas.

Item N. - The Alliance-OAS Liaison Committee is formed by one member of each Zone and two members from the Washington, D.C. Table. It will serve as the exclusive voice of the Alliance for purposes of communication between the entities and will participate in civil society-OAS activities either via written input or by attending hemispheric meetings.

Note: The Chairmen of Standing Committees shall send semi-annual reports to the Alliance Board of Directors.

#### **ARTICLE IV - The Advisory Council**

The Advisory Council (or Advisors) shall be formed by all the Past-Directors General of the Alliance, so that whenever necessary, the Director General may resort to the joint experience of all or one alone, as may be the case. The Advisory Committee or any of its members shall always act only at the request of any member of the Alliance Board.. Any of these Council members may be appointed by the Director General to serve at Level III of the grievance resolution process. The Immediate Past - Director General is a Board member, not in Council.

## **Article V - Conventions**

Item A. - The Biennial Convention: the Executive Committee in agreement with the Hostess Table shall establish the exact date of this Convention.

Item B. - The Delegates. Each affiliated Table of the Alliance of Pan American Round Tables shall be entitled to send three (3) official delegates with a single vote, which may be cast by any one of the three.

Item C. - The Right to Vote. Only officers of the Board of Directors with voting privileges and voting delegates representing Tables in good standing and duly accredited, up-to-date in their payments to the Alliance, shall be entitled to vote. NO PROXY VOTES ACCEPTED. (A member of one Table may not represent any other Table, except her own.)

Item D. - Conventions Committees a) - There shall be a Registration Committee appointed by the Hostess Table, in charge of registering all members and visitors to the Biennial Convention. b) - There shall be a Credentials Committee in charge of oversight for eligibility of Table Delegates to assure their Tables are up-to-date in the payment of their dues. It shall register voting and alternate delegates and shall report daily to the Assembly the number of voting delegates, alternates, officers, members and guests attending. This committee shall be appointed jointly by the Director General and the Alliance Treasurer; with prior consultation with the Hostess Table. c) - The Hostess Table may appoint as many Committees as it deems necessary for the Convention.

Item E. - New Business. Any new business not included in the Agenda for the Biennial Convention may be brought before the Assembly with the approval of the 2/3 voting members present.

## **ARTICLE VI - Elections**

Item A. - The Date of Elections. Elections shall take place during the Biennial Convention.

Item B. - Voting: The officers of the Board of Directors shall be elected by secret ballot, during the regular Biennial Convention, unless they are unopposed candidates, in which case shall be declared elected by general consent, for a period of two (2) years only, and may not be re-elected to the same position, with the exception of the Treasurer, who may be re-elected once. The election of Zone Directors shall take place through the vote of delegates from the Tables in their respective Zones only, unless they are unopposed, in which case shall be declared elected by general consent of the Zone Tables. A person absent from the Convention cannot be elected. (A candidate who is duly registered and present at the Convention and must leave for emergency reasons can be elected).

Item C. - Presentation of the Slate - The Nominating Committee shall present a slate of eligible officers to the posts that are filled by elections in the Board, presenting their curricula and having obtained the prior consent of the eligible nominees thus proposed for the Board. This presentation of the slate shall be done 24 hours prior to the elections during the Biennial Convention.

Item D. - The Rules for Election Any member of the Assembly, having voting rights, may nominate other eligible candidates from her Zone only, with prior presentation of their Pan American curricula, which justifies their nomination and with the nominee's due consent.

a) Candidates for Director General must be from a country and Zone different than that of the current Director General. The candidates for Associate Director General should be from a country and Zone different than that of the Director General Elect.

b) Director General. The candidate for the position of Director General must have attended at least three (3) Alliance Conventions; have served on the Board for at least four (4) years prior to the election; must have served as Director of her own Table at one time and must have been elected to at least one of the following positions: State or National Director or Alliance Zone Director.

c) Associate Director General The nominee for the post of Associate Director General must have served on the Alliance Board at least (2) years, or its equivalent at a State or National level, and have attended at least two (2) Biennial Conventions of the Alliance.

d) The Director General and the Corresponding Secretary (appointed by her) may reside in the same city.

e) The secret affirmative vote of 2/3 (two-thirds) of the voting delegates or officers present shall constitute election. If the first vote does not reach two thirds (2/3) majority, there shall be another vote, with a simple majority constituting election.

f) Only voting delegates representing Tables in good standing and up-to-date in the payment of their Alliance dues and Board members may cast a vote.

g) Installation of Officers. The newly elected Board of Directors shall be installed at the end of the respective biennial convention where they were elected.

h) Any Alliance officer who, in the opinion of the Director General and/or the Executive Committee, has behaved in a manner judged to be disloyal or against her Director General, any Officer of the Board or the Alliance itself, shall have her attention called to this fact, first by the Parliamentarian, informing her of what it is she is doing wrong; afterwards, the Board of the Alliance will call her to order and, if the member, in spite of all of this, persists in acting disloyally or contrarily to the guidelines of the Alliance, she may be dropped as a member of the Board by two-thirds (2/3) vote of the members of said Board, informing her of this in writing.

## **ARTICLE VII - Dues and Payments**

Item A. Annual Dues and Travel Expenses. The annual dues for each table shall be a minimum of \$15.00 US (fifteen), plus \$3.00 US (three dollars) for each Table member. The Director General or any person designated by her shall use this fund for travel expenses related to Alliance matters. Both payments shall be made in advance by January First of each year. Each new Table accepted into the Alliance shall pay a one-time registration fee of \$25.00 US.

Item B. Convention Registration Fee. The registration fee for each official member present at the Biennial Convention shall be established by the Hostess Table in agreement with the Board of Alliance, according to the needs of each place.

#### **ARTICLE VIII - Vacancies on the Board**

Any vacancy on the Board, with the exception of that of Director General and Nominating Committee Chairman shall be filled by appointment by the Director General, with the approval and consent of the Board.

#### **ARTICLE IX - Constitution and By-Laws of Affiliated Tables**

Each member Table of the Alliance of Pan American Round Tables shall provide a copy of its Constitution and Bylaws to the Alliance Parliamentarian and shall promptly report any changes therein. (This shall hold true for National or State Organizations of PART) .The Parliamentarian will present these to the Board to decide if the changes are (or not) in compliance with Alliance rules.

#### **ARTICLE X - The Model Constitution**

When a Zone Director so requests, copies of the Alliance Model Constitution shall be sent to her, to be used in the organization of new Tables.

#### **ARTICLE XI - Amendments to the By-Laws**

The By-Laws may be amended at any regular Biennial Convention, through the majority vote of 2/3 (two-thirds) of the voting members present, provided the proposed amendment has been sent by a Table to the Alliance Headquarters and to the Chairman of the Revision Committee at least 90 (ninety) days in advance of the next Biennial Convention.

#### **ARTICLE XII - Parliamentary Procedure**

In those cases not provided for in the Constitution and By-Laws of the Alliance of Pan American Round Tables Robert's Rules of Order shall be applied.

#### **ARTICLE XIII - Archives**

The permanent archives of the Alliance shall be maintained in the city of Austin, Texas, U.S.A. The Austin Table shall be responsible for their care and maintenance.

Helena T.M. Richards - Alliance Parliamentarian 2004-2006  
Paula Figueroa de Perez Balderas -President Committee Revisions